

# ANNUAL REPORT

# 2023





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# MISSION, BRAND VALUES & ORGANIZATIONAL STRUCTURE

## MISSION STATEMENT

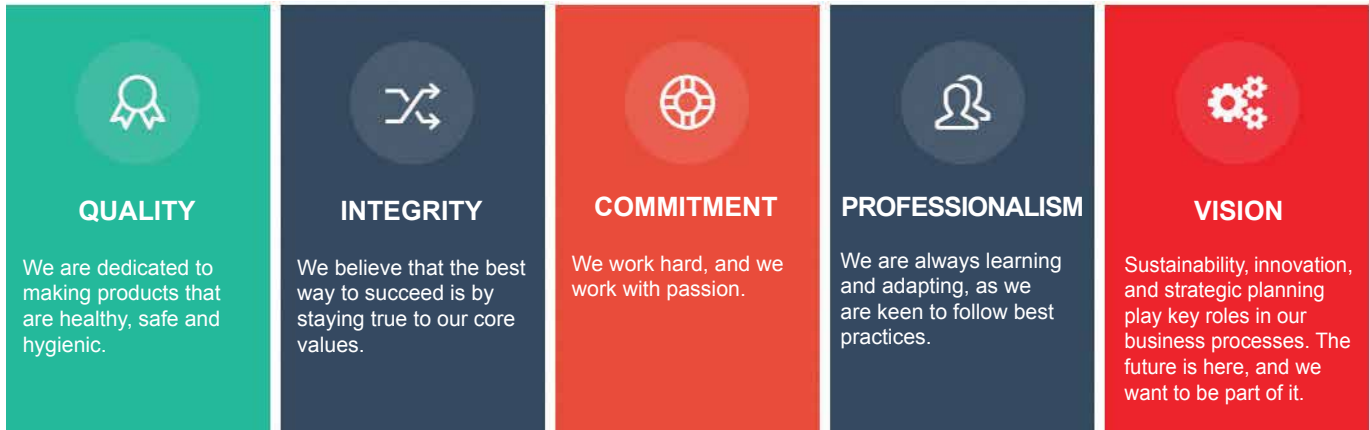
At Olympic, we believe that being a good business means contributing to the well-being of our workers, our customers, our community, and our planet. We want to add value by making good products which nourish people, all the while creating jobs and contributing to the Bangladesh economy.

We aspire to

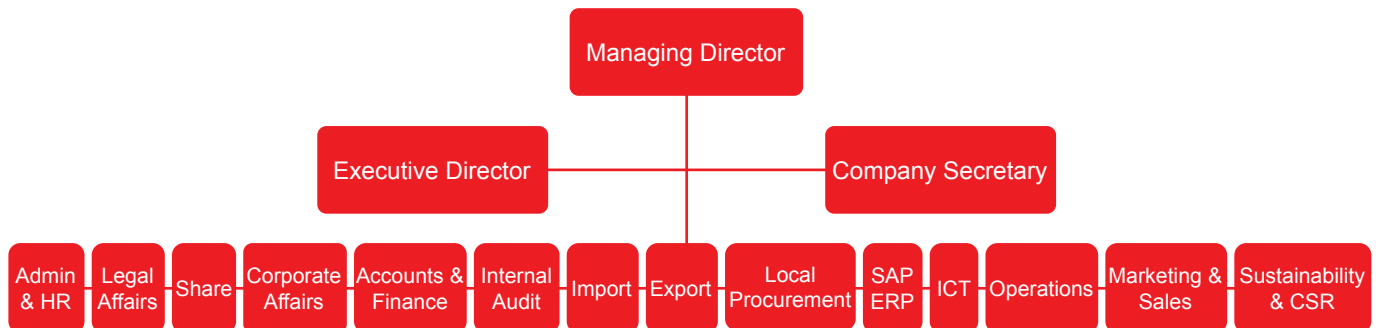
- Maintain our leadership position in the biscuit industry by producing the best quality products for our consumers that are unique, innovative and delicious
- Protect the interest of our shareholders through fiscal prudence
- Be an employer of choice while developing future leaders for our organization and the country
- Be stewards of social responsibility in Bangladesh through our initiatives

We believe that quality and integrity is the recipe of our success. Now the leader in the biscuit market, we were only able to get to where we are today by staying true to our core values and by developing new quality products we believe our customers will love.


















## VALUES



## ORGANIZATIONAL STRUCTURE



# MILESTONES

<p><b>February 2022</b> Commencement of eleventh biscuit line</p> 	<p><b>March 2020</b> Executed agreement to purchase 28,291 sqft of commercial space for head office at Trade Intercontinental building</p> 
<p><b>December 2019</b> Commencement of tenth biscuit line</p> 	<p><b>May 2018</b> Commencement of noodles and carton lines and increased bakery capacity</p> 
<p><b>May 2017</b> Commencement of ninth biscuit (cookies) line</p> 	<p><b>November 2016</b> Commencement of eighth biscuit line</p> 
<p><b>October 2014</b> Commencement of sixth and seventh biscuit lines</p> 	<p><b>February 2014</b> Received ISO 22000 Certification</p> 
<p><b>August 2012</b> Commencement of fifth biscuit line</p> 	<p><b>September 2010</b> Commencement of fourth biscuit line</p> 
<p><b>August 2008</b> Amalgamation of Tripti Industries Limited with Olympic Industries Limited</p> 	<p><b>July 2008</b> Commencement of third biscuit line</p> 
<p><b>July 2003</b> Commencement of second biscuit line</p> 	<p><b>December 1996</b> Commencement of biscuit and confectionery production</p> 
<p><b>September 1996</b> Listing on Chittagong Stock Exchange Limited</p> 	<p><b>June 1996</b> Name changed to Olympic Industries Limited</p> 
<p><b>June 1984</b> Listing on Dhaka Stock Exchange Limited</p> 	<p><b>June 1979</b> Incorporation as Bengal Carbide Limited</p> 

# AWARDS & ACHIEVEMENTS

<b>November 2023</b>	Gold, Agro & Food Processing Category, ICMAB Best Corporate Award 2022
<b>October 2023</b>	Bronze, Food & Allied Category, ICSB National Award for Corporate Governance Excellence 2022
<b>April 2023</b>	CIP Award in Large Industry (Production) Sector, 2021 from Ministry of Industries
<b>March 2023</b>	FBCCI Business Excellence Award for the year 2023
<b>December 2022</b>	<ul style="list-style-type: none"> <li>■ Gold, Agro &amp; Food Processing Category, ICMAB Best Corporate Award 2021</li> <li>■ Award from NBR for paying Highest VAT in Production Sector at National Level in FY 2020-2021</li> <li>■ Bronze, Food &amp; Allied Category, ICSB National Award for Corporate Governance Excellence 2021</li> <li>■ AAA Long Term, ST-1 Short Term, with Stable Outlook rating maintained by National Credit Ratings Limited</li> </ul>
<b>June 2022</b>	AAA Long Term, ST-1 Short Term, with Stable Outlook upgraded rating by National Credit Ratings Limited
<b>December 2021</b>	<ul style="list-style-type: none"> <li>■ Gold, Agro &amp; Food Processing Category, ICMAB Best Corporate Award 2020</li> <li>■ Bronze, Food &amp; Allied Category, ICSB National Award for Corporate Governance Excellence 2020</li> </ul>
<b>November 2021</b>	Tax Card Award from NBR for paying Second Highest Tax in Food & Allied Category in FY 2020-2021
<b>September 2021</b>	Special Honour from NBR Large Taxpayers Unit, Dhaka for Manufacturing Sector in FY 2020-2021
<b>June 2021</b>	AA+ Long Term, ST-1 Short Term, with Stable Outlook rating by National Credit Ratings Limited
<b>February 2021</b>	<ul style="list-style-type: none"> <li>■ Tax Card Award from NBR for paying Highest Tax in Food &amp; Allied Category in FY 2019-2020</li> <li>■ Silver, Agro &amp; Food Processing Category, ICMAB Best Corporate Award 2019</li> </ul>
<b>December 2020</b>	President's Award for Industrial Development 2018 in Large Scale Industrial Category.

<b>December 2019</b>	Award from NBR for paying Highest VAT in Production Sector at Narayanganj District in FY2017-2018
<b>November 2019</b>	Award from NBR for paying Second Highest Income Tax on National Level in Food and Allied Category for FY 2018-2019.
<b>July 2019</b>	National Productivity and Quality Excellence Award 2018 from National Productivity Organization, Ministry of Industries.
<b>June 2019</b>	President's Award for Industrial Development 2017 in Large Scale Industrial Category.
<b>December 2018</b>	Silver, Misc Category, ICMAB Best Corporate Award 2017
<b>November 2018</b>	<ul style="list-style-type: none"> <li>■ Award from NBR for paying Second Highest Income Tax in Food and Allied Category in FY 2017-2018.</li> <li>■ Silver, Food &amp; Allied Category, ICSB National Award for Corporate Governance 2017</li> </ul>
<b>December 2017</b>	Award from NBR for paying Highest VAT in Production Sector at Narayanganj District in FY 2015-2016.
<b>November 2017</b>	Award from NBR for paying Second Highest Income Tax in Food and Allied Category in FY 2016-2017.
<b>February 2017</b>	CIP Award in Large Industry (Production) Sector, 2015 from Ministry of Industries
<b>November 2016</b>	<ul style="list-style-type: none"> <li>■ Award from NBR for paying Second Highest Income Tax in Food and Allied Category in FY 2015-2016.</li> <li>■ Best Brand Award, Bangladesh 2016 from CCC&amp;I.</li> </ul>
<b>July 2015</b>	Award from NBR for paying Highest VAT in Production Sector at Narayanganj District in FY 2013-2014.
<b>November 2013</b>	Award from Narayanganj Rural Electrification Board for being the Best Industrial Customer, 2013.
<b>February 2013</b>	Award from Narayanganj Rural Electrification Board for paying Regular Highest Electricity Bills.
<b>July 2012</b>	Award from NBR for paying Highest VAT in Production Sector at National Level in FY 2010-2011

# CORPORATE INFORMATION

## NAME OF COMPANY

**Olympic Industries Limited**  
(Formerly Bengal Carbide Limited)

## INCORPORATION NO. & DATE

C-7096/826 of 1978-1979 dated 26 June 1979

## LEGAL STATUS

Public Limited Company

## NATURE OF BUSINESS

Manufacture, marketing, distribution and sale of quality biscuits, confectionery, bakery & snacks products and dry cell batteries as well as corrugated cartons and plastic trays for internal consumption.

## REGISTERED OFFICE

Lolati, Union Parishad Kanchpur  
P.S. & Upazilla Sonargaon, District Narayanganj

## CORPORATE OFFICE

Amin Court, 6th Floor  
62-63, Motijheel C/A  
Dhaka-1000, Bangladesh  
t: +880-9606565228  
+880-2223385228  
f: +880-2223387485  
secretariat2@olympicbd.com  
info@olympicbd.com  
www.olympicbd.com

## FACTORIES

### Biscuit, Confectionery & Bakery

Madanpur, Keodhala, Bondar, Narayanganj  
Lolati, Kanchpur, Sonargaon, Narayanganj

### Noodles, Snacks, Corrugated Carton & Battery

Kutubpur, Kanchpur, Bondar, Narayanganj

## LISTINGS

Dhaka Stock Exchange Limited: 09 June 1984  
Chittagong Stock Exchange Limited: 19 September 1996

## MEMBERSHIPS

### Chambers of Commerce and Industry

Metropolitan Chamber of Commerce and Industry  
The Dhaka Chamber of Commerce & Industry  
Bangladesh-Malaysia Chamber of Commerce and Industry  
India-Bangladesh Chamber of Commerce and Industry

### Associations

Bangladesh Association of Publicly Listed Companies  
Bangladesh Auto Biscuits and Bread Manufacturers Association  
Bangladesh Agro-Processors Association  
Intellectual Property Association of Bangladesh

## CAPITAL STRUCTURE

Authorized Capital – Tk. 2,000,000,000  
Paid-Up Capital – Tk. 1,999,388,860

## SHARE STRUCTURE

Number of Issued & Paid-up Shares – 199,938,886  
Face Value – Tk. 10.00 (Effective 4 December 2011)  
Number of Shareholders – 15,420  
(Shareholders' range and holdings % are provided in note 12.00 (d) of financial statements)  
Start of Demat Trading – 15 June 2004

## SHAREHOLDING PATTERN

Directors and Sponsors – 89,297,664 shares (44.66%)  
Institutions – 39,721,421 shares (19.87%)  
Foreign Investors – 47,911,819 shares (23.96%)  
General Public – 23,007,982 shares (11.51%)  
**Total – 199,938,886 shares (100%)**

## STATUTORY AUDITORS

**M/s. M.J. Abedin & Co., Chartered Accountants**  
National Plaza, 3rd Floor  
109 Bir Uttam C.R. Datta Road, Dhaka-1205

## CORPORATE GOVERNANCE COMPLIANCE AUDITORS

**Huda & Co., Chartered Accountants**  
House 51, Road 13, Sector-13  
Uttara Model Town, Dhaka

## INDEPENDENT SCRUTINIZER

**M/S G. Kibria and Co., Chartered Accountants**

## MAIN BANKERS

Agrani Bank Limited, Amin Court Corporate Branch, Dhaka  
United Commercial Bank Limited, Principal Branch, Dhaka  
The City Bank Limited, Head Office, Dhaka  
Habib Bank Limited, Motijheel Branch, Dhaka

## CREDIT RATINGS

National Credit Ratings Limited (NCR) has assigned the following Surveillance Entity Rating to Olympic Industries Limited based on the audited financial statements of the company up to 30 June 2022 and the Rating Validity is up to 13 December 2023:

Long Term	: AAA
Short Term	: ST-1
Outlook	: Stable

Rating Explanation	AAA	Investment Grade. Excellent Quality offering highest safety for timely servicing of financial obligation. Such Institutions carry minimum risk.
	ST-1	Strongest Capacity for timely payment of financial commitments and carry lowest credit risk.



# OUR PEOPLE



# BOARD OF DIRECTORS



## Aziz Mohammad Bhai

Chairman

Mr. Aziz Mohammad Bhai has been appointed as Chairman of Olympic Industries Limited on 23 July 2023. Mr. Bhai is a charismatic personality and a successful industrial entrepreneur in Bangladesh. He was actively engaged in the management of a steel producer for over three decades and has been an innovator in the local pharmaceutical manufacturing industry. In addition to his long list of business accomplishments, Mr. Bhai is a life member of the SAARC Chamber of Commerce.



## Nurjehan Hudda

Managing Director

Mrs. Nurjehan Hudda has been appointed as Managing Director of Olympic Industries Limited on 19 October 2023. She completed her O Levels at St. Francis Xavier High School, did her graduation from Holy Cross College and completed her Masters in English at University of Dhaka in 1968. She was engaged in providing education in Uganda and was In-charge of Administration and Management in a very reputed organization in Australia for over a decade. She also works closely with the Aga Khan National Council for Bangladesh. She is the Chairperson of Manticore Technology Limited and a Director of Ambee Pharmaceuticals Limited.



## Sakina Miraly

Director

Mrs. Sakina Miraly has been appointed as Director of Olympic Industries Limited on 27 October 2022. She completed her O Levels at St. Francis Xavier High School and A-Level via private coaching in London. She has also completed vocational training at St. Godric's College in London. She established the first English Ladies Lifestyle Magazine Adam and Eve in 1993. She is also a founder-sponsor of Olympic Industries Limited and a Director of Ambee Pharmaceutical Limited. She is a member of various Women's business organizations including the Women Entrepreneur association of Bangladesh and the SAARC Chamber Women Entrepreneur Council in Bangladesh.



## Munir Ali

Director

Mr. Ali, educated at Indiana University in the United States, has been involved in the development of the company's biscuit and confectionery businesses. He is the founder and Managing Director of Asia Commodity Limited and a Director of Interglobe Aviation (BD) Limited.



## Tanveer Ali

Nominee Director

Mr. Ali was appointed as Nominee Director of Olympic Industries Limited, effective 29 November 2020. He received his Bachelor of Arts in Political Science from the University of Waterloo in Canada and his Master of Business Administration from IE Business School and Brown University. Mr. Ali has lived in Bangladesh since 2006 and recently completed two full terms as Independent Director of Genex Infosys Limited, a publicly listed IT company. Mr. Ali is also a Co-Founder and Director of Frontier Nutrition Inc, a company focused on treating and preventing malnutrition by offering fortified and nutritious products to low-income mass market consumers, and its Bangladesh subsidiary, Care Nutrition Limited.



## Ahad Mohammad Bhai

Director

Mr. Ahad Mohammad Bhai has been appointed Director of Olympic Industries Limited on 25 June 2023. He completed his studies in Media and Economics at UBC in Vancouver, Canada, after which he moved back to Bangladesh. He invested in several ventures across media, technology among other sectors, and founded Bongo, which was Bangladesh's first digital media company. Bongo has since gone on to launch Bangladesh's first and currently largest streaming platform, Bongobd.com, which Ahad continues to manage.

## BOARD OF DIRECTORS



**Asar Aziz M Bhai**  
Nominee Director

Mr. Asar Aziz M Bhai has been appointed as Nominee Director of Olympic Industries Limited on 25 June 2023. Asar Bhai is a serial entrepreneur with a background in food science and nutrition. With multiple businesses in the agricultural, retail, and manufacturing industry, he is always looking for ways to innovate and improve services and products. He has dedicated the last half of a decade to producing nutritionally improved fish for both local and import purposes. Focused on operational fitness Asar Bhai has helped develop several businesses and their export operations ranging from pharmaceuticals, agro, jute, and energy. With expertise in acquiring and expanding the export market.



**Osman Haidar**  
Independent Director

Mr. Osman Haidar, B.Sc (Hons.) in Computing and Information System and an MBA in Finance from North South University, Bangladesh has been appointed as an Independent Director of Olympic Industries Limited effective from 22 November 2022. As Chairman, Managing Director and Director of a number of technology related companies, Mr. Haidar has completed many major projects of NBR, BSEC, DSE, Banks, Bangladesh Post Office etc.



**Sonya Panni**  
Independent Director

Mrs. Sonya Panni was appointed as an Independent Director of Olympic Industries Limited effective from 19 October 2023. Mrs. Sonya Panni received her education at Holy Cross in Dhaka, Bangladesh; Brummana High School in Lebanon; University of Beirut in Lebanon and Damascus University in Syria. She has 40 years of experience in holding top management posts in retail sales, Manufacturing & Procurement and Supply Chain Management at home and abroad. She also acts as consultant and teacher of Leadership Training & Mentoring for Club level and Corporate Board Members. She was past President of the SAARC Women's Association.

AUDIT COMMITTEE



**Osman Haidar**  
Independent Director & Chairperson



**Munir Ali**  
Director & Member



**Sonya Panni**  
Independent Director & Member

NOMINATION AND REMUNERATION COMMITTEE



**Sonya Panni**  
Independent Director & Chairperson



**Munir Ali**  
Director & Member



**Osman Haidar**  
Independent Director & Member

# MANAGEMENT



**Samad Miraly**  
Executive Director



**Md. Harun-AI-Rashid**  
Chief Financial Officer



**Mintu Kumar Das**  
Company Secretary



**Imdadul Haque**  
Sales



**Mahbubul Ameen**  
Marketing



**Enamul Kabir Miah**  
Internal Audit



**Md. Rafiqul Islam**  
Human Resources



**Saiful Islam**  
Supply Chain



**Md. Shamsul Alam**  
Enterprise Resource Planning

# OUR MANUFACTURING CAPABILITIES



# KEY OPERATING & FINANCIAL DATA

Condition 1(5)(xix) of BSEC's Notification No.BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 on Corporate Governance Code.

Year Year ended on	2022-2023 30 June 2023	2021-2022 30 June 2022	2020-2021 30 June 2021	2019-2020 30 June 2020	2018-2019 30 June 2019
<b>FINANCIAL POSITION</b>					
Non-Current Assets	5,831,224,247	5,313,957,824	4,887,130,332	3,966,021,758	3,899,064,099
Currents Assets	8,248,888,978	9,113,003,070	9,527,492,161	7,836,485,487	7,058,121,859
<b>Total Assets</b>	<b>14,080,113,225</b>	<b>14,426,960,894</b>	<b>14,414,622,493</b>	<b>11,802,507,245</b>	<b>10,957,185,958</b>
Long-Term Liabilities	450,011,285	446,480,327	527,681,585	417,663,634	559,242,514
Current Liabilities & Provisions	3,608,857,121	4,615,747,884	4,647,691,502	3,143,275,200	3,181,634,618
<b>Total Liabilities</b>	<b>4,058,868,406</b>	<b>5,062,228,211</b>	<b>5,175,373,087</b>	<b>3,560,938,834</b>	<b>3,740,877,132</b>
Shareholders' Equity	10,021,244,819	9,364,732,683	9,239,249,406	8,241,568,411	7,216,308,626
<b>Total Equity &amp; Liabilities</b>	<b>14,080,113,225</b>	<b>14,426,960,894</b>	<b>14,414,622,493</b>	<b>11,802,507,245</b>	<b>10,957,185,958</b>
Capital Employed	10,471,256,104	9,811,213,010	9,766,930,991	8,659,232,045	7,775,551,140
Return on Capital Employed	22.35%	17.53%	28.74%	33.84%	35.22%
Current Ratio	2.29:1	1.97:1	2.05:1	2.49:1	2.22:1

<b>OPERATING RESULTS</b>					
Revenue (Turnover)	25,785,247,628	21,438,817,722	18,032,599,144	15,895,037,599	13,733,728,376
Gross Profit	6,127,187,429	4,920,364,744	5,281,117,643	5,068,496,960	4,548,390,392
Gross Profit Ratio (%)	23.76%	22.95%	29.29%	31.89%	33.12%
Operating Profit	2,205,870,749	1,553,129,905	2,551,299,107	2,653,929,059	2,508,985,741
Operating Profit Ratio (%)	8.55%	7.24%	14.15%	16.70%	18.27%
Net Profit Before Tax (NPBT)	2,185,323,690	1,604,487,704	2,689,882,176	2,766,360,763	2,551,562,013
NPBT to Turnover (%)	8.48%	7.48%	14.92%	17.40%	18.58%
Net Profit After Tax (NPAT)	1,556,237,123	1,205,153,261	2,037,363,202	2,024,954,215	1,871,821,560
Net Profit Ratio (%)	6.04%	5.62%	11.30%	12.74%	13.63%
Earnings per Share (Tk. 10.00 per value)	7.78	6.03	10.19	10.13	9.36
No. of Shares Used in Computing EPS	199,938,886	199,938,886	199,938,886	199,938,886	199,938,886
Earnings Before Depreciation and Tax (EBDT)	2,652,959,439	2,051,774,207	3,115,470,592	3,154,171,162	2,884,909,669
EBDT Ratio (%) (EBDT ÷ Revenue x 100)	10.29%	9.57%	17.28%	19.84%	21.01%
Earnings Before Depreciation, Tax and Amortization (EBDTA)	2,672,953,789	2,071,337,159	3,135,033,544	3,163,952,638	2,884,909,669



Year Year ended on	2022-2023 30 June 2023	2021-2022 30 June 2022	2020-2021 30 June 2021	2019-2020 30 June 2020	2018-2019 30 June 2019
EBDTA Ratio (%) (EBDTA ÷ Revenue x 100)	10.37%	9.66%	17.39%	19.91%	21.01%
Earnings Before Depreciation, Tax, Amortization and Interest (EBDTAI)	2,827,823,286	2,186,862,813	3,252,263,248	3,328,279,688	3,071,971,272
EBDTAI Ratio (%) (EBDTAI ÷ Revenue x 100)	10.97%	10.20%	18.04%	20.94%	22.37%
Earnings Before Interest, Depreciation and Tax (EBIDT)	2,807,828,936	2,167,299,861	3,232,700,296	3,318,498,212	3,071,719,272
EBIDT Ratio (%) (EBIDT ÷ Revenue x 100)	10.89%	10.11%	17.93%	20.88%	22.37%
Earnings Before Interest and Tax (EBIT)	2,340,193,187	1,720,013,358	2,807,111,880	2,930,687,813	2,738,443,616
EBIT Ratio (%) (EBIT ÷ Revenue x 100)	9.08%	8.02%	15.57%	18.44%	19.94%

**DISTRIBUTION OF PROFIT**

Cash Dividend Paid/ Recommended	60%	45%	54%	52%	50%
No. of Shares issued and paid-up	199,938,886	199,938,886	199,938,886	199,938,886	199,938,886
Total Dividend Payable / Paid	1,199,633,316	899,724,987	1,079,669,984	1,039,682,207	999,694,430
Pay Out Ratio (Total Dividend ÷ Net Profit After Tax x 100)	77.12	74.66%	52.99%	51.34%	53.41%
Dividend Yield	3.90%	3.63%	3.17%	3.45%	2.12%

**CONTRIBUTION TO THE NATIONAL EXCHEQUER**

VAT, AIT, Customs Duty etc.	3,311,539,454	3,280,224,391	2,948,179,344	2,787,464,112	2,765,857,438
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**CAPITALIZATION**

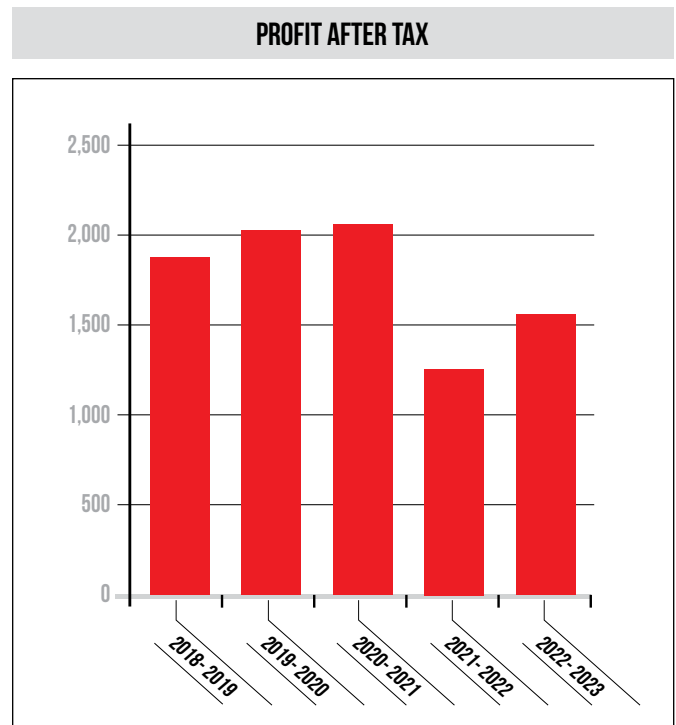
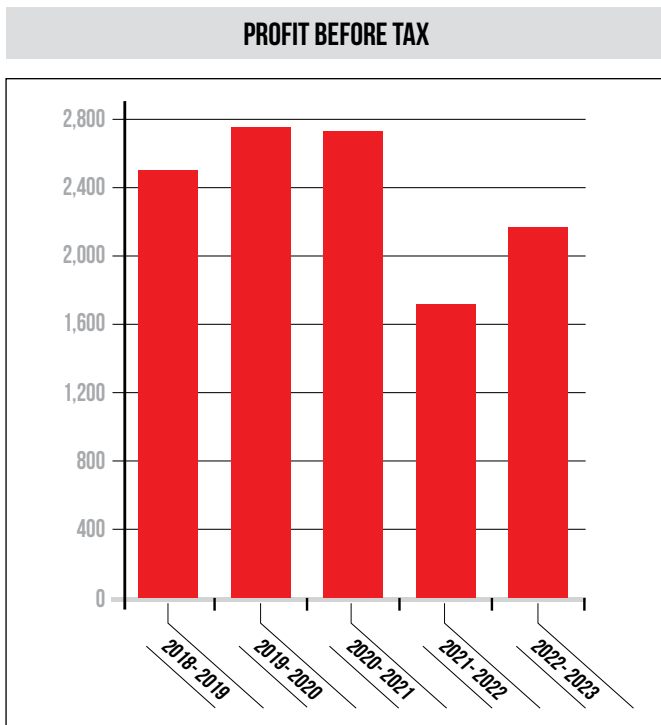
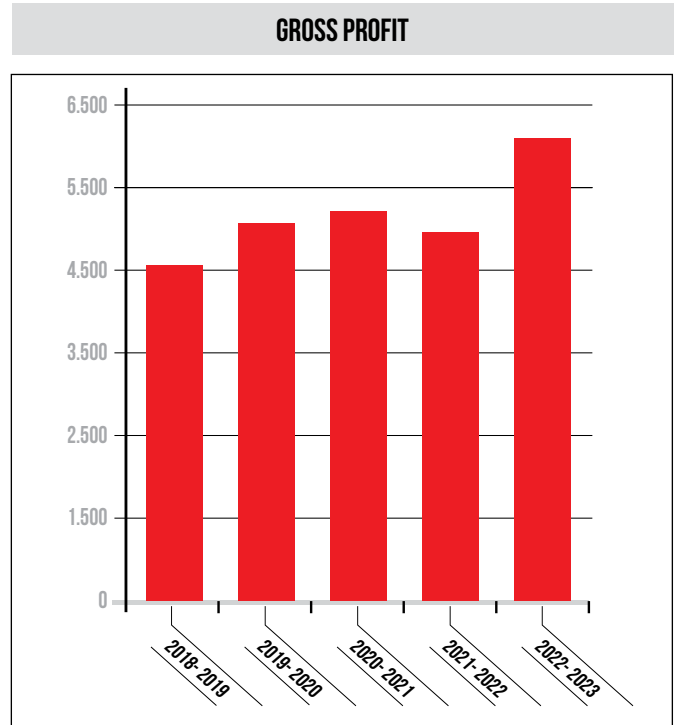
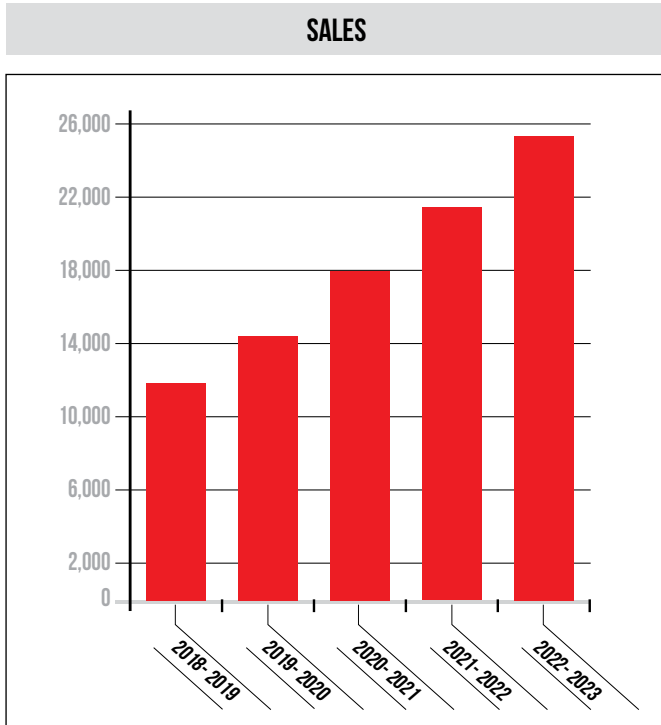
Authorized Capital	2,000,000,000	2,000,000,000	2,000,000,000	2,000,000,000	2,000,000,000
Paid-Up Capital	1,999,388,860	1,999,388,860	1,999,388,860	1,999,388,860	1,999,388,860

**SHARE INFORMATION**

Face Value per Share (Tk.)	10.00	10.00	10.00	10.00	10.00
No. of Authorized Shares	200,000,000	200,000,000	200,000,000	200,000,000	200,000,000
No. of Shares Subscribed and Paid-Up	199,938,886	199,938,886	199,938,886	199,938,886	199,938,886
Shareholders' Equity per Share	50.12	46.84	46.21	41.22	36.09
Closing Price per Share (Tk. 10.00 par value) Dhaka Stock Exchange Ltd	153.60	124.10	170.00	150.20	236.30
Chittagong Stock Exchange Ltd	153.80	124.00	171.10	151.10	236.40
No. of Shareholders	15,420	17,745	11,248	11,759	12,139
Date of AGM	Dec 21, 2023	Dec 26, 2022	Dec 26, 2021	Dec 24, 2020	Dec. 26, 2019
No. of Board Members	7+2 Indep Dir	6+2 Indep Dir	4+2 Indep Dir	3+2 Indep Dir	4+2 Indep Dir

# KEY PERFORMANCE INDICATORS

■ TAKA, MILLIONS



# LETTER OF TRANSMITTAL

OLYMPIC INDUSTRIES LIMITED  
অলিম্পিক ইন্ডাস্ট্রিজ লিমিটেড



26 November 2023

Esteemed Shareholders  
Bangladesh Securities and Exchange Commission (BSEC)  
Dhaka Stock Exchange Limited (DSE)  
Chittagong Stock Exchange Limited (CSE)  
Registrar of Joint Stock Companies and Firms (RJSC)

Dear Sir / Madam,

**Subject: Annual Report for the FY ended 30 June 2023.**

We are pleased to inform you that the 44<sup>th</sup> Annual General Meeting of Olympic Industries Limited will be held via zoom on Thursday, 21 December 2023 at 11:00 A.M.

We have, therefore, forwarded the soft copy of our Annual Report 2023 including the Audited Financial Statements for FY 2022-2023 ended 30 June 2023; Report of the Board of Directors; Certificate on Compliance of Corporate Governance; Certificate on Review of Financial Statements; Report of the Audit Committee and other information by email to the email addresses of our esteemed shareholders, as per their B.O. Account details. Interested shareholders may collect hard copy of the Annual Report by making written request to the Shares Department of the company.

The Annual Report with detailed Financial Statements comprising Independent Auditor's Report to the shareholders, Statement of Financial Position, Statement of Profit or Loss and other Comprehensive Income, Statement of Changes in Shareholders Equity, Statement of Cash Flows, Accounting Policies & Explanatory Notes, Schedule of Non-Current Assets, Unite-wise Result alongwith Renewed Certificate of BAPLC have been made available in the website of the company ([www.olympicbd.com](http://www.olympicbd.com)) as-well-as in the websites of the Exchanges through link arrangement.

The Proxy Form has also been given at the end of the Annual Report for your use. The scanned copy of Proxy Form, duly filled-in signed and affixed with Tk.100.00 Revenue Stamp must be deposited at the Corporate office of the company at Amin Court, 6th Floor, 62-63 Motijheel C/A, Dhaka-1000 or be sent through email to [investor.relations@olympicbd.com](mailto:investor.relations@olympicbd.com) at least 48 hours before commencement of meeting.

Thanking you

Yours sincerely

For Olympic Industries Limited

**Mintu Kumar Das**  
Company Secretary

t: +880-9606565228  
f: +880-2223387485  
info@olympicbd.com  
www.olympicbd.com

Amin Court, 6th Floor  
62-63 Motijheel C/A  
Dhaka-1000  
Bangladesh

# NOTICE OF 44<sup>th</sup> ANNUAL GENERAL MEETING

OLYMPIC INDUSTRIES LIMITED  
অলিম্পিক ইন্ডাস্ট্রিজ লিমিটেড



26 November 2023

Notice is hereby given to all esteemed shareholders of Olympic Industries Limited that the 44<sup>th</sup> Annual General Meeting of the company will be held virtually (via Zoom, accessible at <http://agm.olympicbd.com>) as per Orders No. SEC/SRMIC/94-231/25 dated 8 July 2020 and No. SEC/SRMIC/94-231/91 dated 31 March 2021 of Bangladesh Securities and Exchange Commission, on Thursday, 21 December 2023 at 11:00 A.M. to transact the following business:

## AGENDA

1. To receive, consider and adopt the audited financial statements of the company for the financial year ended 30 June 2023 together with the Reports of Directors and Auditors thereon.
2. To consider and approve the payment of 60% Cash Dividend i.e. Tk. 6.00 per share to the shareholders for the financial year ended 30 June 2023, as recommended by the Board of Directors.
3. To approve the appointment of Mr. Aziz Mohammad Bhai, Chairman as approved by the Board of Directors.
4. To approve the appointment of Mrs. Nurjehan Hudda, Managing Director for a term of 5 (five) years from 19 October 2023 to 18 October 2028.
5. To consider retirement and re-appointment of Mr. Ahad Mohammad Bhai, Director and Mr. Asar Aziz M Bhai, Nominee Director, Nominated by Ambee Limited.
6. To consider retirement by rotation and re-appointment of Mrs. Sakina Miraly and Mr. Munir Ali, Directors.
7. To approve the appointment of Independent Directors.
8. To appoint Statutory Auditors for FY year 2023-2024 ending on 30 June 2024 and to determine the remuneration of Statutory Auditors.
9. To appoint Corporate Governance Compliance Auditors for FY year 2023-2024 ending on 30 June 2024 and to determine their remuneration.
10. To transact any other business of the company with the permission of the Chairman of the meeting.

Thanking you

Yours sincerely

For Olympic Industries Limited

**Mintu Kumar Das**  
Company Secretary

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OLYMPIC INDUSTRIES LIMITED  
অলিম্পিক ইন্ডাস্ট্রিজ লিমিটেড



**Notes:**

1. The Record Date to participate in 44<sup>th</sup> Annual General Meeting and for entitlement of approved Cash Dividend was 16 November 2023.
2. Shareholders may join the 44<sup>th</sup> Annual General Meeting, accessible at <http://agm.olympicbd.com>.
3. Shareholders may submit their queries and comments electronically at least 24 hours prior to the commencement of the meeting and also during the meeting. To log in to the meeting, shareholders shall need to click the above link and provide 16-digit BOID number or folio number, full name, number of shares held and mobile number or email address as proof of identity. The detailed process for participating in the meeting will also be available on the website of the company, at [www.olympicbd.com](http://www.olympicbd.com). The link has also been sent to the respective email address of shareholders, as per the register of shareholders, as on the record date.
4. A shareholder eligible to attend the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf at the Annual General Meeting. The Proxy Form, duly filled in for this purpose, bearing Revenue Stamp of Tk. 100.00, must be sent to the company by email to [investor.relations@olympicbd.com](mailto:investor.relations@olympicbd.com) or may be deposited at the Corporate Office of the company, located at Amin Court (6th Floor), 62-63 Motijheel C/A, Dhaka-1000, at least 48 hours before the meeting. The proxy must be a shareholder of the company and his/her signature is to be verified by the shareholder appointing the proxy.
5. Any change of address should be notified in writing to the company.
6. The concerned Merchant Banks and/or Depository Participants are requested to send the details (name, BOID, number of shares held, gross and net dividend receivable, rate and amount of tax deductible at source, name of bank, bank account number and routing number, etc.) of their margin loan holders on or before 10 December 2023 to the shares department of the company located at Amin Court (6th Floor), 62-63 Motijheel C/A, Dhaka-1000.
7. As per BSEC Notification dated 20 June 2018, the soft copy of Annual Report along with Proxy Form, etc. shall be sent via email to all shareholders, as per their BO accounts details. The soft copy of Annual Report shall also be published on the website of the company, at [www.olympicbd.com](http://www.olympicbd.com). Interested shareholders may collect a hard copy of the Annual Report by making a written request to our share department.
8. To comply with BSEC directives as contained in Notification No. SEC/SRMI/2000-953/1950 dated 24 October 2000 published in the Bangladesh Gazette on 07 November 2000 and also as contained in Circular No. SEC/CMRRCD/2009-193/154 dated 24 October 2013, no gift or benefit in cash and kind shall be provided to shareholders participating the 44<sup>th</sup> Annual General Meeting of the company.

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# REPORT OF THE BOARD OF DIRECTORS

## Dear Shareholders,

Before formally commencing our review on the financial statements for the financial year 2022-2023, we will take this opportunity to recollect the memories of the Sponsor and Late Managing Director of Olympic Industries Limited, Mr. Mubarak Ali, who has left this world on 28 April 2023 for heavenly abode. We mourn his expiry, and pray to Almighty Allah for salvation of his departed soul. We also grieve the absence of late Sponsors and Directors of the company.

- |   |                               |
|---|-------------------------------|
| 1. <b>Mrs. Shanaz Mubarak Ali, Sponsor</b>    | – deceased on June 1, 1993    |
| 2. <b>Mr. Raja Mohammad Bhai, Director</b>    | – deceased on May 11, 2011    |
| 3. <b>Mrs. Khatija Mohammad Bhai, Sponsor</b> | – deceased on March 31, 2016  |
| 4. <b>Mr. Mohammad Bhai, Director</b>         | – deceased on January 9, 2018 |
| 5. <b>Mrs. Safinaz Bhai, Director</b>         | – deceased on January 5, 2020 |

It gives us enormous pleasure to present you with the Report of the Board of Directors, together with the audited financial statements for the year ended 30 June 2023. We have provided observations on the company, our individual business units and our macroeconomic views below, that we think will provide you a vivid picture.

## Fundamentals & Metrics

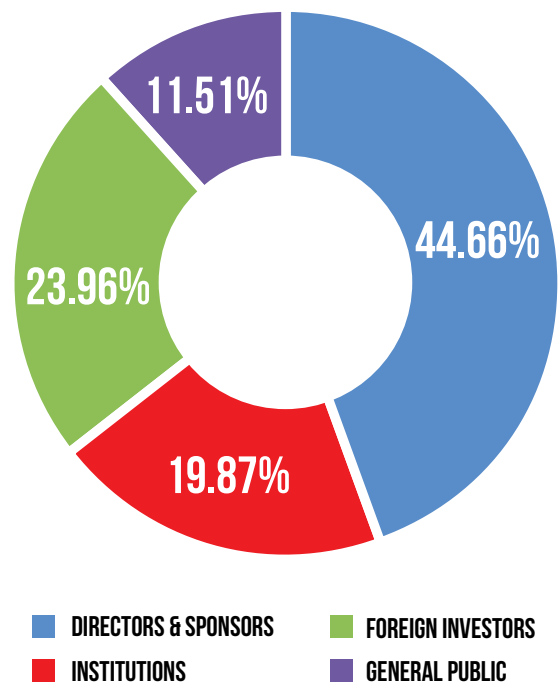
During the financial year 2022-2023, our revenue increased to Tk. 25.79 billion, 20.27% increase from Tk. 21.44 billion from the financial year 2021-2022. During the same period, our gross profit increased to Tk. 6.13 billion and net profit after tax increased to Tk. 1.56 billion. We surpassed sales of 129,515 metric tons of biscuits, confectionery, bakery and snack products in 2021-2022, which decreased to 118,706 metric tons in 2022-2023.

Our cost of goods sold increased to Tk. 19.66 billion from Tk. 16.52 billion a year ago, representing a year over year increase of 19.00%, our gross profit margin, which increased to 23.76% this year as compared to 22.95% a year ago,

Shrinkflation initiatives – reduction in size (i.e. weight) to maintain price points – have been an ongoing and lengthy process. The work, however, has been essential in moving toward normalized margins while providing price points acceptable in the market to ensure sales. The easing of global supply pressures have provided some relief in the cost of raw materials – particularly wheat – which has positively affected gross margins. However, commodity prices continue to be volatile, e.g. wheat prices have declined, while sugar prices have increased. Along with currency depreciation, this serves as an ongoing challenge and requires a continued balancing act. Our ongoing work in the optimization of supply chain management and procurement have allowed us to adopt a more anti-fragile mindset for dealing with raw material purchases. Strengthening this framework through both process and infrastructure may allow us to lessen the effects on our operations.

With the understandable impairment of buying power for non-essential goods resulting from reduced local and global economic activity, it is clear that our focus should be on value-conscious products; we continue to believe that we have a duty and responsibility to offer thoughtful, innovative and exciting products that offer attractive value to our

## SHAREHOLDING PATTERN AS ON 30 JUNE 2023



consumers. While we prepare for the longer-term path to premiumization across our range of products, we continue to reiterate our shorter-term focus on volume, which perhaps remains even more true today given the operating environment in which we currently operate (and number of cartons sold may be a better benchmark as opposed to volume by weight due to shrinkflation initiatives, which would reduce volume but increase revenue realized per kg or ton). Consumers may, in the short term, continue to be mindful of the value (i.e.: additional biscuits they receive in a mid-range product vs lesser number in a premium product, both at the same price point) they derive in exchange for parting with their hard-earned financial resources.

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### Updates on Recent Capital Expenditures & Investments

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#### In March 2023,

The Company has purchased total 86 (eighty six) decimals land attached to its Biscuit and Confectionery factory at Mouza-Lolati, Union-Kanchpur, P.S. & Upazilla-Sonargaon in Narayanganj District for total consideration of Tk.2,75,20,000/- (Taka two crore seventy five lac and twenty thousand) only by becoming the successful highest bidder on 03 August 2022 for which Auction Notice was published on 08 June 2022 in Newspaper 'Jai Jai Din' by Bank Asia Limited, Pragati Sarani Branch, Dhaka.

#### In September 2023,

We informed the Shareholders that:

- A. The Company will further purchase total 37 (thirty seven) decimals land near its Biscuit and Confectionery factory at Mouza-Lolati, Union-Kanchpur, P.S. & Upazilla-Sonargaon in Narayanganj District for total consideration of Tk.92,50,000/- (Taka ninety two lac and fifty thousand) only by becoming the successful highest bidder on 03 August 2022 for which Auction Notice was published on 08 June 2022 in Newspaper 'Jai Jai Din' by Bank Asia Limited, Pragati Sarani Branch, Dhaka and the purchase is under process.
- B. In addition, the Company will purchase another total 30.75 (thirty point seven five) decimals land near its Biscuit and Confectionery factory at Mouza-Lolati, Union-Kanchpur, P.S. & Upazilla-Sonargaon in Narayanganj district for total consideration of Tk.1,23,00,000/- (Taka one crore and twenty three lac) only.

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### Net Assets, Cash Flow & Non-Operating Income

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Our net assets grew by Tk. 656.51 million in the year ended 30 June 2023, to Tk. 10.02 billion this year, representing a year over year increase of 7.01% from Tk. 9.36 billion a year ago. As we build our capital base, we will continue to assess how best to deploy our resources to generate returns on invested capital similar to those that shareholders have seen from us in the past decade.

Cash flow from operating activities increased to Tk. 1.39 billion, as compared to Tk. 701.06 million a year ago, with net operating cash flow per share increasing to Tk. 6.95 per share from Tk. 3.51 per share a year ago.

We received Tk. 194.94 million in interest on our deposits, comprised of fixed deposits, short term deposits and zero-coupon bond investments, as compared to Tk. 210.90 million a year ago. Similarly, in comparison, we paid Tk. 154.87 million in interest on our loans as compared to Tk. 115.53 million a year ago. We reiterate that while it is nice to see our deposits earn significant non-operating income, the primary purpose of this company is to generate operating income through the manufacturing and sales of consumer goods. Our business has traditionally been one built on negative working capital. We have found that prepaying for certain cost of goods sold, rather than buying on credit, often yields better discounts and, in this current environment, appears to be a good use of our cash.

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### Recommendation of Dividend & Pay-out Ratio

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The Board of Directors is pleased to recommend 60% cash dividend i.e. Tk. 6.00 (Taka Six) per each ordinary share of Tk. 10.00 for the year ended 30 June 2023, the highest in the company's history since listing on the Stock Exchanges. Payment of the cash dividend as recommended above shall be subject to approval of the shareholders at the 44<sup>th</sup> Annual General Meeting of the company. Shareholders whose names appeared on the list of shareholders or the CDBL Register on the Record Date of 16 November 2023 shall be entitled to the cash dividend. While this year's pay-out ratio is uniquely high at 77.12%, our pay-out ratio in 2010-2011 was 13.60% and we are pleased to advise shareholders that our pay-out ratio has exceeded 50% in each of the previous eight financial years.

## Credit Rating

Olympic is pleased to advise that, on 06 June 2022, National Credit Ratings Limited (NCR) upgraded the company's credit rating to AAA (Triple A) long-term and ST-1 short term with stable outlook. On 14 December 2022, based on the company's 30 June 2022 audited financial statements, NCR maintained its rating of AAA (Triple A) long term and ST-1 short term with stable outlook, with validity up to 13 December 2023. Please visit NCR's website at [www.ncrbd.com](http://www.ncrbd.com) for a full explanation of their rating methodology.

## Macroeconomic Insights & Industry Developments

Bangladesh's large population, enviable demographics, and growing per capita consumption continue to feed our continued optimistic long-term outlook. Bangladesh has delivered on best-in-class annual GDP growth rates of 6-7% over the past decade. Ongoing global and local headwinds still appear to have the potential to derail this very strong growth, yet we reiterate our confidence that this is a short-term phenomenon. Though COVID-19's effects are unwinding, the Ukraine-Russia and other developing conflicts, commodity volatility, inflation, energy supply concerns, and continued impairment to Bangladesh's foreign exchange reserves and the Bangladeshi Taka affect the short-term outlook. We remain significantly optimistic for the mid- and long-term prospects and opportunities.

Olympic has been the primary beneficiary of the substantial growth in the biscuit industry over the past decade. We remain encouraged by growing demand for biscuits, and we are also very excited about non-biscuit growth opportunities, albeit from a lower base, especially as this strategically drives our mandate of becoming a macro snacking partner of choice for every single Bangladeshi. Providing choices in challenging times offers consumers the added luxury of managing their purchases according to their individual preferences.

## Risks & Concerns

Ongoing global conflicts, inflation, volatility, and slower economic growth may keep supply chain challenges at the top of the list of risks and concerns for most fast-moving consumer goods (FMCG) companies across the world. Local challenges of currency devaluation and lower foreign exchange reserves add to the pressures of increased levels of uncertainty that we need to mitigate or address to ensure continuity of operations. We continue to optimize the way we purchase, how much we purchase and how often we purchase. Global price instability, substantially worsened by the Taka devaluation, especially of the raw materials we primarily consume including flour, sugar and edible oil, makes much of this situation even more challenging.

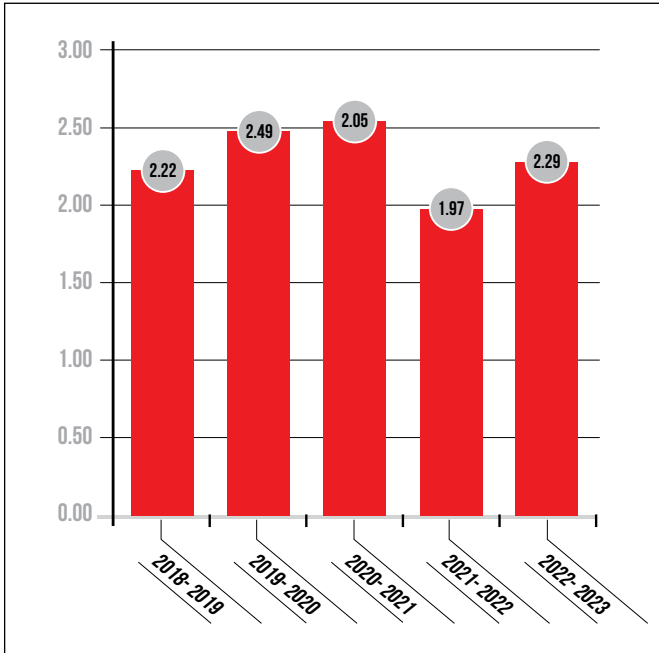
Inflation, slower economic growth, and a challenging local economic environment may reframe how and where consumers choose to make their purchases. Higher interest rates and tighter economic conditions may put pressure across value chains and stakeholders, which we must manage thoughtfully and react more actively to product portfolio mixes and cater to a revised market demand by the consumer. Production efficiency and cost-optimization, as always, is key; however, alignment with the market will be required for continued success with consumers, who, understandably, may be more discerning than before.

Credit, liquidity and market risks have been addressed within the notes to the financial statements. Increased competition is potential risk; new lines from new entrants in the biscuit are expected in the coming years. It will be up to us to execute on our mandate and continue to capture market share in spaces where we may be seeing new entrants. We welcome competition as it continually ensures that we strive to provide value and innovation for our customers and motivates us to maintain and build on the relationships we have with all of our stakeholders.

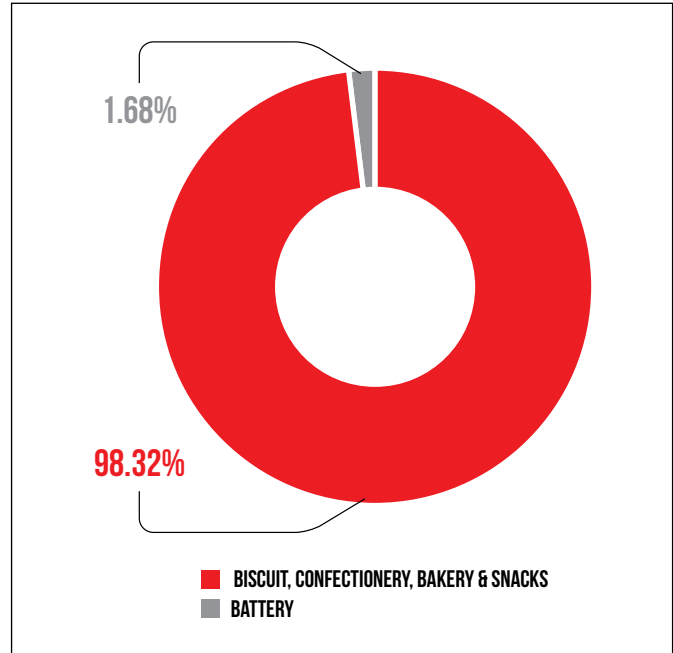
We often see imitations of our products and we continue to undertake mitigation efforts including educating consumers, vigilance and proactive cooperation with law enforcement and government agencies, as these imitations frequently include infringements on our registered marks. We have successfully shut down many of these producers through legal recourse; however, often, resources available to the authorities are limited and these processes take time. We treat these infringements very seriously and will take any and all steps necessary to protect and safeguard our brands.



**CURRENT RATIO**



**BREAKDOWN OF 2022-2023 NET TURNOVER**



**Biscuits, Confectionery, Bakery & Snacks**

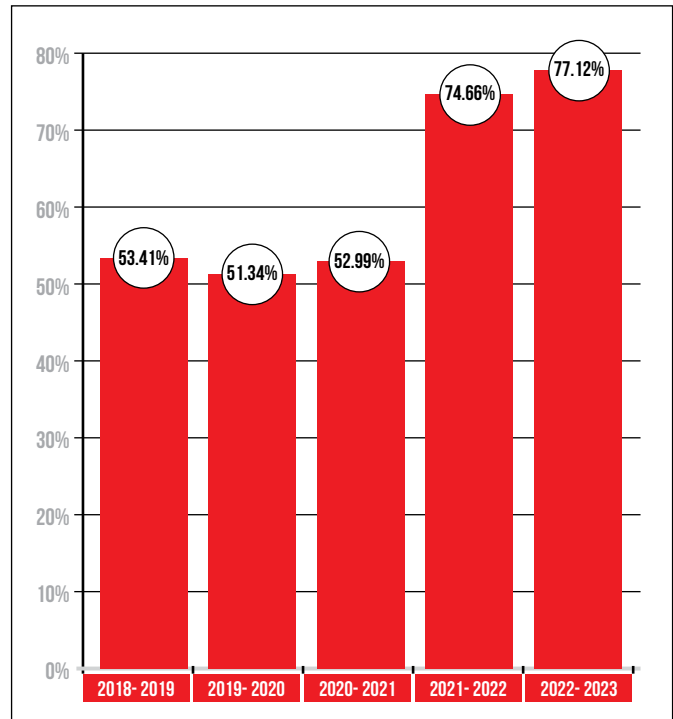
Biscuits, confectionery, bakery and snack products accounted for 98.32% of this year’s total revenue as compared to 98.27% last year. As we continue to commission new production lines within these categories, it should come as no surprise that we anticipate that these products will account for a higher percentage of overall revenue in subsequent years.

This year, we sold 118,706.20 metric tons of biscuits, confectionery, bakery and snacks products, as compared to 129,515.18 metric tons a year ago, representing a year over year 8.35% decrease in volume. Revenue in these categories grew 20.33% to Tk. 25.35 billion from Tk. 21.07 billion a year ago. We recognized Tk. 213,574.19 per metric ton we sold this year as compared to Tk. 162,675.60, a year ago, representing a year over year increase of 31.29% in revenue per metric ton sold.

**Exports**

This year, we exported products valued at Tk. 261.42 million as compared to Tk. 222.39 million a year ago, a year over year increase of 17.55%. Our exports this year resulted in upward foreign exchange of US\$ 2.59 million as compared to US\$ 2.58 million a year ago. In addition to the above revenue, we received a Tk. 35.84 million cash incentive as export promotion benefit, as compared to Tk. 30.09 million the previous year. Volume wise, we exported 1,174.18 metric tons of products as compared to 1,365.70 metric tons a year ago. Exports accounted for 1.01% of our total revenue this year, as compared to 1.04% the previous year.

**DIVIDEND PAYOUT RATIO**



### Snacking Champion of Choice

Whenever the moment, whatever the occasion, we want to ensure that our products across various categories are well represented and meet the needs of the Bangladeshi consumer. We believe the investments we have made over the past few years have supported and will continue to support us on our journey to becoming a full-line snacks manufacturer, as we continue to add new categories and products that allow us to capture different forms and moments of snacking.

Starting from our existing base of biscuits and confectionery, we have added additional confectionery products such as Pulse centre filled candies, toffees and bakery products such as dry cake, soft cake, toast and rusk, as well as, more recently, chocolate enrobed wafers, instant noodles, and savoury snacks. We strongly believe we are incrementally increasing the right value-added propositions for our consumers' occasions of snacking and we will continue to do so in the coming years.

We aim to continue identifying global trends in snacking which can be adapted for Bangladeshi consumers, as a strong component of our overall macro snacking strategy. In addition to this, we continue to identify major category segments to which our entry could play a meaningful role as well as identify new occasions of snacking and price points which can be addressed by us as the market and consumer evolves, while advancing the power of our distribution platform, valuable relationships and strong brand value.

### Selling Expenses, Advertising & Promotion

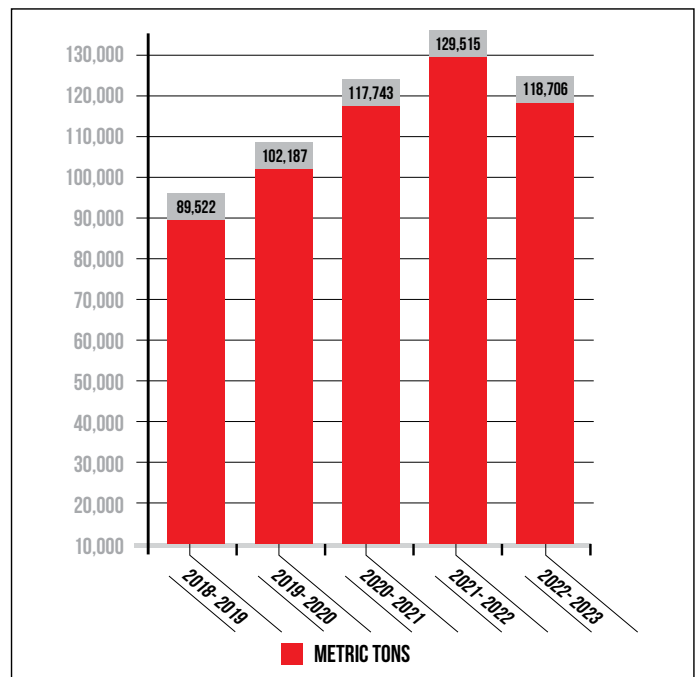
Our selling expenses this year increased to Tk. 3.50 billion as compared to Tk. 2.94 billion a year ago, representing an increase of 18.91% year over year. Within our selling expenses, related salaries and allowances increased 14.16% from Tk. 955.69 million to Tk. 1.09 billion. Advertising and promotion increased significantly to Tk. 1.30 billion in 2022-2023, as compared to Tk. 863.37 million a year ago, representing a 50.73% year over year increase. This year A&P was 5.05% of total revenue as compared to 4.03% a year ago. Sales promotion represented 98.91% of the company's A&P spend this year, as compared to 97.48% a year ago. Aside from targeted consumer promotions aimed at increased consumption by specific demographics, most of our sales promotion is centred around trade promotion, focused on incentivizing (predominantly traditional) retail trade.

We have spent considerable time focusing on the demographic composition of the country and understanding how our marketing efforts can be better aligned with the changing trends in Bangladesh, particularly around the development of the middle class and the large, digitally-engaged population. We continue to refine our digital channel strategy for the Olympic brand and our individual product brands; having a strong, consistent and unified brand presence will be very important for us.

### Procurement & Supply Chain Management

Supply chain management continues to be at the top of our minds. Persisting volatility and disruption in supply chains have the potential to cause significant production disruptions, though much of our work has paid off. We continue to build upon our capabilities by bolstering our agility in taking advantage of special situations and enhancing inter-department communication for a better planning with suppliers, from which we are now seeing success in the face of lessened COVID-19 disruptions. We remain steadfast in our view toward dynamism to accommodate suddenly changing environments, in how much we purchase, how often we purchase, who we purchase from and from where we purchase. Best efforts have been taken to minimize our exposure to possible supply chain risks.

ANNUAL BISCUIT, CONFECTIONERY, BAKERY & SNACKS SALES



Olympic procures most of the required raw materials for its biscuit, confectionery and bakery production locally. Bangladesh is not a significant producer of wheat, palm oil or sugar, which are the major ingredients used in our production. These raw materials, though locally procured by us, are imported from all around the world and, as such, are priced in foreign currency. Fluctuations in commodity prices are a risk for us however, with certain key commodities on the rise, we will continue to assess opportunities with creative solutions to maintain our margins. The implementation of our deeper and stronger supply chain processes continues to assist in mitigating these risks. A large area of work for our supply chain focuses largely around supplier relations, not only to ensure that we get the best possible raw materials at the best possible price but also to ensure consistency of quality and supply (on a timely basis) of the raw materials that we procure. Auditing and approving suppliers based on their capabilities has allowed us to build strong relationships with our trusted suppliers, which in turn has allowed them the opportunity to better understand our requirements. We have seen a correlation between the strength of the relationship with a supplier and the overall reduction in the rejection of raw or packaging materials supplied by them.

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### Dry-cell Battery

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In financial year 2022-2023, dry-cell battery sales were 46.75 million pieces, as compared to 48.50 million pieces in 2021-2022, representing a 3.62% decrease. This unit's turnover this year was Tk. 432.67 million, as compared to Tk. 369.86 million a year ago, representing a 16.98% increase. As stated in previous years, given the outlook and trends we have seen within the industry, these results are within our expectations. Dry-cell battery sales this year accounted for 1.68% of the company's total net turnover, as compared to 1.73% a year ago.

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### Oil Refining & Hydrogenation

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The oil refining and hydrogenation unit is still dormant and is expected to remain that way due to considerable risks and many unknown factors within the edible oil market. As per discussions during previous Annual General Meetings of the company, we continue to explore opportunities to preserve shareholder value, whether through disposition of this unit or utilisation of this land. No decision has yet been made; however, we would like to reassure our shareholders that caution and prudence is being exercised in concluding any decision regarding the change of status of this unit.

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### Internal Control System

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To ensure effective and impartial implementation of above functions, it is essential that Internal Audit and control be objective and have the necessary organizational status.

**Objectivity:** To ensure objectivity, Internal Audit will not be given line authority over any operational or financial functions or become involved in the preparation of records (although it may advise in these matters) or be considered as a source of temporary staff for other work (notably finance and accounts work) of the company.

**Rights and Responsibilities of Internal Audit:** Internal Audit will have full right of access to all company records, assets and personnel for performance of its activities. The audit staff shall be discreet in the use of confidential information acquired in the course of their work and shall not use this information for their personal gain nor use them in a manner detrimental to the interest of the company and the welfare of its employees. Internal auditors will be free to critically review any activity in any unit/department, but this will not relieve the executives/supervisors of their responsibilities as internal auditing is only a staff or advisory function. Internal Audit will be informed of all changes in internal control procedures prior to their implementation.

### Review of Internal Control:

A broad review of internal control system will be made at the commencement of each financial year to take note of changes effected in the system and procedures since the previous review was undertaken. The adequacy of controls absorbed in the flow and custody of various assets, documents and information will be assessed through study of respective system flowcharts on each area. Evidently, all laxities of the system are not equally vital, and the Head of Internal Audit shall have to assess the gravity of individual defects in doing so. An internal control evaluation report will be prepared showing the Internal Audit and the department's views of the controls and the suggestions on the inadequacies of the system.

**Significant variation / Deviation**

**OLYMPIC INDUSTRIES LIMITED**

Accounting Year ended 30 June 2023

**Statement of Variances ( both in Monetary & Percentage Terms ) that occurred between Quarterly & Annually**

Particulars	July-September 2022	October-2022	January-March 2023	April-June 2023	Annually		Variance	
					2023	2022	Taka	Percentage
Revenue	6,870,784,625	6,802,814,657	6,114,921,266	5,996,727,080	25,785,247,628	21,438,817,722	4,346,429,906	20.27%
Groos Profit	1,661,382,618	1,768,220,585	1,450,559,244	1,247,024,982	6,127,187,429	4,920,364,744	1,206,822,685	24.53%
Groos Profit %	24.18%	25.99%	23.72%	20.80%	23.76%	22.95%		
Operating Expenses	(1,067,578,003)	(940,280,938)	(890,669,540)	(1,022,788,199)	(3,921,316,680)	(3,367,234,839)	(554,081,841)	16.46%
Operating Profit	593,804,615	827,939,647	559,889,704	224,236,783	2,205,870,749	1,553,129,905	652,740,844	42.03%
Net Profit Before Taxes	607,096,556	792,420,818	541,129,155	244,677,161	2,185,323,690	1,604,487,704	580,835,986	36.20%
	8.84%	11.65%	8.85%	4.08%	8.48%	7.48%		
Net Profit After Tax	464,924,359	586,187,262	407,455,293	97,670,209	1,556,237,123	1,205,153,261	351,083,862	29.13%
Net Profit %	6.77%	8.62%	6.66%	1.63%	25.40%	24.49%		
Earnings Per Share (Basic )	2.33	2.93	02. 04	0. 48	7.78	06.03		
Earnings Per Share (Diluted )	2.33	2.93	02. 04	0. 48	7.78	06.03		
Net Cash Generated from Operating Activities	863,460,456	898,682,416	1,168,851,532	220,581,764	1,389,433,296	701,059,588	688,373,708	98.19%
Net Operating Cash Flow Per Share	4.32	4.49	5.85	1.1	6.95	3.51		

**Statement of Variances in Financial Position at 30 June 2023 with that at 30 June 2022**

Particulars	At 30 June		Variance: Increase/(Decrease )	
	2023	2022	Taka	Percentage
Non- Current Assets	5,831,224,247	5,313,957,824	517,266,423	9.73%
Current Assets	8,248,888,978	9,113,003,070	(864,114,092)	-9.48%
Total Assets	14,080,113,225	14,426,960,894	(346,847,669)	-2.40%
Current Liabilities & Provisions	3,608,857,121	4,615,747,884	(1,006,890,763)	-21.81%
Non-current Liabilities	450,011,285	446,480,327	3,530,958	0.79%
Total Liabilities	4,058,868,406	5,062,228,211	(1,003,359,805)	-19.82%
Share Capital	1,999,388,860	1,999,388,860	-	0.00%
Retained Earnings	8,021,855,959	7,365,343,823	656,512,136	8.91%
Shareholders'Equity	10,021,244,819	9,364,732,683	656,512,136	7.01%
Total Equity & Liabilities	14,080,113,225	14,426,960,894	(346,847,669)	-2.40%

### Contribution to the National Exchequer

During the financial year ended 30 June 2023, Olympic contributed Tk. 3,311,539,454 to the National Exchequer in the form of Value Added Tax, Advance Income Tax, Local Purchase VAT, Service VAT and Customs Duty, which equates to 12.84% of the company's annual revenue, as compared to the previous year's contribution of Tk. 3,280,244,391 which represented 15.30%.

A breakdown of this year's contribution is as follows:

	2022-2023
Advance Income Tax	411,001,638.02
VAT Deposit	1,299,519,310.93
Local Purchase VAT	796,166,302.04
Service VAT	77,164,718.21
Customs Duty	633,728,105.72
VAT deducted at source	55,512,496.03
VAT on Transport Bill	38,446,883.25
<b>Total contribution</b>	<b>3,311,539,454.20</b>
Contribution last year	3,280,224,391.31
Year over year increase/decrease	31,315,062.89

Contributions in the form of Port Charges, Land Registration Charges, Land Development Tax, Licenses and Permit Renewal Fees, etc. have not been taken into consideration and, as such, have not been included in the aforementioned amount.

### Corporate Compliance & Corporate Governance Code

We are pleased to advise that we are compliant with regulations and requirements set out within the Bangladesh Securities & Exchange Commission's Corporate Governance Code. In addition to this Report of the Board of Directors, all other requirements have been addressed within our Report on Compliance of Corporate Governance and the relevant annexures.

As per BSEC's Corporate Governance Code dated 03 June 2018, section (5), "the Board of the company shall include the following additional statements in the Directors' Report prepared under section 184 of the Companies Act, 1994 (Act No. XVIII of 1994):

(i) An industry outlook and possible future developments in the industry → Addressed within the Report of the Board of Directors
(ii) The segment-wise or product-wise performance → Addressed within the Report of the Board of Directors
(iii) Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environments → Addressed within the Report of the Board of Directors, Sustainability Report & Note 42.00 of the Notes to the FS
(iv) A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit margin, where applicable → Addressed within the Report of the Board of Directors
(v) A discussion on the continuity of any extraordinary activities and their implications (gain or loss) -> Not applicable

(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 → Addressed within Note 35.00 of the Notes to the FS
(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments → Not applicable
(viii)	An explanation if the financial results deteriorate after the company goes for IPO, RPO, rights share offer, direct listing, etc. → Not applicable
(ix)	An explanation on any significant variance that occurs between the Quarterly Financial performances and Annual Financial Statements → No significant variations from quarter to quarter which will be evident from the statements incorporated in the report of the Board of Directors.
(x)	A statement of remuneration paid to the directors including independent directors → Addressed within Note 35.00, 35.01 and 36.00 of the Notes to the FS
(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 → Addressed within Note 02.00 of the Notes to the FS and the Independent Auditor's Report
(xii)	A statement that proper books of account of the issuer have been maintained → Addressed within Note 02.00 of the Notes to the FS and the Independent Auditor's Report
(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 judgement → Addressed within Note 02.00 of the Notes to the FS
(xiv)	A statement that IAS or IFRS, as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure therefrom has been adequately disclosed → Addressed within Note 02.00 of the Notes to the FS
(xv)	A statement that the internal control system is sound in design, has been effectively implemented and monitored → Addressed within the report of the Board of Directors.
(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 → The Board of Directors confirms that the interests of minority shareholders have been protected from abusive actions
(xvii)	A statement that there is no significant doubt upon the issuer company's ability to continue as a going concern → Addressed within Note 02.00 of the Notes to the FS
(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 → A positive trend is observed. Please refer to the statement enclosed in the report of the Board of Directors.
(xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized → Addressed within the Key Operating & Financial Data section of the Annual Report
(xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year → Not applicable, as the company has declared dividend for the year
(xxi)	Board's statement that no bonus shares or stock dividend has been or shall be declared as interim dividend → The Board of Directors confirms that no bonus shares/stock dividend has been declared as interim dividend
(xxii)	The total number of Board meetings held during the year and attendance by each director → Addressed within Note 28.01 of the Notes to the FS
(xxiii)	A report on the pattern of shareholding disclosing the aggregate number of shares (with specific details) → Addressed within Report on Compliance of Corporate Governance and in Note 12.00 of the Notes to the FS

(xxiv)	In the case of the appointment or reappointment of a director, a disclosure (with specific details) to be provided → Addressed within the Report of the Board of Directors
(xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements (with specific details) → Addressed within the Annual Report.
(xxvi)	Declaration or certification by CEO and CFO to the Board as required under Condition No.3(3) → Annexure A is included within the Annual Report
(xxvii)	Report and certificate regarding compliance of conditions of this Code as required under Condition No. 9 → Annexures B, C and F are included within the Annual Report

### Appointment of Aziz Mohammad Bhai, Chairman

Mr. Aziz Mohammad Bhai has been appointed as Chairman of Olympic Industries Limited on 23 July 2023. Mr. Bhai is a charismatic personality and a successful industrial entrepreneur in Bangladesh. He was actively engaged in the management of a steel producer for over three decades and has been an innovator in the local pharmaceutical manufacturing industry. In addition to his long list of business accomplishments, Mr. Bhai is a life member of the SAARC Chamber of Commerce.

### Appointment of Nurjehan Hudda, Managing Director

Mrs. Nurjehan Hudda has been appointed as Managing Director of Olympic Industries Limited for a term of 5 (five) years from 19 October 2023 to 18 October 2028, as approved by the Board of Directors on 19 October 2023 and is hereby approved by the shareholders. She completed her O Levels at St. Francis Xavier High School, did her graduation from Holy Cross College and completed her Masters in English at University of Dhaka in 1968. She was engaged in providing education in Uganda and was In-charge of Administration and Management in a very reputed organization in Australia for over a decade. She also works closely with the Aga Khan National Council for Bangladesh. She is the Chairperson of Manticore Technology Limited and a Director of Ambee Pharmaceuticals Limited.

### Retirement and Reappointment of Directors

At the 44<sup>th</sup> Annual General Meeting of the company, Ahad Mohammad Bhai, Director and Asar Aziz M Bhai, Nominee Director, nominated by Ambee Limited will retire, as per article 107 of the Articles of Association of the company. Additionally, Sakina Miraly and Munir Ali, Directors will retire by rotation, as per article 119 of the Articles of Association of the company.

Being eligible, as per article 121 of the Articles of Association of the company, the aforementioned retiring directors have offered themselves for reappointment at the 44<sup>th</sup> Annual General Meeting of the company. Brief resumes of above Directors of the company have been included for reference, as per Corporate Governance Code Condition No. 1(5)(xxiv)(a).

### Approval of Appointment of Independent Directors

- 1) **Osman Haidar:** The Board of Directors has appointed Osman Haidar as Independent Director on 22 November 2022 for the first term of three years which will continue upto 21 November 2025. Osman Haidar has also been appointed as Chairman of Audit Committee and as a Member of the Nomination and Remuneration Committee (NRC) which are sub committees of the Board. His appointment has been approved by the Shareholders at the 43<sup>rd</sup> AGM of the Company held on 26 December 2022 and approved by the Bangladesh Securities and Exchange Commission through their letter BSEC/ICAD/CGD/2023/17 part-i/05, dated 22-06-2023. As per requirement of the stated letter's the appointment of Mr. Osman Haidar will be placed for further approval of the Shareholders in 44<sup>th</sup> AGM of the company to be held on 21 December 2023.

2) **Rokeya Quader / Sonya Panni:** Rokeya Quader was appointed as Independent Director on 25 September 2020. After completing her tenure of total 3 (three) years, Rokeya Quader has vacated her office on 24 September 2023. In the vacancy, the Board of Directors has appointed Sonya Panni as Independent Director on 19 October 2023 for first term of 3 years which will continue up to 18 October 2026. Sonya Panni has also been appointed by the Board as Chairperson of Nomination and Remuneration Committee and as a member of Audit Committee which are sub-committees of the Board. Her appointment will be placed for approval of the Shareholders in 44<sup>th</sup> AGM of the company to be held on 21 December 2023.

Olympic Industries Limited complies with all conditions necessary for the appointment of independent directors as specified in Conditions 1(2) and 1(3) of the Corporate Governance Code. More details are provided in Annexure C.

**Appointment of Statutory Auditor**

M/s M.J. Abedin & Co, Chartered Accountants, a member firm of the Moore Global Network Limited, United Kingdom, was appointed as the statutory auditor at the 41<sup>st</sup>, 42<sup>nd</sup> and 43<sup>rd</sup> Annual General Meetings of the company. The statutory auditor has completed its third year of service to the company for the financial year ending 30 June 2023. Remuneration of the statutory auditor was fixed at Tk. 1,200,000 for the previous financial year by shareholders at the 43<sup>rd</sup> Annual General Meeting.

New Statutory Auditor will be appointed from the Panel of Auditors list updated as on 30 May 2023 by BSEC in this 44<sup>th</sup> Annual General Meeting for the financial year 2023-2024 ending on 30 June 2024 and they will hold office from closure of this 44<sup>th</sup> Annual General Meeting until holding of the next 45<sup>th</sup> Annual General Meeting.

**Appointment of Professional Firm with respect to BSEC Corporate Governance Code**

The Board of Directors of the company requires to appoint a practicing professional firm (Chartered Accountant or Chartered Secretary or Cost & Management Accountant) to provide certification with respect to the company's compliance and adherence to the Bangladesh Securities and Exchange Commission's Corporate Governance Code.

M/s Huda & Co., Chartered Accountants, has provided this service for many years with a fixed remuneration of Tk. 250,000 and has expressed willingness to be reappointed for the fiscal year ending 30 June 2024.

**Unclaimed Dividend Transfer to Capital Market Stabilization Fund (CMSF)**

As per BSEC Circular No. BSEC/SRMIC/2021-198/254 dated 19 October 2021 and pursuant to BSEC Directive No. BSEC/CMRRCD/2021-386/03 dated 14 January 2021, Olympic Industries Limited has transferred total unclaimed dividend in the amount of Tk. 252,205,864.91 to the Capital Market Stabilization Fund (CMSF)'s SND Account maintained with Community Bank Bangladesh Limited, Corporate Branch, Dhaka up to the financial year 2018-2019, after publishing notice to the shareholder in two widely circulated National Dailies. Calculations are as follows:

29 August 2021	Tk.	157,302,476.69	Up to financial year 2016-2017
25 September 2022	Tk.	46,016,956.47	For financial year 2017-2018
26 July 2023	Tk.	48,886,431,75	For financial year 2018-2019
<b>Total</b>	<b>Tk.</b>	<b>252,205,864.91</b>	



**Aziz Mohammad Bhai**  
Chairman



**Nurjehan Hudda**  
Managing Director



**Osman Haidar**  
Independent Director



# SUSTAINABILITY REPORT

## Dear Shareholders,

With a solid foundation and the team's unwavering commitment, our sustainability program continues to thrive despite the post-pandemic and global economic challenges. On the heels of last year's achievements, we began the new fiscal year by pushing ourselves further to break through new barriers. Our ongoing activities have functioned well and have begun to affect a wider variety of individuals. Alongside them, we launched new health initiatives, performed awareness training and community outreach, supported disaster victims, and helped the growth of our employees, workers, and community members.

We continue to fortify our instant noodle products and have plans to fortify additional snack items in the near future as we see the growing importance of micronutrient fortification in the diets of our consumers. The popularity of our Health and Nutrition Centre continues to rise. With the excellent care it provided throughout the pandemic, it has maintained its status as the go-to location for anyone in need of basic medical assistance. We set up the option for female employees of our factory to access low cost sanitary napkins and made sure they were properly informed of the importance of menstruation hygiene.

Numerous training sessions have been conducted to comply with the safety regulations; all the sessions have

been conducted according to all standard safety protocols. Reopening the schools after the pandemic, more children are being reached by the Integrated Cultural Educational Program, giving them the opportunity to learn about their heritage and their rights as human beings, and inspiring them to dream big and make a better life for themselves.

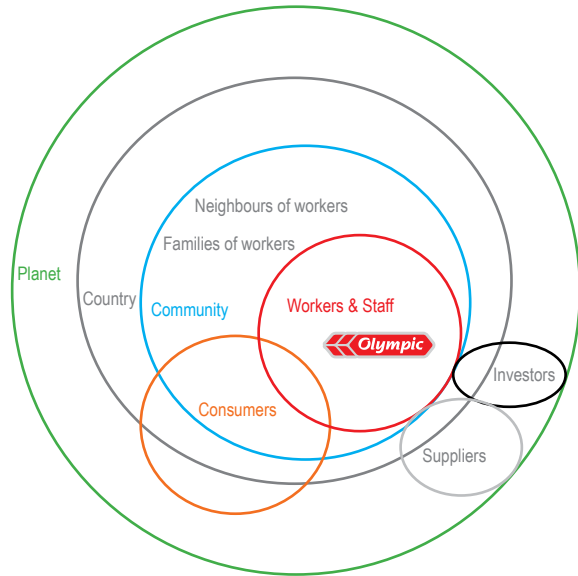
We now have more opportunities than ever to lessen our environmental impact by incorporating state-of-the-art technology into our production processes, such as grid-connected solar power systems, cogeneration, and heat and steam recovery. Paper, energy, and water usage have been decreased, thanks to our companywide education and awareness efforts. Through these initiatives, we surpassed our goal of lowering our carbon footprint. Future objectives and key performance indicators are being revised. Please check our website for regular updates.

We have gained insightful lessons from the execution of these initiatives, which we have incorporated into the introduction of new ones. We view this as an ongoing learning process that will allow us to engage and benefit a broader spectrum of stakeholders in the future. Together, we are up to the challenge of improving our future readiness. This gives us hope that we can improve our efforts to make our company more inclusive, and we aim to keep striving for a better future for our family, society, and nation.

## Sustainability Mission Statement

At Olympic, we believe that being a good business means contributing to the well-being of our workers, our customers, our community, and our planet. We believe that our business can, and should, aim to add value to society and operate in a sustainable way. We want to add value by making good products that nourish people, all the while creating jobs and contributing to the Bangladesh economy. We know that one company cannot by itself fix the world's problems, but we want to make sure we do everything we can to make this world a better place. This is why we have decided to introduce a Sustainability program.

As a company, our goals are to a) be the employer of choice by providing our employees with an exciting and fulfilling work environment; b) be stewards of social responsibility in Bangladesh through our initiatives; and c) instil confidence in our external stakeholders that our practices are aligned with their social responsibility values. We believe that a good business must be sustainable. We want to take on goals that not only give back to society, but that also hold us to a higher standard as corporate citizens. We are committed to sustainability for the long-run, and we welcome accountability for our actions.



We believe that any good program needs stable funding. This is why we aim, in the long run, to align our funding with the Sustainable Development Goals' recommendations on donor country spending. By committing to this number, we hope to contribute in a meaningful way to our country's development, and to set an example for our peers.

In order to better guide our decisions, we have tied all of our projects to the Sustainable Development Goals set out by the United Nations. We have chosen goals which are most applicable to our line of work and which are closest to our employees' hearts; those which relate to health & nutrition, education, equity, and climate change.

We are committed to providing our workers with a better life by providing them the working conditions they deserve. We aim to achieve this by complying with labour laws, implementing programs focused on skills and knowledge development, and creating new opportunities for our workers. We want to build a working environment which helps our workers thrive and be proud to work in.



*Achieve full employment and decent work for all women and men, and equal pay for work of equal value. (8.5)*

*Protect labour rights and promote safe and secure working environments for all workers. (8.8)*

We are committed to providing our customers with products which are both healthy and delicious. Why compromise? We aim to improve our customers' nutrition by providing them with fortified products they will actually want to eat. We also aim to eliminate unfair business practices by creating and enforcing marketing policies which protect the rights of children and vulnerable people.

*End hunger and ensure access by all people to safe, nutritious and sufficient food all year round. (2.1)*

*End all forms of malnutrition. (2.2)*





Achieve universal health coverage and access to quality essential health-care services for all (3.8)

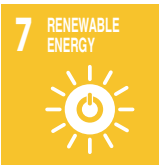
We are committed to giving back to our community by contributing to their good health and nutrition, and increasing access to education. We have chosen these goals because, as we are in the food industry, we believe it is our duty to ensure that our country has access to good nutrition and has the education necessary to make healthy decisions and to lift themselves out of poverty. We are aware of the virtuous cycle of education and nutrition, where children can only succeed in their studies if they are well fed, and if they are educated, they tend to eat better and be healthier.

*Ensure that all girls and boys complete primary and secondary education. (4.1)*

*Ensure equal access for all women and men to affordable and quality technical, vocational and tertiary education, including university. (4.3)*



We are committed to ensuring that our planet stays healthy and plentiful. We believe we have a duty to ensure that our children will have a flourishing planet to live on for generations to come. In order to make this happen, we plan to reduce our impact on climate change by reducing waste and greenhouse gas emissions, increasing our use of renewable materials and energies, and mitigating climate change's impact on our communities.



*Increase substantially the share of renewable energy in the global energy mix. (7.2)*  
*Double the global rate of improvement in energy efficiency. (7.3)*

*Substantially reduce waste generation through prevention, reduction, recycling and reuse. (12.5)*



In undertaking all our projects, we commit to considering gender issues and to actively contribute to the elimination of discrimination against women.



*Ensure women's full and effective participation and equal opportunities for leadership at all levels of decision-making in economic, political and public life. (5.5)*

Finally, we commit to holding ourselves accountable for the way we conduct business and for the projects we engage in. In designing our projects, we will strive to remain independent and to make a wise cost-benefit analysis based on our key goals, all the while ensuring that our work is measurable, sustainable, efficient and relevant. We also aim to ensure that our projects are not duplicating the work of another agency, but rather that our projects are unique and complementary. We commit to continuously monitoring and evaluating the projects that we fund or take on. We commit to producing detailed reports that are accessible to all our stakeholders on a frequent basis.

We are committed to building a sustainability program we can all be proud of.



## Our Key Initiatives



### Occupational Health & Safety

At Olympic, we are committed to being a better company in every possible way. This includes the way we treat our workers. From a clean working environment to generous profit sharing mechanisms, we provide everything workers need to be as satisfied and productive as possible.

#### WATER & SANITATION

We provide safe drinking water on every floor of our factories, as well as Oral Rehydration Saline during the summer months, to ensure that our workers are well hydrated. As water is the source of life, we also need to ensure its quality. We have our water tested by SGS annually, and by ICCDR,B weekly. We provide clean workers' uniforms daily, provide them with clean shoes to wear in the factories. Workers have access to spotless gender-designated bathrooms, and separate changing rooms. We are committed to rigorous pest control in these areas and throughout our facilities, and have contracted an independent third party to maintain, monitor, and document the hygiene and sanitation of our factories on a weekly basis.

#### HEALTH & SAFETY

All of our workers are over 18 years old and certified as fit to work by a registered doctor before they are employed. We always have a first aid team on the premises, a certified paramedic available, and an arrangement with the local hospital for our workers to have access to 24-hour care in the event of an accident. Sick and injured employees have access to free medical healthcare and paid medical leave. All of our factory and field force employees are covered by a life insurance paid for by the company.

All of our workers receive 50+ hours of orientation training when they join our company. They receive training specific to their position, as well as various trainings on topics such as proper hygiene methods, and safety procedures. At the battery factory, workers have protective gloves and have hearing protectors at their disposition. We actively monitor air quality in our factories, regularly cleaning and maintaining a series of filters, dehumidifiers, and auditing devices to ensure a safe, consistent, flow of air. Thanks to all these preventive measures, we pride ourselves on having low accident rates.



#### BUILDING SAFETY

We are determined to provide the safest work environment our workers could hope for. Before commencing the construction of our earthquake-proof factories, we acquire approvals for construction by the competent authorities (union parishad), and soil samples are tested through an external laboratory. Our building pile loads are tested through external assessors to fit the ASTM D 1143-81 standard and our loads test pressure gauge is tested by the Bangladesh University of Engineering and Technology. We hold licences for loads of up to five times our actual requirement, for which our consultants issue a certificate in accordance with the Bangladesh National Building Code.

#### FIRE SAFETY, EMERGENCY PREPAREDNESS & RESPONSE

We hold a Fire Licence, certifying that we follow all the fire safety rules applicable to us, and we have assembled a fire marshal team of 130 employees trained by the local fire service, at least 30 of which are on duty at any given time. We are equipped with state of the art fire detection, evacuation and monitoring technology, including multiple extinguishers, heat and smoke detectors, fire hydrant boxes, and fire alarms on every floor. We have built in several fail-safe redundancies, including automatic transition between electrical, diesel and manual (jockey) pumps.

We have also assembled a disaster management committee which designs our disaster management and fire safety plans. We have developed safe evacuation methods, which we practice with workers weekly during our randomized fire drills. Every quarter, we organize a refresher training on fire safety with the Bangladesh Fire Service and Civil Defence Agency, as well as a general health and safety refresher training, and earthquake preparedness training sessions and simulations.

### WAGE & BENEFITS

Our workers not only work in a safe and friendly environment; they are also well-compensated for their hard work. We share 5% of our profits with our workers, 80% of which is distributed to our workers directly, with the remainder being split between our company's worker welfare fund, and the government's Worker Welfare Foundation Fund. We are proud to follow the Bangladesh Labour Act when it comes to all financial matters, including employees benefits.



We provide two annual festival bonuses to our workers, as well as attendance bonus for workers who come to work regularly and night allowance to those who work night shifts. We pay overtime and grant festival leave, medical leave, casual leave and maternity leave as mandated by the Labour Act.

All of our factory and field force workers are under coverage of life insurance, including our third-party construction workers. Always seeking to set new standards, we are proud to be the first company in Bangladesh to insure the lives of third-party workers.

### FACILITIES

To make our staff's life easier and more enjoyable, we provide dormitories for technical staff and supervisors who need to work at night and/or live far away. We provide meals for all officer-level employees and above, as well as a canteen for regular workers. Finally, we have planted "green areas" composed of flowers and plants in various places around the factory, and we play classical music at night in our new biscuit factory as a way to motivate workers and create a good working atmosphere. Our facilities go above and beyond what Bangladesh law requires.



## Environmental Impact

### ENERGY

The majority of our energy comes from natural gas, government-supplied electricity, and diesel. We have one solar panel at each factory, which supply energy for lighting and ventilation. We have switched over 100% of our light bulbs from less efficient CFLs to LEDs.

### MATERIALS

100% of our carton boxes, plastic trays and jars are made from recycled materials.

### WASTE

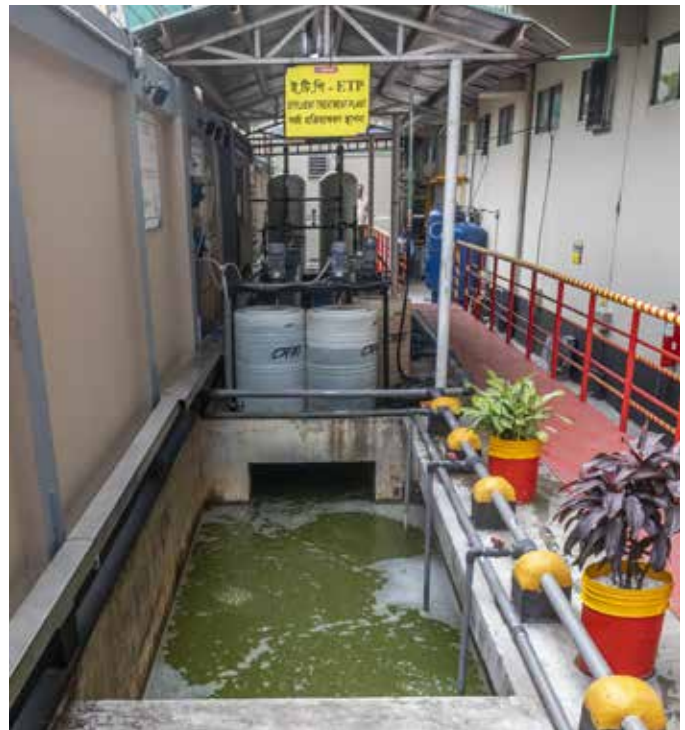
We have already managed to reduce our solid waste to very small amounts. We produce over 10,500 tons of goods a month, for which our total waste (including canteen and cleaning waste) amounts to only 29,370 kgs.

## EMISSIONS

To reduce both noise and pollution, we use canopies and special chimneys with our gas and diesel burners. We calibrate these burners regularly to ensure that no sulphur oxide, nitrous oxide or carbon monoxide are emitted into the environment. The air is regularly tested by a third party to ensure we do not emit those toxins. We are proud to adhere to all the energy safety procedures mandated by the government, and to internationally-set standards on pollution.

## EFFLUENTS

We treat all our waste water according to the Bangladesh Standards and Testing Institution. We use a settling tank to separate oils from waste water at each factory, as well as two deep tube wells, an underground reservoir and an overhead tank. We adjust the water's pH and dissolve oxygen level before releasing it into the pond. We partly reuse waste water after treating it with UV light. We do not use or emit any toxic chemicals at our biscuit factories. As for our battery factories, 100% of the water we use is fully utilized in the production of our batteries, and as such, we produce zero effluents.



## Quality Control & Product Safety

Quality is our first priority. As a food manufacturing company, our main goal is to provide customers with products that are safe, tasty and made with utmost care. From ingredients to packaging, we only source the best materials. Every new product is tested and approved by the Bangladesh Standards and Testing Institution before it is produced. We conduct a variety of tests on our raw materials as well as finished products. For instance, we test finished products for shelf-life consistency and heat resistance. We aim to use minimal yet efficient packaging, which lists all the information a consumer could need, from ingredients to nutritional facts and certifications.

We believe that quality control is intrinsically linked with our company's sustainability. By reducing risks, constantly improving business processes, and demonstrating to consumers our commitment to them, quality control contributes to sustained profitability and growth. To maintain our high business process standards, we have implemented SAP enterprise resource planning system which brings together all business processes and ensures proper documentation is kept, therefore reducing rates of error. We have also adopted ISO 22000, a Food Safety Management System, that ensures that all materials and finished products are tested for quality, moisture and nutritional content.



Our facilities are kept with the highest health and safety standards. Production lines are equipped with highly sensitive metal detectors to prevent contamination, as well as scales to ensure weight consistency. Our employees are trained to adopt Good Manufacturing Practices, which include every type of hygiene. To reaffirm of this dedication to health and safety, we contract SGS to audit our factories annually.

## Social Responsibility Initiatives in 2022-2023



### Health & Nutrition

#### LOLATI HEALTH & NUTRITION CENTRE



The Lolati Health & Nutrition Centre (HNC), our flagship health and nutrition program, has proven to be an incredible asset to our staff and the surrounding community. When compared to the present market, the combined cost of seeing a medical practitioner and a nutritionist is 75% cheaper here. The lab provides very affordable prices for routine blood, urine, sputum and other diagnostic tests. With the aid of our partners at the Centre for Woman & Child Health (CWCH), HNC has made public announcements, displayed banners and advertisements, and held free medical camps to alert the public about different contagious and sessional diseases. This strategy has assisted the community in reducing the COVID-19 outbreak. To further strengthen on-site consulting for our employees, the HNC medical staff has made more time accessible to our factories at no extra cost.

#### MENSTRUAL HYGIENE MANAGEMENT

Since we manufacture food, maintaining good hygiene is a top priority for us. In addition to maintaining personal and workplace hygiene standards, 50% of the workforce requires extra attention each month during their menstrual cycle. Olympic made the decision to stand by this group—the female employees—by promoting menstrual hygiene management awareness and making inexpensive sanitary napkins available on the factory premises. Any female employee at the factory can now purchase a pack of sanitary napkins for 50% less than the going rate. The program has been so successful that the male employees are now getting napkins for their families as well.



#### INSTANT NOODLES FORTIFICATION

We are quite concerned about the micronutrient deficiency in Bangladesh. Olympic's micronutrient fortification effort attempts to encourage consumers to eat more wholesome diets by increasing the availability of vitamins in instant noodles. Our "Foodie" brand of instant noodles has gained more strength as a result of the addition of zinc, iodine, and other vitamins. About 40% of an adult's daily vitamin and mineral requirements are met by each pack. We'll be searching for ways to fortify other goods in the upcoming years.



### Education

#### INTEGRATED EDUCATIONAL-CULTURAL PROGRAMME



Our partnership with Fulki for the "Integrated Educational-Cultural Programme" is gradually making a long-lasting effect on the lives of the children engaged. Six schools close to our factories are participating in the program. This program is continuing to give more than 2,600 children the opportunity to learn about topics like storytelling, writing, poetry, science, history, and fundamental & human rights while also putting what they have learned into practice. We have distributed educational materials and a set of books on topics of Bangla Language & Literatures, Arts and Crafts; Music & theaters, Science and Environment famous personalities, Historical events, Human Rights and Civic responsibility; and Humanitarianism. 25 neighbourhood youths along with 80 teachers have received facilitator training as part of the initiative. They have taken 500 weekly class (on average) during this period. In the end, we are confident that this strategy, will encourage creativity in students and inspire them to become responsible citizens while also enhancing the educational ecosystems in our local communities.

**AWARENESS TRAINING FOR OCCUPATIONAL HEALTH AND SAFETY**

In order to make sure that our employees are up to date on the most recent safety laws and are fully aware of the necessary safety precautions to perform their responsibilities, our HR and Risk & Compliance department have completed a year-long training program covering Fire Safety, Electric Safety, Trip Slip & Falls, Violence and Harassment at work, PPE, First Aid, Dengue Safety etc.



**SPONSORING LOCAL SCHOOLS**

Because of financial constraints, many local schools in low-income areas cannot provide their students with the necessary and appropriate resources. Olympic is pleased to provide financial support to educational institutions in the areas surrounding our Dhaka and Narayanganj offices and factories. Most of the donations have been used to pay for new educators to join the staff.



**Environmental Impact**

**ENVIRONMENTAL PERFORMANCE REPORT**

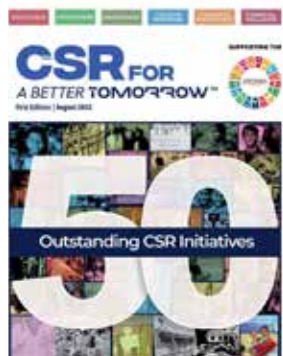
At Olympic, we continually evaluate ourselves to produce the greatest results. So, in order to lessen our negative impact, we assess and report our environmental performances on a yearly basis using KPIs. Our team has shown perseverance in obtaining the necessary data and has contributed to the accomplishment of the goals by making fresh, useful decisions. As a result, we achieved our first goal earlier than anticipated. Our KPIs are being updated as we get ready to republish them. For updates, do check back on our website.

**GREEN AMBASSADORS**

We put our best foot forward in order to have a positive impact on the surrounding environment. Therefore, we have continued the Green Savers awareness program “Green Ambassador” to encourage our employees to take initiative against carbon emissions. Since the project’s beginning, thanks to numerous initiatives taken by different department heads, we have saved over 280,000 sheets of paper, together with the corresponding amount of printing ink, as well as a sizable amount of water and energy.

**RENEWABLE ENERGY**

One of our main sources of CO<sub>2</sub> emissions is the use of fossil fuels, and we have set reduction goals for this source. Our Lolati factory’s 30 kWh on-grid solar panel installation has assisted us in lowering our carbon footprint. Until now, the system has successfully reduced emissions by about 110 metric tons of CO<sub>2</sub>. We plan to add more solar panel systems to our other facilities.



**HEAT RECOVERY SYSTEM TO CO-GENERATE STEAM WITH ELECTRICITY**

We put in our second gas generator using co-generation technology as a result of our unrelenting dedication to environmental responsibility. It has the same capacity as the prior one to produce 1.5 MWh of electricity from natural gas while also creating 1.3 ton/h of steam with the built-in boiler by only using the heat of the generator. Both of them are assisting Olympic in lowering our carbon footprint, even though the new one has not yet reached its full potential. We have so far saved more than 12,500 m<sup>3</sup> of natural gas and nearly 2,500 tCO<sub>2</sub> while producing more than 15,000 tons of steam.





# REPORT ON MANAGEMENT'S, DISCUSSION AND ANALYSIS

A management's discussion and analysis presenting of the company's position and operations alongwith a brief discussion of changes in the Financial Statements among other, focusing on:

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## **Accounting policies and estimation for preparation of Financial Statements:**

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### **Basis of measurement**

The financial statements have been prepared on Historical Cost basis Non-Derivative financial instruments available for sale are measured at fair value. Investment in Shares of listed companies has been valued at the year- end quoted prices. Cash flow statement has been prepared on cash basis.

### **Statement of compliance**

The Financial Reporting Act, 2015 (FRA) was enacted in 2015. Under the FRA, the Financial Reporting Council (FRC) was formed in 2017 and has since then, has adopted International Accounting Standards IASs and International Financial Reporting Standards (IFRSs) as the applicable Financial Reporting Standards for public interested entities such as listed entities with effect from 02 November 2020.

Accordingly, the financial statements of the Company have been prepared in accordance with IFRSs (including IASs), the Companies Act 1994, the Securities and Exchange Ordinance 1969, Bangladesh Securities and Exchange Commission Act 1993, Bangladesh Securities and Exchange Commission Rules 2020, Income Tax Ordinance and Rules 1984, the Value Added Tax and Supplementary Duty Act 2012, the Value Added Tax and Supplementary Duty Rules 2016, Financial Reporting Act 2015, Dhaka Stock Exchange Ltd. (DSE), Chittagong Stock Exchange Ltd. (CSE) and Central Depository Bangladesh Ltd. (CDBL) rules and regulations. The title and format of these financial statements follow the requirements of IFRSs which are to some extent different from the requirement of the Companies Act, 1994. However, such differences are not material and in the view of management, IFRS format gives a better presentation to the shareholders.

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### **IFRSs comprise of:**

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International Financial Reporting Standards (IFRSs)

- International Accounting Standards (IASs)
- Interpretations

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### **Changes in accounting policies and estimation:**

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#### **Accounting Policies:**

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Accounting policies are the specific principles, bases, conventions, requirements and practices used by an entity in preparing and presenting its Financial Statements.

An existing accounting policy should only be changed where a new accounting will result in reliable and more relevant information being presented.

Any changes in accounting policy required to be accounted for retrospectively except where it is not practicable to determine the effect in prior periods.

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#### **Accounting Estimates:**

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The preparation of Financial Statements requires many estimates to be made on the basis of latest available, reliable information. The effect of a change in accounting estimates, therefore, is recognized prospectively.

**Prior Period Error:**

A prior period error is where an error has occurred even though reliable information was available when those financial statements were authorized for issue.

IAS 8 requires retrospective restatement of Financial Statements to adjust prior period errors as if the prior period error had never been occurred.

**Comparative Analysis of Financial performance and result and Financial position and Cash Flows for Current Financial year with immediately preceding 5 years;**

Year Year ended on	2022-2023 30 June 2023	2021-2022 30 June 2022	2020-2021 30 June 2021	2019-2020 30 June 2020	2018-2019 30 June 2019
<b>FINANCIAL POSITION</b>					
Non-Current Assets	5,831,224,247	5,313,957,824	4,887,130,332	3,966,021,758	3,899,064,099
Currents Assets	8,248,888,978	9,113,003,070	9,527,492,161	7,836,485,487	7,058,121,859
<b>Total Assets</b>	<b>14,080,113,225</b>	<b>14,426,960,894</b>	<b>14,414,622,493</b>	<b>11,802,507,245</b>	<b>10,957,185,958</b>
Long-Term Liabilities	450,011,285	446,480,327	527,681,585	417,663,634	559,242,514
Current Liabilities & Provisions	3,608,857,121	4,615,747,884	4,647,691,502	3,143,275,200	3,181,634,618
<b>Total Liabilities</b>	<b>4,058,868,406</b>	<b>5,062,228,211</b>	<b>5,175,373,087</b>	<b>3,560,938,834</b>	<b>3,740,877,132</b>
Shareholders' Equity	10,021,244,819	9,364,732,683	9,239,249,406	8,241,568,411	7,216,308,626
<b>Total Equity &amp; Liabilities</b>	<b>14,080,113,225</b>	<b>14,426,960,894</b>	<b>14,414,622,493</b>	<b>11,802,507,245</b>	<b>10,957,185,958</b>
Capital Employed	10,471,256,104	9,811,213,010	9,766,930,991	8,659,232,045	7,775,551,140
Current Ratio	2.29:1	1.97:1	2.05:1	2.49:1	2.22:1

<b>OPERATING RESULTS</b>					
Revenue (Turnover)	25,785,247,628	21,438,817,722	18,032,599,144	15,895,037,599	13,733,728,376
Gross Profit	6,127,187,429	4,920,364,744	5,281,117,643	5,068,496,960	4,548,390,392
Gross Profit Ratio (%)	23.76%	22.95%	29.29%	31.89%	33.12%
Operating Profit	2,205,870,749	1,553,129,905	2,551,299,107	2,653,929,059	2,508,985,741
Operating Profit Ratio (%)	8.55%	7.24%	14.15%	16.70%	18.27%
Net Profit Before Tax (NPBT)	2,185,323,690	1,604,487,704	2,689,882,176	2,766,360,763	2,551,562,013
NPBT to Turnover (%)	8.48%	7.48%	14.92%	17.40%	18.58%
Net Profit After Tax (NPAT)	1,556,237,123	1,205,153,261	2,037,363,202	2,024,954,215	1,871,821,560
Earnings per Share (Tk.10.00 per value)	7.78	6.03	10.19	10.13	9.36
No. of Shares Used in Computing EPS	199,938,886	199,938,886	199,938,886	199,938,886	199,938,886
Shareholders' Equity per Share	50.12	46.84	46.21	41.22	36.09
Cash Dividend Paid/ Recommended	60%	45%	54%	52%	50%

**Cash Flows Statements Analysis:**

Particulars	Amount in Taka	
	30 June 2023	30 June 2022
A) Net Cash generated from operating activities	1,389,433,296	701,059,588
B) Net Cash used in investing activities	406,642,885	(514,235,808)
C) Net Cash used in financing activities	(1,002,423,275)	(1,089,453,336)
Increase / Decrease in Cash & Cash Equivalents (A+B+C)	793,652,906	(902,629,556)
Net Operating Cash Flow per Share	6.95	3.51

**Cash Flows from operating activities;**

Net Operating Cash Flow from operating activities in the Financial Year 2022-2023 is Tk.1,389,433,296 which was Tk. 701,059,588 in the preceding year. This increased basically occurs from increase of revenue Income.

**Cash Flows from Investing activities;**

Net Operating Cash Flow from investment activities move to Tk.406,642,885 in the FY 2022-2023 from Tk. (514,235,808) of last FY 2021-2022. This increased basically occurs from encashment of FDR's.

**Cash Flows from financing activities;**

Net Operating Cash Flow from financing activities in the Current Financial Year is Tk. (1,002,423,275) which was Tk. (1,089,453,336) in the previous Financial years.

**Risk and Concerns:****Financial risk management**

The Board of Directors of the company has overall responsibility for the establishment and oversight of the company's risk management framework. The Board is responsible for developing and monitoring the company's risk management policies.

Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the company's activities. It also oversees the risk management strategies to achieve current and accurate compliance with operational and legal requirement and identification of foreseeable trends that could significantly impact the company's overall business activities.

**Credit Risk**

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the company's receivables. Management has a credit policy in place and exposure to credit risk is monitored on an ongoing basis. Risk exposures from other financial assets, i.e. Cash at bank and other external receivables are nominal.

**Liquidity risk**

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity (cash and cash equivalents) is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. Typically, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast, prepared based on timeline to payment of the financial obligation and accordingly arrange for sufficient liquidity/fund to make the expected payment within due date.

Present Credit Rating as assessed by National Credit Ratings Limited for Long Term Liability is AAA (Triple A) (signifies excellent quality, offering highest safety for timely servicing of financial obligations. Such institutions carry minimum risk) & for Short Term Liability is ST-1(signifies strongest capacity for timely payment of financial commitments and carry lowest credit risk), which are valid up to 13 December 2023

**Market risk**

Market risk is the risk that any change in market prices such as foreign exchange rates and interest rates will affect the company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters.

**Currency risk**

As at 30 June 2023, there was no exposure to currency risk as there were no foreign currency transactions made during the year under review other than in normal course of business and as disclosed in the accounts.

**Interest rate risk.**

Interest rate risk is the risk that arises due to changes in interest rates on borrowing. There was no foreign currency loan which is subject to floating rates of interest. Local loans are, however, not significantly affected by fluctuations in interest rates. The company has not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

**Industries Out look and Possible future developments:**

The economy of Bangladesh is set to grow people lead by strong domestic, demand, strengthening of exports, executions of large infrastructure projects setting up of special economic zone and energy sector. We hope that the company's operation, performance and financial position will also grow in line with the country's growth. The company finds new path way of providing quality products to the customers. It is continuously taking diversified business approach and continue with the successful operation of the company future through Growing sales of our products, increase our revenue by providing quality products to the customers, identification of Financial opportunities for downsizing cost, Spending shareholder value through emphasis on leveraging our management platform and Good practice of Corporate Governance.



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**Nurjehan Hudda**  
 Managing Director  
 Olympic Industries Limited

# REPORT ON COMPLIANCE OF CORPORATE GOVERNANCE

## Board of Directors – Roles and Responsibilities of the Board

The Board of Directors of Olympic Industries Limited is responsible to ensure that the company is managed properly and equipped to best achieve its objectives and goals. The actions and decisions taken by the Board are for the best interest of the company, its employees, shareholders, management, all other stakeholders and the society at large.

The Board determines business strategy, channels investments in the right direction, and guides management to minimize risks and maximize returns. It also establishes corporate values and standards, contributes to effective human resource planning, and directs efficient financial management. The Board of Directors of Olympic Industries Limited believes that the highest level of integrity, transparency and accountability are necessary to establish good governance in managing the business effectively with responsibility and care.

### A) Board Size – Condition 1.1

Olympic Industries Limited has a total of 9 directors including two independent directors on its Board, in line with the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 of the Bangladesh Securities and Exchange Commission which prescribes that the number shall not be less than five or more than twenty and that the independent directors comprise one fifth of the total number of directors in the company (fractions are rounded up). The independent directors were appointed by the Board and their appointments were approved by the shareholders at the AGM. Other relevant information is provided in the Status of Compliance in Annexure C. The size of the Board is also within the prescribed limits of the company's Articles of Association, specifically Article 105, where the minimum number is stated to be three and the maximum number is stated to be twelve.

### B) Appointment of Independent Directors – Condition 1.2

In its Nine-members Board of Directors, Olympic Industries Limited has two independent directors who were first appointed by the Board and, thereafter, their appointments were / will be approved by the shareholders at the AGM as well as BSEC.

#### The details of independent directors are as follows:

- 1) Osman Haidar: The Board of Directors has appointed Osman Haidar as Independent Director on 22 November 2022 for the first term of three years which will continue upto 21 November 2025. Osman Haidar has also been appointed as Chairman of Audit Committee and as a Member of the Nomination and Remuneration Committee (NRC) which are sub committees of the Board. His appointment has been approved by the Shareholders at the 43<sup>rd</sup> AGM of the Company held on 26 December 2022 and approved by the Bangladesh Securities and Exchange Commission through their letter BSEC/ICAD/CGD/2023/17 part-i/05, dated 22-06-2023. As per requirement of the stated letter's the appointment of Mr. Osman Haidar will be placed for further approval of the Shareholders in 44<sup>th</sup> AGM of the company to be held on 21 December 2023.
- 2) Rokeya Quader / Sonya Panni: Rokeya Quader was appointed as Independent Director on 25 September 2020. After completing her tenure of total 3 (three) years, Rokeya Quader has vacated her office on 24 September 2023. In the vacancy, the Board of Directors has appointed Sonya Panni as Independent Director on 19 October 2023 for first term of 3 years which will continue up to 18 October 2026. Sonya Panni has also been appointed by the Board as Chairperson of Nomination and Remuneration Committee and as a member of Audit Committee which are sub-committees of the Board. Her appointment will be placed for approval of the Shareholders in 44<sup>th</sup> AGM of the company to be held on 21 December 2023.

Olympic Industries Limited complies with all conditions necessary for the appointment of independent directors as specified in Conditions 1(2) and 1(3) of the Corporate Governance Code. More details are provided in Annexure C.

### C) Chairman of the Board and Managing Director – Condition 1.4

At Olympic Industries Limited, there is no post of Chief Executive Officer (CEO), as the Managing Director performs the functions of the CEO. The positions of Chairman of the Board and Managing Director are filled by different individuals as mandated by the Corporate Governance Code. Mr. Aziz Mohammad Bhai has been appointed as Chairman of Olympic Industries Limited on 23 July 2023 and Mrs. Nurjehan Hudda has been appointed as Managing Director of Olympic Industries Limited on 19 October 2023.

In line with the guidelines of the notification, Olympic's Board of Directors has defined the following roles and responsibilities for the Chairman and Managing Director.

#### Chairman

**Roles:** The Chairman leads the Board to ensure that the Board functions effectively and smoothly to promote high standards of uprightness, integrity and corporate governance. He does not participate or interfere with the day-to-day operations or administrative functions of the company. The role of Chairman is to formulate broad policy guidelines for the company, to oversee that the functions are performed properly and within the set policy guidelines. He extends his support to the Managing Director, whenever required, to implement the guidelines.

#### Responsibilities:

The responsibilities of Chairman include, among others, the following:

- Attend and preside over the meetings of the Board of Directors
- Ensure that the members of the Board actively participate in the discussions and voice their opinions to make effective decisions
- Ensure that the meeting agendas are properly discussed and decisions are harmoniously taken by the Board, as well as help assuage discord and resolve disagreements when necessary
- Ensure that the Board of Directors performs well, achieves the objectives of the company, and discharges its responsibilities to the various stakeholders
- Support and guide the Managing Director in discharging his responsibilities properly and smoothly
- Ensure that Board Committees are properly formed, and that they discharge their functions adequately.

#### Managing Director

**Roles:** The Managing Director is in charge of implementing policies and decisions of the Board of Directors, as well as looking after the overall management of the company. She acts as liaison between the Board of Directors and the management. She is in charge of motivating employees and workers, as well as improving the performance of the company so that employees can enjoy their work and help achieve the company's objectives. She speaks to various stakeholders, regulators, government agencies, employees, and to shareholders on behalf of the company. The Managing Director is the visionary, guide and key decision-maker of the company.

#### Responsibilities:

The Managing Director has the following responsibilities:

- Set goals for the company, formulate policies and guidelines, lead and empower the company's key management to achieve these goals
- Present to the Board various plans, projects, and strategies, as well as arrange funding for the implementation of various plans
- Ensure that proper recruitment takes place through effective human resource planning
- Maintain a convivial working environment, discipline, and team spirit in the organization
- Maintain effective dialogue between the company and its stakeholders
- Effectively control costs, reduce wastage, and improve efficiency at all levels in order to fulfill the objectives of the company
- Promote and maintain management succession and development plans
- Identify various risks for the company and develop strategies to overcome those risks
- Ensure that performance is consistent and is recognized
- Ensure that the obligations of the company to its various stakeholders and to the society at large are fulfilled.

**D) Remuneration paid to the Directors including Independent Directors - Condition 1(5)(x) Provided in Notes 28.01, 35.00, 35.01 & 36.00 of the audited financial statements**

**E) Key operating and financial data of preceding 5 (five) years - Condition 1(5)(xix) Provided in the Annual Report**

**F) Total number of Board Meetings held and attendance therein during the year - Condition 1(5)(xxii) Provided in Note 28.01 of the audited financial statements**

**G) Pattern of shareholding – Condition 1(5)(xxiii)**

Shareholdings as on 30 June 2023 were as under:	Shares
<b>a) Associated company:</b>	
<b>b) Directors including Managing Director:</b>	
Aziz Mohammad Bhai, Chairman	31,046,706 shares
Nurjehan Hudda, Managing Director	6,636,022 shares
Sakina Miraly, Director	5,327,971 shares
Munir Ali, Director	4,000,622 shares
Tanveer Ali, Nominee Director (Appointed by the Board on 29 November 2020)	
a) Nominator Kingsway Fund (operates PICTET LUX A/C KFFCF)	22,754,952 shares
b) Tanveer Ali	455,981 shares
Ahad Mohammad Bhai	4,003,339 shares
Asar Aziz M Bhai, Nominee Director (Appointed by the Board on 25 June 2023)	
a) M/s. Ambee Limited	4,002,100 shares
Osman Haidar, Independent Director	0 share
Rokeya Quader, Independent Director (She has vacated her post on 24 September 2023)	0 share
Sonya Panni, Independent Director (Appointed by the Board on 19 October 2023)	0 share
<b>c) Company Secretary:</b>	
Mintu Kumar Das	0 share
<b>d) Chief Financial Officer:</b>	
Harun-Al Rashid	0 share
<b>e) Head of Internal Audit:</b>	
Enamul Kabir Miah	0 share
<b>f) Top 5 Salaried Executives:</b>	
Satya Ranjan Mondal, GM, Accounts & Finance	100 shares
Nazrul Islam, GM, Operation	0 share
Mazharul Hasan Khan, GM, Legal Affairs	0 share
Imdadul Haque, GM, Sales	0 share
Rafiqul Islam, GM, HR	0 share
<b>g) Shareholders holding ten percent (10%) or more voting interest:</b>	
i) Aziz Mohammad Bhai, Chairman	31,046,706 shares
ii) PICTET LUX A/C KFFCF, Foreign Shareholder	22,754,952 shares



**H) Appointment and Re-appointment of Directors - Condition 1(5)(xxiv)**

Ahad Mohammad Bhai, Director and Asar Aziz M Bhai, Nominee Director who have been appointed on 25 June 2023 as per provision of Article-107 A of the Articles of Association of the company will retire in 44<sup>th</sup> AGM and will also be considered for re-appointment in the said AGM.

Sakina Miraly and Munir Ali, Directors will also retire by rotation and will be considered for re-appointment by the shareholders at the 44<sup>th</sup> AGM of the Company.

Appointment of Osman Haidar and Sonya Panni, Independent Directors to be approved by the shareholders at the 44<sup>th</sup> AGM of the Company.

Brief resumes of above Directors including Independent Directors of the company are enclosed in the Annual Report.

**I) Declaration or Certification by the Managing Director and the CFO - Conditions 1(5)(xxvi) and 3(3)**

The Certificate on review of financial statements and its presenting a true and fair view of the company's affairs, etc. is enclosed herein as Annexure A.

**J) Report and Certificate regarding compliance of conditions of CGC - Conditions 1(5)(xxvii) & 9**

The Certificate provided by M/s. Huda & Co., Chartered Accountants as per Annexure B of Corporate Governance Code is enclosed herein. The status of compliance with the conditions of CGC as per Annexure C of Corporate Governance Code is enclosed herein.

**K) Audit Committee – Condition 5(1), 5(2) & 5(3)**

The Audit Committee acts as a sub-committee of the Board of Directors and is accountable to the Board. It assists the Board in ensuring that the company's financial statements reflect a true and fair view of the state of affairs and in ensuring a good monitoring system within the business. The Company Secretary acts as the Secretary of the Committee as per conditions of new Corporate Governance Code, the company has a 3-members Audit Committee comprising of non-Executive Directors. Osman Haidar, Independent Director acted as Chairperson of Audit Committee. Mr. Osman Haidar, Independent Director has been appointed as Chairperson of Audit Committee by the Board effective from 22 November 2022.

**L) Audit Committee Meetings – Condition 5(4)**

The Audit Committee of Olympic Industries Limited held 4 meetings during the 2022-2023 financial year. They performed their assigned roles including the review of quarterly, half-yearly and annual financial statements, as indicated in the Corporate Governance Code.

**M) Role of the Audit Committee – Condition 5(5)**

The roles of Audit Committee include, among others, the following:

- Oversee the financial reporting process
- Monitor the choice of accounting policies and principles
- Monitor the internal risk control management process
- Oversee the hiring and adequate performance of external or statutory auditors
- Hold meetings with the statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption
- Review the quarterly, half-yearly and annual financial statements with the management, before submission to the Board for approval
- Review the adequacy of internal audit functions

- Review the Management's Discussion and Analysis before disclosing it in the Annual Report
- Review the statements of all related party transactions submitted by the management
- Review management letters / letters of internal control weakness issued by statutory auditors
- 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
- Oversee the utilization of proceeds raised through IPO, RPO or Right Share Offer as per the purposes stated in relevant offer documents / prospectus approved by the Commission.

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#### **N) Reporting by the Audit Committee – Conditions 5(6) & 5(7)**

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As there was no irregularity in the company with regards to conflicts of interest, fraud, irregularity and material defect in the internal audit or the compliance processes or in the financial statements, no infringement of laws, rules and regulations, etc., it was not necessary to submit any report to the Board of Directors or to the Commission.

The Report of Audit Committee is enclosed herein as Annexure-D.

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#### **O) Nomination and Remuneration Committee (NRC) – Condition 6(1), 6(2) & 6(3)**

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As per Corporate Governance Code, the company has constituted a 3-members Nomination and Remuneration Committee (NRC) as a sub-committee of the Board on 22 December 2018 to 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 and top level executives.

All members of NRC are non-executive directors and Sonya Panni, Independent Director act as Chairperson of NRC. The Company Secretary acts as Secretary of NRC.

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#### **P) Meeting of the NRC – Condition 6(4)**

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The Nomination and Remuneration Committee (NRC) of Olympic Industries Limited held three meeting during financial year 2022-2023 to review and approve the appointments made and training programs conducted in different departments of the company by HR department. The remuneration package provided to the new recruits were also reviewed and approved by NRC.

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#### **Q) Role of the Nomination and Remuneration Committee (NRC) – Condition 6(5)**

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- NRC shall be independent and responsible or accountable to the Board and to the shareholders.
- NRC shall oversee, among others, the following matters and make report with recommendation to the Board: 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 and top level executives, considering the following:
  - a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;
  - b) the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
  - c) remuneration to directors and top level executives 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.

Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, education background and nationality;

- 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;

- Formulating the criteria for evaluation of performance of independent directors and the Board:
- Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria, and
- Developing, recommending and reviewing annually the company's human resources and training policies.

The report of the Nomination and Remuneration Committee (NRC) Condition 6 (5)(c) is enclosed herein as Annexure- E.

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#### **R) Statutory Auditors – Condition 7**

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Olympic Industries Limited did not engage its appointed statutory auditors to perform any of the functions as mentioned in Condition 7.1 of the CGC. No partner or employee of the appointed external audit firm possess any share of the company. The statutory auditors have provided a certificate covering the Conditions 7(1), 7(2) & 7(3) which is enclosed herein as Annexure-F.

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#### **S) Website – Condition 8**

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Olympic Industries Limited maintains a functional official website ([www.olympicbd.com](http://www.olympicbd.com)) linked with the websites of the Stock Exchanges. The required disclosures are made available on the website.

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#### **T) Reporting and Compliance of CGC – Condition 9**

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The certificates obtained from practicing CA Firm M/s. Huda & Co., and the Report on Compliance of Corporate Governance are enclosed herein as Annexure B and Annexure C.

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#### **U) Compliance of Listing Regulation**

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In compliance to Regulation 46 of Stock Exchanges (Listing) Regulations, 2015, the renewed Certificate of BAPLC is enclosed herein as Annexure-G.

# DIVIDEND DISTRIBUTION POLICY

Olympic Industries Limited, after its formation in June 1979, has been distributing the Cash and Stock Dividend (Bonus Shares) as recommended from time to time by its Board of Directors in its meetings and as approved by its shareholders at the company's Annual General Meetings, following compliance with rules, regulations and guidelines formulated in the Articles of Association of the company, in the Companies Act, in the Listing Regulations 2015 of Stock Exchanges and as per Directives, Circulars, Guidelines issued by the Securities and Exchange Commission and Stock Exchanges.

As per Directive dated 14 January 2021 of Bangladesh Securities and Exchange Commission, the Dividend Distribution Policy of the company is hereby disclosed on the official website of the company and will also be included in annual report of the company.

## **Declaration of Dividend and payment thereof:**

Subject to all other applicable provisions, dividend shall be paid to the shareholders of the company from its profits which shall be determined from time to time. No dividend shall be payable except out of the profits of the company of the year or any other undistributed profits. Dividend shall not carry interest as against the company. The declaration of the Board of Directors as to the amount of Net Profit of the company shall be conclusive. No larger dividend shall be declared than is recommended by the Directors, but the company in its general meeting, may declare a smaller dividend.

**(Provisions in Articles 152, 154, 155 & 156 of the Articles of Association of the company)**

## **Interim Dividend:**

The Directors of the company may from time to time pay to its shareholders such interim dividends as in their judgement appear justified by the profits / position of the company.

Before 3 (three) working days of holding the Board Meeting of the company for consideration / adoption of its quarterly financial statements, the company shall inform Bangladesh Securities and Exchange Commission, Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited about the date and time of its Board Meeting where recommendation for payment of Interim Cash Dividend may also be considered. No Bonus Share shall be declared as Interim Dividend.

The shareholders of the company shall be informed about their entitlement to such Interim Cash Dividend. The decision of the Directors about recommending Interim Cash Dividend and its entitlement cannot be changed.

**(Provisions in Article 157 of the Articles of Association of the company and Regulation 16 of the Listing Regulations 2015 of the Exchanges)**

The Interim Cash Dividend shall be paid off to the entitled shareholders of the company within 30 (thirty) days of Record Date.

**(Directive dated 14 January 2021 of the Bangladesh Securities and Exchange Commission)**

The company shall notify the Securities and Exchange Commission, Dhaka Stock Exchange Limited, Chittagong Stock Exchange Limited and its Shareholders at least 14 (fourteen) market days ahead but not exceeding 30 (thirty) market days of its Board Meeting date about fixation of its Record Date for entitlement of declared dividend. The Record Date shall be a market day of Exchange.

If the Record Date falls in any Public Holiday, the first trading day subsequent to such holiday shall be the Record Date. Other than above, the Record Date shall not be changed in any circumstances.

**(Regulation 23 of Listing Regulations 2015 of the Exchanges)**

**Final Dividend:**

The Directors of the company shall take specific decisions with regard to recommending or not recommending Dividend for its shareholders on the basis of its annual audited financial statements and about the shareholders who shall be entitled to such recommended dividend.

The decision about recommending or not recommending dividend and entitlement for such recommended dividend cannot be changed prior to holding of the Annual General Meeting.

No dividend shall be paid other than out of profits of the company of the concerned year or other undistributed profits.

Before 7 (seven) days of holding the Board Meeting of the company for consideration / adoption of its annual audited financial statements, the company shall inform Bangladesh Securities and Exchange Commission, Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited about the date and time of its Board Meeting where declaration of any entitlement of dividend for its shareholders may also be considered.

The company shall pay-off the annual or final dividend to the entitled shareholders within 30 (thirty) days of approval.

**(Directive dated 14 January 2021 of Bangladesh Securities and Exchange Commission)  
(Regulation 28 of Listing Regulations 2015 of the Exchanges)**

The Cash Dividend shall be distributed by the company in the following manner and procedures as laid down in Directive dated 14 January 2021 of Bangladesh Securities and Exchange Commission:

- 1) i. Within 10 (ten) days of declaration of Cash Dividend by the Board of Directors, an amount equivalent to the declared Cash Dividend payable for the concerned year shall be kept in a separate Bank Account of the company dedicated for this purpose;
- ii. The company shall pay off Cash Dividend directly to the Bank Account of the entitled shareholders as available in the BO account maintained with the Depository Participant (DP), or the Bank Account as provided by the shareholders in paper form, through Bangladesh Electronic Fund Transfer Network (BEFTN):  
Provided that the company may pay off such Cash Dividend through bank transfer or any other electronic payment system as recognized by the Bangladesh Bank, if not possible to pay-off through BEFTN;
- iii. The company, upon receiving the claim on Cash Dividend from a stock broker or a merchant banker or a portfolio manager for the margin client or customer who has debit balance or margin loan, or as per intention of the client of stock broker or merchant banker or portfolio manager, shall pay-off such Cash Dividend to the Consolidated Customers' Bank Account (CCBA) of the stock broker or to the separate bank account of the merchant banker or portfolio manager through BEFTN:  
  
Provided that upon receiving the Cash Dividend, the stock broker or merchant banker or portfolio manager shall immediately account for such dividend in the individual clients' portfolio account:  
  
Provided further that the stock broker or merchant banker or portfolio manager shall provide detailed information (e.g., BO account number, code number, bank account number, intention, etc. of the client or customer including CCBA of stock broker or separate bank account of merchant banker or portfolio manager) to the company for such claim.
- iv. The company, in case of non-availability of bank account information or not possible to distribute cash dividend through BEFTN or any electronic payment system, shall issue cash dividend warrant and shall send it by post to the shareholder;
- v. The company shall pay-off cash dividend to non-resident sponsor, director, shareholder or foreign portfolio investor (FPI) through the security custodian in compliance with the rules or regulations in this regard;

- vi. The company, immediately after disbursement of cash dividend and issuance a certificate of tax deducted at source, if applicable, shall intimate to the shareholder through a short message service (SMS) to the mobile number or email address as provided in the BO account or as provided by the shareholder;
- vii. The company shall maintain detailed information of unpaid or unclaimed dividend and rationale thereof, as per BO account number-wise or name-wise or folio number-wise of the shareholder and shall also disclose the summary of aforesaid information in the annual report and shall also report in the statements of financial position (Quarterly/Annually) as a separate line item “Unclaimed Dividend Account”:

Provided that the company shall publish the year-wise summary of its unpaid or unclaimed dividend in the website:

Provided further that any unpaid and unclaimed cash dividend (after adjustment of bank charge, if any), if remains, shall be transferred to a separate bank account of the issuer as maintained for this purpose, within 1 (one) year from the date of declaration or approval or record date, as the case may be.

- 2) If and when bonus share is issued by the company, the company shall credit bonus share / stock dividend directly to the BO account or issue the bonus share certificate of the entitled shareholder, as applicable, within 30 (thirty) days of declaration or approval or record date, as the case may be, subject to clearance of the exchange(s) and the Central Depository Bangladesh Limited (CDBL).

- 3) The company shall follow the provision of “probidhan 46” of the Depository (baboharic probidhanmala, 2003) for issuance of bonus shares:

Provided that the company shall maintain a Suspense BO Account for undistributed or unclaimed stock dividend or bonus shares and shall also follow the under mentioned procedures for ensuring rightful ownership:

- (a) The company shall send at least 3 (three) reminders to the entitled shareholder;
- (b) The Suspense BO account shall be held under Block Module and such undistributed or unclaimed stock dividend or bonus shares shall not be transferred in any manner except for the purpose allotting the bonus shares as and when the allottee approaches to the issuer:  
Provided that any corporate benefit in terms of shares accrued on such undistributed or unclaimed stock dividend or bonus shares shall be credited to the Suspense BO Account.
- (c) The company shall, upon receiving application from the allottee and after proper verification of identity and his entitlement, credit the bonus shares lying with the Suspense BO Account to the BO account of the allottee, or issue bonus shares to the allottee, as applicable, within 15 (fifteen) days of receiving application with an intimation to the commission and exchange(s);
- (d) Any voting rights on such undistributed or unclaimed stock dividend or bonus shares shall remain suspended till the rightful ownership claim of the shareholder is established.

- 4) The company shall submit a dividend distribution compliance report to the Commission and the exchange(s) in a specified format in respect of the provisions above, within 7 (seven) working days of completion of dividend distribution:

Provided that the company shall publish the dividend distribution compliance report in its website

- 5) The company shall not forfeit any unclaimed cash dividend or stock dividend till the claim becomes barred by the law of land in force.

- 6) If any cash dividend remains unpaid or unclaimed or unsettled (after adjustment of bank charge, if any) thereon for period of 3 (three) years from the date of declaration or approval or record date, as the case may be, shall be transferred by the company to the Fund as directed or prescribed by the Commission:

Provided that the company shall provide detailed information to the manager of the Fund during transfer of cash

dividend as directed or prescribed by the Commission:

Provided further that if any shareholder claims his cash dividend after transfer of such dividend to the Fund, within 15 (fifteen) days of receiving such claim, the company shall, after proper verification of the claim, recommend to the manager of the Fund to pay off such dividend from the Fund and the manager of the Fund shall pay off such cash dividend to the claimant in accordance with the provisions and procedures as directed or prescribed by the Commission.

- 7) If any stock dividend or bonus shares remains unclaimed or unsettled including corporate benefit in terms of bonus shares thereon for a period of 3 (three) years from the date of declaration or approval or record date, as the case be, shall be transferred in dematerialized form to the BO Account of the Fund as mentioned above:

Provided that the company shall provide detailed information to the manager of the Fund during transfer of stock dividend or bonus shares as directed or prescribed by the Commission:

Provided further that if any shareholder claims his stock dividend or bonus shares after transfer of such dividend or bonus shares to the BO Account of the Fund, within 15 (fifteen) days of receiving such claim, the company shall, after proper verification of the claim, recommend to the manager of the Fund to pay off or transfer such stock dividend or bonus shares from the BO Account of the Fund and the manager of the Fund shall pay off or transfer such stock dividend or bonus shares to the claimant's BO Account in accordance with the provisions and procedures as directed or prescribed by the Commission.

- 8) The company, by itself or by appointing an agent, shall maintain detailed information of BO account, bank account, mobile phone number, email and address of the shareholder for the purpose of proper distribution of cash dividend or stock dividend:

Provided that the company or its agent shall keep confidentiality of information.

In case of holding of paper share, the issuer shall update the information as above.

The Dividend Distribution Policy of Olympic Industries Limited as disclosed herein will be subject to modifications / changes, if and when desired / ask for by Bangladesh Securities and Exchange Commission and Stock Exchanges through issuance of Directives / Circulars / Notifications and shall also subject to the consequential modifications / amendments / changes made in the Companies Act / Listing Regulations 2015 of Stock Exchanges, etc.

# ANNEXURE A

## CERTIFICATE ON REVIEW OF FINANCIAL STATEMENTS

26 October 2023

OLYMPIC INDUSTRIES LIMITED  
অলিম্পিক ইন্ডাস্ট্রিজ লিমিটেড



Certificate under Condition 1.5 (xxvi) of the Notification No. BSEC/ CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 of the Bangladesh Securities and Exchange Commission

We hereby certify to the Board of Directors of Olympic Industries Limited that:

- (1) The financial statements of Olympic Industries Limited for the year ended on 30 June 2023 have been prepared in compliance with the International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS), as applicable in Bangladesh, and any departure therefrom 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 the above, the company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
- (5) The Internal Auditors of the company 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 30 June 2023 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 together present a true and fair view of the affairs of Olympic Industries Limited and are in compliance with existing accounting standards and applicable laws.
- (ii) To the best of our knowledge and belief, there were no transactions entered into by the company during the year 2022-2023 which were fraudulent, illegal or violation of the Code of Conduct for the company's Board of Directors or its members.

**Nurjehan Hudda**  
Managing Director  
Olympic Industries Limited

**Satya Ranjan Mondal**  
General Manager, Accounts & Finance  
Olympic Industries Limited

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Dhaka-1000  
Bangladesh



# ANNEXURE B

CERTIFICATE FROM PRACTICING C.A. FIRM ON CGC COMPLIANCE

## **HUDA & CO.** **Chartered Accountants**

House No. 51, Road No. 13,  
Sector – 13, Uttara Model  
Town, Dhaka

Mobile : 017 15 030 823

### **Report to the Shareholders' on Compliance of Corporate Governance Code to the Shareholders' of Olympic Industries Limited**

We have examined the compliance status to the Corporate Governance Code by **Olympic Industries Limited** for the year ended on 30 June 2023. This Code relates to the Notification No. **BSEC/CMRRCD/2006-158/207/Admin/80** dated 03 June 2018 of the Bangladesh Securities and Exchange Commission.

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

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

Dated, Dhaka  
16 November 2023



**HUDA & CO**  
**Chartered Accountants**

# ANNEXURE C

## STATUS OF COMPLIANCE WITH CGC CONDITIONS

Status of compliance with the conditions imposed by the Commission's Notification No. SEC/CMRRCD/2006-158/207/ Admin/80 dated 03 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	
1.1	<b>Board Size</b> (minimum 5 directors and maximum 20 directors)	✓		
1.2	<b>Independent Directors:</b>			
(a)	At least 1/5th of total number of directors	✓		
(b)(i)	Either holds no share or holds less than 1% share of the total paid-up shares of the company	✓		
(b)(ii)	Has no connection with any sponsor or director or shareholder who holds 1% or more shares of the company on the basis of family relationship. His / her family members (spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law) also should not hold above mentioned shares	✓		
(b)(iii)	Was not an executive of the company during the immediately preceding two financial years	✓		
(b)(iv)	Has no pecuniary or other relationship with the company or its subsidiary / associated companies	✓		
(b)(v)	Is not a member, Trading Right Entitlement Certificate (TREC) holder, director or officer of any stock exchange	✓		
(b)(vi)	Is not a shareholder, director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market	✓		
(b)(vii)	Is not or was not during the preceding three years, a partner or an executive of 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)(viii)	Is not an independent director in more than five listed companies	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1.2 (b)(ix)	Has not been convicted by a court of competent jurisdiction as a loan defaulter of any bank or NBFBI	√		
(b)(x)	Has not been convicted for a criminal offence involving moral turpitude	√		
1(2)(c)	Is appointed by the Board of Directors and is approved by the shareholders in AGM	√		
(d)	Post cannot remain vacant for more than 90 days	√		
(e)	Tenure of office for three years which may be extended for one term only provided that a former independent director may be reappointed 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 (any partial term of tenure shall be deemed to be a full tenure), provided further that the independent director shall not be subject to retirement by rotation as per the Companies Act, 1994	√		
1.3	<b>Qualification of Independent Director (ID):</b>			
(a)	Shall be knowledgeable individual with integrity; able to ensure compliance with financial, regulatory and corporate laws and can make meaningful contribution to business	√		
(b)(i)	Business Leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk.100.00 million or any listed company or a member of any national or international chamber of commerce or business association	√		
(b)(ii)	Corporate leader who is or was a top level executive not lower than CEO or MD, AMD or DMD, Chief Operating Officer (COO), CFO or Head of Finance or Accounts, Company Secretary, Head of Internal Audit and Compliance, Head of Legal Service, Head of Administration and Human Resources or equivalent position and same level or ranked or salaried officials of a listed company or an unlisted company having minimum paid-up capital of Tk.100.00 million; or an	√		
(b)(iii)	Former official of government or statutory or autonomous or regulatory body in the position not below fifth grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or law	√		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1.3 (b)(iv)	University Teacher who has educational background in Economic or Commerce or Business Studies or Law	✓		
(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	✓		
1(3)(c)	The independent director shall have at least ten years of experiences in any field mentioned in clause (b)	✓		
1(3)(d)	Relaxation of above qualifications in special cases with prior approval by the Commission	✓		
1.4	<b>Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer:</b>			
(a)	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	✓		Managing Director acts as CEO
(b)	MD and / or CEO of a listed company shall not hold the same position in another listed company	✓		
(c)	The Chairperson (Chairman) of the Board shall be elected from among the non-executive directors of the company	✓		Mr. Aziz Mohammad Bhai has been appointed as Chairman of Olympic Industries Limited on July 23, 2023.
(d)	The Board shall clearly define respective roles and responsibilities of the Chairperson, the Managing Director and / or CEO	✓		
1(4)(e)	In the absence of Chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		
1.5	<b>Inclusion of following additional statements in the Directors' Report to shareholders:</b>			
(i)	Industry outlook and possible future developments in the industry	✓		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1.5 (ii)	Segment-wise or product-wise performance	√		Notes 26.00, 27.00 and unit-wise result provided in the audited financial statements
(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any	√		The following notes have been provided in the audited financial statements: a) Financial Risk Management 02.30 & 42.00 b) Credit Risk 02.30 & 42.01 c) Liquidity Risk 02.30 & 42.02 d) Market Risk including Currency Risk and Interest Rate Risk 02.30 & 42.03
(iv)	Discussion on Cost of Goods Sold, Gross Profit Margin and Net Profit Margin	√		Note 27.00 of audited financial Statements
(v)	Discussion on continuity of any extraordinary activities and their gain or loss	√		Notes 31.00, 31.01 and 31.02 and 31.03 of audited financial statements
(vi)	Related party transactions with statement showing amount, nature of related party, nature of transactions and basis of transactions	√		Notes 02.25 and 35.00 of the audited financial statements
(vii)	Utilization of proceeds from public issues, right issues and/ or through any other instruments	√		No such proceeds received during the year
(viii)	Explanation for deterioration of financial results after the company goes for IPO, RPO, Right Offer, Direct Listing, etc.	√		No such event occurred during the year
(ix)	Explanation about the significant variance that occurred between quarterly financial performance and Annual Financial Statements	√		No significant variations from quarter to quarter which will be evident from the statements incorporated in the report of the Board of Directors.
(x)	Remuneration to directors including independent directors	√		Notes 28.01, 35.00, 35.01 and 36.00 of the audited financial statements
1(5)(xi)	Statement that the financial statements prepared by the management of the company fairly present state of its affairs, result of its operation, cash flows and changes in equity	√		Certificate included in the Annual Report
(xii)	Statement that proper books of account of the company have been maintained	√		As above
(xiii)	Statement that appropriate accounting policies have been consistently applied in preparation of financial statements and the accounting estimates are based on reasonable and prudent judgment	√		As above

## ANNEXURE C

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5) (xiv)	Statement that (IAS) or (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed	✓		Certificate included in the Annual Report, Independent Auditor's Report and Notes 02.02 & 02.13 of the audited financial statements
(xv)	Declaration that the system of internal control is sound in design and has been effectively implemented and monitored	✓		Audit Committee report enclosed
(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.	✓		
(xvii)	Declaration that there are no significant doubts upon the company's ability to continue as a going concern. If the company is not considered to be a going concern, the fact along with reasons thereof should be disclosed	✓		Certificate included in the Annual Report
(xviii)	The significant deviations, if any, from last year's operating results shall be highlighted and reasons thereof should be explained	✓		A positive trend is observed. Please refer to the statement enclosed in the report of the Board of Directors.
(xix)	Providing summarized form of key operating and financial data of at least preceding 5 years	✓		Provided in Annual Report
(xx)	If cash or stock dividend is not declared for the year, the reasons thereof shall be given	✓		Cash Dividend has been recommended by the Board
(xxi)	Statement that no Bonus Share or Stock Dividend has been declared as Interim Dividend	✓		
(xxii)	Total number of Board meetings held during the year and attendance by each director	✓		Note 28.01 of audited annual financial statements
(xxiii)	Report on the pattern of shareholding disclosing the aggregate number of shares (with name-wise details) held by:	✓		Note 12.00 of audited financial statements and Report on CGC
(xxiii)(a)	Parent or Subsidiary or Associated companies and other related parties			As above
(xxiii)(b)	Directors, MD or CEO, Company Secretary, CFO, Head of Internal Audit and Compliance and their spouses and minor children	✓		Provided in Report on CGC
(xxiii)(c)	Executives (top five salaried employees of the company other than Directors, MD or CEO, CS, CFO and HIAC	✓		-do-
(xxiii)(d)	Shareholders holding 10% or more voting interest in the company	✓		-do-

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5) (xxiv)	<b>In case of the appointment or reappointment of a director, the disclosure of following information to the shareholders:</b>			
(xxiv)(a)	A brief resume of the director	√		
(xxiv)(b)	Nature of his or her expertise in specific functional areas	√		
(xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committees of the Board	√		
(xxv)	Discussion and Analysis signed by 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:	√		Included in Annual Report
(xxv)(a)	Accounting policies and estimation for preparation of financial statements	√		Included in Annual Report and in Notes 02.10 & 2.16 of audited financial statements
(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	√		Included in Annual Report
(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	√		Included in Annual Report
(xxv)(d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario	√		Included in Annual Report
(xxv)(e)	Briefly explain the financial and economic scenario of the country and the globe	√		Included in Annual Report
(xxv)(f)	Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company	√		Included in Annual Report
(xxv)(g)	Future plan or projection or forecast for company's operation, performance and financial position, with justification thereof	√		Included in Annual Report
(xxvi)	Declaration or certification by the MD and the CFO to the Board as per Annexure A on financial statements	√		Included in Annual Report

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5) (xxvii)	Certificate from practicing professional on compliance of and Report on Status of Compliance with the conditions of Corporate Governance Code as per Annexure B and Annexure C	✓		Included in Annual Report
1.6	<b>Meetings of the Board of Directors:</b> 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 Corporate Governance Code	✓		
1.7	<b>Code of Conduct for the Chairperson, other Board members and MD / 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) for the Chairperson of the Board, other board members and Managing Director / Chief Executive Officer of the company	✓		
1.7 (b)	The Code of Conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency	✓		
2	<b>Governance of Board of Directors of Subsidiary Company:</b>			
(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	N/A		Olympic Industries Limited has no Subsidiary Company
(b)	At least one independent director on the Board of the holding company shall be a director on the Board of the subsidiary company	N/A		Olympic Industries Limited has no Subsidiary Company
(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	N/A		Olympic Industries Limited has no Subsidiary Company



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
2 (d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also	N/A		Olympic Industries Limited has no Subsidiary Company
(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company	N/A		Olympic Industries Limited has no Subsidiary Company
3	<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)	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)	✓		
(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	✓		
(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	✓		
(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS	✓		
(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)	✓		
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	✓		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
3(3)	<b>Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)</b>			
3(3) (a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:  (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and  (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	√		Certificate included in Annual Report (Annexure A)
(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	√		Certificate included in Annual Report (Annexure A)
(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report	√		
4	<b>Board of Directors' Committee</b> For ensuring good governance in the company, the Board shall have at least following subcommittees: (i) Audit Committee and (ii) Nomination and Remuneration Committee.	√		
5	<b>Audit Committee</b>			
5.1	<b>Responsibility to the Board of Directors</b>			
(a)	The company shall have an Audit Committee as a sub-committee of the Board	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
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	√		Report of Audit Committee included in Annual Report (Annexure D)
(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)	<b>Constitution of the Audit Committee</b>			
(a)	The Audit Committee shall be composed of at least three members	√		
(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 independent director	√		
(c)	All members of the Audit Committee should be financially literate i.e. they are able to read and understand the financial statements like statement of financial position, statement of comprehensive income, statement of changes in equity and cash flows statement. At least one member shall have accounting or related financial management background i.e. he or she possesses professional qualification or Accounting or Finance graduate with at least ten years of corporate management or professional experiences.	√		
(d)	Appointment of new Committee member by the Board if the number becomes lower than prescribed number of three persons upon expiry of term of service of any committee member or if for any circumstance any committee member becomes unable to hold office before expiration of the term of service. The Board shall appoint new committee member to fill-up the vacancy immediately or not later than one month from date of vacancy to ensure continuity of performance of work of Audit Committee	√		
(e)	Company Secretary shall act as the Secretary of Audit Committee	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
5(2) (f)	To form quorum of Audit Committee meeting, at least one independent director should remain present	√		
5(0)3	<b>Chairperson of the Audit Committee:</b>			
(a)	The Board shall select an independent director to be the Chairperson of Audit Committee	√		
(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	√		
(c)	The chairperson of the Audit Committee shall remain present in AGM: Provided that in absence of Chairperson of the Audit Committee, any other member from the Audit Committee shall be selected to be present in the AGM and reason for absence of the chairperson of the Audit Committee shall be recorded in the minutes of AGM	√		
5.4	<b>Meeting of the Audit Committee:</b>	√		
(a)	The Audit Committee shall conduct at least its four meetings in a financial year: Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee			
(b)	The quorum of the meeting of Audit Committee shall be constituted in the 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)	<b>Role of Audit Committee:</b>			
(a)	Oversee the financial reporting process	√		
(b)	Monitor the choice of accounting policies and principles	√		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
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	√		
(d)	Oversee hiring and performance of external auditors	√		
(e)	Hold meetings with the external or statutory auditors for review of annual financial statements before submission to the Board for approval	√		
(f)	Review, along with the management, the annual financial statements before submission to the Board for approval	√		
(g)	Review, along with the management, the quarterly and half-yearly financial statements before submission to the Board for approval	√		
(h)	Review the adequacy of internal audit functions	√		
(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report	√		
(j)	Review statement of all related party transactions submitted by the management	√		
(k)	Review management letters or Letter of Internal Control weakness issued by statutory auditors	N/A		Will comply accordingly when/if becomes necessary
(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	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
5(5) (m)	<p>Oversee whether the proceeds raised through IPO or RPO or Rights Share Offer have been utilized as per the purposes stated in relevant offer documents or prospectus approved by the Commission:</p> <p>Provided that management shall disclose to the Audit Committee the uses or applications of the proceeds by the 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;</p> <p>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 comments of the Audit Committee</p>	N/A		No such proceeds were raised during the year
5(6) (a)	<b>Reporting of the Audit Committee Reporting to the Board of Directors</b>			
(a)(i)	The Audit Committee shall report on its activities to the Board.	√		Report of Audit Committee included in Annual Report
(a)(ii)	The Audit Committee shall immediately report to the Board on the following findings, if any:			
(a)(ii)(a)	Report on conflicts of interests	√		No such conflict arose during the year
(a)(ii)(b)	Suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements	√		No such incident occurred during the year
(a)(ii)(c)	Suspected infringement of laws, irregularity compliances including securities related laws, rules and regulations	√		No such incident occurred during the year
(a)(ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately.	√		No such matter occurred during the year

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
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 six months from the date of first reporting to the Board, whichever is earliest	√		No such incident occurred during the year
5(7)	<b>Reporting to the Shareholders and General Investors:</b> Report on activities carried out by 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 company	√		No such disclosure was necessary during the year
6	<b>Nomination and Remuneration Committee (NRC)</b>			
6(1)	<b>Responsibility to the Board of Directors</b>			
(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a subcommittee of the Board	√		
(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	√		
(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)	<b>Constitution of the NRC</b>			
(a)	The Committee shall comprise of at least three members including an independent director	√		
(b)	All members of the Committee shall be non-executive directors	√		
(c)	Members of the Committee shall be nominated and appointed by the Board	√		

Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
6(2) (d)	The Board shall have authority to remove and appoint any member of the Committee	√		
(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 days of occurring such vacancy in the Committee	√		
(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	N/A		Will comply accordingly when/if becomes necessary
(g)	The company secretary shall act as the secretary of the Committee	√		
(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director	√		
(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)	<b>Chairperson of the NRC</b>			
(a)	The Board shall select one member of the NRC to be chairperson of the Committee, who shall be an independent director	√		
(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	N/A		Will comply accordingly when/if becomes necessary



Condition No.	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
6(3) (c)	The chairperson of the NRC shall attend the Annual General Meeting (AGM) to answer the queries of the shareholders:  Provided that in absence of chairperson of the NRC, any other member from the NRC shall be selected to be present in the Annual General Meeting (AGM) for answering the shareholder's queries and reason for absence of the chairperson of the NRC shall be recorded in the minutes of the AGM	√		
6(4)	<b>Meeting of the NRC</b>			
(a)	The NRC shall conduct at least one meeting in a financial year	√		
(b)	The chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC	N/A		Will comply accordingly when/if becomes necessary
(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)	√		
(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)	<b>Role of the NRC</b>			
(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders	√		
(b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board	√		
6(5) (b)(i)	Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following	√		
(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully	√		
(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks	√		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
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	√		
(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	√		
(b)(iv)	Formulating the criteria for evaluation of performance of independent directors and the Board	√		
(b)(v)	Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria	√		
(b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies	√		
(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	√		Provided in Annual Report
<b>7</b>	<b>External or Statutory Auditors</b>			
7(1)	The company shall not engage its external or statutory auditors to perform the following services of the company:	√		Certificate from Statutory Auditors M/s. M. J. Abedin & Co., Chartered Accountants is enclosed (Annexure F)
(i)	Appraisal or valuation services or fairness opinions	√		-do-
(ii)	Financial information systems design and implementation	√		-do-
(iii)	Bookkeeping or other services related to the accounting records or financial statements	√		-do-
(iv)	Broker-dealer services	√		-do-
(v)	Actuarial services	√		-do-
(vi)	Internal audit services or special audit services	√		-do-
(vii)	Any service that the Audit Committee determines	√		-do-

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
7(1) (viii)	Audit or certification services on compliance of Corporate Governance as required under condition No.9(1)	✓		Certificate from Statutory Auditors M/s. M. J. Abedin & Co., Chartered Accountants is enclosed (Annexure F)
(ix)	Any other service that creates conflict of interest	✓		-do-
7(2)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of the company; his or her family members i.e. spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law also shall not hold any shares in the said company	✓		Certificate from Statutory Auditors M/s. M. J. Abedin & Co., Chartered Accountants is enclosed (Annexure F)
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	✓		-do-
<b>8</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 stock exchanges	✓		
<b>9</b>	<b>Reporting and Compliance of Corporate Governance</b>			
9(1)	The company shall obtain a certificate from a practicing professional 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 such certificate shall be disclosed in the Annual Report	✓		Certificate from M/s. Huda & Co., Chartered Accountants, included in Annual Report (Annexure B)
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, in the directors' report whether the company has complied with these conditions or not	✓		The Report on Status of Compliance (Annexure C) is included in Annual Report

# ANNEXURE D

## REPORT OF THE AUDIT COMMITTEE

26 October 2023

OLYMPIC INDUSTRIES LIMITED  
অলিম্পিক ইন্ডাস্ট্রিজ লিমিটেড



The Board of Directors  
Olympic Industries Limited  
Amin Court, 6th floor  
62-63 Motijheel C/A  
Dhaka-1000.

Dear Sirs,

**Subject: Report of the Audit Committee under Conditions 5.6 & 5.7 of Notification  
No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 of the BSEC.**

The Audit Committee of Olympic Industries Limited takes pleasure to submit to you the following report on its activities:

- 1) The Committee has discharged the audit activities of Olympic Industries Limited throughout the financial year 2022-2023 and has found that the financial reporting process, accounting policies and principles, internal audit and compliance plan and process, the hiring and performance of external auditors, internal audit functions, etc. are in line with the requirement of the company.
- 2) The Committee has reviewed the quarterly, half-yearly as well as annual financial statements of Olympic Industries Limited for the financial year 2022-2023 i.e. from 01 July 2022 to 30 June 2023 before submission to the Board of Directors for approval and found those in order.
- 3) The Committee also reviewed the adequacy of internal audit functions, management's discussion and analysis, monitoring system prevailing within the business as well as the statement of related party transactions of the company and found those adequate, good and proper.
- 4) The Committee supervised the hiring and performance of external or statutory auditors including determination of their audit fees, hold meeting with them for review of annual financial statements before submission to the Board for approval and found the performance of statutory auditors satisfactory and determination of their fees justified based on scope and magnitude of works and time required therefor to ensure effective performance.
- 5) Olympic Industries Limited did not raise any money during the year 2022-2023 through Initial Public Offering (IPO), Repeat Public Offering (RPO) and issuance of Rights Shares.
- 6) During discharge of responsibilities, the Committee neither found any weakness in the internal control functions of the company nor any conflicts of interest, fraud or irregularity, infringement of laws, rules and regulations or any other matter which should be reported to the Board of Directors. The Committee also did not find any letter of internal control weakness issued by statutory auditors.
- 7) The Audit Committee always assisted the Board of Directors of Olympic Industries Limited in ensuring that the financial statements of the company reflect true and fair view of the state of affairs of the company.

Thanking you,  
Yours sincerely

**Osman Haidar**  
Independent Director & Chairman  
Audit Committee

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Dhaka-1000  
Bangladesh

# ANNEXURE E

## REPORT OF THE NOMINATION AND REMUNERATION COMMITTEE

26 October 2023

OLYMPIC INDUSTRIES LIMITED  
অলিম্পিক ইন্ডাস্ট্রিজ লিমিটেড



The Board of Directors  
Olympic Industries Limited  
Amin Court, 6th floor  
62-63 Motijheel C/A  
Dhaka-1000.

Dear Sirs,

We, the following members of Nomination and Remuneration Committee (NRC) of Olympic Industries Limited take pleasure in presenting our Report for the year ended 30 June 2023:

NRC Members:

Sonya Panni, Independent Director	Chairperson
Osman Haidar, Independent Director	Member
Munir Ali, Director	Member

Mintu Kumar Das Company Secretary also acts as Secretary of the Committee.

For ensuring good governance in the company, the Board of Directors of Olympic Industries Limited in their meeting held on 22 December 2018 has formed its 3-members Nomination and Remuneration Committee (NRC) comprising 2 Independent Directors and 1 non-executive Director. The Independent Director is the Chairperson of NRC. The Board of Directors have formulated the detailed guidelines for NRC comprising the responsibilities of NRC to the Board, authority of the Board over constitution of NRC, functioning and remuneration criteria of NRC, terms of reference or role of NRC, guidelines for meeting of NRC, etc.

Besides other routine functions, the NRC determined and recommended the Codes of Conduct i.e. the Roles and Responsibilities of Chairman of the Board, all other Board members and Managing Director of Olympic Industries Limited and submitted those to the Board of Directors of the company which have accordingly been approved by the Board for implementation. The Codes of Conduct has been posted in the website of the company.

Olympic Industries Limited has Human Resource and Administration Department, the HR and Administration Department of the company reviews the requirement of manpower in various Departments and Factories of the company including the vacancies caused in different Departments and Factories from time to time.

After reviewing the requirements, the HR and Administration Department release advertisements from time to time either on-line or in Newspapers, as deemed proper. They select the suitable candidates for taking interview i.e. written or oral tests (viva voce), as deemed appropriate and determine the salary to be offered. Finally, the selected candidates are given appointments at agreed salary under approval from management. In the process, the appointment details are informed and discussed with Nomination and Remuneration

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OLYMPIC INDUSTRIES LIMITED  
অলিম্পিক ইন্ডাস্ট্রিজ লিমিটেড



Committee of the Company for final approval, specially for the appointments, etc. of Directors and top-level executives. The trainings provided to the employees and workers (both internal and external trainings) from time to time are also brought to the knowledge of NRC.

Nomination and Remuneration Committee arranged 3 (three) meetings in FY 2022-2023 to review the process of recruitments made and trainings provided at different levels in the company by its Administration & HR Department. Necessary advice and guidelines were provided by NRC to the concerned Department so that human resource functions in the company run properly by proper manpower and at proper time.

Thanking you  
Yours sincerely

**Sonya Panni**

Independent Director & Chairperson Nomination and  
Remuneration Committee

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# ANNEXURE F

## CONFIRMATION FROM STATUTORY AUDITORS ON CGC COMPLIANCE



### M. J. ABEDIN & CO

এম. জে. আবেদীন এন্ড কোং  
Chartered Accountants

National Plaza, 3rd Floor  
109 Bir Uttam C. R. Datta Road  
Dhaka - 1205, Bangladesh  
T +088 02-9632568, 02223366340  
E audit@mjabedin.com  
www.mjabedin.com

#### Auditor's Declaration

We M.J. Abedin & Co. Chartered Accountants do hereby confirm that to the best of our knowledge:

- (a) No partner or employees of our firm possessed any share of Olympic Industries Limited and his/her family members also did not hold any shares in the company.

Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law are considered as family members.

- (b) For the year 30.06.2023 we were not engaged, whatsoever with the company in:

- i. Appraisal or valuation services or fairness opinions;
- ii. Financial information system design and implementation;
- iii. Book keeping or other services related to the accounting records or financial statement;
- iv. Broker-dealer services;
- v. Actuarial services;
- vi. Internal audit services or special audit services;
- vii. Audit or certification services; and
- viii. Any other services that creates conflict of interest;

We also declare that:

- i. Neither our firm nor any Partner of our firm has taken any loan from the company;
- ii. No Partner of our firm is a member of the Board or Directors of the company and has any relationship with any Director of Board of Olympic Industries Limited, the company's Higher Executives or their dependents;
- iii. Neither our firm nor any Partner of our firm has any business relation with the company;
- iv. Our firm or any of its Partners have no litigation or lawsuit with the company; and
- v. Our firm has never been black listed by the Institute of Chartered Accountants of Bangladesh (ICAB), Bangladesh Bank (BB) Bangladesh Securities & Exchange Commission (BSEC) or any Regulatory Bodies.

M. J. ABEDIN & CO  
Chartered Accountants

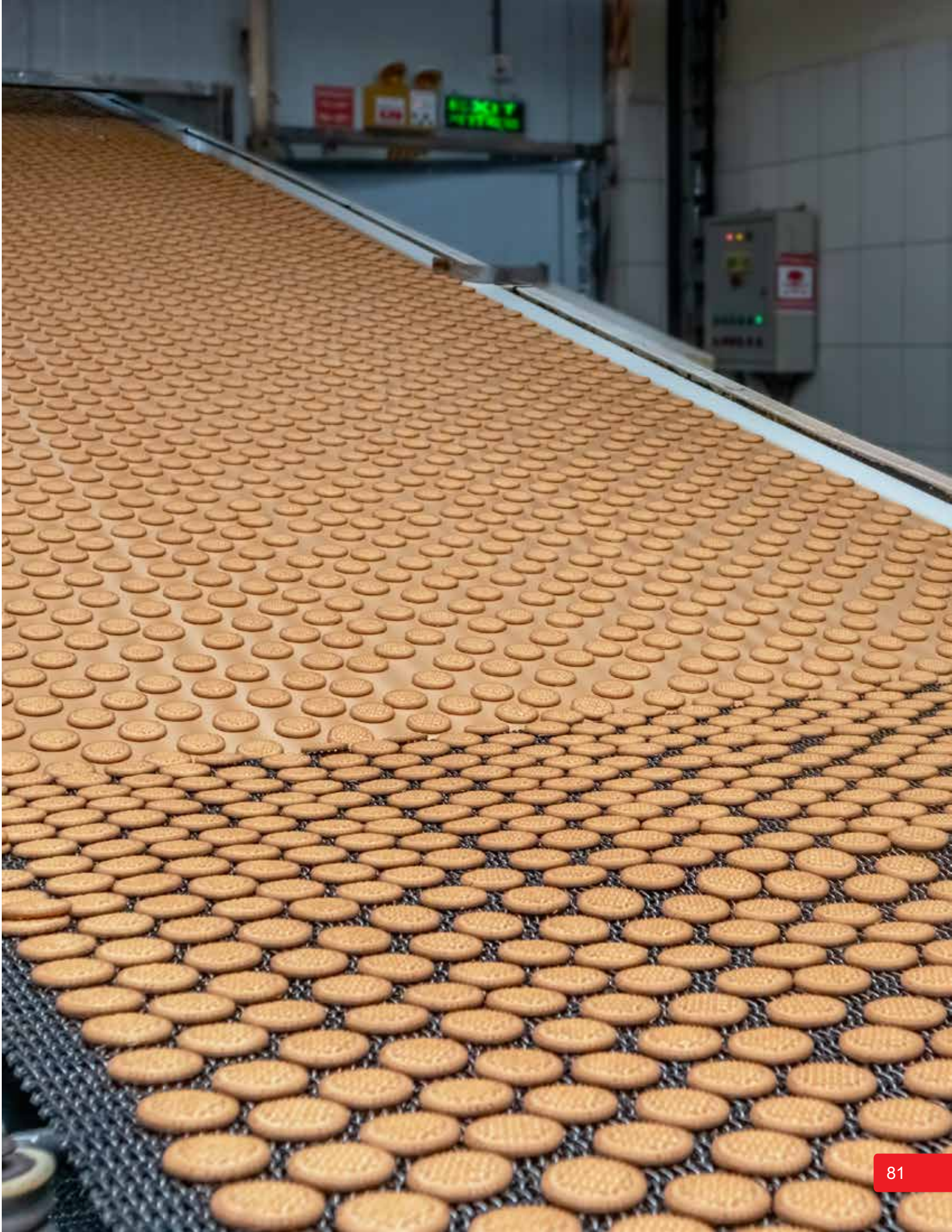
Dhaka, 14 November 2023

# ANNEXURE G

RENEWED MEMBERSHIP CERTIFICATE FROM BAPLC







# BRIEF RESUME OF AZIZ MOHAMMAD BHAI, CHAIRMAN



Father's name : Late Mohammad Bhai

Mother's name : Late Khatija Mohammad Bhai

Address:  
Present & Permanent : House No. NWE-11A, Road No-57  
Gulshan Model Town  
Dhaka-1212

Nationality : Bangladeshi

Place of birth : Dhaka

Date of Birth : 17 April 1948

Educational Qualification : M.A in English

**Business and Industrial experience:**

Have promoted a number of leading industries in Bangladesh. Actively engaged in the management of consumer items manufacturing industries for more than four decades.

# BRIEF RESUME OF SAKINA MIRALY, DIRECTOR



Father's name : Late Mohammad Bhai

Mother's name : Late Khatija Mohammad Bhai

Husband's name : Nasrulah Miraly

Address:  
Present & Permanent : House No. NWE-11B, Road No-57  
Gulshan Model Town  
Dhaka-1212

Nationality : Bangladeshi

Place of birth : Dhaka

Date of Birth : 28 October 1950

Educational Qualification : A-Level from London  
Also completed vocational training at St.  
Godrics College in London.

#### Business and Industrial experience:

- a. Founder-sponsor of Olympic Industries Limited
- b. Director, Ambee Pharmaceutical Limited

#### Other work experience:

- a. Established a Clothing company in 1990
- b. Established the first English Ladies Lifestyle Magazine Adam and Eve in 1993
- c. Member of Zonta, the Women Entrepreneur association of Bangladesh
- d. Member, SAARC Chamber Women Entrepreneur Council in Bangladesh

# BRIEF RESUME OF MUNIR ALI, DIRECTOR



Father's name : Late Mubarak Ali

Mother's name : Late Shanaz Ali

Address:  
Present & Permanent : Charukanta, Apartment No.5A&5B,  
Plot No.11, Road No.67,  
Gulshan Model Town  
Dhaka-1212

Nationality : Bangladeshi

Place of birth : Dhaka

Date of Birth : 09 August 1964

Educational Qualification : B.B.A. from USA

#### Business and Industrial experience:

- a) Director for 31 years at Olympic Industries Limited (formerly Bengal Carbide Limited), a publicly listed company formed in 1979.
- b) Director for 28 years at Tripti Industries Limited (formerly Bengal Food Limited), a formerly publicly listed company formed in 1984 that amalgamated with Olympic Industries Limited in 2008.
- c) Founding Managing Director of following companies engaged in various trading operations:
  - Asia Commodity Limited
  - Canadian Commodity Limited
  - Asia Food Limited

#### Membership of Committees of the Board:

- a) Member, Nomination & Remuneration Committee of Olympic Industries Limited.
- b) Member, Audit Committee of Olympic Industries Limited

# BRIEF RESUME OF AHAD MOHAMMAD BHAI, DIRECTOR



Father's name : Late Raja Mohammad Bhai

Mother's name : Late Safinaz Bhai

Address:  
Present & Permanent : House No. NWE-11A, Road No-57  
Gulshan Model Town  
Dhaka-1212

Nationality : Bangladeshi

Place of birth : Dhaka

Date of Birth : 08 April 1984

Educational Qualification : Media and Economics at UBC in Vancouver,  
Canada.

Business and Industrial experience : Bongbobd.com

# BRIEF RESUME OF ASAR AZIZ M BHAI, NOMINEE DIRECTOR



Father's name : Abdul Aziz Mohammad Bhai

Mother's name : Naureen Aziz M Bhai

Address:  
Present & Permanent : House No. NWE-11A, Road No-57  
Gulshan Model Town  
Dhaka-1212

Nationality : Bangladeshi

Place of birth : Dhaka

Date of Birth : 27 March 1995

Educational Qualification : Advanced Placement Diploma from American  
International School, Bangkok

Achieved Degree in Nutrition and Food  
Science from Humber College, Toronto

Achieved Degree in Culinary Science from  
Liason Institute of Culinary Science

Business and Industrial experience:

- International Business Development & Operational Oversight at Ambee  
Pharmaceuticals
- Director at Mahanakorn Aquaculture
- International Procurement Consultant at Al-Haj Group

Other work experience:

- Associate Producer at Aurora Capital Investments
- Nutrition, Food Science Consultant (Freelance)

# BRIEF RESUME OF OSMAN HAIDAR, INDEPENDENT DIRECTOR



Father's name : Omar Jamal Uddin Haidar

Mother's name : Raihan Ara Haidar

Address:  
Present & Permanent : House No. 11/A, Road No-90  
"The Address", Apartment -B/1, Gulshan-2  
Dhaka-1212

Nationality : Bangladeshi

Place of birth : Dhaka

Date of Birth : 01 October 1981

Educational Qualification : MBA in Finance from North South University,  
Bangladesh

#### Business and Industrial experience:

Mr. Osman Haidar has over 20 years of business experience in financial technology industry of Bangladesh and in the SAARC region. He is the Managing Director of Trax Technologies Limited, Chairman of CIBL Technology Consultants Limited, Chairman of LOS Technology Limited, Independent Director of Ambee Pharmaceuticals Limited, Director Business of IT Consultants Limited (Q-Cash) – a public listed company. Mr. Haidar is also the member of Bangladesh-German Chamber of Commerce and Industry BGCCI, Dhaka Chamber of Commerce and Industry DCCI, Korea Bangladesh Chamber of Commerce and Industry KBCCI, Bangladesh Association of Software and Information Services BASIS.

# BRIEF RESUME OF SONYA PANNI, INDEPENDENT DIRECTOR



Father's name : Humayun Khan Panni  
Mother's name : Sultana Panni  
Husband's name : Volker Tondorf  
Address: : Flat – 02, House -25,  
Present & Permanent Park Road, Baridhara, Dhaka.  
Nationality : Bangladeshi  
Place of birth : Tangail  
Date of Birth : 29 July 1953  
Educational Qualification : University of Beirut in Lebanon and Damascus University  
in Syria.

#### Business and Industrial experience:

- Dietician & Spa therapist at Champneys Health Resort UK
- Teacher at Champneys Beauty School, UK
- Consultant GUINOT INSTITUTE PARIS
- Apex Board Member Art of Living, Bangladesh
- Teaching Yoga, meditation and AYURVEDIC Therapy Owner since 1980
- 40 years In the Beauty and wellness industry both in Bangladesh, India, UK, Ireland and France
- Meditation Courses and Leadership Training & workshop for corporate Intuitions.

#### Other work experience:

- 40 years' experience in retail sales, manufacturing and procurement and supply chain management
- Consultant and teacher of Leadership Training & Mentoring for all Club level, corporate board members & members
- Consistency & Reliability
- Empathy & Sensivity
- Mentoring & coaching

#### Membership:

- Member British Confederation of Beauty Therapy and Cosmetology
- Immediate Past President Saarc Women's Association
- Past President Zonta Apex Body Member
- Art of Living Apex Body Member





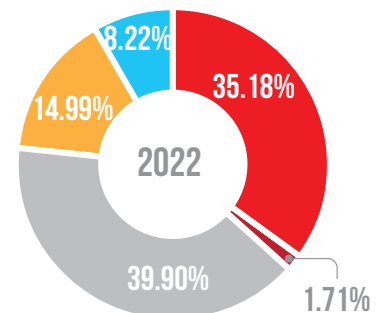
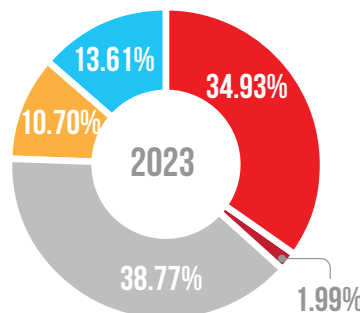
# VALUE ADDED STATEMENT

The Value Added Statement (VAS) depicts the company's wealth creation and distribution, its contribution towards socio-economic activities of the country through the employment of personnel, the payment of dividends to shareholders, payments made to finance providers and the National Exchequer, as well as wealth retained by the company to be invested in its future growth.

	30 June 2023		30 June 2022	
	Amount (Tk.)	%	Amount (Tk.)	%
<b>Value Added</b>			Re-stated	
Revenue	25,785,247,628		21,438,817,722	
Other Income	255,915,584		259,089,758	
	26,041,163,212		21,697,907,480	
Less: Paid to Suppliers of Materials and Service Providers	(17,635,375,194)		(14,493,656,108)	
<b>Total Value Added</b>	<b>8,405,788,018</b>	<b>100.00</b>	<b>7,204,251,372</b>	<b>100.00</b>
<b>Distributed as follows:</b>				
<b>To Employees</b>				
Wages, Salaries, Remuneration & Allowances, Incentives and Other Benefits	2,936,289,450	34.93	2,534,550,822	35.18
<b>To Finance Providers</b>	166,905,792	1.99	122,900,955	1.71
<b>To Government</b>				
Duties, Taxes & VAT	3,258,725,554	38.77	2,874,796,879	39.90
<b>To Shareholders</b>				
Dividend	899,724,987	10.70	1,079,669,984	14.99
	<b>7,261,645,783</b>	<b>86.39</b>	<b>6,611,918,640</b>	<b>91.78</b>
<b>Retained for Re-Investment &amp; Future Growth</b>				
Depreciation & Amortization	487,630,099	5.80	466,849,455	6.48
Retained Earnings	656,512,136	7.81	125,483,277	1.74
	<b>1,144,142,235</b>	<b>13.61</b>	<b>592,332,732</b>	<b>8.22</b>
	<b>8,405,788,018</b>	<b>100.00</b>	<b>7,204,251,372</b>	<b>100.00</b>

**Distributed as follows:**

- To Employees
- To Finance Providers
- To the Government
- To the Shareholders
- Depreciation & Retained Earnings



# ECONOMIC VALUE ADDED STATEMENT

The Economic Value Added (EVA) provides a measurement of a company's financial performance over a period of time based on the residual wealth calculated by deducting its Cost of Capital from its Net Operating Profit, adjusted for taxes on a cash basis.

## Net Operating Profit After Tax (NPAT)

**Total Capital Employed** (Total Assets minus Current Liabilities)

**Cost of Capital in % (average rate)**

**Cost of Capital (CoC)\***

**Economic Value Added (EVA) = NPAT - CoC**

\*Calculation of Cost of Capital

**Market weight shows:**

Debt: 4.30% (2022: 4.55%)

Equity: 95.70% (2022: 95.45%)

Borrowing Cost % (weighted average rate)

Equity Cost of Capital %

Average Rate

Cost of Capital (CoC)

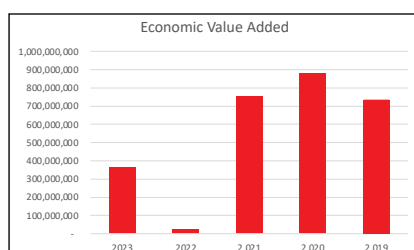
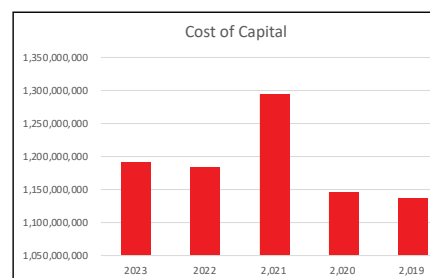
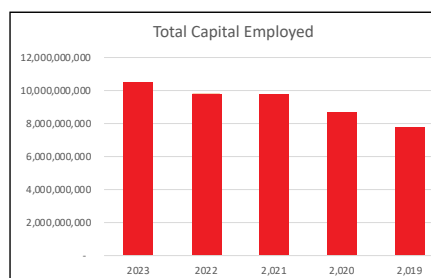
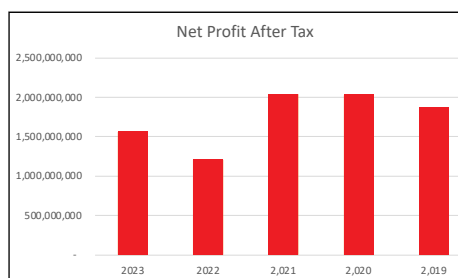
**Debt**

**Equity**

Amount in Taka	
30 June 2023	30 June 2022
<b>1,556,237,123</b>	<b>1,205,153,261</b>
<b>10,471,256,104</b>	<b>9,811,213,010</b>
<b>11.37%</b>	<b>12.06%</b>
<b>1,190,694,113</b>	<b>1,182,898,180</b>
<b>365,543,010</b>	<b>22,255,081</b>

<b>450,011,285</b>	<b>446,480,327</b>
<b>10,021,244,819</b>	<b>9,364,732,683</b>
<b>10,471,256,104</b>	<b>9,811,213,010</b>

<b>8.50%</b>	<b>8.00%</b>
<b>11.50%</b>	<b>12.25%</b>
<b>11.37%</b>	<b>12.06%</b>
<b>38,250,959</b>	<b>35,718,426</b>
<b>1,152,443,154</b>	<b>1,147,179,754</b>
<b>1,190,694,113</b>	<b>1,182,898,180</b>



Comparative Information	Amount in Taka				
	2023	2022	2021	2020	2019
Net Profit After Tax	1,556,237,123	1,205,153,261	2,037,363,202	2,024,954,215	1,871,821,560
Total capital Employed	10,471,256,104	9,811,213,010	9,766,930,991	8,659,232,045	7,775,551,140
Cost of Capital	1,190,694,113	1,182,898,180	1,293,154,200	1,145,690,695	1,135,798,030
Economic Value Added	365,543,010	22,255,081	744,209,002	879,263,520	736,023,530

# MARKET VALUE ADDED STATEMENT

The Market Value Added (MVA) provides a measurement of a company's external performance in relation to its equity. It compares the market value of shares and their book value. A positive MVA indicates that the company could add to the value to the shareholders' wealth.

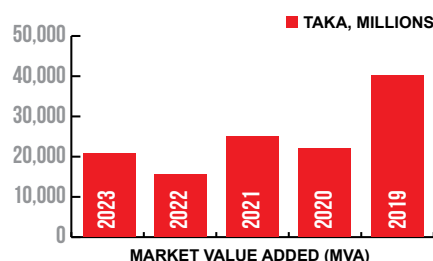
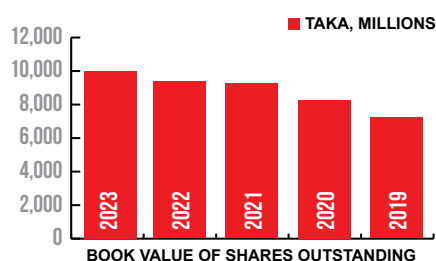
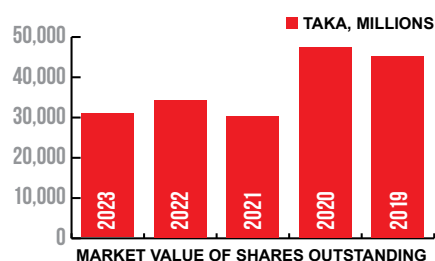
		Amount in Taka	
		30 June 2023	30 June 2022
Market Value of Shares Outstanding	Note A	<b>30,730,606,778</b>	<b>24,802,418,808</b>
Book Value of Shares Outstanding	Note B	<b>10,021,244,819</b>	<b>9,364,732,683</b>
Market Value Added		<b>20,709,361,959</b>	<b>15,437,686,125</b>
Market Value Added per Share (with regard to Share Capital as existing)		<b>103.58</b>	<b>77.21</b>

**Note A** - Market Price per Share (as quoted in the stock exchanges):

Dhaka Stock Exchange Ltd		153.60	124.10
Chittagong Stock Exchange Ltd		153.80	124.00
	Average Rate	153.70	124.05
No. of Shares Outstanding		199,938,886	199,938,886
<b>Market Value of Shares Outstanding</b>		<b>30,730,606,778</b>	<b>24,802,418,808</b>

**Note B** - No. of Shares Outstanding at 30 June

Book Value of Shares (Tk. 10 per value)		1,999,388,860	1,999,388,860
Retained Earnings at 30 June		8,021,855,959	7,365,343,823
<b>Book Value of Shares Outstanding</b>		<b>10,021,244,819</b>	<b>9,364,732,683</b>



Comparative Information	Amount in Taka				
	2023	2022	2021	2020	2019
Market value of shares outstanding	30,730,606,778	24,802,418,808	34,099,577,007	30,120,793,176	47,255,555,706
Book value of shares outstanding	10,025,580,874	9,364,732,683	9,239,249,406	8,241,568,411	7,216,308,626
Market value added (mva)	20,705,025,904	15,437,686,125	24,860,327,601	21,879,224,765	40,039,247,080

# AUDITORS' REPORT TO THE SHAREHOLDERS

## Independent Auditors' Report To the Shareholders of Olympic Industries Limited

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the financial statements of Olympic Industries Limited (the "Company"), which comprise the Statement of Financial Position as at 30 June 2023 and Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements of the Company give a true and fair view of the financial position of the Company as at 30 June 2023, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations.

#### Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report.

We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Bangladesh, and we have fulfilled our other ethical responsibilities in accordance with these ethical requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in 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 matter

Risk	Our response to the risk
<b>Valuation of Property, Plant and Equipment (PPE)</b>	
<p>The carrying value of the PPE was Tk. 4,099,235,380 as at 30 June 2023.</p> <p>Expenditures are capitalized if they create new assets or enhance the existing assets, and expensed if they relate to repair or maintenance of the assets. Classification of the expenditures involves judgment. The useful lives of PPE items are based on management's estimates regarding the period during which the assets or its significant components will be used. The estimates are based on historical experience and market practice and take into consideration the physical condition of the assets.</p> <p>The valuation of PPE was identified as a key audit matter due to the significance of this balance to the financial statements and that there is significant measurement uncertainty involved in this valuation.</p> <p>See Note No. 3.00 to the Financial Statements</p>	<p>Our audit included the following procedures:</p> <ul style="list-style-type: none"> <li>• We assessed whether the accounting policies in relation to the capitalization of expenditures are in compliance with IFRS and found them to be consistent.</li> <li>• We obtained a listing of capital expenditures incurred during the year and on a sample basis, checked whether the items were procured based on internal purchase order that had been properly approved by the responsible individuals.</li> <li>• We inspected a sample of invoices and L/C documents to determine whether the classification between capital and revenue expenditure was appropriate.</li> <li>• We evaluated whether the useful lives determined and applied by the management were in line with historical experience and the market practice.</li> <li>• We checked whether the depreciation of PPE items was commenced timely, by comparing the date of the reclassification from capital work in progress to ready for use, with the date of the act of completion of the work.</li> </ul>

**Valuation of Inventory**

<p>The Company had inventory of BDT 2,731,321,642 at 30 June 2023 held in factory.</p> <p>Inventories are carried at the lower of cost and net realizable value.</p> <p>As a result, the Management applies judgment in determining the appropriate values for slow-moving or obsolete items.</p> <p>Since the value of Inventory is significant to the Financial Statements and there is significant measurement uncertainty involved in this valuation, the valuation of inventory was significant to our audit.</p> <p>See Note No. 7.00 to the financial statements</p>	<p>We verified the appropriateness of Management's assumptions applied in calculating the value of the inventory by:</p> <ul style="list-style-type: none"> <li>• Evaluating the design and implementation of key inventory controls operating across the factory.</li> <li>• Attending inventory counts and reconciling the count results to the inventory listings to test the completeness of data;</li> <li>• Evaluating, on a sample basis, whether inventories were stated at the lower of cost and net realizable value at the reporting date by comparing the sales prices of inventories subsequent to the reporting date; and</li> <li>• Evaluating the adequacy of financial statement disclosures as per IAS – 2.</li> </ul>
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Risk	Our response to the risk
<b>Income Tax Expenses</b>	
<p>At year end the Company reported total tax expense of BDT 629,086,567.</p> <p>The calculation of the tax expense is a complex process that involves subjective judgements and uncertainties, and requires specific knowledge and competencies.</p> <p>See Notes No. 15.00 &amp; 23.00 to the financial statements</p>	<p>Our audit procedures in this area included, among others:</p> <ul style="list-style-type: none"> <li>• Understanding the process of estimating, recording &amp; reassessing tax provision and contingences.</li> <li>• Involving our tax specialist to assist in analyzing the judgements used to determine provisions for matters based on their knowledge and experience of local regulations and practices.</li> <li>• Inspecting the correspondence with tax authorities.</li> </ul> <p>We also assessed the appropriateness of presentation of disclosure against IAS-12 Income Taxes.</p>
<b>Transactions with Related Parties</b>	
<p>We considered the related party transactions to be significant to the audit due to the risk that if these transactions are not conducted at arm's length, and/or the accounting treatment of the rights and obligations of these transactions are not correct, it could influence the results of the financial statement.</p> <p>Furthermore, for financial reporting purposes, IAS 24 related party disclosure, requires complete and appropriate disclosure of transactions with related parties.</p> <p>See Note No. 35.00 to the Financial Statements</p>	<p>Our audit procedures included, among others, the following:</p> <ul style="list-style-type: none"> <li>• We obtained an understanding of the process for identifying related party transactions;</li> <li>• We verified that the transactions are approved in accordance with internal procedures including involvement of key personnel at the appropriate level;</li> <li>• We checked the acquisitions to supporting documents including external valuations around the acquisition date to evaluate the managements' assertions that the transactions were at arm's length;</li> <li>• We evaluated the business rationale of the transactions;</li> <li>• We evaluated the rights and obligations per the terms and conditions of the agreements and assessed whether the transactions were recorded appropriately; and</li> <li>• We determined whether the directors have disclosed relationships and transactions in accordance with IAS 24.</li> </ul>
<b>IT Systems and Controls</b>	
<p>Our audit procedures had a focus on information technology systems and controls due to the pervasive nature and complexity of the IT environment, the large volume of transactions processed in numerous locations daily and the reliance on automated and IT dependent manual controls.</p> <p>Our areas of audit focus included user access management, developer access to the production environment and changes to the IT environment. These are key to ensuring IT dependent and application-based controls are operating effectively.</p>	<ul style="list-style-type: none"> <li>• We tested the design and operating effectiveness of the Company's IT access controls over the information systems that are critical to financial reporting. We tested IT general controls (Logical access, changes management and aspects of IT operational controls). This included testing that requests for access to systems were appropriately reviewed and authorized.</li> <li>• We tested the Company's periodic review of access rights. We inspected requests of changes to systems for appropriate approval and authorization. We considered the control environment relating to various interfaces, configuration and other application layer controls identified as key to our audit.</li> </ul>

### 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 Annual Report is expected to be made available to us after the date of this auditor's report.

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 identified above when it becomes available 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 such work we perform, we conclude that there is a material misstatement of this other information, we are required to communicate the matter to those charged with governance.

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

Management is responsible for the preparation and fair presentation of the financial statements of the Company in accordance with IFRSs, The Companies Act 1994, The Securities and Exchange Rules 1987 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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 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 International Standards on Auditing (ISAs) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with International Standards on Auditing (ISAs), we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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



- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

### Report on other Legal and Regulatory Requirements

In accordance with the Companies Act 1994, The Securities and Exchange Rules 1987 and relevant notifications issued by Bangladesh Securities and Exchange Commission, we also report that:

- We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- In our opinion, proper books of accounts as required by law have been kept by the Company so far as it appeared from our examination of those books;
- The Company's Statement of Financial Position and Statement of Profit or Loss and Other Comprehensive Income dealt with by this report are in agreement with the books of accounts and;
- The expenditures incurred and payment made were for the purpose of the Company's business for the year.

The engagement partner on the audit resulting in this independent auditor's report is Kamrul Abedin FCA.

**M. J. Abedin & CO.**

**Chartered Accountants**

Firm Registration Number: CAF-001-111



**Kamrul Abedin, FCA**

**Partner**

Enrolment Number: 527

DVC: 2311070527AS756832

Dhaka,  
Dated: 07 November 2023



# STATEMENT OF FINANCIAL POSITION

As at 30 June 2023

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>ASSETS</b>			
<b>Non-current Assets:</b>			
Property, Plant & Equipment (at cost less accumulated depreciation )	03.00	4,099,235,380	3,953,464,966
Intangible Assets -Software ERP	04.00	1	1
Right-of-Use Asset (RoU), Net	05.00	30,638,621	9,781,477
Capital Work-in-Progress	06.00	1,261,350,245	1,020,711,380
Advance for Commercial Space	06.a	440,000,000	330,000,000
<b>Current Assets:</b>			
Inventories	07.00	2,731,321,642	2,514,227,249
Trade & Other Receivables	08.00	190,997,483	394,536,671
Advances, Deposits & Pre-payments	09.00	1,382,551,980	1,349,446,370
Investments	10.00	3,094,588,036	4,260,289,113
Cash & Cash Equivalents	11.00	849,429,837	594,503,667
		<b>8,248,888,978</b>	<b>9,113,003,070</b>
<b>Total Assets</b>		<b>14,080,113,225</b>	<b>14,426,960,894</b>
<b>EQUITY &amp; LIABILITIES</b>			
<b>Shareholders' Equity:</b>			
Share Capital	12.00	1,999,388,860	1,999,388,860
Retained Earnings (As per Statement of Changes in Shareholders' Equity)		8,021,855,959	7,365,343,823
		<b>10,021,244,819</b>	<b>9,364,732,683</b>
<b>Non-current Liabilities:</b>			
Long-Term loan - Non- Current Portion	13.00	264,763,517	275,001,923
Lease Finance - Non- Current Portion	14.00	10,909,580	-
Deferred Tax Liability	15.00	174,338,188	171,478,404
		<b>450,011,285</b>	<b>446,480,327</b>
<b>Total Equity &amp; Non - Current Liabilities</b>		<b>10,471,256,104</b>	<b>9,811,213,010</b>
<b>Current Liabilities &amp; Provisions:</b>			
Short-Term Loans and Overdraft	16.00	1,694,659,006	2,256,518,907
Long-Term Loan-Current Portion	13.00	171,947,146	164,596,577
Lease Finance-Current Portion	14.00	20,789,078	11,293,423
Interest Payable	17.00	1,183,646	863,716
Trade Payable	18.00	99,419,137	470,812,692

STATEMENT OF FINANCIAL POSITION

As at 30 June 2023

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
Liabilities for Services	19.00	33,643,035	25,728,337
Liabilities for Expenses	20.00	176,182,344	194,030,389
Advance Against Sales	21.00	307,871,510	555,752,086
Liabilities for Other Finance	22.00	242,313,026	269,238,994
Provision for Current Tax	23.00	524,274,406	368,731,831
Unclaimed Dividend	24.00	162,531,385	197,919,523
Employee Benefit Obligations	25.00	174,043,402	100,261,409
		<b>3,608,857,121</b>	<b>4,615,747,884</b>
<b>Total Liabilities</b>		<b>4,058,868,406</b>	<b>5,062,228,211</b>
<b>Total Equity &amp; Liabilities</b>		<b>14,080,113,225</b>	<b>14,426,960,894</b>

ANNUAL REPORT 2023

The annexed notes 01 to 45 and Annexures A&B form an integral part of these financial statements. These financial statements were approved by the Board of Directors on 26 October 2023 and were signed on its behalf by:



**Aziz Mohammad Bhai**  
Chairman



**Nurjehan Hudda**  
Managing Director



**Osman Haidar**  
Independent Director



**Satya Ranjan Mondal**  
General Manager (A & F)



**Mintu Kumar Das**  
Company Secretary

Signed in terms of our separate report of even date annexed



**M. J. Abedin & CO.**  
Chartered Accountants  
Firm Registration Number: CAF-001-111  
DVC: 2311070527AS756832

Dhaka, 26 October, 2023

# STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the year ended 30 June 2023

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
Revenue	26.00	25,785,247,628	21,438,817,722
Cost of sales	27.00	(19,658,060,199)	(16,518,452,978)
Gross profit		<b>6,127,187,429</b>	<b>4,920,364,744</b>
<b>Operating expenses</b>			
Administrative expenses	28.00	(425,532,848)	(427,264,589)
Selling expenses	29.00	(3,495,783,832)	(2,939,970,250)
		<b>(3,921,316,680)</b>	<b>(3,367,234,839)</b>
<b>Profit from operations</b>		<b>2,205,870,749</b>	<b>1,553,129,905</b>
Finance cost	30.00	(166,905,792)	(122,900,955)
		<b>2,038,964,957</b>	<b>1,430,228,950</b>
Other income	31.00	255,915,584	259,089,757
Profit /(Loss ) for the year		<b>2,294,880,541</b>	<b>1,689,318,707</b>
Net changes in fair value of investment in shares of Listed Companies	10.03	(290,667)	(4,606,618)
		<b>2,294,589,874</b>	<b>1,684,712,089</b>
Contribution to Workers Profit Participation & Welfare Funds	25.01	(109,266,184)	(80,224,385)
<b>Profit before tax</b>		<b>2,185,323,690</b>	<b>1,604,487,704</b>
<b>Income tax expenses</b>		<b>(629,086,567)</b>	<b>(399,334,443)</b>
Current tax	23.00	(626,226,783)	(406,097,322)
Deferred tax	15.00	(2,859,784)	6,762,879
<b>Profit after taxation</b>		<b>1,556,237,123</b>	<b>1,205,153,261</b>
Other Comprehensive Income		-	-
Total Comprehensive Income for the year		<b>1,556,237,123</b>	<b>1,205,153,261</b>
Profit/(Loss ) for the year		<b>1,556,237,123</b>	<b>1,205,153,261</b>

**STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**

for the year ended 30 June 2023

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>Basic &amp; Diluted Earnings Per Share (EPS) (Par value Tk 10.00)</b>	<b>32.00</b>	<b>7.78</b>	<b>6.03</b>
<b>Number of shares used to compute EPS</b>		<b>199,938,886</b>	<b>199,938,886</b>

The annexed notes 01 to 45 and Annexures A&B form an integral part of these financial statements. These financial statements were approved by the Board of Directors on 26 October 2023 and were signed on its behalf by:



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Chairman

**Nurjehan Hudda**  
Managing Director



**Osman Haidar**  
Independent Director



**Satya Ranjan Mondal**  
General Manager (A & F)



**Mintu Kumar Das**  
Company Secretary

Signed in terms of our separate report of even date annexed



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Dhaka, 26 October, 2023

# STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

for the year ended 30 June 2023

Particulars	Amount in Taka		
	Share Capital	Retained Earnings	Total
Balance as on 01 July 2021	1,999,388,860	7,239,860,546	9,239,249,406
Transactions with the shareholders			
Cash dividend for 2021	-	(1,079,669,984)	(1,079,669,984)
Net profit for the year ended 30 June 2022	-	1,205,153,261	1,205,153,261
<b>Balance as on 30 June 2022</b>	<b>1,999,388,860</b>	<b>7,365,343,823</b>	<b>9,364,732,683</b>
<b>No of Shares at Balance Sheet Date</b>			<b>199,938,886</b>
<b>Net Asset Value (NAV) Per share (Note-33.00)</b>			<b>46.84</b>
Balance as on 01 July 2022	1,999,388,860	7,365,343,823	9,364,732,683
Transactions with the shareholders			
Cash dividend for 2022	-	(899,724,987)	(899,724,987)
Net profit for the year ended 30 June 2023	-	1,556,237,123	1,556,237,123
<b>Balance as on 30 June 2023</b>	<b>1,999,388,860</b>	<b>8,021,855,959</b>	<b>10,021,244,819</b>
<b>No of Shares at Balance Sheet Date</b>			<b>199,938,886</b>
<b>Net Asset Value (NAV) Per share (Note-33.00)</b>			<b>50.12</b>

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**Satya Ranjan Mondal**  
General Manager (A & F)



**Mintu Kumar Das**  
Company Secretary

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Dhaka, 26 October, 2023



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# STATEMENT OF CASH FLOWS

for the year ended 30 June 2023  
(Refer to Accounting Policy Note 2.15 and Note 34.01)

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>A. Cash Flows from Operating Activities</b>			
Cash received from customers & others		25,785,461,243	21,750,078,446
Cash paid to suppliers and employees		(23,818,440,447)	(20,361,439,492)
Cash generated from operations		<b>1,967,020,796</b>	<b>1,388,638,954</b>
Bank charges		(12,036,295)	(7,375,301)
Interest paid		(154,549,567)	(115,781,747)
Income taxes paid		(411,001,638)	(564,422,318)
<b>Net Cash generated from operating activities</b>	34.01	<b>1,389,433,296</b>	<b>701,059,588</b>
<b>B. Cash Flows from Investing Activities</b>			
Acquisition of capital assets		(613,483,390)	(1,197,095,843)
Capital Work in Progress		(240,638,865)	423,418,892
Advance for Commercial Space		(110,000,000)	(120,000,000)
Investments		1,165,440,410	122,541,991
Proceeds from sale of fixed assets		4,051,000	5,328,315
Interest received		201,273,730	251,570,837
<b>Net Cash generated from investing activities</b>		<b>406,642,885</b>	<b>(514,235,808)</b>
<b>C. Cash Flows from Financing Activities</b>			
Short-Term Loan		(17,050,088)	169,965,381
Long-Term Loan		(2,887,836)	(157,436,190)
Lease finance		(20,446,259)	(20,405,236)
Liabilities for Other Finance		(26,925,968)	112,090,947
Dividend paid		(935,113,124)	(1,193,668,238)
<b>Net Cash used in Financing Activities</b>		<b>(1,002,423,275)</b>	<b>(1,089,453,336)</b>
Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)		793,652,906	(902,629,556)
<b>Cash &amp; cash equivalents at opening</b>		<b>(408,491,751)</b>	<b>494,127,834</b>
Effects of foreign exchange rate changes on the balance of cash held in foreign currencies		6,083,077	9,971
<b>Cash &amp; cash equivalents at Closing</b>		<b>391,244,232</b>	<b>(408,491,751)</b>



for the year ended 30 June 2023  
(Refer to Accounting Policy Note 2.15 and Note 34.01)

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>Closing Balance as represents</b>			
Cash & cash equivalents	11	849,429,837	594,503,667
Bank Overdraft	16	(458,185,605)	(1,002,995,418)
		<b>391,244,232</b>	<b>(408,491,751)</b>
<b>Net Operating Cash Flow per Share</b>	34.00	<b>6.95</b>	<b>3.51</b>
<b>Number of shares used to compute Net Operating Cash Flow per Share</b>		<b>199,938,886</b>	<b>199,938,886</b>

The annexed notes 01 to 45 and Annexures A&B form an integral part of these financial statements. These financial statements were approved by the Board of Directors on 26 October 2023 and were signed on its behalf by:



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Chairman



**Nurjehan Hudda**  
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Independent Director



**Satya Ranjan Mondal**  
General Manager (A & F)



**Mintu Kumar Das**  
Company Secretary

Signed in terms of our separate report of even date annexed

Dhaka, 26 October, 2023



**M. J. Abedin & CO.**  
Chartered Accountants  
Firm Registration Number: CAF-001-111  
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# ACCOUNTING POLICIES AND EXPLANATORY NOTES

As at and for the year ended 30 June 2023

## 01.00 Background and Introduction

### i) Incorporation and legal status:

Olympic Industries Ltd. (Formerly Bengal Carbide Limited) (the “Company”), is a company incorporated and domiciled in Bangladesh as a public limited company. The company was incorporated in Bangladesh on 26 June 1979 bearing registration number C-7096/826 of 1978-1979.

It commenced commercial operation in 1982 and went for public issue of shares in 1984. The shares of the Company are listed in Dhaka Stock Exchange Ltd. and Chittagong Stock Exchange Ltd. in Bangladesh.

### ii) Nature of business activities:

The Company is engaged in manufacturing and marketing of dry cell batteries, biscuits, candy and confectionery items.

The products are sold in local market as well as abroad.

The Company also marketed Tasty Saline during the year under review.

Plastic products and cartons are mainly produced and used for the company’s own consumption.

### iii) Address of registered office, corporate office and factories of the Company:

a) **Registered Office:** Lolati, Kanchpur, P.S. Sonargaon in the district of Narayanganj

b) **Corporate Office:** 62-63, Motijheel Commercial Area, Dhaka 1000.

c) **Factories:** At Kanchpur and Lolati, P.S. Sonargaon and Madanpur., P.S. Bondar both in the district of Narayanganj.

## 02.00 Basis of preparation of financial statements and accounting policies

### 02.01 Basis of measurement

The financial statements have been prepared on Historical Cost basis Non-Derivative financial instruments available for sale are measured at fair value. Investment in Shares of listed companies has been valued at the year- end quoted prices. Cash flow statement has been prepared on cash basis.

### 02.02 Statement of compliance

The Financial Reporting Act, 2015 (FRA) was enacted in 2015. Under the FRA, the Financial Reporting Council (FRC) was formed in 2017 and has since then, has adopted International Accounting Standards IASs and International Financial Reporting Standards (IFRSs) as the applicable Financial Reporting Standards for public interested entities such as listed entities with effect from 02 November 2020.

Accordingly, the financial statements of the Company have been prepared in accordance with IFRSs (including IASs), the Companies Act 1994, the Securities and Exchange Ordinance 1969, Bangladesh Securities and Exchange

Commission Act 1993, Bangladesh Securities and Exchange Commission Rules 2020, Income Tax Ordinance and Rules 1984, the Value Added Tax and Supplementary Duty Act 2012, the Value Added Tax and Supplementary Duty Rules 2016, Financial Reporting Act 2015, Dhaka Stock Exchange Ltd. (DSE), Chittagong Stock Exchange Ltd. (CSE) and Central Depository Bangladesh Ltd. (CDBL) rules and regulations. The title and format of these financial statements follow the requirements of IFRSs which are to some extent different from the requirement of the Companies Act, 1994. However, such differences are not material and in the view of management, IFRS format gives a better presentation to the shareholders.

**IFRSs comprise of:**

- International Financial Reporting Standards (IFRSs)
- International Accounting Standards (IASs)
- Interpretations

### 02.03 Reporting period

The financial period of the Company covers one year from 01 July to 30 June.

### 02.04 Functional and presentation currency

The financial statements are prepared and presented in Bangladesh Currency (Taka), which is the Company's functional currency. Figures have been rounded off to the nearest Taka except where indicated otherwise.

### 02.05 Level of precision

The figures in the financial statements have been rounded off to the nearest Taka.

### 02.06 Components of financial statements

The financial statements include the following components as per IAS 1: "Presentation of Financial Statements".

- i. **Statement of Financial Position;**
- ii. **Statement of Profit or Loss and Other Comprehensive Income;**
- iii. **Statement of Changes in Equity,**
- iv. **Statement of Cash Flows;**
- v. **Accounting Policies and Explanatory Notes.**

### 02.07 Comparative information

Comparative information has been disclosed with respect to the year ended 30 June 2023 for all numerical information of the financial statements as well as narrative and descriptive information when it is relevant for understanding of the current period's financial statements.

Previous year's figures have been rearranged, reclassified and restated, wherever considered necessary, to conform to current year's presentation.

### 02.08 Consistency of presentation

The presentation and classification of all items in the financial statements have been retained from one period to another period except where it is apparent that another presentation or classification would be more appropriate with regard to the selection criteria and application of accounting policies or changes required by another IFRSs.

As required under the provision of the International Financial Reporting Standards in the presentation of financial statements, Profit or Loss and Other Comprehensive Income for the preceding year have separately reflected the results of continuing operations and discontinued operations.

For the year under review, no such disclosure is required because there was no discontinuation of business during the year and in the preceding year.

### 02.09 Other regulatory compliance

As required, Olympic Industries Limited also complies with the following major regulatory provisions in addition to the Companies Act, 1994, the Securities and Exchange Rules 2020 and other applicable laws and regulations:

The Income Tax Ordinance 1984

The Income Tax Rules 1984

The Securities and Exchange Commission Ordinance 1969

The Securities and Exchange Commission Act 1993

The value Added Tax Act 1991

The value Added Tax Rules 1991

The Customs Act. 1969

Bangladesh Labor Law 2006 with subsequent amendments in 2013

Negotiable Instruments Act. 1881

### 02.10 Accounting assumptions

#### Accrual basis of accounting:

The financial statements have been prepared, excepting Statement of Cash Flows and Bank Deposits, under accrual basis of accounting in accordance with applicable International Accounting Standards which do not vary from the requirements of the Companies Act, 1994 and other laws and rules as applicable in Bangladesh.

#### Going concern:

The Financial Statements are prepared on a going concern basis. As per management's assessment, there is no material uncertainty relating to events or condition which may cast doubt upon the company's ability to continue as a going concern.

### 02.11 Use of estimates and judgments

The preparation of Financial Statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The estimates and underlying assumptions are based on past experience and various other factors that are believed to be reasonable under the circumstances, the result of which form the basis of making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of revision and future periods if the revision affects both current and future periods.

### 02.12 Management of capital

Capital consists of total equity attributable to the Shareholders. The Board of Directors monitors the level of capital. The Company's policy is to maintain a strong capital base so as to maintain investors, creditors and market confidence and to sustain future development of the business. No changes were made in the objectives, policies or processes for managing capital during the year. The Company is not subject to any externally imposed capital requirement.

### 02.13 Application of Accounting and Financial Reporting Standards (IASs & IFRSs)

The Accounting and Financial Reporting Standards that are applicable for the financial statements for the year under review, include the following:

IAS 1	Presentation of Financial Statements
IAS 2	Inventories
IAS 7	Statement of Cash Flows
IAS 8	Accounting Policies, Changes in Accounting Estimates and Errors
IAS 10	Events after the Reporting Period
IAS 12	Income Taxes
IAS 16	Property, Plant and Equipment
IAS 19	Employee Benefits
IAS 21	The Effects of Changes in Foreign Exchange Rates
IAS 23	Borrowing Costs
IAS 24	Related Party Disclosures
IAS 26	Accounting and Reporting by Retirement Benefit Plans
IAS 32	Financial Instruments: Presentation
IAS 33	Earnings per Share
IAS 36	Impairment of Assets
IAS 37	Provisions, Contingent Liabilities and Contingent Assets
IAS 38	Intangible Assets
IAS 39	Financial Instruments: Recognition and Measurement
IFRS 7	Financial Instruments: Disclosures
IFRS 8	Operating Segments
IFRS 9	Financial Instruments
IFRS 13	Fair Value Measurement
IFRS 15	Revenue from Contracts with Customers
IFRS 16	Lease

### 02.14 Inventories

Inventories are valued at lower of cost and net realizable value. Cost of inventories includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. Cost of inventories is determined by using the weighted average cost formula. Where necessary, allowance is provided for damaged, obsolete and slow moving items to adjust the carrying value of inventories to the lower of cost and net realizable value. Net realizable value is based on estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

### 02.15 Statement of Cash Flows

The Statement of Cash Flows has been prepared in accordance with the requirements of IAS 7: Statement of Cash Flows. The cash generating from Operating Activities has been reported using the Direct Method.

However, a reconciliation statement of the net profit with cash flows from operating activities making adjustment for non-cash items, for non-operating items and for the net changes in operating activities, has been made as required under the provision of a notification issued on 20 June 2018 by the Bangladesh Securities & Exchange Commission (note-34.01)

Cash & cash equivalents comprise Short Term Deposits, highly liquid investments and current deposits.

## 02.16 Accounting Policies, Changes in Accounting Estimates and Errors

### i) Accounting Policies:

Accounting policies are the specific principles, bases, conventions, requirements and practices used by an entity in preparing and presenting its Financial Statements.

An existing accounting policy should only be changed where a new accounting will result in reliable and more relevant information being presented.

Any changes in accounting policy required to be accounted for retrospectively except where it is not practicable to determine the effect in prior periods.

### ii) Accounting Estimates:

The preparation of Financial Statements requires many estimates to be made on the basis of latest available, reliable information.

The effect of a change in accounting estimates, therefore, is recognized prospectively.

### iii) Prior Period Error:

A prior period error is where an error has occurred even though reliable information was available when those financial statements were authorized for issue.

IAS 8 requires retrospective restatement of Financial Statements to adjust prior period errors as if the prior period error had never been occurred.

## 02.17 Events after the Reporting Period

Events after the reporting period that provide additional information about the Company's position at the date of Statement of Financial Position or those that indicate the going concern assumption is not appropriate are reflected in the Financial Statements. Events after the reporting period that are not adjusting events are disclosed in the notes when material.

## 02.18 Taxation

### i) Current Tax:

Current Tax provision is maintained at the rate of 22.5% on Business income, at the rate of 22.5% on non- operating income, at the rate of 20% on dividend income and at the rate of 15% on capital gain, if any, taking into consideration due allowances and possible ad-backs as per rules.

### ii) Deferred Tax:

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

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized..

## 02.19 Property, Plant and Equipment

### i) Recognition and Measurement:

Items of property, plant and equipment, excluding freehold land, freehold buildings and leasehold buildings, are measured at cost less accumulated depreciation and accumulated impairment losses, if any. Freehold land is measured at Cost Model. The cost of an item of property, plant and equipment comprises its purchase price, import duties and non-refundable taxes (after deducting trade discount and rebates) and any costs directly attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the intended manner.

Borrowing cost that can be directly attributable to a qualifying asset is capitalized during construction period. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. The borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are those borrowing cost that would have been avoided if the expenditure or the qualifying asset had not been made. All other borrowing costs are recognized in Statement of Comprehensive Income in the period in which they are incurred.

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognized in profit or loss as finance cost.

### ii) Subsequent Costs:

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

### iii) Depreciation:

Depreciation is charged for the year on Straight Line Method on all fixed assets other than land. For additions during the year, depreciation is charged for the remaining days of the year and for disposal, depreciation is charged up to the date of disposal.

The rate of depreciation varies according to the estimated useful lives of the items of property, plant and equipment.

The rates of depreciation and amortization of each class of assets are as follows:

Depreciation	Rate (in %)
Building & Other Construction	5-25%
Plant and Machinery	10-15 %
Office Equipment	10-25 %
Furniture & Fixture	10%
Transport	20 %
<b>Amortization</b>	
ERP Software (Useful Life of 5 Years)	20 %

### iv) Major Maintenance Activities:

The Company incurs maintenance costs for all of its major items of property, plant and equipment. Repairs and maintenance costs are charged as expenses when incurred.

### v) Gain or Losses on Disposal:

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss on disposal or retirement of an item of property, plant and equipment is calculated as the difference between sales proceeds and the carrying amount of the asset and is recognized as Other Income / Other Expenses.

**vi) Capital Work in Progress:**

Capital Work in Progress consists of acquisition costs, directly attributable borrowing cost for capital components and related installation cost, until the date when the asset is ready to use for its intended purpose. In case of import of components, Capital Work in Progress is recognized when risks and rewards associated with such assets are transferred to the Company.

**02.20 Leases**

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period in exchange for consideration.

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

**i) Right-of-Use Assets:**

The Company recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised and lease payments made at or before the commencement date.

**ii) Lease Liabilities:**

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

**iii) Short-Term Leases and Leases of Low-Value Assets:**

The Company does not apply the recognition and measurement requirements of IFRS 16 to short-term leases (leases of less than 12 months maximum duration). It also does not apply the recognition and measurement requirements of IFRS 16 to leases for which the underlying assets are low value (i.e. less than Taka 425,000 when new). Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

**02.21 Revenues**

Revenues are recognized when the risk and reward of the ownership are transferred to the buyer, recovery of the consideration is probable, the associated cost and possible return can be estimated reliably, and there is no continuing management involvement with the goods delivered.

**02.22 Employee Benefit**

The employees enjoy benefits from statutorily formed Workers Profit Participant and Welfare Funds.

Other than usual short-term benefits like salaries, wages & allowances, bonus, leave, and others, the employees enjoy the followings:

**i) Provident Fund:**

The Company operates a Contributory Provident Fund for its eligible employees. It is funded by the equal contribution from the employees as well as the company. The Fund is recognized by the National Board of Revenue, Government



of the People's Republic of Bangladesh. It is administered by a Board of Trustees.

**ii) Gratuity Fund:**

The company maintains a gratuity scheme and provision is made annually for the employees eligible to fund. A Fund, namely, Olympic Industries Ltd.'s Employees' Gratuity Fund established in accordance with Part-C of First Schedule of the Income Tax Ordinance 1984, has been accorded due recognition by the National Board of Revenue, Government of the People's Republic of Bangladesh.

The Fund is administered by a Board of Trustees.

**02.23 Foreign Currency Transactions**

Foreign currencies are converted into Bangladesh Taka at rates ruling on the date of transaction and the balance in hand at the close of the business, at the rate prevailing on the Statement of Financial Position date in accordance with the provision under IAS 21 "The Effects changes in Foreign Exchange Rates".

**02.24 Borrowing Cost**

Borrowing cost that can be directly attributable to a qualifying asset is capitalized during construction period. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. The borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are those borrowing cost that would have been avoided if the expenditure or the qualifying asset had not been made. All other borrowing costs are recognized in Statement of Comprehensive Income in the period in which they are incurred.

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognized in profit or loss as finance cost.

**02.25 Transaction with Related Parties**

The company carried out a number of transactions with related parties in the course of business and on arm's length basis. Transactions with related parties have been recognized and disclosed according to IAS 24, "Related Party Disclosures".

**02.26 Financial Instruments**

**a) Non-Derivatives Financial Assets:**

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

Financial assets and liabilities are netted off and the net amount is presented in the Statement of Financial Position when, and only when, the company has a legal right to offset the amounts and intends either to settle on a net basis or to realize the assets and settle the liability simultaneously.

Financial assets include Accounts receivables comprising trade and other receivables, advances, deposits and prepayments, loans and advances, investments, cash and cash equivalents, and available-for-sale financial assets.

**i) Accounts Receivables:**

Accounts receivables comprise Trade and Other receivables. Trade Receivables represent the amounts due from distributors and institutional customers.

These are stated at original invoice amount without making any provision for doubtful debts. Provision for doubtful debts is made as and when it is applicable and is reflected in the financial statements or notes to the accounts.

Other receivables include accrued interest on fixed and short-term deposits at balance sheet date, invested by the company.

**ii) Loans and Advances:**

Loans and Advances are Financial Assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, Loans and Advances are measured at amortized cost using the effective interest method, less any impairment losses.

**iii) Investments:**

The company invests its money to fixed deposit and other schemes as deemed fit for the company's benefit.

Investment in shares of listed companies and mutual funds is recognized at fair value based on the quoted market price of Dhaka Stock Exchange Ltd.

**iv) Advance, Deposits and Prepayments:**

Advances are initially measured at cost. After initial recognition, advances are carried at cost less deductions, adjustments or any other changes.

Deposits are measured at payment value.

Prepayments are initially measured at cost. After initial recognition, prepayments are carried at cost less charges for the year.

**v) Cash and Cash Equivalents:**

Cash and Cash Equivalents comprises cash in hand, cash in transit and cash at bank including fixed deposits, having maturity of three months or less, which are available for use by the company without any restrictions.

Bank overdrafts that are repayable on demand and form an integral part of the company's cash management are excluded from the component of cash and cash equivalent.

There is insignificant risk of changes in value of the same.

**b) Non-Derivative Financial Liabilities**

The Company recognizes all financial liabilities on the transaction date which is the date the company becomes a party to the contractual provisions of the instrument.

The Company derecognizes a financial liability when its contractual obligations are discharged, cancelled or expired.

Financial liabilities include Accounts Payable and Other payables, Loans and Borrowings and Finance Lease Obligations.

**i) Accounts and Other Payables:**

Accounts and other payables are recognized when its contractual obligations arising from past events are certain and settlement of which is expected to result in an outflow from the Company of resources embodying economic benefits.

The Company recognizes a financial liability at fair value less any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortized cost using the effective interest method.

Accounts Payables represent the amounts due to suppliers of materials and service provider.

**ii) Loans and Borrowings:**

Principal amounts of the loans and borrowings are stated at their amortized amount. Borrowings repayable after twelve months from the date of the Statement of Financial Position are classified as non-current liabilities, whereas

the portion of borrowings repayable within twelve months from the date of the Statement of Financial Position, unpaid interest and other charges are classified as current liabilities.

### 02.27 Impairment of Assets

#### i) Non-Derivative Financial Assets:

A financial asset not classified at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

#### ii) Loans and Receivables:

The Company considers evidence of impairment for loans and receivables at both a specific asset and collective levels. All individually significant receivables are assessed for specific impairment. Those found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified. Assets that are not individually significant are collectively assessed for impairment by grouping together assets with similar risk characteristics.

#### iii) Non-Derivative non-Financial Assets:

In compliance with IAS 36 "Impairment of Assets", the carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For intangible assets, that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each year at the same time. An impairment loss is recognized if the carrying amount of an asset or its related cash generated unit (CGU) exceeds its estimated recoverable amount.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less cost to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the assets or CGU. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGU.

Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the CGU (group of CGUs), and then to reduce the carrying amounts of the other assets in the CGU (group of CGUs) on a pro rata basis.

### 02.28 Provisions and Contingencies

A provision is recognized in the Statement of Financial Position when the Company has a legal or constructive obligation as a result of a past event and it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provision is ordinarily measured at the best estimate of the expenditure required to settle the present obligation at the date of Statement of Financial Position. Where the Company expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the Statement of Comprehensive Income net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company; or a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

Contingent liabilities and assets are not recognized in the Statement of Financial Position of the Company.

## 02.29 Intangible Assets

### i) Recognition and Measurement:

Intangible assets are measured at cost less accumulated amortization and accumulated impairment loss, if any. Intangible asset is recognized when all the conditions for recognition are met as per IAS 38 "Intangible Assets". The cost of the intangible assets comprises its purchase price, import duties and non-refundable taxes and any directly attributable cost of preparing the asset for its intended use.

Intangible assets of immaterial amounts are charged in the comprehensive income at the time of incurrence of such expenses

### ii) Subsequent Expenditure:

Subsequent expenditure is capitalized only when it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. All other expenditures are recognized in the Statement of Comprehensive Income when incurred.

### iii) Amortization:

Amortization is recognized in the Statement of Profit or Loss on Straight Line Method over the estimated useful lives of intangible assets, from the date that they are available for use.

## 02.30 Risk and Uncertainties for Use of Estimates in Preparation of Financial Statements

Preparation of Financial Statements in conformity with the International Financial Reporting Standards requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the Financial Statements and revenues and expense during the period reported. Actual results could differ from those estimates. Estimates are used for accounting of certain items such as depreciation and amortization and taxes.

## 02.31 Responsibility for Preparation and Presentation of Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements of the Company in accordance with IFRSs, The Companies Act 1994, The Securities and Exchange Rules 1987 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements.

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>03.00 Property, Plant &amp; Equipment</b>			
(Refer to accounting policy note-02.19 and Annexure-A)			
Land and land development		698,600,993	660,518,488
Factory buildings & other constructions		1,209,509,590	1,264,975,920
Plant & machinery		2,117,235,393	1,949,994,071
Office equipment		12,193,696	12,240,866
Furniture & fixtures		23,298,298	21,555,072
Transport & vehicles		38,397,410	44,180,549
		<b>4,099,235,380</b>	<b>3,953,464,966</b>

- \* The measurement basis for determining the gross carrying amount, the depreciation method used & depreciation rates used have been disclosed in policy note no.-02.19.
- \* The gross carrying amount and the accumulated depreciation at the beginning and end of the period & a reconciliation of the carrying amount at the beginning and end of the period showing additions, disposals and depreciation have been stated in Annexure-A named "Schedule of Property, plant & equipment".
- \* 490 decimal land was mortgaged against Term Loans received from United Commercial Bank Ltd. and The City Bank Ltd. (Note-13.01 & 13.02)

**The said 490 decimal land is located at :**

Madanpur	213	Decimal
Lolati	277	Decimal
	<b>490</b>	Decimal

- \* Additions to Plant & Machinery of Tk. 508,811,560 (2022: Tk 805,043,037) as stated in Annex-A named Schedule of Property, Plant and Equipment include Tk11,707,615 (2022: Tk 21,636,151) being attributed borrowing costs relating to the items of Plant & Machinery . (Transferred from Capital Work in Progress)
- \* Other information as to assets kept for sale, acquisition through business combination, effect for revaluation, impairment losses, restrictions of title, contractual commitment for acquisition, etc. is not applicable for the year under review.

**04.00 Intangible assets**

(Refer to accounting policy note-(02.29))

Represent Software (ERP) and arrived at as follows:

**At Cost**

**Less: Accumulated amortization (considering life to be 5 years):**

At 01 July 2021

For the year

	<b>32,264,325</b>	<b>32,264,325</b>
	<b>(32,264,324)</b>	<b>(32,264,324)</b>
	(32,264,324)	(32,264,324)
	-	-
	<b>1</b>	<b>1</b>

- \* Other intangible assets of insignificant amounts are expensed when acquired

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>05.00 Right of Use (RoU) Asset , Net</b>			
(Refer to accounting policy note-02.20 &2.29)			
Balance as at 01 July		<b>9,781,477</b>	<b>29,344,429</b>
Add: Addition During the Year		40,851,494	-
Less: Amortization Charged During the Year		(19,994,350)	(19,562,952)
Written Down Value as at 30 June		<b>30,638,621</b>	<b>9,781,477</b>
<b>05.01 Lease Liability arising from Right of Use (RoU) Asset</b>			
Opening Balance as at 01 July		<b>10,909,582</b>	<b>31,314,818</b>
Add: Addition During the Year		40,851,494	-
Add: Interest Accrued		1,782,505	1,823,527
Less: Payments		(22,228,764)	(22,228,763)
Closing Balance as at 30 June		<b>31,314,817</b>	<b>10,909,582</b>
<b>The above Liability is classified as under:</b>			
Lease Finance- Non Current Portion		10,909,580	-
Lease Finance- Current Portion		20,405,237	10,909,582
<b>Total Lease Liability at 30 June</b>		<b>31,314,817</b>	<b>10,909,582</b>
<b>As reflected in the Statement of Comprehensive Income:</b>			
<b>i. Interest expense for the year under review arising from the Lease Liability</b>		<b>1,782,505</b>	<b>1,823,527</b>
(Refer to note # 30.01 : Finance Cost)			
<b>i. Amortization charge for the year under review for the Right-of-use asset:</b>			
Charged to Administrative expenses	28	10,958,353	10,721,916
Charged to Selling expenses	29	9,035,997	8,841,036
<b>Total Amortization Charge</b>		<b>19,994,350</b>	<b>19,562,952</b>
<b>As reflected in the Statement of Cash Flows:</b>			
(i) Cash flows for the Principal Portion of the Lease Liability		20,446,259	20,405,236
(ii) Cash flows for the Interest Portion of the Lease Liability		1,782,505	1,823,527
<b>Total amount of Cash Flows (Out Flows)</b>		<b>22,228,764</b>	<b>22,228,763</b>
<b>06.00 Capital Work in Progress</b>			
(Refer to accounting policy note-02.19(vi))			
Machinery Under Installation		599,487,051	513,450,915
Building Under Construction		661,863,194	507,260,465
		<b>1,261,350,245</b>	<b>1,020,711,380</b>

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>06.01 Capital work in progress of Tk 1,261,350,245 (2022: Tk.1,020,711,380) has been reconciled as follows:</b>			
Opening Balance at 01 July		<b>1,020,711,380</b>	<b>1,444,130,271</b>
Additions during the year -other than borrowing costs:		<b>789,025,204</b>	<b>609,433,386</b>
Land & Land Development		38,082,505	36,847,480
Factory Building & Other Construction		194,996,897	319,924,996
Plant & Machinery		555,295,988	250,270,596
Office Furniture		649,814	2,390,314
Directly attributed borrowing costs capitalized during the year		11,707,615	25,993,229
		<b>800,732,819</b>	<b>635,426,615</b>
		<b>1,821,444,199</b>	<b>2,079,556,886</b>
Less : Net capitalization to fixed assets:		<b>(560,093,954)</b>	<b>(1,058,845,506)</b>
Land & Land Development		(38,082,505)	(36,847,480)
Factory Building & Other Construction		(40,394,169)	(232,438,107)
Plant & Machinery		(480,967,466)	(787,169,605)
Office Furniture		(649,814)	(2,390,314)
<b>Closing Balance at 30 June</b>		<b>1,261,350,245</b>	<b>1,020,711,380</b>
<b>06.a Advance for Commercial Space</b>		<b>440,000,000</b>	<b>330,000,000</b>
Advance for Commercial Space includes Tk.440,000,000 paid to House of Sunshine Knitwear Limited against purchase of a commercial space measuring 28,291 sft along with 16 Car Parking Space total consideration of which is Tk.526,238,000 .			
<b>07.00 Inventories</b>			
(Refer to accounting policy note-02.14)			
Materials		2,153,956,033	1,969,070,004
In-transit		96,048,425	207,349,938
Work-in-process		13,351,117	16,871,749
Finished goods		237,105,899	116,124,203
Stores and spares		230,860,168	204,811,355
		<b>2,731,321,642</b>	<b>2,514,227,249</b>
<b>08.00 Trade and other receivables</b>			
Trade Receivables		94,983,300	292,187,884
<b>Other receivables being accrued interest on:</b>		<b>96,014,183</b>	<b>102,348,787</b>
Fixed & Short Term deposits		96,014,183	99,117,140
Zero Coupon Bonds issued by IPDC Finance Ltd.		-	3,231,647
		<b>190,997,483</b>	<b>394,536,671</b>

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
i. Receivables are considered good in respect of which the company holds no security other than personal security of the relevant parties and security deposits of nominal amounts received from almost all of them.			
ii. No amount was due from the Directors (including Managing Director) Managing Agents, Managers and other Officers of the company and any of them severally or jointly with any other person.			
iii. Ageing of Trade receivables of Tk.94,983,300 that have subsequently been realized or adjusted in full, is as under:			
Exceeding six months		33,058,416	13,539,541
Below six months		61,924,884	278,648,343
		<b>94,983,300</b>	<b>292,187,884</b>
iv. Trade receivables include Tk.28,980,564 (equivalent US\$ 271,022) (2022: Tk. 7,571,310.27 equivalent US\$ 82,019.50) being the amount receivable from overseas customers.			

**09.00 Advances, deposits and prepayments**

Advances	09.01	1,135,011,079	1,195,603,742
Deposits	09.02	226,123,510	134,180,927
Pre-payments	09.03	21,417,391	19,661,701
		<b>1,382,551,980</b>	<b>1,349,446,370</b>

**09 .01 Advances:**

Income Tax		429,819,138	489,501,708
Employees		14,959,352	13,102,856
Suppliers and contractors		690,232,589	692,999,178
		<b>1,135,011,079</b>	<b>1,195,603,742</b>

- a. Maximum amount due during the year under review from Officers of the company was Tk.1,270,276 (2022: Tk. 860,000).
- b. No amount was due from the Directors (including Managing Director) and Managing Agents of the company and any of them severally or jointly with any other persons.

**09 .02 Deposits**

Security and other deposits		209,714,195	107,330,681
VAT Deposits		5,131,714	15,572,645
Lease Deposits		5,349,563	5,349,563
Guarantee Margin		5,928,038	5,928,038
		<b>226,123,510</b>	<b>134,180,927</b>



Particulars	Notes	Amount in Taka		
		30 June 2023	30 June 2022	
<b>09 .03 Pre-payments</b>				
Pre-paid insurance		16,242,391	13,385,335	
Pre-paid rates & taxes being license fees to Bangladesh Standards & Testing Institution (BSTI)		5,175,000	6,276,366	
		<b>21,417,391</b>	<b>19,661,701</b>	
<b>10.00 Investments</b>				
Investments in Term Deposits (Note: 10.01)		3,079,448,236	4,234,512,198	
Investments in Shares & Bonds (Note: 10.02)		15,139,800	25,776,915	
		<b>3,094,588,036</b>	<b>4,260,289,113</b>	
<b>10.01 Investments in Term Deposits</b>				
Fixed deposits with banks & other financial institutions (maturity period of which is more than 3 months)		3,079,448,236	4,234,512,198	
<b>10.02 Investments in Shares &amp; Bonds</b>				
i. Shares of Listed Companies - as at fair value through Profit or Loss account	10.03	15,139,800	14,207,000	
ii. Zero Coupon Bonds issued by IPDC Finance Ltd.	10.04 (i)	-	11,569,915	
		<b>15,139,800</b>	<b>25,776,915</b>	
<b>10.03 Shares of listed companies - as at fair value through profit or loss account</b>				
(refer to accounting policy note-02.26(a)(iii) Financial instruments-investments)				
Particulars	Qty of Shares	Cost	Fair Value	Fair Value Gain/(Loss)
Baraka Patenga Power Ltd.	30,000	987,000	879,000	(108,000)
Lanka Bangla Finance Ltd.	200,000	5,700,000	5,200,000	(500,000)
National Bank Ltd.	940,000	7,520,000	7,802,000	282,000
Square Pharmaceuticals Ltd.	6,000	1,223,467	1,258,800	35,333
		<b>15,430,467</b>	<b>15,139,800</b>	<b>(290,667)</b>

Fair Value represents quoted price on 30 June 2022 of Dhaka Stock Exchange Ltd.

**10.04** The company invested Tk.1,38,414,953 on 22 August 2017 in Non-Convertible Redeemable Zero Coupon Bonds issued by IPDC Finance Ltd. (formerly Industrial Promotion and Development Company of Bangladesh Ltd.)

The Bonds are redeemable six - monthly over a period of five years and according to the following schedule:

Series	Number of Bonds Subscribed	Subscription Amount	Redemption Amount	Date of Redemption
Class A	17	16,358,258	17,000,000	22 February 2018
Class B	17	15,740,741	17,000,000	22 August 2018
Class C	17	15,146,535	17,000,000	22 February 2019
Class D	17	14,574,760	17,000,000	22 August 2019
Class E	17	14,024,569	17,000,000	22 February 2020
Class F	17	13,495,148	17,000,000	22 August 2020
Class G	17	12,985,712	17,000,000	22 February 2021
Class H	17	12,495,507	17,000,000	22 August 2021
Class I	17	12,023,808	17,000,000	22 February 2022
Class J	17	11,569,915	17,000,000	22 August 2022
		<b>138,414,953</b>	<b>170,000,000</b>	

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022

**10.04(i)** The investment amount of Zero Coupon Bond is Tk. Nil as noted in 10.02(ii) has been arrived at as follows:

Subscribed on 22 August 2017		138,414,000	138,414,000
Less: Redemption during the year ended 30 June 2018		(16,358,258)	(16,358,258)
Redemption during the year ended 30 June 2019		(30,886,323)	(30,886,323)
Redemption during the year ended 30 June 2020		(28,599,329)	(28,599,329)
Redemption during the year ended 30 June 2021		(26,480,860)	(26,480,860)
Redemption during the year ended 30 June 2022		(24,519,315)	(24,519,315)
Redemption during the year ended 30 June 2023		(11,569,915)	-
		<b>(138,414,000)</b>	<b>(126,844,085)</b>
		<b>-</b>	<b>11,569,915</b>

**11.00 Cash and cash equivalents**

(a) Cash in hand		6,066,638	4,006,945
(b) Cash at banks			
In current Accounts		229,413,025	287,961,506
In STD accounts		430,230,475	290,302,066
In FC Accounts (US\$1,639,045.36, 2022: US\$32,277.88)		175,377,854	2,979,607
FDRs with banks & other financial institutions (Maturity period of which is 03 months or less)	11.01	8,255,515	7,970,746
Current account balance with brokerage house (City Bank Capital Resources Ltd.)		86,330	1,282,797
		<b>849,429,837</b>	<b>594,503,667</b>

- 11.01** Fixed deposits with banks, maturity periods of which are 3 months or less than 3 months, at varying interest rates of 3% to 7% per annum, categorized as cash equivalents are:

Bank Name	Interest rate Per annum	Maturity date	Amount in Taka	
			30 June 2023	30 June 2022
The City Bank Ltd.	3%	28.08.2023	5,093,335	4,981,879
Prime Finance & Investment Ltd.	7%	07.08.2023	3,162,180	2,988,867
			<b>8,255,515</b>	<b>7,970,746</b>

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022

## 12.00 Share Capital

### a. Authorized Capital

200,000,000 (2021:200,000,000) Ordinary shares of Tk.10 each

**2,000,000,000**

**2,000,000,000**

### b. Issued. Subscribed and Paid Up Capital

- i. 7,948,070 Ordinary shares of Tk.10 each fully paid up in cash
- ii. 2,054,720 Ordinary shares of Tk.10 each issued on merger
- iii. 189,936,096 (2021: 189,936,096) Ordinary Shares of Tk. 10 each issued as Bonus Shares
- Total 199,938,886 Ordinary shares of Tk. 10 each**

79,480,700

79,480,700

20,547,200

20,547,200

1,899,360,960

1,899,360,960

**1,999,388,860**

**1,999,388,860**

### b.i Ordinary Share Capital paid up in cash

450,000 Ordinary Shares of Tk.10 each fully paid up in cash in 1979 & 1980

4,500,000

4,500,000

450,000 Ordinary Shares of Tk.10 each fully paid up in cash in 1984

4,500,000

4,500,000

1,350,000 Ordinary Shares of Tk.10 each (right issue at 1:1 in 1994)

13,500,000

13,500,000

79,570 Ordinary shares of Tk.100 each along with premium of Tk.1025/- per share (as right at 1:1 ratio) in 1995 which of present face value of Tk.10.00 each total to 795,700 Shares

7,957,000

7,957,000

490,237 Ordinary shares of Tk.100/- each along with premium of Tk.100/- (as right at 1:1 ratio) in 1998 which of present face value of Tk.10.00- each totals to 4,902,370 Shares.

49,023,700

49,023,700

**79,480,700**

**79,480,700**

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>b.ii</b> 2,054,720 Ordinary Shares of Tk.10 each issued in 2008 to the shareholders of erstwhile Tripti Industries Ltd. upon amalgamation with the company.		20,547,200	20,547,200
		<b>20,547,200</b>	<b>20,547,200</b>
<b>b.iii Bonus Share Capital</b>			
450,000 Bonus Shares of Tk.10 each Issued from retained earnings at 2:1 in 1988.		4,500,000	4,500,000
2,700,000 Bonus Shares of Tk.10 each Issued from retained earnings at 1:1 in 1994.		27,000,000	27,000,000
2,065,230 Bonus Shares of Tk.10 each Issued from share premium at 3:1 in 1996.		20,652,300	20,652,300
4,130,460 Bonus Shares of Tk.10 each Issued from share premium at 2:1 in 1997.		41,304,600	41,304,600
3,869,690 Bonus Shares of Tk.10 each Issued from share premium at 5:1 in 2009.		38,696,900	38,696,900
11,609,080 Bonus Shares of Tk.10 each Issued from share premium and retained earnings at 2:1 in 2010.		116,090,800	116,090,800
17,413,625 Bonus Shares of Tk.10/- each issued from retained earning at 2:1 in 2011.		174,136,250	174,136,250
26,120,437 Bonus Shares of Tk.10/- each issued from retained earning at 2:1 in 2012.		261,204,370	261,204,370
39,180,656 Bonus Shares of Tk.10/- each issued from retained earning at 2:1 in 2013.		391,806,560	391,806,560
41,139,688 Bonus Shares of Tk.10/- each issued from retained earning at 10 :3.5 in 2014.		411,396,880	411,396,880
31,736,331 Bonus Shares of Tk.10/- each issued from retained earning at 5:1 in 2015.		317,363,310	317,363,310
9,520,899 Bonus shares of Tk.10/- each issued from retained earning at 20:1 in 2016.		95,208,990	95,208,990
		<b>1,899,360,960</b>	<b>1,899,360,960</b>

Particulars	30 June 2023		30 June 2022	
	No. of shares	%	No. of shares	%
<b>c. Composition of Share Holdings</b>				
Directors and Sponsors	89,297,664	44.66	74,656,203	37.34
Institutions	39,721,421	19.87	40,169,764	20.09
Foreign Investors	47,911,819	23.96	51,312,338	25.66
General Public	23,007,982	11.51	33,800,581	16.91
	<b>199,938,886</b>	<b>100.00</b>	<b>199,938,886</b>	<b>100.00</b>

- d. The distribution schedule showing the number of shareholders and their share-holdings in percentage has been disclosed below as a requirement of Listing Regulation of Dhaka and Chittagong Stock Exchanges.

Range of Holdings	No. of Shareholders	No. of Shares	Holdings %
Less than 500 shares	9,940	1,302,365	0.65
500 to 5000 shares	4,466	6,836,613	3.42
5001 to 10000 shares	388	2,876,661	1.44
10001 to 20000 shares	254	3,795,665	1.90
20001 to 30000 shares	101	2,512,816	1.25
30001 to 40000 shares	34	1,212,714	0.61
40001 to 50000 shares	34	1,556,784	0.78
50001 to 100000 shares	91	6,514,697	3.26
100001 to 1000000 shares	93	29,985,592	15.00
Over 1000000 shares	19	143,344,979	71.69
	<b>15,420</b>	<b>199,938,886</b>	<b>100.00</b>

e. **Market Price**

Shares of the Company are listed in the Dhaka and Chittagong Stock Exchanges and quoted at Tk.153.60 per share (2022: Tk.124.10) and Tk.153.80 per share (2022: Tk.124.00) in the Dhaka and Chittagong Stock Exchanges respectively on 30 June 2023.

f. **Foreign Share Holders**

Particulars of foreign shareholders as on 30 June 2023 are as follows:

Particulars	Folio/BO ID	No. of Shares
REGENT MOGHUL FUND LTD.	96	1,750
IS HIMALAYAN FUND NV	1215	450
WI CARR (FAR EAST) LTD.	6263	1,260
UBS SECURITIES (EAST ASIA) LTD.	6660	90
MIDLAND BANK INT'L FINANCE CORP. LTD	7001	770
LLOYDS BANK PLC	7946	10
NFM ENERGY LIMITED	1205200052717426	2,000
BNYM AC ACADIAN FTR MKT EQT FD	1601620011443142	32,840
BNYM GHI HOLDINGS MAURITUS	1601620059236671	856,703
NEWEDGE FINANCIAL HK LTD	1601670000542256	11,879
SSBT A/C P EM Fund	1601670016201692	41,067
SSBT A/C Param Tax-Managed EMF	1601670016202702	99,202
SSBT A/C IS MS F A S E ETF	1601670045157411	600,255
SCB MU A/C CSGF, LP	1601670047537330	1,250,000
PICTET LUX A/C KFFCFE	1601670058688552	14,673,551
NTC A/C LEGAL AND GENERAL ICAV	1601670062213950	643,910
SCB DIFC FOR FBG A/C MENAFI	1601670062737207	200,000
JPMCB NA A/C F G O F	1601670068673719	1,351,167
PICTET LUX A/C T G	1601670069224508	15,174
BAVARIA INDUSTRIES GROUP AG	1603870073811418	292,500

Particulars	Folio/BO ID	No. of Shares
EATON VANCE PARAMETRIC EM FUND	1604300050277626	46,792
CLSA GLOBAL MARKETS PTE LTD	1604300054134389	14,986,633
GOVERNMENT OF NORWAY	1604300059169109	2,846,725
ALLAN GRAY FRONTIER MKTS EQ FD	1604300062930237	9,957,091
		<b>47,911,819</b>

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>13.00 Long Term Loan (Secured)</b>			
United Commercial Bank Ltd	13.01	318,313,294	346,241,608
The City Bank Ltd.	13.02	118,397,370	93,356,892
Total Term Loan		<b>436,710,664</b>	<b>439,598,500</b>
Less : Current portion of long term loan being payable within 1 year			
United Commercial Bank Ltd		(123,682,240)	(124,661,780)
The City Bank Ltd.		(48,264,906)	(39,934,797)
<b>Long Term Loan - Current portion</b>		<b>(171,947,146)</b>	<b>(164,596,577)</b>
<b>Long Term Loan - Non - Current portion</b>		<b>264,763,517</b>	<b>275,001,923</b>

**13.01 Loan from United Commercial Bank Ltd (UCBL) - Term Loan**

The loan balance has been arrived as at follows:

Opening balance at 01 July	346,241,608	410,631,904
Received during the year	104,680,450	98,951,715
	450,922,058	509,583,619
Repayments made during the year	(132,608,764)	(163,342,011)
<b>Closing balance at 30 June</b>	<b>318,313,294</b>	<b>346,241,608</b>

Prevailing interest rates on the said loan at different periods were as follows:

- 01-03-2016 to 30-11-2016 @ 10% per annum.
- 01-12-2016 to 20-02-2018 @ 8.5% per annum.
- 21-02-2018 to 19-06-2019 @ 9.5% per annum.
- 20-06-2019 to 26-07-2019 @ 11% per annum.
- 27-07-2019 to onward @ 10.50% per annum.
- 01-04-2020 to 10.03.2021 @ 9% per annum.
- 11-03-2021 to 31.12.2022 @ 8 % per annum.
- 01-01-2023 to onward @ 9 % per annum.

The loans are repayable, along with interest thereon, in monthly equal instalments.

**Security**

Term Loans from United Commercial Bank Ltd. and The City Bank Ltd., are secured against pari passue charge, of 490 decimal land of the company.

**13.02 Loans from The City Bank Ltd. - Term Loan**

The loan balance has been arrived as at follows :

Opening balance at 01 July	93,356,892	186,402,786
Received during the year	76,528,910	13,517,000
	169,885,802	199,919,786

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
Less : Repayments made during the year		(51,488,432)	(106,562,894)
<b>Closing balance at 30 June</b>		<b>118,397,370</b>	<b>93,356,892</b>

During the year under review, the company received loans from the bank in the aggregate sum of Tk.76,528,910 against sanction limit of Tk.31.50 crore and also at an interest rate of 9 % per annum.

As regard to security, refer to Note-13.01

#### 14.00 Lease Finance

- (i) This represents lease obligation for acquisition of lease hold assets and classified as under :

	30 June 2023		30 June 2022	
	Principal(Tk.)	Interest(Tk.)	Principal(Tk.)	Interest(Tk.)
<b>Classified as lease finance-Current portion</b>				
Due within one year	<b>20,789,078</b>	<b>1,830,586</b>	<b>11,293,423</b>	<b>211,860</b>
<b>Classified as lease finance-Non-Current portion</b>				
Due after one year but within five years	10,909,580	204,802	-	-
Due after five years	-	-	-	-
	<b>10,909,580</b>	<b>204,802</b>	<b>-</b>	<b>-</b>
	<b>31,698,658</b>	<b>2,035,388</b>	<b>11,293,423</b>	<b>211,860</b>

- (ii) Obligation of interest of Tk.2,035,388 (2022: Tk.211,860) as stated above represents interest amount payable to the lessors from 01 July 2023 up to maturity of the leases, in terms of 'Repayment Schedules' as agreed between the Lessors and the company.

- (iii) Lease obligation at year-end in the aggregate sum of Tk.31,698,658 (2022:Tk.11,293,423) as stated above is due to:

People's Leasing & Financial Services Ltd. (adjustable with lease deposits)		383,841	383,841
Lease Obligation for Right-of-Use Asset (Amin Mohiuddin Foundation)	05.01	31,314,817	10,909,582
		<b>31,698,658</b>	<b>11,293,423</b>

- (iv) The above obligation of Tk.31,698,658 (2022:Tk.11,293,423) has been arrived at as follows:

Opening Balance at 01 July	11,293,423	31,698,659
Additions during the year	40,851,494	-
	52,144,917	31,698,659
Less: Obligation liquidated during the year	(20,446,259)	(20,405,236)
<b>Closing Balance at 30 June</b>	<b>31,698,658</b>	<b>11,293,423</b>

- (v) The net carrying amounts of the related tangible assets acquired under lease finances are as follows and have been disclosed in Annexure-A to the accounts:

Plant & Machinery	17,946,169	21,585,056
Transport & Vehicles	-	-
	<b>17,946,169</b>	<b>21,585,056</b>

**15.00 Deferred Tax Liability: Tk.174,338,188 (2022: Tk.171,478,404)**

This has been calculated as under, based on the deductible/taxable temporary difference arising from the difference between the carrying amounts of the assets or liabilities and their tax bases in accordance with the provision of IAS 12: Income Taxes

Particulars	Amount in Taka			
	2022-2023		2021-2022	
	Carrying amount on reporting date	Tax Base	Taxable temporary difference / (Deductible temporary difference)	Carrying amount on reporting date
Deferred tax relating to items of profit or loss				
Property, plant & equipment (Depreciable items)	3,400,634,387	2,561,088,894	839,545,493	3,292,946,478
Temporary difference for IFRS 16: Lease	(676,196)	-	(676,196)	(1,128,105)
Provision for gratuity	(64,032,906)	-	(64,032,906)	(19,270,612)
<b>Net taxable temporary difference</b>	<b>3,335,925,285</b>	<b>2,561,088,894</b>	<b>774,836,391</b>	<b>3,272,547,761</b>
Applicable tax rate			22.50%	22.50%
Deferred tax liability relating items of profit or loss at the end of the year (a)			174,338,188	171,478,404
Deferred tax liability relating items of profit or loss at the beginning of the year			171,478,404	178,241,283
Deferred tax income/(expense) recognized in profit or loss			(2,859,784)	6,762,879
<b>Deferred tax assets relating to items directly recognized in other comprehensive income</b>				
Gain/(loss) directly recognized in other comprehensive income			-	-
Applicable tax rate			22.50%	22.50%



Particulars	Amount in Taka			
	2022-2023		2021-2022	
	Carrying amount on reporting date	Tax Base	Taxable temporary difference / (Deductible temporary difference)	Carrying amount on reporting date
Deferred tax relating to items of profit or loss				
Deferred tax liability/(assets) relating to items directly recognized in other comprehensive income at the end of the year		-		-
Deferred tax liability (assets) relating to items directly recognized in others comprehensive income at the beginning of the year (b)		-		-
<b>Net deferred tax (assets) / liability (a+b)</b>		<b>174,338,188</b>		<b>171,478,404</b>

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>16.00 Short term loan and overdraft Secured (From banking companies):</b>			
<b>United Commercial Bank Ltd.</b>	16.01		
Loan on Trust Receipt ( LTR )		48,780,236	592,184,087
Offshore banking		427,420,769	452,139,856
		<b>476,201,005</b>	<b>1,044,323,943</b>
<b>The City Bank Ltd.</b>	16.01		
Loan on Trust Receipt ( LTR )		-	-
Short Term Loan ( STL )		461,705,188	41,397,710
Offshore banking		294,125,444	163,360,072
		<b>755,830,632</b>	<b>204,757,782</b>
<b>Secured Overdraft (SOD)</b>			
Brac Bank Ltd.		81,307,480	269,112,637
Habib Bank Ltd.		102,273,782	464,304,870
City Bank Ltd.	16.02	274,604,343	269,577,911
		<b>458,185,605</b>	<b>1,002,995,418</b>
		<b>1,690,217,242</b>	<b>2,252,077,143</b>
<b>Unsecured:</b>			
Loan from Directors		1,967,088	1,967,088
Loan from Others		2,474,676	2,474,676
		<b>1,694,659,006</b>	<b>2,256,518,907</b>

**Securities**

- 16 .01** Short term loans in the nature of Trust Receipt, Offshore Banking, etc. from United Commercial Bank Ltd. and The City Bank Ltd. are secured against creation of pari passu charges on the plant, machinery & equipment's and stock & book debts of the company.
- 16 .02** Secured Overdraft from The City Bank Ltd is secured against lien of FDR's of an aggregate face value of Tk.30 crore, Overdraft limit being Tk.30 crore and interest rate on thereon being 1% higher than the average interest rate against the fixed deposits pledged.

**17.00 Interest Payable: Tk.1,183,646 (2022: Tk. 863,716)**

This represents provision for outstanding interest for the last month of the year on loan balances due to United Commercial Bank Ltd., which has subsequently been paid.

**18.00 Trade Payable**

This represents amounts due to various suppliers of raw and packing which liability is as follows: and stores materials, the ageing of which liability is as follows:

Period exceeding six months	25,726,474	20,782,492
Period below six months	73,692,663	450,030,200
	<b>99,419,137</b>	<b>470,812,692</b>

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>18.01</b>	This includes Tk.1,035,650 (2022:Tk.Nil) being the amount payable to Ludwig Industrial Solutions Ltd., a related party (Note: 35(vi)).		
<b>19.00</b>	<b>Liabilities for Services</b>		
	This represents amounts due to various service providers (e.g. Security Guard providers, Ad firm, C&F Bills, Processors of raw materials, Fuel suppliers etc.) the ageing of which liability is as follows:		
	Period exceeding six months	26,123,922	4,128,065
	Period below six months	7,519,113	21,600,272
		<b>33,643,035</b>	<b>25,728,337</b>
<b>19.01</b>	This includes Tk.1,987,434 (2022: Tk.1,220,962) being amount payable to Lucerne Cocoa & Chocolate Products Ltd. a related party (Note: 35 (v)).		
<b>20.00</b>	<b>Liabilities for Expenses</b>		
	Represent provision for the following expenses :		
	Audit fees	1,200,000	1,200,000
	Directors' remuneration & allowances	-	885,000
	Directors' board meeting attendance fees	1,266,475	1,180,475
	Salaries, wages & allowances	129,731,138	167,520,142
	Utility bills	43,984,731	23,244,772
		<b>176,182,344</b>	<b>194,030,389</b>
	Ageing of the above liability is as under:		
	Period exceeding six months	978,300	978,300
	Period below six months	175,204,044	193,052,089
		<b>176,182,344</b>	<b>194,030,389</b>
<b>21.00</b>	<b>Advance against sales: Tk.307,871,510 (2022 : Tk.555,752,086)</b>		
	This represents advances received from distributors within 30 June 2023, against order placed by them, which liability has subsequently been liquidated.		
<b>22.00</b>	<b>Liabilities for Other Finance</b>		
	Taxes deducted at source	54,933,534	110,493,352
	VAT deducted at source	130,840,304	115,876,278
	Custom Duty Payable	2,709,317	-
	Government Levy (Surcharges) payable	1,993,529	1,993,529
	Debenture redemption money payable (TIL)	677,947	677,947
	Security deposits	14,121,580	13,516,578
	Other payables on account of employees	29,855,920	19,490,033
	Sales proceeds of fraction shares	6,557,552	6,557,554
	Unclaimed share warrant (fraction shares) (TIL)	35,343	35,343
	Others on leased assets	302,000	302,000
	Expenses under a project of Bangladesh Employers' Federation	286,000	296,380
		<b>242,313,026</b>	<b>269,238,994</b>

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>23.00 Provision for Current Tax</b>			
<b>Represents:</b>			
Provision for the assessment year 2022-2023		-	368,731,831
Provision for the assessment year 2023-2024		524,274,406	-
		<b>524,274,406</b>	<b>368,731,831</b>
This has been arrived at as follows:			
Opening balance at 01 July		<b>368,731,831</b>	<b>1,317,397,647</b>
Add: Provision made during the year:			
for the assessment year 2021-2022		-	37,365,491
for the assessment year 2022-2023		101,952,377	368,731,831
for the assessment year 2023-2024	23.01	524,274,406	-
		<b>626,226,783</b>	<b>406,097,322</b>
		<b>994,958,614</b>	<b>1,723,494,969</b>
Less: Payments / adjustments made during the year against assessment year 2020-2021		-	(687,082,055)
Less: Payments / adjustments made during the year against assessment year 2021-2022			(667,681,083)
Less: Payments / adjustments made during the year against assessment year 2022-2023		(470,684,208)	-
		<b>524,274,406</b>	<b>368,731,831</b>
<b>23.01 Current Year's Tax Provision</b>			
This has been arrived as follows:			
Profit before tax for the Year		2,185,323,690	1,604,487,704
Less: Income on Investment in Shares		-	(1,753,302)
Less: Dividend Income		(30,000)	(237,500)
<b>Business Income</b>		<b>2,185,293,690</b>	<b>1,602,496,902</b>
Add: Provision for Inadmissible Items and Possible Add-backs		118,046,388	77,155,261
Add: Provision Gratuity		64,032,906	19,270,612
Accounting Depreciation		467,635,749	447,286,502
Amortization of Right-of-use Asset		19,994,350	19,562,952
Less: Payment for Gratuity		(19,270,612)	(43,290,547)
Less: Tax Base Depreciation		(505,650,667)	(485,053,522)
<b>Taxable Income</b>		<b>2,330,081,804</b>	<b>1,637,428,160</b>
		<b>524,274,406</b>	<b>368,731,831</b>
Tax on Business Income 22.5%		524,268,406	368,421,336
Tax on gain of investment in shares (Rate: 15%)		-	262,995
Tax on Dividend Income (Rate: 20%)		6,000	47,500

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>24.00 Unclaimed dividend</b>			
This represents unpaid dividend for the year (s):			
From 2008 to 2017	24.01 (i)	-	88,976
2018	24.01(ii)	-	45,930,110
		-	<b>46,019,086</b>
2019		48,935,881	49,087,363
2020		50,282,317	50,444,418
2021		51,987,681	52,368,656
2022		11,325,506	-
		<b>162,531,385</b>	<b>151,900,437</b>
		<b>162,531,385</b>	<b>197,919,523</b>

The above Liability has been arrived at as follows:

Opening Balance at 01 July		197,919,523	311,917,777
Add: Gross Dividend for the preceding year		899,724,987	1,079,669,984
		<b>1,097,644,510</b>	<b>1,391,587,761</b>
Less:			
Transferred to Capital Market Stabilization Fund on 25 September 2022	24.01(i)	(46,016,956)	(157,302,477)
Income Tax Deducted at Source		(138,206,900)	(166,108,138)
Net Dividend paid during the year		(750,889,269)	(870,257,623)
		<b>(935,113,125)</b>	<b>(1,193,668,238)</b>
Closing Balance at 30 June		<b>162,531,385</b>	<b>197,919,523</b>

**24 .01** (i) During the year under review, a sum of Tk.46,016,956.47 has been transferred, on 25 September 2022, from the company's bank account to Capital Market Stabilization Fund (CMSF) SND A/C No. 001031 1521301, Community Bank Bangladesh Ltd, Corporate Branch, Dhaka.

The said amount of Tk. 46,016,956.47 comprised the unpaid dividend of Tk.46,019,086 appearing at 30 June 2022 being the unpaid dividend from the very inception to 2018 less Tk.2129.53 paid to shareholders during July & August 2022.

(ii)Subsequent to 30 June 2023, a sum of Tk.48,886,431.75 has similarly been transferred, on 27 July 2023, from the company's bank account to Capital Market Stabilization Fund (CMSF) SND A/C No.001031 1521301, Community Bank Bangladesh Ltd, Corporate Brach, Dhaka.

The said amount of Tk.48,886,431.75 comprised the unpaid dividend of Tk.48,935,880.50 for the year 2019 as appearing at 30 June 2023 less Tk.49,448.75 paid to Shareholders during July 2023

(iii)The above transfers of the unpaid dividend from the company's bank account to CMSF as stated in (i) & (ii) above, were made by the company in compliance with the directive(s) issued by Bangladesh Securities & Exchange Commission.

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>24.02</b>	In Compliance with the condition 3(vii) of Bangladesh Securities & Exchange Commission's directive no. BSEC/CMRRCD/2021-386/03 dated 14 January 2021, the Company maintains detailed information of unpaid or unclaimed dividend and rationale thereof, as per BO account number-wise or name-wise or folio number-wise of shareholders.		
<b>25.00</b>	<b>Employee benefit obligations</b>		
	These comprise:		
Workers Profit Participation and Welfare Funds	25.01	109,266,185	80,224,385
Contributory Provident Fund	25.02	744,311	766,412
Gratuity Fund	25.03	64,032,906	19,270,612
		<b>174,043,402</b>	<b>100,261,409</b>

**25.01 Workers' Profit Participation & Welfare Funds**

These represent obligation due to Workers' Profit Participation & Welfare Funds and Bangladesh Workers' Welfare Foundation Fund and the amount has been arrived at as follows:

Opening balance at 01 July 2022		80,224,385	134,494,109
Add : During the year:			
Contribution to the Funds for the year		109,266,184	80,224,385
Interest for the year		-	-
		<b>109,266,184</b>	<b>80,224,385</b>
		<b>189,490,569</b>	<b>214,718,494</b>
Less : Paid to the Funds during the year		(80,224,385)	(134,494,109)
<b>Closing balance at 30 June 2023</b>		<b>109,266,185</b>	<b>80,224,385</b>

(i) Contribution to the Workers' Profit Participation & Welfare Funds for the year under review allocated to:

Olympic Industries Ltd. Workers' Profit Participation Fund (80%)	87,412,948	64,179,507
Olympic Industries Ltd. Workers' Welfare Fund (10%)	10,926,618	8,022,439
Bangladesh Workers' Welfare Foundation Fund (10%)	10,926,618	8,022,439
	<b>109,266,184</b>	<b>80,224,384</b>

(ii) Workers' Profit Participation & Welfare Funds:

As required by law, the company provides 5% of its net profit for each year after charging such expenses.

Such contribution to be allocated and payable to in percentage term is as follows:

(a) Workers' Profit Participation Fund of the company	80%	80%
(b) Workers' Welfare Fund of the company	10%	10%
(c) Bangladesh Workers' Welfare Foundation Fund	10%	10%

In terms of the provision of Section 234(1) (b) of Bangladesh Labour Act 2006 (as amended in 2013), the amounts under (a) & (b) above are due for payment to the Workers' Profit Participation & Welfare Funds within 9 months from the close of the company's accounting period. However, there is provision of utilization of the Fund's money by the company on payment of due interest as specified in the Act.

The amount under (c) above shall be paid by the company to the Workers' Welfare Foundation Fund, as formed under the provision of the Bangladesh Workers' Welfare Foundation Act 2006.

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022

- \* In terms of the provision under Chapter XV of the Bangladesh Labour Act 2006 (as amended in 2013), a Board of Trustees of the company's Workers Profit Participation Fund has been formed on 22 November 2015.
- \* Bangladesh Workers' Welfare Foundation Fund has been established under Section 14 of Bangladesh Workers Welfare Foundation Act 2006.

### 25.02 Defined benefit Plan: Contributory Provident Fund

The company operates a contributory Provident Fund for its eligible employees. The Fund is administered by a Board of Trustees and funded by the equal contribution from the employees as well as the company. The rate of such contribution, as existing, is 8% of the basic pay of the member to the Fund. The fund is recognized by the National Board of Revenue, Government of the People's Republic of Bangladesh.

This has been arrived at as follows:

Opening balance at 01 July		766,412	7,668
Add : Contribution to the Fund during the year			
Employees' contribution		2,964,908	2,910,090
Company's contribution (note-a)		2,964,908	2,910,090
		<b>5,929,816</b>	<b>5,820,180</b>
		6,696,228	5,827,848
Less : Paid during the year to the Fund		(5,951,917)	(5,061,436)
		<b>744,311</b>	<b>766,412</b>

- (a) Company's contribution to the Fund during the year has been charged to :

Administrative expenses	28.00	1,933,974	1,919,244
Selling & distribution expenses	29.00	326,448	307,632
Factory overhead	27.03	704,486	683,214
		<b>2,964,908</b>	<b>2,910,090</b>

### 25.03 Defined Benefit Plan: Gratuity Fund

- (i) The company maintains a gratuity scheme and provision is made annually for the employees eligible to the fund. Gratuity provision at the end of each year is determined on the following basis:

Service length	Basis of provision
Up to 6 months	Nil
Above 6 months	1 (one) time of last months' basic pay multiplied by year (s) of service
More than 10 years	1.5 (one & half) times of last month's basic pay multiplied by year (s) of service

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022

A Fund, namely, Olympic Industries Ltd.'s Employees' Gratuity Fund established on 28 October 2015, in accordance with Part-C of First Schedule of the Income Tax Ordinance 1984, has been accorded due recognition by the National Board of Revenue, Government of the People's Republic of Bangladesh.

The Fund is administered by a Board of Trustees.

(ii) Obligation to the Gratuity Fund at 30 June is arrived at as follows:

Opening balance at 01 July		19,270,612	43,290,547
Add: Obligation as provided during the year and Charged to:			
Factory overhead	27.03	35,172,400	10,607,008
Administrative expenses	28.00	19,286,475	5,985,121
Selling & distribution expenses	29.00	9,574,031	2,678,483
		64,032,906	19,270,612
		<b>83,303,518</b>	<b>62,561,159</b>
Less: Paid by the Company during the year to the Fund		(19,270,612)	(43,290,547)
Closing balance at 30 June		<b>64,032,906</b>	<b>19,270,612</b>

## 26.00 Revenue (Net of VAT)

	Qty.(Pcs/Mt)		Amount in Taka	
	30 June 2023	30 June 2022	30 June 2023	30 June 2022
Battery Unit (Pcs)	46,746,406	48,499,764	432,666,932	369,858,342
Biscuit & Conf. Unit (MT)	118,706.20	129,515.18	25,352,580,696	21,068,959,380
			<b>25,785,247,628</b>	<b>21,438,817,722</b>

Turnover comprises:

Domestic sales		25,523,824,080	21,216,430,330
Export sales (1,174,184.36 Kg biscuit & confectionery items at US\$ 2,590,983.33) (2022: 1,365,698.7 Kg at US\$ 2,580,073.90)	43.00	261,423,548	222,387,392
		<b>25,785,247,628</b>	<b>21,438,817,722</b>

## 27.00 Cost of Sales

Work-in-process (Opening)		16,871,749	13,664,465
Material Consumed	27.01	17,015,308,318	14,301,218,831
Stores Consumed	27.02	283,864,128	216,491,769
Factory Overhead	27.03	2,008,713,068	1,543,529,487
Depreciation		467,635,749	447,286,503
Work-in-process (Closing)		(13,351,117)	(16,871,749)
<b>Cost of Goods Manufactured</b>		<b>19,779,041,895</b>	<b>16,505,319,306</b>
Finished Goods (Opening)		116,124,203	129,257,876
Finished Goods (Closing)		(237,105,899)	(116,124,203)
		<b>19,658,060,199</b>	<b>16,518,452,978</b>



Particulars	Qty.(Pcs/MT)		Amount in Taka	
	30 June 2023	30 June 2022	30 June 2023	30 June 2022
<b>Finished Goods</b>				
<b>Opening Stock:</b>				
Battery	1,335,480 pcs	1,225,200 pcs	9,962,915	6,396,495
Biscuits	346.34 MT	893.32 MT	56,263,869	95,538,189
Candy & snacks	240.73 MT	181.92 MT	49,897,419	27,323,192
			<b>116,124,203</b>	<b>129,257,876</b>
<b>Closing Stock:</b>				
Battery	394,020 pcs	1,335,480 pcs	3,168,548	9,962,915
Biscuits	1,038.95 MT	346.34 MT	170,737,674	56,263,869
Candy & snacks	292.55 MT	240.73 MT	58,300,869	49,897,419
Sipo Tasty Saline	12.89 MT	-	4,898,808	-
			<b>237,105,899</b>	<b>116,124,203</b>

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>27.01 Materials Consumed</b>			
Opening Stock		1,969,070,004	1,487,110,913
Purchases during the year		17,200,194,347	14,783,177,922
Closing Stock		(2,153,956,033)	(1,969,070,004)
		<b>17,015,308,318</b>	<b>14,301,218,831</b>

**27.01(i)** This includes Tk.31,707,353 (2022: Tk.29,712,294 )being the amount of purchases of materials during the year from Lucerne Cocoa & Chocolate Products Ltd., a related party.

**27.02 Stores Consumed**

Opening Stock		204,811,355	171,998,848
Purchases during the year		309,912,941	249,304,276
Closing Stock		(230,860,168)	(204,811,355)
		<b>283,864,128</b>	<b>216,491,769</b>

**27.02(ii)** This includes Tk.12,570,419 (2022: Tk.11,643,613) being the amount of purchases of stores items during the year from Ludwig Industrial Solutions Ltd., a related party.

**27.03 Factory overhead**

Wages & salaries		1,200,666,150	975,006,256
Company's contribution to provident fund	25.02(a)	704,486	683,214
Bonus		71,722,478	67,008,539
Gratuity	25.03(ii)	35,172,400	10,607,008
Group insurance		2,887,780	2,629,374
Repairs & maintenance		81,534,665	53,446,523
Rates, taxes & fees		8,258,025	14,896,708
Insurance		23,120,119	19,875,885
Power & fuel		431,152,914	265,224,490

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
Vehicles repair & maintenance		3,938,412	3,510,348
Printing & stationery		6,225,609	4,710,575
Postage, telephone & telegram		2,297,416	2,206,705
Travelling & conveyance		14,178,024	12,263,826
Subs. newspaper & periodicals		4,525	2,222
Entertainment		2,193,672	1,230,185
Legal fees		20,000	369,000
Factory maintenance expenses		48,565,440	51,575,539
Transport & carriage		27,167,654	15,162,676
Medical expenses		7,451,326	10,515,588
Staff food		18,632,768	15,354,712
Donation		1,340,100	636,560
Technician expenses		2,720,795	633,365
Labour handling charge		12,268,626	11,813,486
Advertisement		100,000	
Research, training & development		6,389,684	4,166,703
		<b>2,008,713,068</b>	<b>1,543,529,487</b>

**28.00 Administrative expenses**

Salaries & allowances		209,462,077	281,882,346
Company's Contribution to Provident Fund	25.02(a)	1,933,974	1,919,244
Bonus		18,816,257	20,854,925
Gratuity	25.03(ii)	19,286,475	5,985,121
Repairs & maintenance		8,581,036	8,504,013
Rates & taxes		1,671,738	1,129,331
Research, training & development		217,000	274,925
Electricity, gas & water		4,790,428	4,423,945
Vehicles repairs & maintenance		6,289,480	5,116,283
Petrol, oil & lubricant		7,998,581	4,273,659
Printing & stationery		2,821,201	2,055,450
Postages, telephone & telegram		5,294,306	5,055,613
Travelling & conveyance		16,138,598	13,112,569
Subs. newspaper & periodicals		1,427,112	2,176,113
Entertainment		318,326	314,153
Audit fees		1,200,000	1,200,000
Legal & consultancy fees		9,077,245	9,151,600
Directors' remuneration & allowances (including house accommodation)	35.01	26,286,973	35,180,769
Tk. 85,00,000 (2022: Tk. 90,00,000)			
Retirement benefit of Managing Director (Late)		58,500,000	-

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
Director's Board meeting attendance fees	28.01& 35(iii)	500,000	460,000
Office maintenances expenses		6,877,268	5,173,874
Donation		2,284,500	2,952,600
Medical expenses		11,665	11,440
Advertisement		4,234,821	4,851,830
Annual General Meeting expenses		555,434	482,870
Amortization of Right-of-Use Asset	05.01(ii)	10,958,353	10,721,916
		<b>425,532,848</b>	<b>427,264,589</b>

**28.01** Break up of Directors' board meeting attendance fees is as follows:

Name of Directors	Position	Meeting held	Attended	Amount in Taka
Mr. Aziz Mohammad Bhai	Chairman	9	5	50,000
Mrs. Nurjehan Hudda	Acting MD	9	7	70,000
Late Mr. Mubarak Ali	Ex. MD	9	4	40,000
Mrs. Sakina Miraly	Director	9	7	70,000
Mr. Munir Ali	Director	9	5	50,000
Mr. Tanveer Ali	Director	9	9	90,000
Mr. Osman Haidar	Independent Director	9	5	50,000
Mrs. Begum Sakwat Banu	Independent Director	9	1	10,000
Mrs. Rokeya Quader	Independent Director	9	7	70,000
				<b>500,000</b>

**29.00 Selling Expenses**

Salaries & allowances		1,091,014,911	955,694,960
Company's contribution to Provident Fund	25.02(a)	326,448	307,632
Bonus		52,953,025	66,446,517
Gratuity	25.03(ii)	9,574,031	2,678,483
Repairs & maintenance		711,275	217,820
Rates, taxes & fees		260,656	151,945
Group insurance		1,619,576	1,560,309
Donation		935,365	100,000
Electricity, gas & water		1,579,585	1,451,609
Vehicle repairs & maintenance		5,194,480	3,127,208
Petrol, oil & lubricant		471,957	439,191
Printing & stationery		39,615,684	24,629,338

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
Postage, telephone & telegram		1,810,158	1,589,001
Travelling & conveyance		1,455,096	649,068
Subscription newspaper & periodical		4,316	7,254
Entertainment		572,014	487,669
Office maintenances expenses		504,828	346,674
Inaccessible Allowances & Commission	29.01	962,030,252	532,865,143
Incentive to Distributors	29.02	325,159,139	308,783,644
Transport/Carriage		922,484,504	944,537,817
Medical expenses		466	-
Advertisement		14,172,894	21,720,627
Export expenses		54,297,175	58,605,827
Amortization of Right-of-use Asset	05.01(ii)	9,035,997	8,841,036
		<b>3,495,783,832</b>	<b>2,939,970,250</b>

**29.01** Inaccessible Allowances & Commission represents Damage on sales and Inaccessible Allowances.

**29.02** Incentive to Distributors represents DD Commission, Franchise Partner Expenses, Monthly Expenses, Sales Meeting Expenses, Sales Promotion etc.

### 30.00 Finance cost

Bank charges		12,036,295	7,375,301
Interest	30.01	154,869,497	115,525,654
		<b>166,905,792</b>	<b>122,900,955</b>

### 30.01 Interest

Interest on Term Loan with banks & other financial institutions

United commercial Bank Ltd.	19,197,961	8,995,246
The City Bank Ltd	8,780,632	4,391,740

**27,978,593**      **13,386,986**

Interest on LIM, LTR, STL, Offshore Banking with banks

72,487,462      61,062,821

Interest on Secured Overdraft (SOD) with:

The City Bank Ltd.	19,126,647	19,120,792
Habib Bank Ltd.	17,277,451	14,886,719
Brac Bank Ltd.	16,216,839	5,244,809

**52,620,937**      **39,252,320**

**153,086,992**      **113,702,127**

Finance charges for leases (Right-of-use Asset)      05.01(i)

1,782,505      1,823,527

**154,869,497**      **115,525,654**

### 31.00 Other Income

Export Promotion Benefit - Cash incentive received during the year	35,837,000	30,085,000
Interest income on deposits with banks and other financial institutions		

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
Fixed Deposits		187,644,429	204,359,101
Short Term Deposits		5,096,258	5,604,588
Zero Coupon Bonds issued by IPDC Finance Ltd.		2,198,439	941,214
		<b>194,939,126</b>	<b>210,904,903</b>
Exchange (Loss) / Gain	31.01	7,282,635	1,078,886
Gain / (Loss) on offshore banking transactions		-	-
Translation (Loss) / Gain	31.02	6,101,867	27,585
Sale of by-product net of VAT Tk.381,674 (2021 : Tk.310,589)		6,768,629	6,828,871
Rental income		960,000	960,000
Gain on disposal of capital assets	31.03	3,973,773	5,328,310
Income /(Loss) on investment on portfolio management account maintained with City Bank Capital Resources Ltd. :			
Realized (Loss) / Gain		-	1,753,302
Dividend income		30,000	237,500
		<b>30,000</b>	<b>1,990,802</b>
Insurance Claim Received		-	1,885,400
Other income		22,554	-
		<b>255,915,584</b>	<b>259,089,757</b>

**31.01** Exchange gain of Tk.1,078,886 (2021 : Tk.9,894) has been arrived at as follows:

i. Received against export sales	238,810,390	215,912,582
Less: Sales recorded at rates of exchange ruling at transaction date	231,527,755	214,833,696
	<b>7,282,635</b>	<b>1,078,886</b>

**31.02** Translation gain of Tk. 27,585 has been arrived at as follows:

Effects of foreign exchange rate changes on the balance of:		
Cash held in foreign currency	6,083,077	9,971
Sundry Overseas Debtors	18,790	17,614
	<b>6,101,867</b>	<b>27,585</b>

**31.03** Particulars of Disposal of Property, Plant & Equipment for the Year under review

Particulars	Cost	Accumulated Depreciation	Written Down Value	Sales Price	Profit / (Loss)
4th line Chamber-01	1,663,635	(1,663,634)	1	176,124	176,123
4th line Chamber-02	1,563,279	(1,563,278)	1	165,500	165,499
4th line Chamber-03	1,520,790	(1,520,789)	1	161,002	161,001
4th line Chamber-04	1,906,039	(1,906,038)	1	201,787	201,786
Glass for Oven Insulation, Line-04	897,160	(897,159)	1	94,980	94,979
Wire Band for Biscuit Oven Line-4	318,043	(318,042)	1	33,670	33,669

Particulars	Cost	Accumulated Depreciation	Written Down Value	Sales Price	Profit / (Loss)
Glass wool for Oven Installation, Line-02	925,000	(924,999)	1	97,927	97,926
Wire Band for Biscuit Oven Line-2	440,000	(439,999)	1	46,582	46,581
2nd line Oven Chamber-01	9,599,800	(9,599,799)	1	1,016,303	1,016,302
2nd line Oven Chamber-02	8,143,370	(8,143,369)	1	862,115	862,114
2nd line Oven	200,000	(198,334)	1,666	21,173	19,507
Burner-01 (Multi color)	305,899	(272,761)	33,138	32,385	(754)
Burner-02 (Multi color)	305,899	(272,761)	33,138	32,385	(754)
Burner-03 (Multi color)	42,826	(38,190)	4,636	4,534	(102)
Burner-04 (Multi color)	42,826	(38,190)	4,636	4,534	(102)
Gas Generator -1	12,465,362	(12,465,361)	1	550,000	549,999
Gas Generator -2	12,465,362	(12,465,361)	1	550,000	549,999
<b>Total</b>	<b>52,805,290</b>	<b>(52,728,063)</b>	<b>77,227</b>	<b>4,051,000</b>	<b>3,973,773</b>

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>32.00 Earnings Per Share (EPS)</b>			
(a) Earnings attributable to the Ordinary Shareholders (Net profit after Tax)		<b>1,556,237,123</b>	<b>1,205,153,261</b>
(b) Weighted average number of ordinary Shares outstanding during the year		199,938,886	199,938,886
<b>(c) Earnings Per Share (EPS)</b>		<b>7.78</b>	<b>6.03</b>
<b>Note:</b> Basic & Diluted Earnings Per Shares are the same as there was no potential dilutive shares outstanding during the years.			
<b>33.00 Net Asset Value</b>			
Total Assets		14,080,113,225	14,426,960,894
Total Liabilities		(4,058,868,406)	(5,062,228,211)
		<b>10,021,244,819</b>	<b>9,364,732,683</b>
Number of Ordinary Shares of Tk.10 each at Balance Sheet date		199,938,886	199,938,886
<b>NAV-Per Share</b>			
On shares at balance sheet date		<b>50.12</b>	<b>46.84</b>
<b>34.00 Net Operating Cash Flow Per Share</b>			
Cash flows from operating activities as per Statement of cash flows		1,389,433,296	701,059,588
Number of Ordinary Shares of Tk.10 each at Balance Sheet date			199,938,886
Net Operating Cash Flow-Per Share			
On shares at Balance Sheet date		<b>6.95</b>	<b>3.51</b>

Particulars	Notes	Amount in Taka	
		30 June 2023	30 June 2022
<b>34.01 Reconciliation of Net Profit with Cash Flows from Operating Activities making adjustment for Non-cash items, for Non-operating items and for the Net changes in Operating Activities</b>			
(as required under the provision of Notification No.BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018 issued by Bangladesh Securities and Exchange Commission)			
Net Profit before tax as per Profit or Loss and Other Comprehensive Income		2,185,323,690	1,604,487,704
Adjustments for items not involving flow of cash			
Depreciation	27.00	467,635,749	447,286,503
Amortization	05.01	19,994,350	19,562,952
		<b>487,630,099</b>	<b>466,849,455</b>
<b>Adjustments for:</b>			
Bank charges	30.00	(12,036,295)	(7,375,301)
Interest paid		(154,549,567)	(115,781,747)
Income taxes paid	23.00	(411,001,638)	(564,422,318)
		<b>(577,587,500)</b>	<b>(687,579,366)</b>
		<b>2,095,366,289</b>	<b>1,383,757,793</b>
<b>Adjustments for non-operating items:</b>			
Finance cost	30.00	166,905,792	122,900,955
Net changes in Fair Value of investments in shares	10.03	290,667	4,606,618
Interest Income	31.00	(194,939,126)	(210,904,903)
Gain on sale of Fixed assets	31.00	(3,973,773)	(5,328,310)
Translation Loss / Gain	31.00	(6,083,077)	(9,971)
Gain/ (Loss) in Investment in Shares including Dividend Income	31.00	(30,000)	(1,990,802)
		<b>(37,829,517)</b>	<b>(90,726,413)</b>
<b>Adjustments for net changes in operating activities:</b>			
<b>(Increase) / decrease in:</b>			
Inventories	07.00	(217,094,393)	(565,727,151)
Advances:			
Employees	09.01	(1,856,496)	(11,174,394)
Suppliers & contractors	09.01	2,766,589	(120,322,043)
Deposits	09.02	(91,942,583)	(41,006,007)
Pre-payments	09.03	(1,755,690)	(6,056,197)
Trade Receivables	08.00	197,204,584	28,188,096
Increase / (Decrease) in:			
Trade Payable	18.00	(371,393,555)	(192,850,906)
Liabilities for Services	19.00	7,914,698	19,281,877
Advance against sales	21.00	(247,880,577)	242,216,857
Employee Benefit Obligations	25.00	73,781,992	(77,530,915)
Liabilities for Expenses	20.00	(17,848,046)	133,008,991
		<b>(668,103,475)</b>	<b>(591,971,792)</b>
<b>Net Cash Flows from Operating Activities</b>		<b>1,389,433,296</b>	<b>701,059,588</b>

**35.00 Related party transactions**

The company carried out a number of transactions with related parties in the normal course of business. The nature of transactions and their values are shown below in terms of IAS: 24 Related Party Transactions:

Sl. No.	Name of Related Parties	Nature of Transactions	Opening Balance at 01 July 2022	Transaction during the year		Closing Balance at 30 June 2023
			Debit /(Credit) Restated	Debit	(Credit)	
(i)	Late Mr. Mubarak Ali, Ex Managing Director [note-35.01 a(i)]	Remuneration, Bonus & House Accommodation	(700,000)	26,219,231	(25,519,231)	-
		Retirement Benefit	-	58,500,000	(58,500,000)	-
(ii)	Ms. Begum Sakwat Banu Independent Director [note-35.01 a(ii)]	Remuneration & Bonus	(185,000)	952,742	(767,742)	-
(iii)	Directors (meeting Fees) (note: 28.01 & 20.00)	Board meeting attendance fees	(1,180,475)	414,000	(500,000)	(1,266,475)
(iv)	Directors (Loan) (Note: 16)	Loan from Directors	(1,967,088)	-	-	(1,967,088)
(v)	Lucerne Cocoa & Chocolate Products Ltd. (Note: 19.01)	Processing Charges of Raw Materials	(1,220,962)	39,096,312	(32,246,122)	5,629,228
(vi)	Ludwig Industrial Solutions Ltd. (Note: 18.01)	Suppliers of Stores Items	-	11,534,770	(12,570,419)	(1,035,650)
(vii)	Care Nutrition Ltd.	Supply of Testy Saline	-	77,083,955	(77,083,955)	-

Mr. Mubarak Ali (Late), ex Managing Director was awarded retirement benefit in the sum of Tk. 58,500,000 equivalent to his 39 months' remuneration to honour the resolution taken by the esteemed share holders of the company in their 39th Annual General Meeting held on 20 December 2018.

**35.01 (a) Short-term benefits:**

Sl. No.	Directors Remuneration & Perquisites	Remuneration & Allowances	Bonus	House Accommodation	Others	Total
(i)	Late Mr. Mubarak Ali Ex. Managing Director	15,000,000	2,019,231	8,500,000	-	25,519,231
(ii)	Ms. Begum Sakwat Banu Independent Director	767,742	-	-	-	767,742
<b>Total: Taka</b>		<b>15,767,742</b>	<b>2,019,231</b>	<b>8,500,000</b>	<b>-</b>	<b>26,286,973</b>

The Managing Director of the company was provided with full time use of company's cars with related expenses.

(b) Post-employment benefits, other long-term benefits, termination benefit and share based payments: None during the year under review or in the preceding year excepting as disclosed in Note 35 above.



**36.00 Salaries / Perquisites To Directors & Officers**

The aggregate amounts paid / provided during the year in respect of Directors and Officers of the company as defined in the Securities and Exchange Rules, 1987 are disclosed below:

Particulars	Amount in Taka			
	2023 (Tk.)		2022 (Tk.)	
	Directors	Officers	Directors	Officers
	(Note-35.00)			
Board Meeting Fees	500,000	-	460,000	-
Remuneration/salaries & allowance	15,767,742	263,934,800	20,400,000	224,767,600
Retirement Benefit	58,500,000	-	-	-
Bonus	2,019,231	16,665,812	5,780,769	20,806,398
Accommodation	8,500,000	-	9,000,000	-
Company's Contribution to Provident Fund	-	2,304,738	-	2,390,328

**37.00 Sanctioned Production Capacity & Capacity Utilization (Operative Units)**

Products	Unit	Capacity		Utilization		Shortfall		Reason for Shortfall
		2023	2022	2023	2022	2023	2022	
Battery	Pcs	117,760,000	117,760,000	45,804,946	48,610,044	71,955,054	69,149,956	Less Demand of Battery
Biscuit & Confectionary and Tasty Saline	MT	148,601.00	148,601.00	119,463.52	129,027.01	29,137.48	19,573.99	

**38.00** The number of employees of the company that includes regular, contractual & casual ones, existed at 30 June 2023 was as under:

Corporate office	103	96
Marketing department	2,955	2,921
Factories	6,228	5,925
<b>Total</b>	<b>9,286</b>	<b>8,942</b>

**38.01** Monthly average no. of workers at factories:

5,914	5,552
-------	-------

**39.00 Contingent Liabilities**

Particulars	Notes	Taka in Lac	
		30 June 2023	30 June 2022

a. The company had the following contingent liabilities as on 30 June 2023

**With United Commercial Bank Ltd.:**

Bank Guarantees	40.00	1,025.10	602.41
Acceptance of bills		4,274.21	4,747.63
Sight Letter of Credit (Foreign)		3,370.48	541.68
Sight Letter of Credit (Local)		-	1,901.13
Letter of Credit Usange (Foreign)		-	1,901.13
		<b>8,669.79</b>	<b>9,693.98</b>

Particulars	Notes	Taka in Lac	
		30 June 2023	30 June 2022
<b>With The City Bank Ltd:</b>			
Bank Guarantees	40.00	13.45	13.45
Acceptance of bills		2,941.25	4,747.63
Sight Letter of Credit (Foreign)		-	541.68
Sight Letter of Credit (Local)		168.37	1,901.13
Letter of Credit Usange (Foreign)		-	1,901.13
		<b>3,123.07</b>	<b>9,105.02</b>
<b>With Habib Bank Ltd.:</b>			
Bank Guarantee	40.00	12.17	12.17
<b>Grand Total</b>		<b>11,805.04</b>	<b>18,811.17</b>

- b. There may arise contingent liability for unassessed income tax cases pending with tax department.

#### 40.00 Bank Guarantees

Issuing Bank	Beneficiary	Guarantee Amount	Validity
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	6,740,000	04 July 2023
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	7,926,536	11 December 2023
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	7,995,900	11 December 2023
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	1,958,200	11 February 2024
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	9,098,900	22 June 2024
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	5,055,000	22 June 2024
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	538,900	12 February 2027
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	179,600	12 February 2027
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	180,000	05 June 2027
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	1,970,400	15 June 2027
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	851,000	05 July 2027
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	1,180,000	05 July 2027
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	539,000	05 July 2027
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	906,000	05 July 2027
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	412,364	11 October 2027
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	92,400	29 November 2027
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	1,490,400	29 November 2027
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	875,929	29 November 2027
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	13,922,100	16 January 2028
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	21,978,700	16 January 2028
United Commercial Bank Ltd.	Titas Gas Transmission & Distribution Co. Ltd.	12,909,400	22 May 2028
United Commercial Bank Ltd.	Collector of Customs, Customs House Chittagong	2,709,317	Continuous
United Commercial Bank Ltd.	Nitol Insurance Company Ltd.	200,000	28 September 2023
United Commercial Bank Ltd.	Phoenix Insurance Company Ltd.	400,000	23 September 2023
United Commercial Bank Ltd.	Prgati Insurance Ltd.	500,000	23 January 2024

Issuing Bank	Beneficiary	Guarantee Amount	Validity
United Commercial Bank Ltd.	Desh General Insurance Company Ltd	300,000	28 September 2023
United Commercial Bank Ltd.	Green Delta Insurance Company Ltd	1,000,000	20 August 2023
United Commercial Bank Ltd.	Sonar Bangla Insurance Company Ltd.	200,000	20 August 2023
United Commercial Bank Ltd.	Eastland Insurance Company Ltd.	200,000	20 June 2024
United Commercial Bank Ltd.	Crystal Insurance Company Ltd.	200,000	20 August 2023
	<b>Total with United Commercial Bank Ltd</b>	<b>102,510,046</b>	
The City Bank Ltd.	Collector of Customs, Customs House Chittagong	1,344,733	Continuous
	<b>Total with The City Bank Ltd.</b>	<b>1,344,733</b>	
Habib Bank Limited	Titas Gas Transmission & Distribution Co. Ltd.	372,000	Continuous
Habib Bank Limited	Collector of Customs, Customs House Chittagong	845,411	Continuous
	<b>Total with Habib Bank Ltd.</b>	<b>1,217,411</b>	
	<b>Grand Total: Taka</b>	<b>105,072,190</b>	

#### 41.00 Capital Expenditure Commitment

The Board of Directors of the company adopted the following decisions with regard to capital expenditures:

Projects	Estimated Cost (Tk.) in Millions
<p><b>(i) Purchase 86 (eighty six) decimals auctioned land:</b></p> <p>Board of Directors of the company has taken decision to purchase a piece of land measuring 86 Decimals at a total cost of BDT 2,75,20,000.00 only located at Lolati, Sonargaon Upazila, Narayanganj attached behind the Biscuit and Confectionery unit of the company at Lolati. The company will also have to spend BDT 28,89,600.00 as registration charges and other miscellaneous expenses including fees for obtaining certified copy of purchase land.</p>	<b>30.41</b>
<p><b>(ii) Import 2nd High Speed Instant Noodles Line from Japan:</b></p> <p>The Board of Directors has also decided to import 2nd High Speed Instant Noodles Line from Japan to enhance existing production capacity of Instant Noodles of the company from 8,316 tons to total 19,008 tons per annum. Total investment for this highly advantageous new Line will be Tk. 24.75 crore which will enable the company to produce two different sizes Noodles Cakes and this Line will be installed at Kutubpur factory of the company</p>	<b>247.50</b>
<p><b>(iii) Import 2nd Baked Snacks Processing Line:</b></p> <p>2) To import one complete set of machineries and spare parts including Water Softener, Chiller, Cooling Tower, Barrel Set, etc. from India /China as-well-as to purchase other required items including Solution Preparation &amp; Measuring Tank, LPG System, Utility Supply Lines, Pipes, Fittings, Cables, etc. from local sources and installation thereof at a total cost of around BDT 3.00 Crore and 11.00 Lac for setting up 2nd Baked Snacks Processing Line at Snacks Manufacturing Unit of the company at Kutubpur in Narayanganj district. This 2nd Baked Snacks Processing Line will ensure additional production of 200 tons Baked Snacks per month to meet growing demand for Snacks of the company.</p>	<b>31.10</b>
<p><b>(iv) Construction of 9000 sft. floor area Tin Shed with RCC base:</b></p> <p>4) To arrange construction of 9000 sft. floor area Tin Shed with RCC base, column, floor and brick wall, etc. on newly purchased land near Lolati factory at a total cost of BDT 1.00 Crore and 65.00 Lac to meet the shortage of processing and storage space.</p>	<b>16.50</b>

**42.00 Financial risk management**

The Board of Directors of the company has overall responsibility for the establishment and oversight of the company's risk management framework. The Board is responsible for developing and monitoring the company's risk management policies.

Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the company's activities. It also oversees the risk management strategies to achieve current and accurate compliance with operational and legal requirement and identification of foreseeable trends that could significantly impact the company's overall business activities.

The company has exposure to the following risks from its use of financial instruments:

- **Credit risk**
- **Liquidity risk**
- **Market risk**

**42.01 Credit risk**

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the company's receivables. Management has a credit policy in place and exposure to credit risk is monitored on an ongoing basis. Risk exposures from other financial assets, i.e. Cash at bank and other external receivables are nominal.

**42.02 Liquidity risk**

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity (cash and cash equivalents) is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. Typically, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast, prepared based on timeline to payment of the financial obligation and accordingly arrange for sufficient liquidity/fund to make the expected payment within due date.

Present Credit Rating as assessed by National Credit Ratings Limited for Long Term Liability is AAA(Triple A) (signifies excellent quality, offering highest safety for timely servicing of financial obligations. Such institutions carry minimum risk) & for Short Term Liability is ST-1(signifies strongest capacity for timely payment of financial commitments and carry lowest credit risk), which are valid up to 13 December 2023.

**42.03 Market risk**

Market risk is the risk that any change in market prices such as foreign exchange rates and interest rates will affect the company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters.

**(a) Currency risk**

As at 30 June 2023, there was no exposure to currency risk as there were no foreign currency transactions made during the year under review other than in normal course of business and as disclosed in the accounts (notes 08.iv, 26.00 & 31.01)

**(b) Interest rate risk**

Interest rate risk is the risk that arises due to changes in interest rates on borrowing. There was no foreign currency loan which is subject to floating rates of interest. Local loans are, however, not significantly affected by fluctuations in interest rates. The company has not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

**43.00 Foreign Exchange earned**

During the year under review, an aggregate sum of US\$ 2,590,983.33 (equivalent Tk. 261,423,548) (2022 : US\$ 2,580,073.90 (equivalent Tk. 222,387,392) was earned in foreign currency against export of biscuits and confectionery items (referred to note: 26 to the accounts)

**44.00 Post Balance Sheet Events - Disclosure Under IAS-10 “Events After The Reporting Period”****Non-adjusting events after the reporting period:****(i) Dividend for the year :**

Subsequent to the Balance Sheet date, the Board of Directors recommended 60%(sixty percent) cash dividend i.e. Taka 6.00 per fully paid Ordinary Share of Tk.10 each, which will be recognized in the accounts as and when approved by the shareholders in the Annual General Meeting.

**(ii) Unclaimed Dividend transferred to Capital Market Stabilization Fund:**

An amount of Tk. 48,886,431.75 has been transferred, on 27 July 2023, from the company’s bank account to Capital Market Stabilization Fund (CMSF) SND A/C No. 001031 1521301, Community Bank Bangladesh Ltd., Corporate Branch, Dhaka in compliance with the Directives of Bangladesh Securities and Exchange Commission.( referred to note : 24.01(ii) to the accounts).

Adjusting events after the reporting period:

There was no adjusting events after the reporting period.

**45.00 Approval of the Financial Statements**

These financial statements were authorized for issue in accordance with a resolution of the Company’s Board of Directors on 26 October, 2023.



**Aziz Mohammad Bhai**  
Chairman

**Nurjehan Hudda**  
Managing Director



**Osman Haidar**  
Independent Director



**Satya Ranjan Mondal**  
General Manager (A & F)



**Mintu Kumar Das**  
Company Secretary

Dhaka, 26 October, 2023

# SCHEDULE OF NON-CURRENT ASSETS

As at 30 June 2023										Annexure -A
Schedule of Property, plant & equipment										
Particulars	Land & Land Development	Factory Building & Other Construction	Plant & Machinery	Office Equipment	Furniture & Fixtures	Transport & Vehicles	Total 30 June 2023	Total 30 June 2022		
<b>Cost</b>										
At 01 July 2022	660,518,488	2,070,400,157	4,205,658,368	40,169,144	50,116,775	206,676,009	7,233,538,941	6,053,180,698		
Additions during the year	38,082,505	40,394,169	508,811,560	2,963,159	6,060,997	17,171,000	613,483,390	1,197,095,843		
Sale of Fixed Asset	-	-	(52,805,290)	-	-	-	(52,805,290)	(16,737,600)		
<b>Cost at 30 June 2023</b>	<b>698,600,993</b>	<b>2,110,794,326</b>	<b>4,661,664,638</b>	<b>43,132,303</b>	<b>56,177,772</b>	<b>223,847,009</b>	<b>7,794,217,041</b>	<b>7,233,538,941</b>		
<b>Accumulated depreciation</b>										
At 01 July 2022	-	805,424,237	2,255,664,297	27,928,278	28,561,703	162,495,460	3,280,073,975	2,849,525,067		
Depreciation for the year	-	95,860,499	341,493,011	3,010,329	4,317,771	22,954,139	467,635,749	447,286,503		
Adjustment for disposal	-	-	(52,728,063)	-	-	-	(52,728,063)	(16,737,595)		
	-	<b>901,284,736</b>	<b>2,544,429,245</b>	<b>30,938,607</b>	<b>32,879,474</b>	<b>185,449,599</b>	<b>3,694,981,660</b>	<b>3,280,073,975</b>		
<b>Carrying Value at 30 June 2023</b>	<b>698,600,993</b>	<b>1,209,509,590</b>	<b>2,117,235,393</b>	<b>12,193,696</b>	<b>23,298,298</b>	<b>38,397,410</b>	<b>4,099,235,380</b>	<b>3,953,464,966</b>		
<b>Carrying Value at 30 June 2022</b>	<b>660,518,488</b>	<b>1,264,975,920</b>	<b>1,949,994,071</b>	<b>12,240,866</b>	<b>21,555,072</b>	<b>44,180,549</b>	<b>3,953,464,966</b>	<b>3,203,655,631</b>		

## Schedule of Property, plant &amp; equipment

Particulars	Land & Land Development	Factory Building & Other Construction	Plant & Machinery	Office Equipment	Furniture & Fixtures	Transport & Vehicles	Total 30 June 2023	Total 30 June 2022
This includes written down value of lease hold assets of Tk.17,946,171 ( 2022 : Tk.21,585,058) which is made up as follows:								
Gross carrying amounts as on 01 July 2022	-	-	157,488,819	572,000	-	-	158,060,819	158,060,819
Additions during the year	-	-	-	-	-	-	-	-
Adjustment /Deletion of Fixed Asset	-	-	-	-	-	-	-	-
<b>Gross carrying amounts as on 30 June 2023</b>	-	-	<b>157,488,819</b>	<b>572,000</b>	-	-	<b>158,060,819</b>	<b>158,060,819</b>
Accumulated depreciation as on 01 July 2022	-	-	135,903,763	571,998	-	-	136,475,761	131,377,954
Depreciation for the year	-	-	3,638,887	-	-	-	3,638,887	5,097,807
Adjustment of Depreciation	-	-	-	-	-	-	-	-
<b>Accumulated depreciation as on 30 June 2023</b>	-	-	<b>139,542,650</b>	<b>571,998</b>	-	-	<b>140,114,648</b>	<b>136,475,761</b>
<b>Net carrying amounts as on 30 June 2023</b>	-	-	<b>17,946,169</b>	<b>2</b>	-	-	<b>17,946,171</b>	<b>21,585,058</b>
<b>Net carrying amounts as on 30 June 2022</b>	-	-	<b>21,585,056</b>	<b>2</b>	-	-	<b>21,585,058</b>	<b>26,682,865</b>

# UNIT - WISE RESULT

FOR THE YEAR ENDED 30 JUNE 2023

(AS PER REQUIREMENT OF THE SECURITIES AND EXCHANGE RULES, 1987)

Annexure -B

Particulars	Notes	Amount in Taka		
		Battery Unit	Biscuit & Other Units	30 June 2023
Revenue	26.00	432,666,932	25,352,580,696	21,438,817,722
Cost of Goods Sold	27.00	(301,939,808)	(19,356,120,391)	(16,518,452,978)
<b>Gross Profit</b>		<b>130,727,124</b>	<b>5,996,460,305</b>	<b>4,920,364,744</b>
<b>Operating Expenses</b>		<b>(65,798,246)</b>	<b>(3,855,518,434)</b>	<b>(3,367,234,839)</b>
Administrative Expenses	28.00	(7,140,284)	(418,392,564)	(427,264,589)
Selling Expenses	29.00	(58,657,962)	(3,437,125,870)	(2,939,970,250)
<b>Profit from Operations</b>		<b>64,928,879</b>	<b>2,140,941,870</b>	<b>1,553,129,905</b>
Finance Cost	30.00	(2,800,618)	(164,105,174)	(122,900,955)
Other income	31.00	62,128,261	1,976,836,696	1,430,228,950
		4,294,169	251,621,415	259,089,757
		<b>66,422,430</b>	<b>2,228,458,111</b>	<b>1,689,318,707</b>
Net changes in fair value of investment in shares of listed companies			(290,667)	(4,606,618)



## (AS PER REQUIREMENT OF THE SECURITIES AND EXCHANGE RULES, 1987)

Particulars	Notes	Amount in Taka	
		Battery Unit	30 June 2023
		Biscuit & Other Units	30 June 2022
Contribution to WPP & W Funds		2,294,589,874	1,684,712,089
<b>Profit before Tax</b>		(109,266,184)	(80,224,385)
		2,185,323,689	1,604,487,704
Current Tax		(626,226,783)	(406,097,322)
Deferred Tax Income/(Expense)		(2,859,784)	6,762,879
<b>Profit after Taxation</b>		(629,086,567)	(399,334,443)
<b>Other Comprehensive Income</b>		1,556,237,123	1,205,153,261
		-	-
<b>Total Comprehensive Income</b>		1,556,237,123	1,205,153,261



# PROXY FROM

OLYMPIC INDUSTRIES LIMITED  
অলিম্পিক ইন্ডাস্ট্রিজ লিমিটেড



I/We .....

of .....

being a shareholder of Olympic Industries Limited and a holder of .....shares do hereby

appoint Mr./Mrs. ....

of .....

as my/our proxy to attend and vote for me/us on my/our behalf at the 44<sup>th</sup> Annual General Meeting of the Company to be held virtually (via Zoom, accessible at <http://agm.olympicbd.com>) on Thursday, 21 December 2023 at 11:00 A.M. and / or at any adjournment thereof.

The specimen signature and Folio / B.O. Number of the Proxy are furnished below.

As witness my/our hands this ..... day of ..... 2023 in

the presence of .....

Signature of Proxy Folio /B.O. No. of Proxy:	Signature of Shareholder(s) Folio / B.O. No. of Shareholder(s):
Signature of Witness	

Note: A shareholder entitled to attend and vote at the 44<sup>th</sup> Annual General Meeting may appoint another shareholder as a Proxy to participate and vote on his/her behalf. The Proxy Form duly completed, signed and affixed with Tk. 100.00 Revenue Stamp must be deposited to the company or may be sent by email to "mintu.das@olympicbd.com" at least 48 hours before the meeting.

Signature Verified

Authorized Signatory  
**Olympic Industries Limited**

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f: +880-2223387485  
info@olympicbd.com  
www.olympicbd.com

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62-63 Motijheel C/A  
Dhaka-1000  
Bangladesh

**OLYMPIC INDUSTRIES LIMITED**  
**অলিম্পিক ইন্ডাস্ট্রিজ লিমিটেড**

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