



Annual Report

2014 - 2015



Agricultural Marketing Co. Ltd.

www.pranfoods.net





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Our Corporate



Mission

Poverty & Hunger Are Curses
Our Aim:
To Generate Employment &
Earn Dignity & Self-Respect
For Our Compatriots
Through Profitable Enterprises.

WHY



P R A N
Programme for Rural Advancement Nationally
প্রগতি রূপায়নে অগ্রণী নবোদ্যম

We in Bangladesh are blessed with a climate ideally suited to agriculture, specially fruits and vegetables-rich in taste and flavour, sweet, mellow and juicy.

Our deltaic plains are among the most fertile in the world created and drained by the mighty rivers-the Padma, the Jamuna & the Meghna. There is plenty of water.

And farming is a way of life to our people.

Our comparative advantage as an economy lies in agriculture. We believe the way to economic prosperity is through agri and agro-business.

PRAN is in testimony to our convictions. It stands for: “**Programme for Rural Advancement Nationally**”, or in Bangla: “**প্রগতি রূপায়নে অগ্রণী নবোদ্যম**”।

PRAN is the largest grower and processor of fruits and vegetables in the country.

Our contract growers cultivate the choicest fruits and vegetables which are processed in our modern and hygienic factories to highest quality standards.



AGRICULTURAL MARKETING CO LTD



QUALITY POLICY

It Is The Policy of Agricultural Marketing Co Ltd to Market Products of Consistent Quality At Home & Abroad as per World Standards Produced Hygienically In Accordance with Good Manufacturing Practices In State - of - The - Art Plants & Processes, Packed in Apropriate Packaging and Remain Committed to These Objectives at all times.

AMCL Have Adopted ISO-9001 as the Model for their Quality Management System. Accordingly a Documented System of Procedures and Instructions have been established throughout the organisation defining business processes, responsibilities and authorities.

Management is committed to providing the resources and creating an environment in which each employee can contribute his/her skill, talent and Ideas in a never - ending process of improvement and innovation in all aspects of business.

3 Aug 99

Chief Executive

CORPORATE DIRECTORY

BOARD MEMBERS

Chairman

Lt Col Mahtabuddin Ahmed (Retd)

Managing Director

Mr. Md. Eleash Mridha

Director

Mr. Ahsan Khan Chowdhury

Director

Mrs. Sabiha Amjad

Independent Director

Mr. M. A. Mannan

SENIOR MANAGEMENT

Director Finance

Mrs. Uzma Chowdhury, CPA

Chief Financial Officer

Mr. Choudhury Atiur Rasul

Director Marketing

Mr. Chowdhury Kamruzzaman

Company Secretary

Mr. Muhammad Aminur Rahman, ACS

REGISTERED OFFICE

PRAN-RFL Centre

FACTORY

105, Middle Badda, Dhaka-1212

Ghorashal

Phone: 88-02-9881792, Fax: 88-02-8837464

Palash, Narshingdi

Web: www.amclpran.com

AUDITORS

M J Abedin & Co.

LEGAL ADVISERS

Chartered Accountants

The Legal Empiricism

National Plaza (6th Floor),

Tropicana Tower, Suite No. A-10

109, Bir Uttam C.R. Datta Road

10th Floor, 45 Topkhana Road

Dhaka-1205, Bangladesh

Dhaka-1000, Bangladesh

BANKERS

a. The HongKong and Shanghai Banking Corporation Ltd (HSBC)

b. Standard Chartered Bank

Management Office, Level 4

SCB House,

Shanta Western Tower

67, Gulshan Avenue, Gulshan

186 Bir Uttam Mir Shawkat Ali Road

Dhaka-1212

Tejgaon I/A, Dhaka-1208

c. Commercial Bank of Ceylon PLC

d. Citibank N.A.

2, Dilkusha C/A, Dhaka-1000

109, Gulshan Avenue, Gulshan

e. Bangladesh Krishi Bank

Dhaka-1212

Local Principal Office

f. State Bank of India

83-85 Motijheel C/A, Dhaka-1000

24-25, Dilkusha C/A

g. AB Bank Ltd.

Post Box No.981

Motijheel Corporate Branch

Dhaka – 1000

BDBL Building, 8 Rajuk Avenue

h. Bank Asia Ltd.

Dhaka-1000

Scotia Branch, 117/1 Rangs Bhaban,

i. International Finance Corporation (IFC)

Level-1, Old Airport Road, Tejgaon

2121 Pennsylvania Avenue, NW, F8K-123

Dhaka

Washington, DC 20433 USA

j. IFIC Bank Ltd

Ghorashal, Narshingdi

29th

Annual General Meeting

December 24, 2014



The Directors of the Company during the meeting



The Shareholders of the Company in 29th AGM

Letter of Transmittal

The Investors
Bangladesh Securities and Exchange Commission
Dhaka Stock Exchange Ltd.
Chittagong Stock Exchange Ltd.
Registrar of Joint Stock Companies and Firms

Subject: Annual Report for the year ended 30th June, 2015

Dear Sir (s)

We are pleased to enclose a copy of the Annual Report together with the Audited Accounts including Statement of Financial Position as at 30th June, 2015, Statement of Comprehensive Income, Changes in Equity and Cash Flows for the year 30th June, 2015 along with notes thereon and all related Financial Statements for your record/necessary measures.

Yours faithfully,



Muhammad Aminur Rahman, ACS
Company Secretary



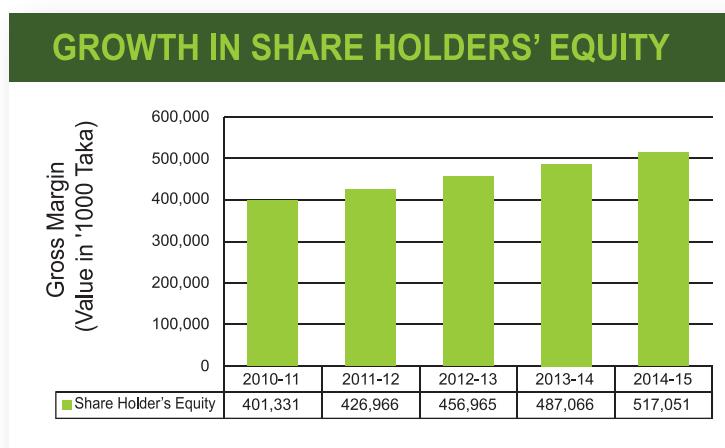
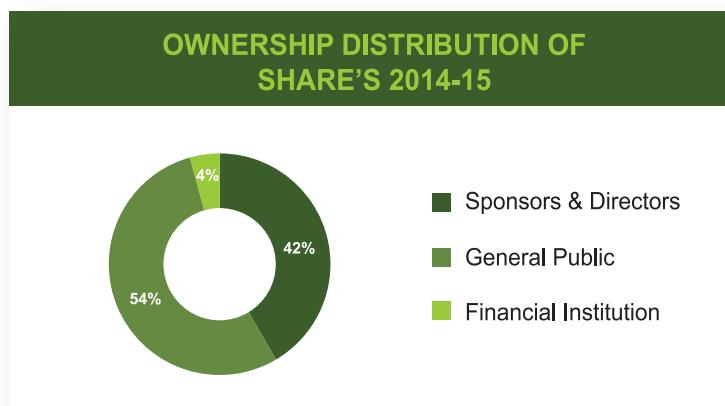
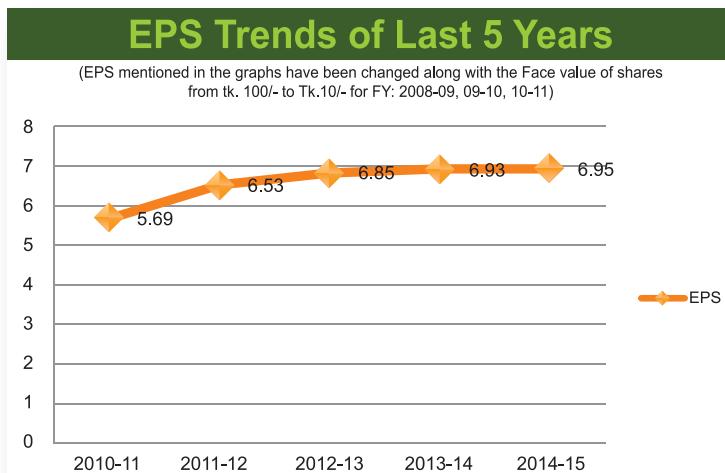
FIVE YEAR FINANCIAL STATISTICS

Particulars	2010-11	2011-12	2012-13	2013-14	2014-15
Authorized Capital	500,000	500,000	500,000	500,000	500,000
Paid up Capital	80,000	80,000	80,000	80,000	80,000
Share Premium	40,000	40,000	40,000	40,000	40,000
Turnover (Gross)	1,442,663	1,632,142	1,763,399	1,934,567	21,00,493
Turnover (Net)	1,316,346	1,479,083	1,554,447	1,727,218	1,886,505
Gross Margin	286,842	327,733	345,649	374,015	389,958
Profit Before Tax	55,359	67,037	67,646	70,706	71,210
Surplus After Tax Holiday Reserve	45,490	52,218	54,830	55,426	55,585
Tangible Fixed Assets (Net)	415,826	360,436	334,977	341,808	658,082
Cumulative Surplus	257,331	306,966	337,103	367,066	397,051
Shareholders' Equity	401,331	426,966	457,103	487,066	517,051
Dividend Proposed	31%	31%	31%	32%	32%
Return on Paid up Capital	56.86%	65.27%	68.54%	69.28	69.48
Book Value Per Share (Tk.)	501.66	53.37	57.14	60.88	64.63
Earning Per Share (Tk.)	56.86	6.53	6.85	6.93	6.95
Market Value Per Share (Tk.)	1527.00	128.00	128.60	222.00	190.95
Price Earning Ratio (Times)	26.85	19.61	18.76	32.04	27.48

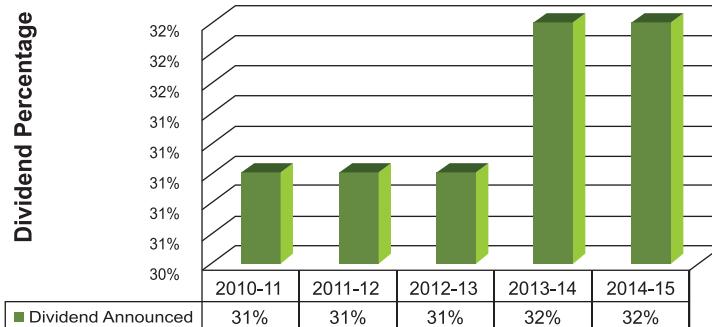
Number of Shareholders (As on 30th June)

General Public	4,611	4,623	4,599	4619	4677
ICB Investors Account	30	14	26	26	31
Financial Institutions	6	11	14	17	12
Employee	0	0	3	5	5

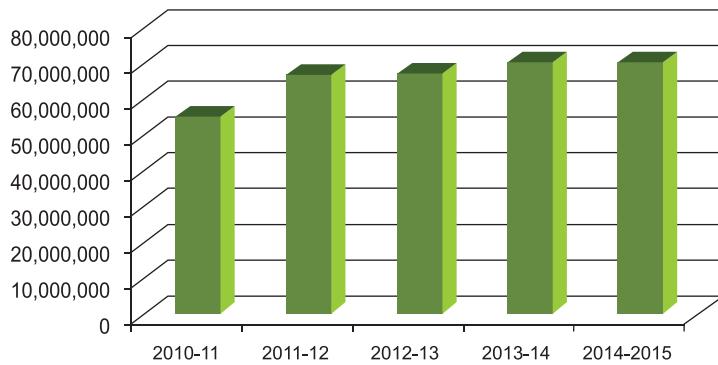
GRAPHICAL PRESENTATION OF SOME FINANCIAL FIGURES



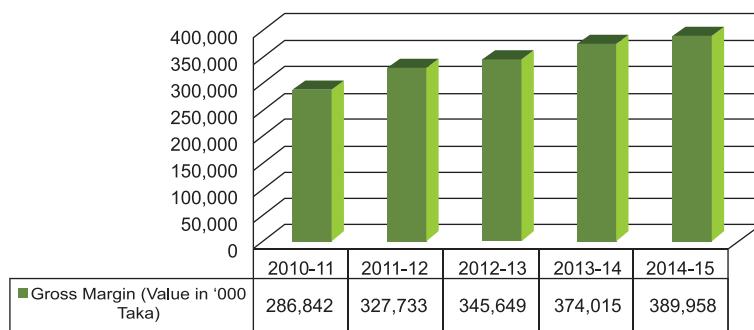
DIVIDEND ANNOUNCED



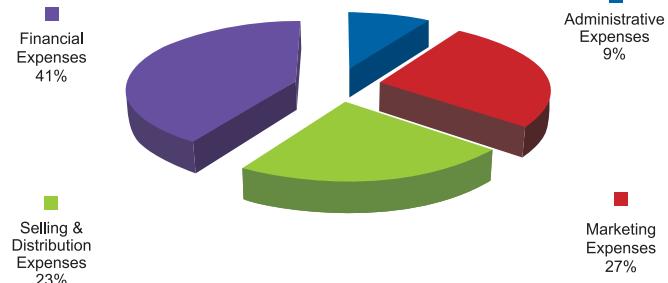
EBIT (EARNINGS BEFORE INTEREST & TAX)



GROSS MARGIN (VALUE IN '000 TAKA)



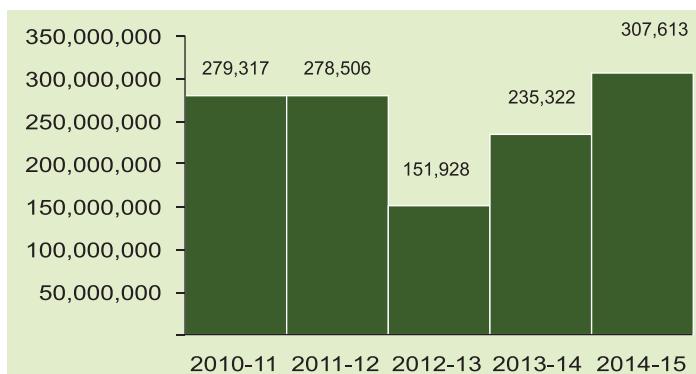
Expense Allocation FY: 2013-14



Expense Allocation FY: 2014-15



EXPORT REVENUE (VALUE IN `000 BDT)





Board Members

LT COL MAHTABUDDIN AHMED (RETD) CHAIRMAN

Lt Col Mahtabuddin Ahmed (Retd) is the Chairman of Agricultural Marketing Company limited. Mr. Ahmed joined in Pakistan Military Academy as a cadet in the year 1951 and completed 2 years training. He started his career in Pakistan Army in 1954 and served for a long time. After the Liberation war he retired from the Bangladesh Army as Lt. Colonel in 1974. Retiring from the army service, he started his career in civil service and worked as the Chief of Investigation Cell of Bangladesh Textile Mills Corporation (BTMC). He retired from BTMC as Director (Personnel, Marketing and Purchase) in 1983. He joined in Agricultural Marketing Company Limited as member of the board from the very beginning of the company. He is a prominent social worker and the Past President of Rotary Club Dhaka Central. Mr. Ahmed has vast experience in planning & operation, human resource management and commercial matters during his career.

MD ELEASH MRIDHA MANAGING DIRECTOR

The Board of Directors of Agricultural Marketing Company Limited appointed Mr. Md. Eleash Mridha as the new Managing Director of the Company with effect from 30 August, 2015. He has been nominated by M/s. Property Development Limited, shareholder of AMCL-PRAN. Mr. Mridha has a long professional expierence in various operational areas. Mr. Mridha completed his graduation from the University of Dhaka in 1989 and completed his MBA in finance. He is well trained professional with a lot of operational expierece in varipus aspects in the Company.

Profile of the Board Members

AHSAN KHAN CHOWDHURY DIRECTOR

Mr. Chowdhury completed Bachelor of Arts in Business Administration from Wartburg College USA in 1992. Earlier he was the President of International Student Association in USA during his education and became outstanding international student in the same year. After returning to Bangladesh, he joined in the Board of Directors of Agricultural Marketing Company Limited in 1992. He attended many training sessions, seminars and courses on management development, strategic planning, financial management, sales & marketing in home and abroad. Being one of the business leaders in the country he grabbed Best Exporter's Trophy for several years awarded by the government of Bangladesh. Currently he is an active member of premier trade bodies, associations & clubs in Bangladesh.

MRS SABIHA AMJAD DIRECTOR

Mrs. Amjad has 34 years wide Directorial and Entrepreneurial experience in her career. For her excellent dynamic leadership in business areas, the group excelled in many directions. Earlier she completed Bachelor in Economics from Punjab University in 1966. She completed her Masters degree in Economics from the University of Dhaka in 1975. She obtained another Masters degree in English from Rajshahi University in the year 1981. Joined in the Board of Directors of Agricultural Marketing Company Limited in 1985. Now she is one of the members of newly formed Audit Committee of the company.

MR. M. A. MANNAN INDEPENDENT DIRECTOR

The Board of Directors of Agricultural Marketing Company Limited appointed Mr. Mannan as the Independent Director of the company for a period of 3 years. He is a knowledgeable individual having practice in financial, regulatory and corporate laws of the country. Mr. Mannan completed his Bachelor B.A. Banking Diploma, DAIBB. He has a long professional experience in financial sector specially in banking areas. He served different branches of Pubali Bank Ltd. during the period from 1979 to 1982. After successful completion of 5 (five) years managerial job, he was posted to Sylhet as AGM in 2001 & worked there for more than 5 (five) years. Worked in various segment of banking sector including Human Resources & Audit division and performed quite efficiently.



NOTICE OF THE 30TH ANNUAL GENERAL MEETING

Notice is hereby given that the 30th Annual General Meeting of the Investors of Agricultural Marketing Co Ltd will be held on Tuesday, 22nd December, 2015 at 10:00 a.m. at Trust Milonayaton, 545 Old Airport Road, Dhaka Cantonment, Dhaka-1206 to transact the following business:

AGENDA

1. To receive, consider and adopt the Audited Accounts as of 30th June, 2015 together with Reports of the Auditors and Directors thereon.
2. To elect Directors as per Articles of Association of the Company.
3. To declare Dividend @ 32% for the year 2014-2015.
4. To appoint Auditors for the year 2015-2016 and fix their remuneration.
5. To approve the appointment of new Managing Director

October 27, 2015

By Order of the Board



Muhammad Aminur Rahman, ACS
Company Secretary

NOTES:

- A. The Record Date/Book-Closure shall be on 16.11.2015.
- B. Trading of the Company's shares in the Stock Exchanges will remain suspended on the Record Date. Members, whose names will appear in the Company's register (Certificated and Depository) at the close of business on the Record Date/Book-closure, will be entitled to attend the AGM.
- C. A member entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend and vote in his/her behalf. The Proxy Form duly stamped, must be deposited at the Registered Office of the Company not later than 48 hours before the time fixed for the meeting. Proxy must be a member of the Company.
- D. Members are requested to notify change of address, if any, to the Company.
- E. Admission to the meeting room will be strictly on production of the Attendance Slip sent with the Annual Report.

৩০ তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

এই মর্মে বিজ্ঞপ্তি প্রদান করা যাচ্ছে যে, এগ্রিকালচারাল মার্কেটিং কোম্পানী লিমিটেড - এর বিনিয়োগকারীদের ৩০ তম বার্ষিক সাধারণ সভা আগামী ২২শে ডিসেম্বর, ২০১৫ ইং রোজ মঙ্গলবার সকাল ১০.০০ ঘটিকার সময় ট্রাস্ট মিলনায়তন, ৫৪৫, পুরাতন বিমান বন্দর রোড, ঢাকা সেনানিবাস, ঢাকা-১২০৬ এ অনুষ্ঠিত হবে।

আলোচ্য সূচী

১. ২০১৫ সালের ৩০শে জুন তারিখে সমাপ্ত অর্থ বংসরের নিরীক্ষিত হিসাব এবং তার উপর নিরীক্ষকবৃন্দের এবং পরিচালকমণ্ডলীর প্রতিবেদন বিবেচনা ও গ্রহণ।
২. কোম্পানীর সংঘবিধি অনুযায়ী পরিচালকমণ্ডলীর নির্বাচন।
৩. ২০১৪-২০১৫ সালের জন্য ৩২% হারে লভ্যাংশ ঘোষনা।
৪. ২০১৫-২০১৬ সালের জন্য নিরীক্ষক নিয়োগ ও তাদের পারিশ্রমিক নির্ধারণ।
৫. নতুন ব্যবস্থাপনা পরিচালক নিয়োগের অনুমোদন।

তারিখ: ২৭.১০.২০১৫ ইং

পরিচালকমণ্ডলীর আদেশক্রমে

মোহাম্মদ আমিনুর রহমান, এসিএস
কোম্পানী সচিব

দ্রষ্টব্য :

- ক) 'রেকর্ড ডেট' / বুক-ফোজার ১৬.১১.২০১৫ তারিখ হিসাবে গণ্য হবে।
- খ) 'রেকর্ড ডেট' / বুক-ফোজার তারিখে স্টিক একচেজে শেষার কেনাবেচে স্থগিত থাকবে। 'রেকর্ড ডেট' তারিখে ব্যবসায়িক লেনদেন শেষে যে সকল সদস্য/সদস্যর নাম কোম্পানীর রেজিস্টারে (সার্টিফিকেট ও ডিপোজিটরি) থাকবে কেবলমাত্র তারাই বার্ষিক সাধারণ সভায় (এজিএম-এ) অংশগ্রহন করতে পারবেন।
- গ) সভায় উপস্থিতি ও ভোট প্রদানের অধিকারপ্রাপ্ত সদস্য/সদস্য তার পরিবর্তে একজনকে প্রত্তি নিয়োগ করতে পারেন। যথোপযুক্ত ফ্ট্যাম্পস্যুক্ত প্রত্তি ফরম অবশ্যই সভার নির্ধারিত সময়ের অন্তত ৪৮ ঘন্টা পূর্বে কোম্পানীর রেজিস্টার্ড অফিসে জমা দিতে হবে। নিয়োগ প্রাপ্ত প্রত্তিকে অবশ্যই কোম্পানীর সদস্য/সদস্য হতে হবে।
- ঘ) সদস্য/সদস্য বৃন্দের ঠিকানার পরিবর্তন হলে কোম্পানীকে অবহিত করার জন্য অনুরোধ করা হচ্ছে।
- ঙ) সভাকক্ষে প্রবেশের জন্য বার্ষিক প্রতিবেদনের সাথে প্রেরিত প্রবেশপত্র দেখাতে হবে।

***Instant
Energy***



GLUCO-V
Lemon Flavour

FEEEL
THE
CHILL



DIRECTORS' REPORT TO THE SHAREHOLDERS

For the year ended 30 June 2015

WELCOMING SHAREHOLDERS

The Board of Directors on behalf of Agricultural Marketing Company Limited (AMCL) welcomes you all to the majestic event of our 30th Annual General Meeting (AGM) which is indeed a symbol of our loving bond of years. Before we step in this grand occasion we are delighted to present successfully 30th Annual report to our valued shareholders and interested group of people and other stakeholders. Please also find the audited financial statements of the company and auditor's report for the year ended on 30 June 2015 along with this report. We have made this presentation on the basis of operational activities throughout the year and placed it before you for your consideration along with approval and adoption.

BUSINESS OPERATION REVIEW

Management is fully aware of the operational activities performed throughout the year. The market for food and beverage is significantly becoming competitive in recent times. Our products are diversified according to the customers' requirements and eagerness. Having economical, political and inflation issues, the company performed better than the last year considering its commitment to the valued investors.

We have tried to earn more revenue by increasing present production capacity. New Juice Filling and Bottling line is installed therefore production capacity increased by 82% in this reporting year. This has also increased the actual production as well. This year the actual production for Juice & Drinks was 191,956,517 pcs/pkt, which is 81% higher than the last year. Production capacity for Mineral water was also increased by 59%. The management ensured optimization of company's equipment usage and tried to maximize production capacity this year. To operate those new equipments, human resources have been utilized to their full potential.

This year, the management successfully reduced the financial cost for enhancing profitability. Financial cost reduced to 4.53% than the last year's due to payment of less interest on Working Capital Loan. On the other hand manufacturing, administrative, marketing, selling and distribution expense increased to 5%, 17%, 8.1% and 15.6% respectively.

Considering the entire adverse factors for consumer business, Net Revenue increased from Tk. 172 crore to Tk. 188 crore which is 9.22% higher than the last year's proceeds.

The percentage of production capacity for the products of the company is listed below:

Name of Items	Capacity (In Pcs/Pkt.)	Production (In Pcs/Pkt.)	Percentage
Juice ,Drinks & Others	309,212,000	191,956,517	62.07%
Mineral Water	53,830,000	34,312,536	63.74%
Soft Drinks	16,650,000	6,225,503	37.39%
Mango Bar and Others	11,580,000	1,116,923	9.64%

EXPORT OF GOODS

As a pioneer AMCL dominates the domestic market and now putting more concentration on expanding its business around the globe. Despite the presence of adverse factor, company's effort to accelerate the export business is running in full swing, especially by creating export sales set up and participating in international trade food fair in abroad for more interaction with prospective export clients. We feel immense pleasure to inform you that the company earned foreign currency US\$ 3.9 million from its export proceeds, whereas it was US\$2.9 million in the last fiscal year. The export revenue is 34.45% higher than that of previous years' and this has happened due to management's focus on global concepts.

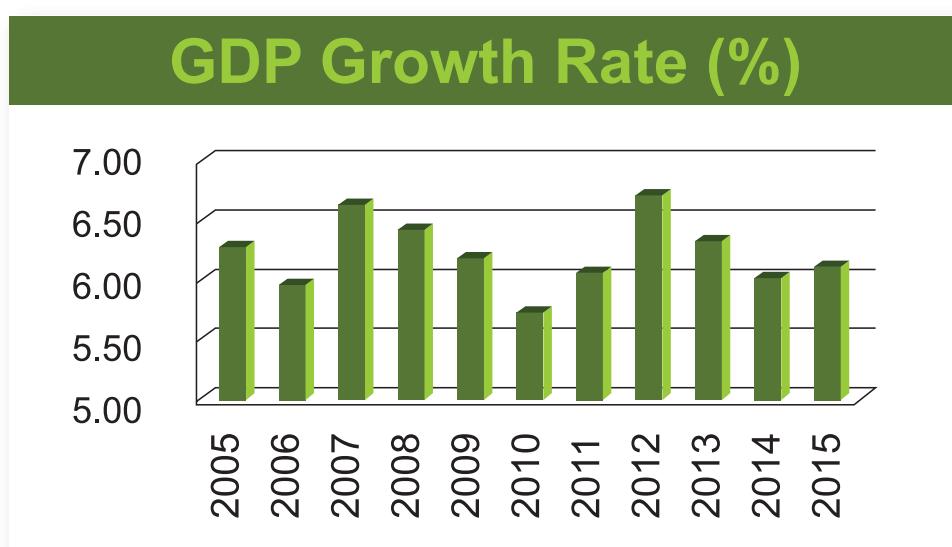
SALES & DISTRIBUTION

AMCL's primary engine of business development is our direct sales mechanism. Our Customer-facing employees, in close collaboration with sales and marketing support extensive ecosystem of partners provide scalability to meet the demand for AMCL's innovation. This effective chain has actually strengthened our brand image to the customers as PRAN. Our customers' are happy to increase the usage our products in the day-to-day life, and is reflected in increase number of sales and revenue in the year 2014-15. We have the strongest sales and distribution network, which helped us to reach the current position in the market. This allows us to serve a mass number of customer and contribute positively in national economy.

SOCIO-ECONOMIC POSITION OF COUNTRY: INDUSTRY PERSPECTIVE

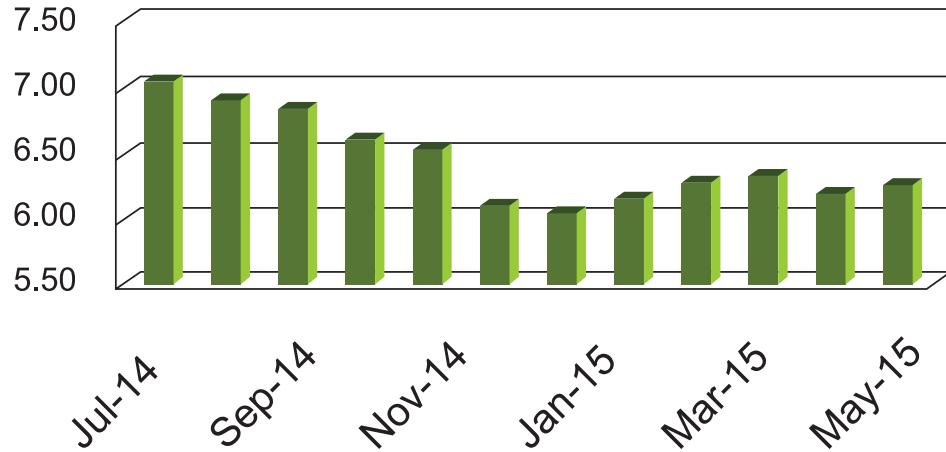
For development of country's socio-economic position, infrastructure facilities must be ensured to the entrepreneurs. Industrial sector can not advance if sufficient investment is not enhanced by finance providers in due time. Moreover, government authorities change regulations for business operation. As a result, in recent years, growth of food and beverage manufacturing business is affected. Market economy is gradually facing challenges of growth and tighter global financial conditions. GDP growth rate recorded as 6.51 percent in FY 2014-15. The foreign exchange reserve of the country increased to over \$25.02 billion due to substantial remittance inflows which had a stabilizing effect on exchange rates as well.

Country's macro economy is facing a challenging time due to instable inflation and slowdown of overall economic activities. The rate of inflation as recorded in Bangladesh on September, 2014 is 6.84 percent.



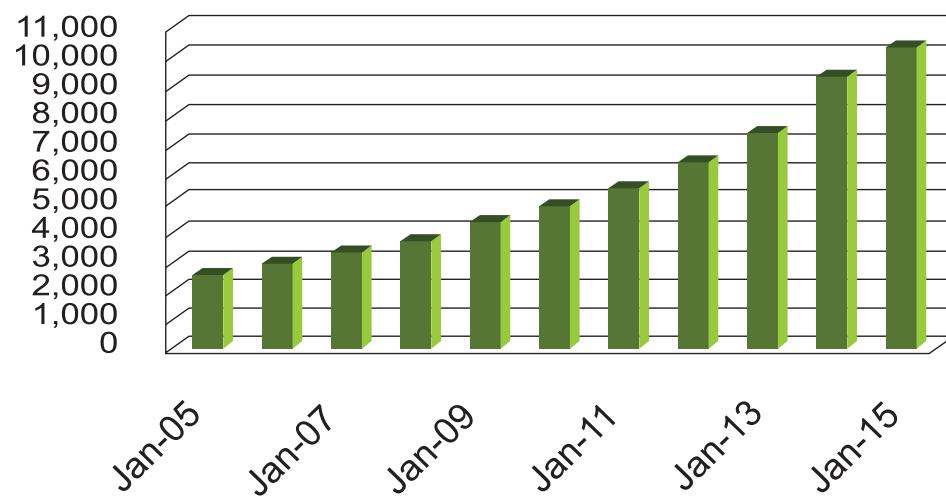
Source: Bangladesh Bank

Inflation Rate (%)



As usual the Country's non-productive expenditure was continuing this year and the consumer spending climbed at highest in the last decades. The table indicates the spending by the consumers is increasing at 13.07 percent than that of last year.

Consumer Spending



OPERATIONAL PERFORMANCE

We are happy to inform you that, regardless of economic downturn and stiff competition during the reviewing year, AMCL (PRAN) made a gross sale of approximately Tk. 188.6 Crores as against Tk. 172.7 Crores during the previous year. This is 9.22% higher than that of last year. At the same time cost of production also increased. Costs of other raw materials for packaging like resin, tetra packs foil etc. increased substantially. The Management reviewed the wages of the workers' according to the existing labor law and increased over the previous due to inflation in food items. This has an adverse impact on the cost of production. We wanted to cover up the costs by increasing sales, but tried to avoid hiking of price of our consumer goods. Most of our demandable product price was static in the last fiscal year. In the face of the adverse situations your company earned Tk.7.42 Cr. operating profit and Tk. 5.54 Cr. net profit, after deducting Workers Profit Participation Fund (WPPF) and Corporate Tax including differed tax.

The comparatives on the financial performance of the Company for twelve-month period to June 30, 2015 are presented below:

Particulars	30-June-2015 (Taka)	30-June-2013 (Taka)	% Increase
Revenue	1,886,505,385	1,727,217,669	9.22%
Cost of Goods Sold	1,496,547,549	1,353,202,996	10.59%
Gross Profit	389,957,836	374,014,673	4.26%
Operating Expense	316,069,807	299,735,993	5.44%
Net Profit (Before Tax)	71,210,226	70,706,446	0.71%
Provision for Tax	15,625,507	15,282,320	2.24%
Net Profit after Tax	55,584,719	55,424,126	0.28%

The above table denotes that the growth of Agricultural Marketing Company Limited in terms of Revenue and Net profit after tax has increased 9.22% & 0.28% respectively in the year ended 30 June, 2015 compared to FY 2013-14. On the other hand, the company incurred operating expenses, which is 5.44% higher in this year compared to the previous year.

In addition to that Earning per Share (EPS) of the company for this year is Tk. 6.95 based on outstanding 80,00,000 shares of Tk.10 each.

COMPANY PRODUCTS

AMCL produces consumer products using the agro-commodity. It includes a comprehensive range of raw and finished goods under various categories. Company purchases agro-products directly from the farmer and process raw materials in its own factory shed. The company produces different types and brands of Juice and Drinks, Mineral Water, Soft Drinks, Mango Bars. Beverages are bottled in Tetra pack, Glass Bottle, PET Bottle, Can etc. AMCL is now producing two categories of drinks. One is Flavored Drink and another is Soft Drink.

HUMAN RESOURCE MANAGEMENT

The long-term success of the Company depends on its capacity to attract, retain and develop employees. This enables the business to ensure its growth on a continuing basis. Each new member joining in Agricultural Marketing Company Ltd. (AMCL) is to become a participant in developing a sustainable quality culture which implies a commitment to the organization and a sense for continuous improvement leaving no room for complacency.

The Agricultural Marketing Company Ltd. is committed to ensure a talent based, transparent, fair and equal employment opportunity in all of its sections. The Talent Management System is very scientific here, which has ensured that talented people take the lead and bring the organization onward to compete in the global market successfully.

Training is another secret behind the high-performing Human Resources of AMCL. We conduct Training Need Assessment and organize Need Based Training for each and every individual team members of AMCL. This year we have conducted training on Career Planning, Employee Motivation, Team Building, Grievance Handling, Fire and Electrical Safety, Chemical Safety, Workplace Safety, Computer Literacy, Personal Development etc. We have also conducted customized training for the electricians, plumbers, welders, lathe men, drivers in different phases.

COMPLIANCE MANAGEMENT

Compliance management is a critical component of the internal control process for any business and a prerequisite for assessing compliance with corporate performance standards.

In Agricultural Marketing Company Limited (AMCL) we try our level best to keep up with the growing industry and its reforming compliance standards by prioritizing our assessment and evaluation system in buyer's compliance, export compliance and social compliance. And therefore at those fundamental points we have to cut off an amount of foreseeable profit. We interpret compliance as incorporating standards that conform to specific requirements.



DIRECTORS' RESPONSIBILITIES FOR FINANCIAL STATEMENTS

The directors of the company are responsible for preparation and true and fair presentation of financial statements. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements those are free from material misstatement whether due to fraud or error or selecting and applying appropriate accounting policies. In that capacity, the Directors confirm, to the best of their knowledge that-

1. The financial statement that gives a true and fair view of the assets, liabilities, financial positions, and profit or loss of the company.
2. The strategic report includes a fair review of the development and performance of the business and the position of the company together with a description of the principal risk and the uncertainties.
3. The annual report and the financial statement taken as a whole are fairly balanced and understandable and provide the information necessary for shareholders to assess the company's performance.
4. And finally the financial statements, prepared by the Management of the Company, present fairly its state of affairs, the result of its operations, cash flows and change in equity.

APPLICATION OF BAS/IAS/BFRS/IFRS IN FINANCIAL STATEMENTS

International Accounting Standards (IAS), Bangladesh Accounting Standards (BAS), International Financial Reporting Standards (IFRS), Bangladesh Financial Reporting Standards (BFRS), International Standards for Auditing (ISA) provide basis, structure, guideline and the requirement for their content for presenting financial statement [IAS 12.1] and we assure that, this financial statement has been prepared following those standard and any deviation there-from has been disclosed adequately.

RESPONSIBILITY OF CHIEF EXECUTIVE OFFICER (CEO) & CHIEF FINANCIAL OFFICER (CFO) FOR FINANCIAL DISCLOSURES

As it is the responsibility of the Chief Executive Officer (CEO) and Chief Financial Officer (CFO) to examine and certify that the financial statement is free from materially untrue, misleading statement and omission of material fact along with re-presenting a true and fair view of company's affairs to their best knowledge and belief before placing it to the board. After their review, they have certified to the Board regarding true and fairness of financial facts and figures during preparation of this financial statements. The Board in its meeting held on October 27, 2015, recorded that the CEO and CFO jointly submitted their certification as required under Condition No 6 of the Corporate Governance Guidelines of BSEC.

SHAREHOLDING PATTERN

Securities and Exchange Commission has imposed a condition to disclose the Shareholding by the individuals having relation with the company in condition no: 1.5 (xxi). The board is presenting the shareholding structure as on 30 June 2015 as Annexure-II in this Annual Report.

CORPORATE GOVERNANCE PRACTICE

For us- Corporate governance is the control of management in the best interests of the company along with accountability to shareholders. Corporate governance broadly refers to the mechanisms, processes and relations by which corporations are controlled and directed. AMCL believes that governance structures and principles identify the distribution of rights and responsibilities among different participants in the corporation (such as the board of directors, managers, shareholders, creditors, auditors, regulators, and other stakeholders) and include the rules and procedures for making decisions in corporate affairs.

Being one of the leading business enterprises and growing steadily, appropriate corporate governance practice is very much essential for us. Therefore, Sound and effective corporate governance practices are fundamental towards enhancing long-term performance, continued growth, success and reputation of our company. The Board reviewing company's operation ensures that the highest standards of corporate governance are applied to respect the laws of the country. The Board of Directors strongly believes that good corporate governance is vital in enhancing long-term performance and continuous growth and success.

This will also create good internal control system within the company.

Our Five Golden Rules of best corporate governance practices are:

1. **Ethics:** A clearly ethical basis to the business
2. **Attaining Business Goals:** Appropriate goals, arrived through the creation of a suitable stakeholder decision making model
3. **Strategic management:** An effective strategy process which incorporates stakeholder value
4. **Organization:** An organization suitably structured to effect good corporate governance
5. **Reporting:** Reporting systems are structured to provide transparency and accountability

AMCL has developed its corporate Governance framework based on Bangladesh Securities and Exchange commission (BSEC) Corporate Governance Notification, The Companies act 1994, Dhaka and Chittagong Stock Exchanges Listing Regulation, standard of business, politics and guideline of the company, laws of the land and local and global best practice.

The Board subscribes to internal guidelines on Corporate Disclosure Policies and Procedures based on the best practices recommended by Bangladesh Securities & Exchange Commission to provide the Company with appropriate guidance in discharging its disclosure obligations and to ensure that the Company moves beyond making the minimum mandatory disclosure requirements.

As the Company has significant presence in the capital market & also in business operation, it abides by the guidelines of the relevant regulators and authorities. Implementation of a sound corporate governance structure and procedures & standards are essential for a public company and we are happily pledged to implement those in the upcoming years.

As practiced earlier, company has appointed M/S. S A Rashid & Associates (Chartered Secretaries in Practice) this year to examine the compliance of conditions by BSEC. For appropriate reporting of governance under 7(ii), status of compliance has been annexed to this report. Auditor will provide a certification under condition 7(i) of Corporate Governance Guidelines after completing the examination and their documentary satisfaction.

COMPANY'S INTERNAL CONTROL

Effective internal control over financial reporting is intended to provide reasonable assurance about the reliability of a company's financial statements and the process of preparation of those statements.

Even company's success depends on how internal control system is effective within the organization. The board has the ultimate responsibility of establishing effective system of internal control. To ensure internal control regarding risk management, financial control and compliance legislation, the company follows the principle of decentralization. It has been designed to manage the risk of failure and to achieve the objective of the company. The company has established Internal Audit Department and appointed Head of Internal Audit to ensure internal control and compliance in place.

Basic Policy of AMCL on Internal Control System

- AMCL has created a framework to ensure that performance and duties of senior management and employees of the company are in compliance with relevant laws and regulations as well as the articles of incorporation.
- A framework to ensure an efficient performance of duties by directors of the company

- A framework aimed at preservation and control of information relating to the performance of duties by functional heads
- A framework including rules and preventing actions concerning the risks.
- A framework to ensure effective audit actions by the internal audit team and reporting regularly to Audit Committee.

APPROPRIATION OF PROFIT

Considering the financial results of the Company, the Directors are pleased to report you their recommendations for appropriation of earnings for the year under review. The appropriations are as follows:

Particulars	(Amount in '000Taka)	
	30-June-2015	30-June-2014
Net Profit after Tax	55,585	55,424
Add: Accumulated Surplus (brought forward)	350,997	320,871
Profit Available for appropriation	406,582	376,295
Less previous year adjustment	Nil	(661)
Depreciation on Revalued Asset	143	163
Proposed Dividend	(25,600)	(25,600)
Balance Carried forward	381,126	350,997

We are concerned about the interest of our valued investors. A stable Dividend policy is followed by the management considering benefits of the shareholders and safeguarding their valuable investment. Considering business conditions and growth, the Board of Directors proposed and recommended for declaration of Cash Dividend for the year 2014-15 at the rate of Tk. 32% In respect of proposed appropriation of profit, for our valued investors after reviewing the Company's profitability & stability. This will involve an amount of Tk. 25,600,000 for the accounting year 2015-16.

RISKS & CONCERNs

Running a business always creates different types of risk. Some of the potential hazards can destroy a business. When a risk arises, being aware about the risk at initial stage helps to neutralize the threat. The board of director recognizes the importance of sound risk management to safeguard shareholders investment and the company's asset.

Objectives of risk management of the company:

- Achieve and maintain a reduced cost of risk (both insurance and self-insurance) without placing the Institute in a position of risk exposure that could have a significant impact on its financial security and its Mission.
- Evaluate and assess all risks of loss and need related insurance.
- Whenever possible, modify or eliminate identifiable conditions and practices which may cause losses.
- Protect the interest off all other stakeholders.

We always concern about the financial management of the business as it works as a fluid for business life. The company has adopted an integrated risk management system where all employees are connected with

the chain of risk mitigation. If the risk mitigation process takes longer time the company goes for diversify the respective one to defend easily.

Basically AMCL tries to reach its goal following some steps. Those are:

- Risk Identification:
Risk identification is a key component of a robust framework. This means understanding the risk profile and identifying and assessing the significant risks contained within it.
- Risk Impact Assessment:
Risk Impact Assessment is concerned with assessing probability and impact of individual risks, taking into account any interdependencies or other factors outside the immediate scope under investigation.
- Risk Mitigation
The ultimate purpose of our risk identification and analysis are to prepare for risk mitigation. Mitigation includes reduction of the likelihood that a risk event will occur and reduction of the effect of a risk event if it does occur.
- Risk Monitoring
We think, the best 'risk management planning' is not of any use without a clear picture of how the situation in your project is developing in reality. We keep track of the identified risks, monitor the effectiveness of your risk responses and identify new or changed risks. This means having effective reporting mechanisms in place and ensuring that risk is covered in all key reports and reviews.
- Risk review
AMCL carried out risk audit by internal staff or external service provider. A risk audit provides a measure of independence and perspective. In our risk audit we focus on compliance with standards, procedures and legislative requirements.

EXPANSION & FUTURE PLAN

With a view to meeting up customers' expectation Agricultural Marketing Co. Limited is relentlessly trying its best to add more with perfection of quality for a long period of time. This intention and commitment have helped to gain faith on our product and on our operations of the valued customers. As a commitment to them, we have tried to expand the business for operation and safeguard shareholders' investment. Last year AMCL has established Juice and Canning Line, Juice Filling Machine, Sophisticated Blending Machine. To set up all this machineries AMCL has built a well equipped and well furnished three storied building measuring 57,486 sq. ft at its factory premise at Ghorashal. It has happened due to heartiest support from our valued customers. To value our customers' choice we are thinking to expand our business. Operation units are working on this and analyzing the prospective areas. Some new products will be added in company's basket in the upcoming days.

ROTATION OF DIRECTORS

According to the Clause 91(2) of the Companies Act 1994, not less than one third of the total number of directors of every Company other than Private Limited Company should retire from the position in the Annual General Meeting and if eligible can be re-elected. As a result Mr. Ahsan Khan Chowdhury will retire from their directorship according to Article 123 & 129 of Articles of Association. He will be eligible and can offer himself for re-election as per Article 130 in this Annual General Meeting.

APPOINTMENT OF NEW MANAGING DIRECTOR

As we lost our Ex-Managing Director, Maj. Gen. Amjad Khan Chowdhury (Retd) on July 08, 2015 and to fill the casual vacancy, the board appointed Mr. Md. Eleash Mridha as new Managing Director.

The Board of Directors of Agricultural Marketing Company Limited appointed him in the board meeting held on August 30, 2015. Following the meeting decision, the board was reconstructed as below:

Name	Designation
Lt. Col. Mahtabuddin Ahmed (Retd) (Representative from M/s: Property Development Limited)	Chairman
Mr. Md. Eleash Mridha (Representative from M/s: Property Development Limited)	Managing Director
Mrs. Sabiha Amjad	Director
Mr. Ahsan Khan Chowdhury	Director
CODE OF CONDUCT Mr. M.A. Mannan	Independent Director

The Board members of Agricultural Marketing Co. Limited are committed to operate the business with integrity. To ensure transparency & accountability of the Directors, the members of the Board have adopted a code of conduct. This code is applicable for new member inclusion of the Board and a compliance status is kept for necessary records at registered office of the company. The Directors are responsible for maintaining ethical code of conduct in relation to business & regulations from the govt. authorities. Compliance of Code of Conduct is reported by the members to the board annually.

CONTINUATION OF INDEPENDENT DIRECTOR

The Board of Director appointed Mr. M.A. Mannan as independent director on April 4, 2013 according to Corporate Governance Guidelines circulated by Bangladesh Securities and Exchange Commission. He is continuing in this position for this reporting financial year complying with the tenure of Independent Director set out in Corporate Governance Guideline [condition 1.2(vi)]. A brief resume of Mr. Mannan is annexed in separate page with the profile of other Board Members.

DIRECTOR'S REMUNERATION

The Company has fixed remuneration for the Board Members for attending the meeting of the members. The members of the Board of Directors of the Company having shares in the company do not receive any remuneration or reimburse any expense for attending the Board Meeting held during the year.

REAPPOINTMENT OF AUDITOR

The existing auditor M/s. M.J.Abedin & Co., Chartered Accountants retires at this Annual General Meeting. They being eligible for reappointment, M/s.M.J.Abedin & Co. Chartered Accountants, National Plaza (3rd Floor), 109, Bir Uttam C.R. Datta Road, Dhaka-1205 are hereby reappointed as auditors of the company to hold office till conclusion of next Annual General Meeting pursuant to the section 210 of The Companies Act, 1994 and other applicable provisions.

AUDIT COMMITTEE FUNCTIONS

It is very important issue for all Publicly Listed Companies to constitute an effective Audit Committee within the organization. So, the Board of Agricultural Marketing Company Limited has established an Audit Committee to comply with the conditions 3, 3.1, 3.2, 3.3, 3.4, 3.5 of the Corporate Governance Guidelines notified on 07 August 2012 by Bangladesh Securities and Exchange Commission (BSEC). The present Audit Committee is as follows:

Mr. M.A. Mannan	Independent Director	Chairman
Mr. Ahsan Khan Chowdhury	Director	Member
Mrs. Sabiha Amjad	Director	Member

Committee formed with a view to have assistance in continuous review, monitoring and assessment of performance of the organization systematically against the regulatory requirement, established policies, management of risk and compliance with the existing law of the country. The Audit Committee works as a sub-committee to the Board. The Company Secretary acts as Secretary to the Committee. The Independent Director is the Chairman of the committee and the Board has appointed him for a period of 03(Three) years and it can be extended for another term only.

RELATED PARTY TRANSACTION

The company has established appropriate procedures to ensure that the company complies with the directions of BSEC. All related party transactions are forwarded to the Audit Department for verification. The Board of Directors like to disclose the information related to the transactions with the parties involved with the business as required by the CG Guidelines circulated by BSEC. Details of related party transaction entered into by the company during the financial year under review are set out in note no: 47 of this financial statement.

SEGMENT INFORMATION

AMCL sells its own products through its sales centers and dealers. Quantitative disclosure of company's product disclosed as follows. Information has been segmented as -

- (i) Production Capacity and Actual Production
- (ii) Sales
- (iii) Finished Goods

The segment information about company's products are displayed in the notes 48 (a), (b), (c) in the financial statements in this report which is consistent with the total sales value for the purposes of evaluating performance.

GOING CONCERN

The Board of Directors of AMCL confirms that they have reasonable expectation on the going concern identity of the company. Analysis of previous business operation and cause and effect in the financial statement are the basis of this confirmation Management has prepared financial statements on a going concern basis, having made due enquiries that the Company have adequate resources to continue operations in the foreseeable future.

EXTRA-ORDINARY EVENTS

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

UTILIZATION OF PROCEEDS PROM PUBLIC ISSUE

No such event of collecting fund from public issues took place during the financial period which would require adjustment or disclosure in this annual report.

VARIANCE IN QUARTERLY AND ANNUAL FINANCIAL PERFORMANCE

During the financial year no such reporting is applicable for the management in respect of significant variance occurs between the Quarterly Financial performance and Annual Financial Statements.

APPRECIATION

I would like to voice our deep appreciation & sincere gratitude on behalf of The Board of Directors of Agricultural Marketing Co. Ltd to the all valued investors, consumers, patrons, well-wisher, banks, insurance companies, Securities & Exchange Commission, Dhaka Stock Exchange, Chittagong Stock Exchange, Government regulatory agencies, Central Depository Bangladesh Limited and all business associates for their confidence, continued support & cooperation in accomplishing the company's business objective. We look forward to their continued support, co-operation, and guidance those are our constant source of encouragement in the day ahead.

The Directors also express their deep appreciation for the sincere and dedicated service rendered by the employees of the Group for the progress of the Company.

Once again we offer our heartiest thanks to all shareholders for their support during this year.

On behalf of the Board of Directors,



Md. Ehsash Mridha
Managing Director.

MAXX COLA

মাত্র হবে
সারাবেলা



KOPI House

Smart Refreshment



শেয়ারহোল্ডারদের প্রতি পরিচালকমণ্ডলীর প্রতিবেদন

৩০ জুন, ২০১৫ সমাপ্ত বছরের জন্য

সম্মানীত শেয়ারহোল্ডারগণ,

এগ্রিকালচারাল মার্কেটিং কোম্পানি লিমিটেড (এএমিএল) এর পরিচালনা পর্ষদ আপনাদেরকে কোম্পানির ৩০তম বার্ষিক সাধারণ সভা (এজিএম) এ আমন্ত্রণ জানাচ্ছেন। আমাদের এই গৌরবউজ্জ্বল সাধারণ সভা আমাদের মূল্যবোধ ও বন্ধনের পরিচয় বহন করে। আমি মূল আয়োজনের শুরুতেই সকলকে আমাদের ৩০তম বার্ষিক প্রতিবেদন প্রদান করছি। এই প্রতিবেদনটি কোম্পানির কার্যক্রম, নিরীক্ষিত আর্থিক বিবরণী, নিরীক্ষক প্রতিবেদনসহ (অডিটরস্ রিপোর্ট) আপনাদের বিবেচনা ও অনুমোদনের জন্য পেশ করছি। আমরা আমাদের ব্যবসার বর্তমান অবস্থা সংক্ষেপে তুলে ধরার সর্বোচ্চ চেষ্টা করেছি যা বৈশ্বিক পরিস্থিতি ও দেশের বিদ্যমান আর্থিক অবস্থাকেও প্রতিফলিত করবে।

ব্যবসায়িক কার্যক্রমের পর্যালোচনা

ব্যবস্থাপনা ও পরিচালনা পর্ষদ বছরব্যাপী ব্যবসায়িক কার্যক্রমের উপর সজাগ দৃষ্টি রাখেন। বর্তমান সময়ে খাদ্য ও পানীয় বাজার বেশ প্রতিযোগিতাপূর্ণ হয়ে উঠেছে। ভোকাদের চাহিদা ও পছন্দ অনুযায়ী আমাদের পণ্যগুলোও বৈচিত্র ও গুণগতমানে বিশেষ করে সাজানো হয়েছে।

বছর জুড়ে অর্থনৈতিক, রাজনৈতিক ও মুদ্রাশীতির মত ধকল কাটিয়েও বিনিয়োগকারীদের প্রতি প্রতিজ্ঞার মূল্যায়নে আপনাদের কোম্পানি গত বছরের তুলনায় বেশ ভাল কার্য সম্পাদন করেছে। মুনাফা বৃদ্ধির নিমিত্তে আর্থিক খরচ কমানোর ক্ষেত্রে ব্যবস্থাপনা সফলতার সাথে প্রচেষ্টা চালিয়েছে। প্রতিবেদন বছরেও আর্থিক খরচ গত বছরের তুলনায় ৪.৫৩% কমেছে। অন্যদিকে ব্যবসার পরিচালনা খরচ, বিপণন, বিক্রয় ও পরিবেশন খরচ বেড়েছে যথাক্রমে ১৭%, ৮.১% এবং ১৫.৬%। প্রতিকুল পরিবেশের মধ্যে থাকার পরেও আমাদের রাজস্ব ১,৭২৭,২১৭,৬৬৯ টাকা হতে বৃদ্ধি পেয়ে ১,৮৮৬,৫০৫.৩৮৫ টাকা হয়েছে যা গত বছরের তুলনায় ৯.২২% বেশি।

২০১৪-২০১৫ অর্থ বছরে কোম্পানির পণ্যের উৎপাদনের ক্ষমতার শতকরা আনুপাতিক হার নিম্নে দেয়া হলঃ

পণ্যের বর্ণনা অর্থবছর ২০১৪-২০১৫	ক্ষমতা (পিস/প্যাকেটে)	উৎপাদিত (পিস/প্যাকেটে)	উৎপাদন %
ফলের রস ও পানীয়	৩০৯,২১২,০০০	১৯১,৯৫৬,৫১৭	৬২.০৭%
খনিজ পানি	৫৩,৮৩০,০০০	৩৪,৩১২,৫৩৬	৬৩.৭৪%
কোমল পানীয়	১৬,৬৫০,০০০	৬,২২৫,৫০৩	৩৭.৩৯%
ম্যাঙ্গোবার এবং অন্যান্য	১১,৫৮০,০০০	১,১১৬,৯২৩	৯.৬৪%

পণ্য রপ্তানী

এএমিএল দেশের কৃষি পণ্যের বাজারে নেতৃত্বপ্রদানকারী অন্যতম কোম্পানি, এবং এটি বিশ্বব্যাপী এর রপ্তানী প্রসারের জন্য কঠোর পরিশ্রম করে যাচ্ছে। টেকসই অর্থনৈতিক উন্নয়নের জন্য, রপ্তানী দেশের রাজস্বের ভাল উৎস হতে পারে। অর্থনৈতিক উন্নয়নের জন্য গৃহীত উদ্যোগকে বৈদেশিক মুদ্রা শক্তিশালী করতে পারে।

বিশ্বব্যাপী রপ্তানী প্রসারের পথে নানাবিধ প্রতিবন্ধকতা থাকা সত্ত্বেও কোম্পানি দৃঢ়ভাবে তার রপ্তানী বৃদ্ধির জন্য প্রচেষ্টা অব্যহত রেখেছে। আগ্রহী ক্রেতাদের সাথে সম্পর্ক স্থাপনের জন্য বিদেশে আয়োজিত আন্তর্জাতিক খাদ্য মেলাতে অংশগ্রহণের পরিমাণ বৃদ্ধি করছে বিভিন্ন রকম পদক্ষেপ গ্রহণ করেছে। আমরা আপনাদেরকে আনন্দের সাথে জানাচ্ছি যে, কোম্পানি এর রপ্তানী হতে ৩.৯ মিলিয়ন মার্কিন ডলারের বৈদেশিক মুদ্রা অর্জন করেছে, যা পরিমান গত অর্থবছরে ছিল ২.৯ মিলিয়ন ডলার। গত বছরের তুলনায় ৩৪.৪৫% বৃদ্ধি পেয়েছে, এবং রপ্তানী ক্রয় বৃদ্ধিতে কর্তৃপক্ষে প্রত্যক্ষ তত্ত্ববধানের কারণে এ আয় বৃদ্ধি পেয়েছে।

বিক্রয় ও সরবরাহ

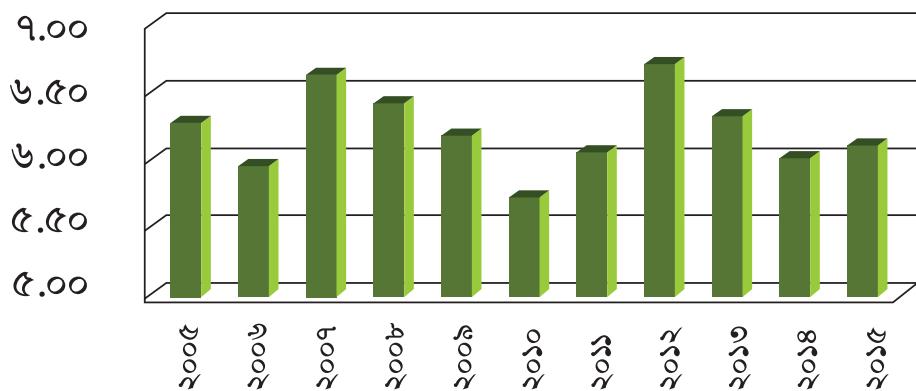
এএমসিএল এর ব্যবসায়িক উন্নতির মূল চালিকা শক্তি সরাসরি বিক্রয় পদ্ধতি। আমরা বৈশ্বিক পর্যায়ে প্রত্যক্ষ বিক্রয়সেবা স্থাপন করছি এবং নির্দিষ্ট দেশগুলোতে সাবসিডিয়ারির মাধ্যমে নিয়মানুসারে বিক্রয়সেবা দিয়ে আসছি। আমাদের নৃতন্ত্র ও বিস্তৃত পরিবর্তনের চাহিদা পূরণ করছে আমাদের ভোক্তামুখী কর্মী ও তাদের বিক্রয় ও বিপননের সাথে সংযোগ এবং সম্মানীত অংশীদারের সাথে বাস্তুসংস্থান, এই কার্যকর বিপনন ব্যবস্থা আমাদের ব্রান্ডের ইমেজকে ভোক্তাদের নিকট “প্রাণ” হিসাবে সমাদৃত করেছে। ভোক্তাগণ আমাদের পণ্য তাদের দৈনন্দিন জীবনে বেশি ব্যবহার করতে পেরে খুশি, যার প্রতিচ্ছবি ২০১৪-১৫ সালের আমাদের বিক্রয় ও রাজস্বেও পরিমাণ বৃদ্ধি ও ধারাবাহিকতা। আমাদের রয়েছে সবথেকে শক্তিশালী বিক্রয় ও সরবরাহ নেটওয়ার্ক যা আমাদেরকে বাজারের বর্তমান অবস্থানে নিয়ে যেতে সহায়তা করেছে। বিপুল সংখ্যক ক্রেতাকে সেবা প্রদানে এবং অর্থনীতিতে ইতিবাচক ভূমিকা পালনে এটি আমাদের সুযোগ করে দিয়েছে। আমরা বিশ্বাস করি আমাদের সেবাও পরিষেবা বিভিন্ন মানের শিল্পের সর্বস্তরের গ্রাহকদের সন্তুষ্ট করেছে।

দেশের আর্থ-সামাজিক অবস্থায় ৪ শিল্পখাত

দেশের আর্থ-সামাজিক উন্নয়নের জন্য অবকাঠমোগত সুবিধা সুনিশ্চিত করতে হবে। অর্থ বিনিয়োগকারী প্রতিষ্ঠানসমূহ কর্তৃক যথেষ্ট বিনিয়োগ নিশ্চিত না করলে শিল্পখাত এগিয়ে যেতে পারবেনা। তদুপরি, খাদ্য ও পানীয় প্রস্তুতকরণ ব্যবসার ক্ষেত্রে সরকার সময়ে সময়ে কিছু নীতিমালা পরিবর্তন করে। এর ফলে চলতি বচরণগুলোতে খাদ্যপ্রস্তুত ও বিপনন ব্যবসার প্রবৃদ্ধি কিছুটা ক্ষতিগ্রস্ত হয়েছে। গত বছরও অন্যান্য বছরের মত বাজার অর্থনীতির প্রবৃদ্ধি মন্তব্য ও কঠিনতর বৈশ্বিক অবস্থার সম্মুখীন হয়েছে। ২০১৪-২০১৫ সালে ৬.৫১% বৈদেশিক মুদ্রার উল্লেখযোগ্য প্রবাহের কারণে দেশে বৈদেশিক ছিতি বৃদ্ধি পেয়ে ২৫.০২ বিলিয়ন মার্কিন ডলারে দাঢ়িয়েছে, যা বিনিময় হারকে স্থিতিশীল রাখতে কার্যকর ভূমিকা পালন করছে।

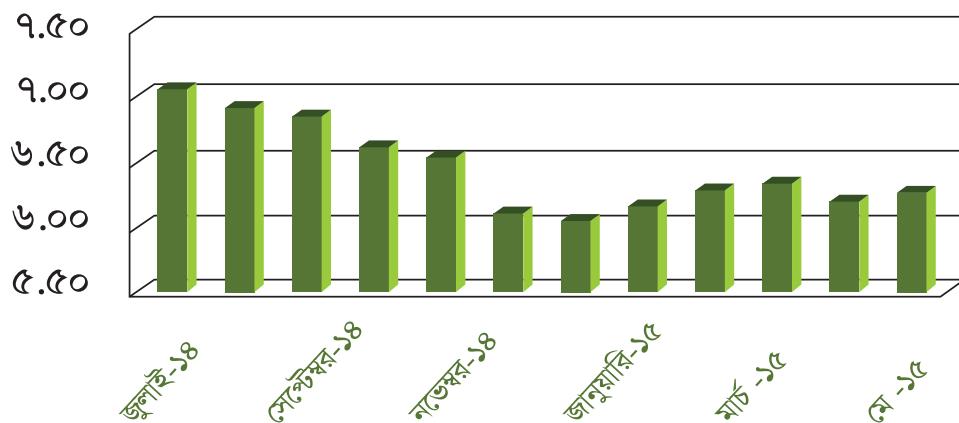
দেশের বৃহত্তর অর্থনৈতিক বাজারে মন্দার কারণ হিসাবে রয়েছে, অস্থিতিশীল মুদ্রাস্ফীতি এবং সামগ্রিক অর্থনৈতিক কর্মকাণ্ডের মন্তব্য গতি। ২০১৪ সালের সেপ্টেম্বর মাসে মুদ্রাস্ফীতির হার রেকর্ড করা হয়েছে ৬.৮৪%।

জিডিপি বৃদ্ধির হার (%)



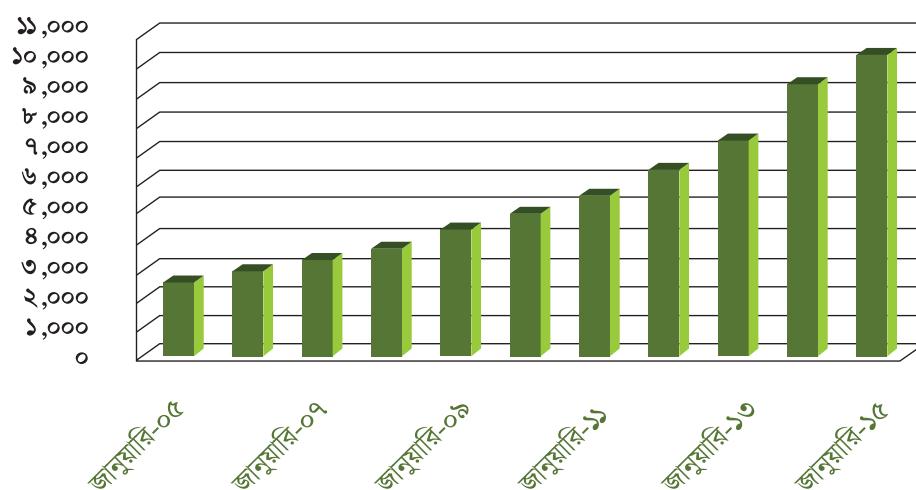
উৎস : বাংলাদেশ পরিসংখ্যান ব্যৱৰ্তো

মুদ্রাস্ফীতির হার (%)



আগের মতই দেশের অনুৎপাদনশীল খাতে খরচ, এবছরও বিদ্যমান ছিল এবং গত দশকে ভোক্তা খরচ সর্বোচ্চ পর্যায়ে পৌছায়। নিচের সংখ্যালেখাটি ভোক্তাদের খরচের প্রতি নির্দেশ করে যা গত বছরের থেকে ১৩.০৭ শতাংশ বৃদ্ধি পেয়েছে।

ভোক্তার খরচ



পরিচালনা কার্যক্রমের পর্যালোচনা

পর্যালোচনাধীন বছরের অর্থনৈতির নিম্নগামী প্রবণতা এবং কঠিন প্রতিযোগীতা সত্ত্বেও আমরা আপনাদেরকে আনন্দের সাথে জানাচ্ছি যে, এএমসিএল বিগত বছরের ১৭২.৭ কোটি টাকার মোট বিক্রয়ের স্থলে এ বছরে প্রায় ১৮৮.৬ কোটি টাকার মোট বিক্রয় সম্পন্ন করে। এটি গত বছরের তুলনায় ৯.২২ শতাংশ বেশী। একই সাথে উৎপাদন খরচও বেড়েছে। প্যাকেজিং এর অন্যান্য কাঁচামাল যেমন রেসিন, টেট্রা প্যাক ফয়েল ইত্যাদির খরচ কিছুটা বেড়েছে। বিদ্যমান শ্রম আইন মোতাবেক কর্তৃপক্ষ শ্রমিকদের মজুরী পর্যালোচনা ও সমন্বয় করেন। উৎপাদন খরচের উপর এর একটি বিরুপ প্রভাব আছে। আমরা চেয়েছিলাম বিক্রয় বৃদ্ধির মাধ্যমে খরচ সমন্বয় করার, তবে আমরা আমাদের ভোগ্যপণ্যের মূল্য বৃদ্ধি না করার চেষ্টা করেছি। গত অর্থ বছরে আমাদের পণ্যের মূল্য স্থিতিশীল ছিল। বিরুপ অবস্থার মুখ্যেও আমাদের কোম্পানি, শ্রমিকদের মুনাফায় অংশগ্রহণকারী তহবিল (ড্রিউপিপিএফ) এবং বিলম্বিত করসহ কর্পোরেট করবাদে ৭.৪২ কোটি টাকা ব্যবসায়িক মুনাফা এবং ৫.৫৪ কোটি টাকা নীট মুনাফা অর্জন করেছে।

জুন ৩০, ২০১৫ তারিখ পর্যন্ত ১২ মাসে কোম্পানির আর্থিক সক্ষমতার তুলনামূলক বিবরণ নিম্নে উপস্থাপন করা হলো :

বিবরণ	৩০-জুন-২০১৫ (টাকা)	৩০-জুন-২০১৪ (টাকা)	% বৃদ্ধি
রাজস্ব	১,৮৮৬,৫০৫,৩৮৫	১,৭২৭,২১৭,৬৬৯	৯.২২%
বিক্রিত পণ্যের খরচ	১,৪৯৬,৫৪৭,৫৪৯	১,৩৫৩,২০২,৯৯৬	১০.৫৯%
মোট মুনাফা	৩৮৯,৯৫৭,৮৩৬	৩৭৪,০১৪,৬৭৩	৮.২৬%
পরিচালন খরচ	৩১৬,০৬৯,৮০৭	২৯৯,৭৩৫,৯৯৩	৫.৮৮%
নীট মুনাফা (কর পরিশোধের পূর্বে)	৭১,২১০,২২৬	৭০,৭০৬,৪৪৬	০.৭১%
কর	১৫,৬২৫,৫০৭	১৫,২৮২,৩২০	২.২৪%
কর পরিশোধিত পরবর্তী মুনাফা	৫৫,৫৮৪,৭১৯	৫৫,৪২৪,১২৬	০.২৮%

উপরোক্ত ছক থেকে দেখতে পাচ্ছি যে, এগ্রিকালচারাল মার্কেটিং কোম্পানি লিমিটেড এর রাজস্ব ও কর পরবর্তী মুনাফার হার ৩০ জুন ২০১৫ তারিখে সমাপ্ত বছরে বিগত ২০১৩-১৪ অর্থবছরের তুলনায় যথাক্রমে ৯.২% ও ১০.৫৯% বৃদ্ধি পেয়েছে। অপরদিকে, কোম্পানি যে পরিচালন খরচ পরিশোধ করেছে তা বিগত বছরের তুলনায় ৫.৮৮% বেশী।

এর সাথে আরো উল্লেখ্য যে, অত্র বছরে কোম্পানির ১০ টাকা মূল্যমানের ৮০০০০০০ শেয়ারের প্রতি অর্জিত আয় হয়েছে ৬.৯৫ টাকা।

কোম্পানির পণ্য

এএমসিএল কৃষি উপকরণ থেকে প্রস্তুতকৃত পণ্য তৈরী করে থাকে। কোম্পানির বিভিন্ন প্রকার ও নামের জুস ও পানীয়, বিশুদ্ধ পানি, কোমল পানীয়, ম্যাংগোবার এবং অন্যান্য পণ্য উৎপাদন করে থাকে। আমাদের জুস ও পানীয় ট্রেটা প্যাক, কাঁচের বোতল, পেট বোতল ও ক্যান এর মাধ্যমে বাজারজাত করা হয়। কোম্পানি দুই ধরণের পানীয় তৈরী করে থাকে। প্রাকৃতিক স্বাদযুক্ত পানীয় ও কোমল পানীয়।

আমাদের পণ্য উৎপাদনে নতুন যোগ হয়েছে লিটল ষ্টার ম্যাংগো ড্রিংকস্ , অরেঞ্জ ড্রিংকস্ , ব্রেভার, রোবাস্ট সহ অন্যান্য।

মানবসম্পদ ব্যবস্থাপনা

কোম্পানির দীর্ঘমেয়াদী সাফল্য নির্ভর করে এর কর্মীদেরকে আকর্ষণীয় উন্নতির উদাহারণ হিসাবে সৃষ্টি করে উন্নয়নের যাত্রাপথের সঙ্গী করে নেওয়ার মাধ্যমে। এই প্রক্রিয়ায় ব্যবসার অব্যাহত উন্নতি নিশ্চিত হয়। এএমসিএল এ যোগদান করার প্রত্যেক নতুন কর্মীকে কোম্পানির টেকসই উন্নয়নের অংশীদার হিসাবে ধরা হয়। যা নির্দেশ করে অঙ্গীকার ও বাধাহীন অগ্রগতি, এগ্রিকালচারাল মার্কেটিং কোম্পানি লিমিটেড সর্বক্ষেত্রে মেধাভিত্তিক স্বচ্ছ, সুস্থি ও সমান কর্মসংস্থানের সুযোগ নিশ্চিত করতে প্রতিশ্রুতিবদ্ধ। দক্ষ ব্যবস্থাপনা পদ্ধতি অনেক বেশি বিজ্ঞানসম্ভব। আন্তর্জাতিক বাজারকে সফলভাবে পরিচালনা করতে এবং প্রতিষ্ঠানকে সামনের দিকে এগিয়ে নিয়ে যাওয়ার জন্য এই সকল মেধাবী জনশক্তি নেতৃত্ব নিচ্ছে। কোম্পানির এই সকল উচ্চমান সম্পন্ন জনশক্তির পিছনে রয়েছে যথাযথ প্রশিক্ষণ, আমরা প্রতিষ্ঠানের প্রত্যেক সদস্যদের জন্য তাদের প্রয়োজন মাথায় রেখে প্রশিক্ষণের ব্যবস্থা করে থাকে যেখানে প্রশিক্ষণের

কার্যকারিতা মূল্যায়িত হয়। এবছর আমরা পেশাগত পরিকল্পনা, কর্মীদের প্রেরণা, দলগত ব্যবস্থাপনা, অভিযোগ ব্যবস্থাপনা, অগ্নি ও বৈদ্যুতিক নিরাপত্তা, রাসায়নিক দ্রব্যাদি নিরাপত্তা, কর্মপরিবেশের নিরাপত্তা, কম্পিউটার শিক্ষা, ব্যক্তিগত মানোন্নয়ন এর উপর প্রশিক্ষণের আয়োজন করেছি। আমরা আমাদের কর্মীদের মধ্যে থেকে ঝুঁকিপূর্ণ কাজে নিয়োজিত যেমন ইলেকট্রিশিয়ান, মিঞ্চি, ওয়েল্ডার, লেদম্যান, ড্রাইভার এবং অন্যান্যদের তাদের উপযোগী প্রশিক্ষণ প্রদান করেছি।

আদেশ প্রতিপালন ব্যবস্থাপনা

আদেশ প্রতিপালন ব্যবস্থাপনা যে কোন ব্যবসার অভ্যন্তরীণ নিয়ন্ত্রণে অত্যন্ত জরুরী অংশ এবং ব্যবসায়িক মান অর্জনের পূর্বশর্ত। এএম-সএল এ আমরা আপ্রাণ চেষ্টা করি পরিমাপ ও মূল্যায়ন পদ্ধতিকে আমাদের দেশের দ্রুত বর্ধনশীল বাজার ও নতুনভাবে সংস্কারকৃত ক্ষেত্রে, ভোক্তা ও রঞ্জনি আইন কানুন মেনে চলার এবং এইসকল নীতিগত কারণে কখনো কখনো অনুমেয় লভ্যাংশ বাদ দিতে হয়।



আর্থিক প্রতিবেদনে পরিচালকদের দায়িত্ব

ব্যবসায়িক অবস্থার নির্দেশক হলো আর্থিক কার্যক্রম। সকল আর্থিক লেনদেন সংক্রান্ত বিষয় তাদের সভায় অনুমোদিত এবং শেয়াহে-অভ্যরণ কর্তৃক তাদের বার্ষিক সাধারণ সভায় তা গৃহীত হতে হবে। কোম্পানি পরিচালনার জন্য পরিচালকগণ দায়বদ্ধ এবং এই ক্ষমতা কারণে পরিচালকগণ তাদের সর্বোচ্চ জ্ঞানমতে নিম্নের বিষয়গুলো নিশ্চিত করেন যেঁ:

- (ক) কোম্পানির কর্তৃক প্রস্তুতকৃত আর্থিক প্রতিবেদনটি নিরপেক্ষভাবে উপস্থাপন করা হয়েছে যা কোম্পানির কার্যক্রম, নগদ প্রবাহ এবং তারল্যের পরিবর্তনের নির্যাস।
- (খ) কোম্পানির হিসাবের যথাযথ বাহি সংরক্ষণ করা হয়েছে।
- (গ) আর্থিক প্রতিবেদন প্রস্তুতকরণে যথাযথ হিসাবরক্ষণ নীতিমালা দ্রুতভাবে প্রয়োগ করা, এবং আর্থিক প্রতিবেদনটি উপযুক্ততা এবং যাচাইযোগ্যতার ভিত্তিতে প্রাক্কলন করা হয়েছে।
- (ঘ) অভ্যন্তরীণ নিয়ন্ত্রণ পদ্ধতি নিরাপদ এবং তা কার্যকরভাবে বাস্তবায়ন ও পর্যবেক্ষণ করা হয়েছে।
- (ঙ) চলমান কার্যক্রম চালিয়ে যাওয়ার ক্ষেত্রে কোম্পানির সক্ষমতায় কোন সন্দেহ নেই।

আর্থিক প্রতিবেদনে বিএস/আইএএস/বিএফআরএস/আইএফআরএস এর প্রয়োগ

কোম্পানির আর্থিক প্রতিবেদন প্রস্তুতকরণে আন্তর্জাতিক হিসাবরক্ষণ মানদণ্ড (আইএএস)/বাংলাদেশ হিসাবরক্ষণ মানদণ্ড (বিএএ-স)/আন্তর্জাতিক আর্থিক প্রতিবেদন মানদণ্ড (আইএফআরএস), বাংলাদেশ আর্থিক প্রতিবেদন মানদণ্ড (বিএফআরএস), বাংলাদেশে প্রযোজ্য আন্তর্জাতিক নিরীক্ষা মানদণ্ড অনুসরণ করা হয়েছে, এবং সেক্ষেত্রে কোন কিছু পরিহার করা হলে, তা যথাযথভাবে প্রকাশ করা হয়েছে।

প্রধান নির্বাহী কর্মকর্তা ও প্রধান অর্থ কর্মকর্তার আর্থিক প্রকাশনার দায়বদ্ধতা

বোর্ডের সম্মুখে ২০১৪-১৫ অর্থ বছরে কোম্পানির আর্থিক প্রতিবেদন পেশ করার পূর্বে তা পর্যালোচনার জন্য প্রধান নির্বাহী কর্মকর্তা এবং প্রধান অর্থ কর্মকর্তা প্রাথমিকভাবে দায়বদ্ধ। যদি তাদের পর্যালোচনা কোন অযৌক্তিক বা বেষ্টিক বিবরণ পাওয়া যায়, তাহলে তারা বোর্ডকে তা অবহিত করবেন। তাদের পর্যালোচনার পরে, তারা বোর্ডকে আর্থিক প্রতিবেদনের নিরপেক্ষতা ও সত্যতা সম্পর্কে প্রত্যয়নপত্র প্রদান করেছেন। বোর্ড ২৭ অক্টোবর বৰ্ষ ২০১৫ তারিখে অনুষ্ঠিত তাদের সভায় সিইও ও সিএফও কর্তৃক যৌথভাবে প্রত্যয়ন-পত্র দাখিল করেন, যা বিএসইসি এর কর্পোরেট গভর্নেন্স গাইডলাইন এর ৬ নং শর্তের চাহিদা মোতাবেক ছিল।

শেয়ার ধারণের ধরন

সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন শেয়ার গ্রহণকারী ব্যক্তিদের সাথে কোম্পানির সম্পর্কের বিষয় উন্মোচনের জন্য ১.৫(২১) নং শর্ত আরোপ করেছে। বোর্ড কোম্পানির শেয়ারহোল্ডারদের তালিকা ৩০ জুন ২০১৫ তারিখে উপস্থাপন করেছে, যার বার্ষিক প্রতিবেদনের সংযুক্তি-২ এ সন্তুষ্টিশীল করা হয়েছে।

প্রাতিষ্ঠানিক সুশাসন অনুশীলন

অংশীদারদের কাছে দায়বদ্ধতা এবং কার্য নির্বাহী পরিচালনা উভয়ক্ষেত্রে কোম্পানির মঙ্গল নিশ্চিত করাই আমাদের কাছে প্রাতিষ্ঠানিক সুশাসন।

প্রাতিষ্ঠানিক সুশাসন বিস্তৃতভাবে নির্দেশ করে কোম্পানি পরিচালনা ও নিয়ন্ত্রণের পদ্ধতি ও কৌশল। এএমসিএল বিশ্বাস করে সুশাসনের গঠনই কোম্পানির বিভিন্ন অংশের যেমনং পরিচালনা পর্যবেক্ষণ, ব্যবস্থাপক অংশীদার, নিয়ন্ত্রক ও অন্যান্য আগ্রহী পক্ষের দায়িত্ব, কার্যপ্রণালী ও অধিকার বলে দেয় এবং কর্পোরেট বিষয়গুলোতে নীতিগত সিদ্ধান্ত যোগ করে।

একটি নেতৃত্বানীয় ব্যবসায়িক প্রতিষ্ঠান হিসাবে আমাদের জন্য প্রাতিষ্ঠানিক সুশাসন অত্যন্ত জরুরী। নিরাপদ ও কার্যকর প্রাতিষ্ঠানিক সুশাসন অনুশীলন এবং এর মৌলিক ভিত্তির পরিসর কোম্পানির দীর্ঘদেয়াদী কার্যক্ষমতা, নিরবিচ্ছন্ন প্রযুক্তি, সফলতা এবং সুনাম বৃদ্ধি করেছে। কোম্পানির কার্যক্রম পর্যালোচনা করে বোর্ড নিশ্চিত হয়েছে যে, দেশের আইনের প্রতি সম্মান দেখিয়ে কোম্পানিতে সর্বোচ্চ মানের প্রাতিষ্ঠানিক সুশাসন এর প্রয়োগ করা হয়েছে। পরিচালনা পর্যবেক্ষণ দৃঢ়ভাবে বিশ্বাস করে যে দীর্ঘমেয়াদী কার্যক্ষমতা এবং ধারাবাহিক প্রযুক্তি ও সফলতার জন্য প্রাতিষ্ঠানিক সুশাসন অপরিহার্য বিষয়।

প্রাতিষ্ঠানিক সুশাসনের জন্য আমাদের ৫টি গুরুত্বপূর্ণ কর্মনীতি

- ১। নৈতিক সততাঃ ব্যবসার একটি পরিষ্কার নৈতিক ভিত্তি।
- ২। শ্রেণীবদ্ধ ব্যবসায়িক লক্ষ্য অর্জন : বিভিন্ন পক্ষের সিদ্ধান্ত গ্রহন করে কাঞ্চিত লক্ষ্য পৌছানো
- ৩। কৌশলগত ব্যবস্থাপনাঃ একটি কার্যকর কৌশল প্রর্বতন করা যেখানে বিভিন্ন পক্ষের মূল্যায়ন করা হয়।
- ৪। সংগঠনঃ প্রাতিষ্ঠানিক সুশাসন অনুশীলনের পক্ষে সহায়ক কাঠামো আছে এমন সংগঠন।
- ৫। প্রতিবেদনঃ প্রতিবেদন পদ্ধতি এমন রাখা যেখানে স্বচ্ছতা ও জবাবদিহিতা থাকবে।

এএমসিএল এর প্রাতিষ্ঠানিক সুশাসন অনুশীলনের অবকাঠামো গড়ে তুলছে। বাংলাদেশ সিকিউরিটিজ একচেঞ্জ কমিশন (বিএসইসি) এর কর্পোরেট গভর্নেন্স নোটিফিকেশন, কোম্পানি আইন ১৯৯৪, ঢাকা এবং চিটাগাং ষ্টক একচেঞ্জ লিষ্টিং রেগুলেশন ছাড়াও অভ্যন্তরীণ ও আন্তর্জাতিক নির্দেশনা, চর্চা ও আইনের উপর।

কোম্পানিগুলোকে তথ্য প্রকাশের দায়বদ্ধতার পরিপালনে যথাযথ নির্দেশনা প্রদানে বাংলাদেশ সিকিউরিটিজ একচেঞ্জ কমিশন কর্তৃক সুপারিশকৃত কর্পোরেট তথ্য প্রকাশ নীতিমালা এবং প্রক্রিয়ায় ভিত্তিতে পরিচালনা পর্যবেক্ষণ অভ্যন্তরীণ নির্দেশনাবলীতে স্বাক্ষর প্রদান করেছে এবং তারা এটি নিশ্চিত করেছেন যে, ন্যূনতম আবশ্যক তথ্য প্রকাশের প্রয়োজনীয়তা কোম্পানি পরিহার করবেন।

যেহেতু পুঁজিবাজারে এবং ব্যবসায়িক কার্যক্রমে ও কোম্পানির লক্ষণীয় উপস্থিতি বিদ্যমান আছে, তাই কোম্পানি সংশ্লিষ্ট নিয়ন্ত্রণকারী কর্তৃপক্ষের দেয়া নির্দেশনাবলী পরিপালন করে থাকে। একটি পাবলিক কোম্পানির জন্য প্রাতিষ্ঠানিক সুশাসন এর নিরাপদ কাঠামো প্রক্রিয়া ও মান বাস্তবায়ন করা আবশ্যিক এবং আমরা খুশি মনেই আগামী বছরগুলোতে তা বাস্তবায়নে দায়বদ্ধ থাকব।

কোম্পানি বাংলাদেশ সিকিউরিটি এন্ড একচেঞ্জ কমিশন এর শর্টার্বলী পরিপালন যাচাই করার জন্য মেসার্স এস এ রশিদ এন্ড এসো-সয়েটস্ (চার্টার্ড সেক্রেটারিজ ইন প্রাকটিস্) কে নিযুক্ত করেছে। আইনের ৭(২) ধারা মোতাবেক পরিচালন পদ্ধতির উপর যথাযথ প্রতিবেদন প্রদান করার জন্য অত্র প্রতিবেদনের সাথে পরিপালন অবস্থা সংযুক্ত করা হলো। প্রাতিষ্ঠানিক সুশাসন নির্দেশিকার ৭(১) নং শর্তেও অধীনে যাচাই বাচাই শেষে নিরীক্ষকগণ একটি প্রত্যয়নপত্র ও তাদের সন্তুরি উপর দলিলপত্রাদি প্রদান করবে।

কোম্পানির অভ্যন্তরীণ নিয়ন্ত্রণ

কার্যকর আভ্যন্তরীণ নিয়ন্ত্রণ করার কারণ কোম্পানির অর্থনৈতিক প্রতিবেদন ও প্রতিবেদন তৈরী প্রক্রিয়ায় স্বচ্ছতা সম্পর্কে নিশ্চিত হওয়া। এমনকি কোম্পানির মধ্যে কিরণ অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা কার্যকর আছে তার কোম্পানির সফলতা নির্ভর করে। কার্যকর অভ্যন্তরীণ নিয়ন্ত্রণ পদ্ধতি প্রতিষ্ঠা করতে বোর্ডই চূড়ান্ত দায়িত্বশীল। ঝুঁকি ব্যবস্থা, আর্থিক নিয়ন্ত্রণ এবং আইনের পরিপালন সংক্রান্ত অভ্যন্তরীণ নিয়ন্ত্রণ নিশ্চিত করতে কোম্পানি বিকেন্দ্রীকরণ মূলনীতি অনুসরণ করে। ব্যর্থতার ঝুঁকি ব্যবস্থাপনা করতে এবং কোম্পানির লক্ষ্য অজন্মের উদ্দেশ্য এটি তৈরী করা হয়েছে। কোম্পানি অভ্যন্তরীণ নিরীক্ষা বিভাগ প্রতিষ্ঠা করেছে এবং অভ্যন্তরীণ নিরীক্ষা প্রধান নিয়োগ দিয়েছেন, যাতে করে অভ্যন্তরীণ নিয়ন্ত্রণ ও কোম্পানিতে তার বাস্তবায়ন নিশ্চিত করা যায়। এএমিএল এর অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থার মূলনীতিগুলো হচ্ছে,

- ক) এএমিএল এর অবকাঠামোর মাধ্যমে নিশ্চিত করেছে কার্যনির্বাহী পর্ষদের এবং এর কর্মীদের দায়িত্ব ও কর্মক্ষমতা আইন ও রেগুলেশনের সাথে এবং কোম্পানির অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থার অনুযায়ী হয়।
- খ) পরিচালকদের কর্মক্ষমতা নিশ্চিত করার জন্য প্রয়োজনীয় অবকাঠামো।
- গ) পরিচালকদের কর্মক্ষমতার তথ্য সংরক্ষণ ও ব্যবহার করার জন্য প্রয়োজনীয় অবকাঠামো।
- ঘ) কোম্পানির ক্ষতি ব্যবস্থাপনা সম্পর্কিত নিয়মগুলো ব্যবহার করার মত অবকাঠামো।
- ঙ) নিরীক্ষকদের কাজ নিশ্চিত করা এবং অডিট কমিটির কাছে প্রতিবেদনের অবকাঠামো।

লাভের যথার্থতা

প্রতিষ্ঠানের আর্থিক ফলাফল বিবেচনা করে পরিচালকগণ অত্যন্ত আনন্দের সাথে আপনাদেরকে পর্যালোচনাধীন বৎসরের আয়ের যথার্থতা বিষয়ে তাদের সুপারিশ সমূহ জানাচ্ছেন। যথার্থতা সমূহ নিম্নরূপ:

বিবরণ	(পরিমাণ '০০০টাকায়)	
	৩০ শে জুন, ২০১৫	৩০ শে জুন, ২০১৪
কর প্রদানের পর নেট মুনাফা	৫৫,৫৮৪	৫৫,৪২৪
যোগৎ সংগঠিত উদ্বৃত্ত (জের) যোগ করে	৩৫০,৯৯৭	৩২০,৮৭১
উপযোজন যোগ্য মুনাফা	৪০৬,৫৮২	৩৭৬,২৯৫
বাদং গত বছরের সমম্বয়	০	(৬৬১)
পূর্ণ মূল্যায়িত সম্পদের অবচয়	১৪৩	১৬৩
প্রস্তাবিত লভ্যাংশ	(২৫,৬০০)	(২৫,৬০০)
উদ্বৃত্ত হিসাবে স্থানান্তর	৩৮১,১২৫	৩৫০,৯৯৭

লভ্যাংশের ঘোষণা

আমরা আমাদের সম্মানীত বিনিয়োগকারীদের স্বার্থের ব্যাপারে উদ্বিধা। অংশীদারদের সুবিধা ও বিনিয়োগ নিরাপত্তা বিবেচনা করে কর্তৃপক্ষ একটি স্থিতিশীল লভ্যাংশ নীতিমালা অনুসরণ করে। প্রতিষ্ঠানের লাভজনক ও স্থায়ীভুক্ত কথা বিবেচনা করে আমাদের সম্মানীত বিনিয়োগকারীগণের জন্য পরিচালনা পর্ষদ ২০১৪-২০১৫ অর্থবছরের জন্য ৩২% হারে নগদ লভ্যাংশ প্রস্তাব ও সুপারিশ করেন। এটা ২০১৫-২০১৬ অর্থবছরে ২৫,৬০০,০০০ টাকা অন্তর্ভুক্ত করবে।

ঝুঁকি ও উদ্বেগ

ব্যবসা পরিচালনা সব সময় ঝুঁকি সৃষ্টি করে। কিছু সম্ভাব্য ঝুঁকি ব্যবসাকে ক্ষতিগ্রস্ত করতে পারে। যখন একটি ঝুঁকির উভব হয়, প্রাথমিক অবস্থাতেই ঝুঁকি সম্পর্কে সচেতন হলে ভবিষ্যত ক্ষতি থেকে রক্ষা পাওয়া যায়। পরিচালনা পরিষদ অংশীদারদের বিনিয়োগ ও কোম্পানি-নর সম্পদ রক্ষায় সুস্থ ঝুঁকি ব্যবস্থাপনায় গুরত্ব দিয়ে থাকেন।

ঝুঁকি ব্যবস্থাপনা লক্ষ্য

- ক) কোম্পানি অভিষ্ঠ লক্ষ্যে পৌছাতে বাধা দানকারী ও আর্থিক ক্ষতিকর ঝুঁকিগুলোকে বাদ দেয়ার এবং একই সাথে কম খরচে (ইন্স্যুরেন্স ও সেলফ ইন্স্যুরেন্স) সকল ঝুঁকির মোকাবেলা করা।
- খ) ঝুঁকি ও এর ইন্স্যুরেন্স সম্পর্কে পর্যালোচনা ও পরিমাপ
- গ) যে কোন অবস্থা বা ঘটনা থেকে ঝুঁকির উভব হতে পারে, যথা সম্ভব সেগুলো দূর করা অথবা সংস্কার করা
- ঘ) অন্য সকল পক্ষের অধিকার নিশ্চিত করা।

এএমসিএল মূলত কিছু নির্দিষ্ট ধাপ অনুসরণ করে তার অভীষ্ঠ লক্ষ্যে পৌছাতে চেষ্টা করে। সেগুলো হলঃ

ঝুঁকি চিহ্নিত করণ

ঝুঁকি চিহ্নিতকরণ মজবুত কাঠামোর জন্য অন্যতম উপাদান। এর মানে হচ্ছে ঝুঁকির প্রকার বুঝা এবং এর মধ্যে থাকা সম্ভাব্য ঝুঁকি চিহ্নিত করণ।

ঝুঁকির প্রভাব মূল্যায়ন করা

ঝুঁকির প্রভাব মূল্যায়ন করার সময় প্রত্যেক ঝুঁকি এবং এর সাথে সম্পর্কযুক্ত অন্যান্য প্রভাবক ও ঝুঁকির বিভাগ বিবেচনায় আনা হয়।

ঝুঁকি প্রশমন

ঝুঁকি চিহ্নিতকরণ ও মূল্যায়ন করার মূল কারণ ঝুঁকি প্রশোমনের জন্য তৈরী হওয়া। প্রশমন প্রক্রিয়ায় অনুরূপ ঝুঁকির পুনরাবৃত্তি কমানো ও ঝুঁকির প্রভাব কমানো অন্তর্ভুক্ত থাকে।

ঝুঁকি পর্যবেক্ষন

আমরা মনে করি শুধুমাত্র সেরা ঝুঁকি ব্যবস্থাপনা পরিকল্পনা করেই কোন ফল পাওয়া যাবেনা। যদি না বাস্তব প্রয়োগ সম্পর্কে সঠিক চিত্র না পাওয়া যায়। আমরা চিহ্নিত ঝুঁকি সম্পর্কে খোঁজ খবর নিয়ে খেয়াল রাখি এর অবস্থার পরিবর্তন অথবা নতুন ঝুঁকি ও সংশ্লিষ্ট সকলের প্রতিক্রিয়া অর্থাৎ সক্রিয় ঝুঁকি প্রতিবেদন সকল প্রতিবেদন ও পর্যালোচনায় অন্তর্ভুক্ত রাখা।

ঝুঁকি পর্যালোচনা

এএমসিএল ঝুঁকি নিরীক্ষা ও পর্যালোচনা করে থাকে অভ্যন্তরীণ জনবল অথবা বাহ্যিক পরিসেবা প্রদানকারী দ্বারা। ঝুঁকি পর্যালোচনা করে কোম্পানির স্বাধীনতা ও বিচক্ষণতা বোঝা যায়। আমাদের পর্যালোচনাগুলোতে আমরা আদেশ প্রতিপালন, কার্যপ্রণালী এবং আইন-নুগ মান নির্ধারণ এ গুরুত্ব দিয়ে থাকি।

সম্প্রসারণ এবং ভবিষ্যত পরিকল্পনা

ভোক্তা চাহিদা পূরণের লক্ষ্যে এএমসিএল দীর্ঘদিন ধরে এর সর্বোচ্চ চেষ্টা করে আসছে এবং পণ্যের গুণগতমান প্রতিনিয়ত উন্নতির দিকে ধাবিত হচ্ছে। এই উদ্দেশ্য ও অঙ্গীকার আমাদের মূল্যবান ক্রেতাদের কাছে আমাদের পণ্যের বিশ্বস্ততা অর্জনে সাহায্য করেছে। তাদের কাছে অঙ্গীকার হিসাবে আমাদের স্বয়ংক্রিয়তা বৃদ্ধি করেছি যাতে অংশীদারদের বিনিয়োগ আরো সুরক্ষিত হয়। বিগত বছরে এএমসিএল জুস এবং ক্যানিং লাইন, জুস ফিলিং মেশিন এবং বাস্তবধর্মী ব্লেডিং মেশিন বসিয়েছি। এই প্রযুক্তি বসাতে এএমসিএল ঘোড়াশালে তৈরী করেছে ৫৭,৪৮৬ বর্গ ফুটের তিন তলা বিশিষ্ট ভবন। এর সবই সম্ভব হয়েছে আমাদের আঞ্চলিক ভোক্তাদের কারণে। ভোক্তাদের পছন্দকে মূল্য দিতে আমরা ব্যবসাকে আরো সম্প্রসারণ করার জন্য ভাবছি। অপারেশন ইউনিট দায়িত্ব নিয়ে বিষয়ে বিশেষণ ও নির্দিষ্ট ক্ষেত্রে কাজ করে যাচ্ছে। আমাদের পণ্যের সম্ভাবনা আরো নতুন পণ্য যুক্ত হবে সামনের দিনগুলোতে।

পরিচালক পুনঃ নিয়োগ

কোম্পানি আইন-১৯৯৮-এর ধারা ৯১(২)-এ বলা হয়েছে যে, প্রাইভেট লিমিটেড কোম্পানি ছাড়া প্রত্যেক প্রতিষ্ঠানের পরিচালকগণের মধ্যে কমপক্ষে এক-তৃতীয়াংশ বার্ষিক সাধারণ সভায় স্বীয়পদ থেকে অবসরে যাবেন এবং যদি যোগ্য হন তবে পুনরায় নির্বাচিত হতে পারেন। ফলশ্রুতিতে নিম্নোক্ত পরিচালক তার পরিচালক পদ থেকে আর্টিকেলস্ অব এসোশিয়েশনের ১২৩ ও ১২৯ অনুচ্ছেদ অনুযায়ী অবসর গ্রহণ করবেনঃ

ক) জনাব আহসান খান চৌধুরী।

তিনি যোগ্য হওয়ায় ১৩০ অনুচ্ছেদ অনুযায়ী বার্ষিক সাধারণ সভায় পুনরায় নির্বাচিত হতে পারেন।

নতুন ব্যবস্থাপনা পরিচালক নিয়োগঃ

গত ৮ জুলাই, ২০১৫ তারিখে আমরা আমাদের শ্রদ্ধেয় প্রাক্তন ব্যবস্থাপনা পরিচালক মেজর জেনারেল আমজাদ খান চৌধুরী (অবঃ) কে হারিয়েছি এবং এই শৃঙ্খলান পূরণের জন্য পরিচালনা পর্ষদ জনাব ইলিয়াস মুখাকে ব্যবস্থাপনা পরিচালক হিসাবে নিয়োগ দিয়েছে। এছাকালচারাল মার্কেটিং কোম্পানি লিমিটেড এর পরিচালনা পর্ষদ তাকে ৩০শে আগস্ট, ২০১৫ তারিখে অনুষ্ঠিত বোর্ড সভার মাধ্যমে নিয়োগ প্রদান করে। সভার পরবর্তী সময় থেকে নতুন গঠিত বোর্ড নিম্নরূপঃ

নাম	পদবী
লেং কর্ণেল মাহ্তাবউদ্দিন আহমেদ (অবঃ) (মেসার্স প্রপার্টি ডেভেলপমেন্ট লিঃ এর পক্ষে)	চেয়ারম্যান
জনাব মোঃ ইলিয়াস মুখা (মেসার্স প্রপার্টি ডেভেলপমেন্ট লিঃ এর পক্ষে)	ব্যবস্থাপনা পরিচালক
জনাবা সাবিহা আমজাদ	পরিচালক
জনাব আহসান খান চৌধুরী	পরিচালক
জনাব এমএ মাঝান	স্বতন্ত্র পরিচালক

আচরণ বিধি

এছাকালচারাল মার্কেটিং কোম্পানি লিমিটেড-এর বোর্ডের সদস্যগণ সততার সাথে তাদের ব্যবসায় প্রতিশ্রুতিবদ্ধ। তাই প্রতিষ্ঠানের সদস্যগণ পরিচালকগণের জন্য একটি আচরণবিধি গ্রহণ করেছেন। বিধিটি বোর্ডে নতুন সদস্য অন্তর্ভুক্তির ক্ষেত্রে প্রযোজ্য হয় এবং প্রতিষ্ঠানের রেজিস্টার্ড অফিসে পরিপালন অবস্থার বিষয়ে প্রয়োজনীয় নথি সংরক্ষণ করা হয়। পরিচালকগণ ব্যবসা সংক্রান্ত কর্মকাণ্ড এবং সরকারী কর্তৃপক্ষের নিয়ম-কানুন সম্পর্কিত নেতৃত্বক আচরণবিধি প্রতিপালনের জন্য দায়বদ্ধ থাকেন। বোর্ডের সদস্যগণ প্রতিবছর আচরণবিধির সাথে সামঞ্জস্য-এর প্রতিবেদন প্রকাশ করেন।

স্বাধীন পরিচালকের ধারাবাহিকতা

বাংলাদেশ সিকিউরিটি এন্ড একচেঞ্জ কমিশনের প্রচারিত কর্পোরেট গভর্নেন্স গাইডলাইনস্ অনসারে বোর্ড জনাব এম, এ, মাঝানকে নিয়োগের সকল পূর্বশর্ত পরিপালন সাপেক্ষে স্বাধীন পরিচালক নিযুক্ত করেছেন। কর্পোরেট গাইডলাইনস্ [শর্ত-১.২(৪)] অনুযায়ী তিনি এই প্রতিবেদনের আর্থিক বছরে উক্ত পদে বহাল রয়েছেন। জনাব এম, এ, মাঝান এর সংক্ষিপ্ত জীবন বৃত্তান্ত এবং অন্যান্য বোর্ড সদস্যদের বৃত্তান্ত আলাদা পাতায় সংযুক্তি হিসাবে দেওয়া হয়েছে।

পরিচালকের ভাতা প্রদান

সদস্যগণের সভায় উপস্থিত থাকতে বোর্ড সদস্যদের জন্য প্রতিষ্ঠান পারিশ্রমিক নির্ধারণ করেছেন। প্রতিষ্ঠানে বিনিয়োগ রয়েছে এমন সদস্যগণ প্রতিষ্ঠান থেকে পারিশ্রমিক গ্রহণ করেন না অথবা সভায় উপস্থিত থাকার জন্য কোনরূপ ব্যয় সময় করেন না।

অডিটুর পুনঃ নিয়োগ

বর্তমান অডিটুর মেসার্স এম জে আবেদীন এন্ড কোং, চাটার্ড অ্যাকাউন্টেন্টস্ এর মেয়াদ বর্তমান বার্ষিক সাধারণ সভায় শেষ হবে এবং তিনি পুনঃ নির্বাচিত হতে পারবেন। পরিচালনা পর্ষদ কোম্পানি আইনের ২১০ ধারা এবং অন্যান্য উপযুক্ত নিয়ম মেনে মেসার্স এম জে আবেদীন এন্ড কোং, চাটার্ড অ্যাকাউন্টেন্টস্কে পরবর্তী বার্ষিক সাধারণ সভা পর্যন্ত পুনঃ নিয়োগ দিচ্ছে।

অডিট কমিটির কার্যক্রম

প্রতিষ্ঠানে একটি কার্যকর অডিট কমিটি গঠন করা সকল তালিকাভুক্ত প্রতিষ্ঠানসমূহের জন্য খুবই গুরুত্বপূর্ণ বিষয়। তাই এগ্রিকালচারাল মার্কেটিং কোম্পানি লিমিটেড বাংলাদেশ সিকিউরিটিজ এন্ড এক্রচেঞ্জ কমিশন (বি.এস.ই.সি) এর ৭ই আগস্ট, ২০১২ইং সালের প্রকাশিত কর্পোরেট গভর্নেন্স-এর শর্ত নং ৩, ৩.১, ৩.২, ৩.৩, ৩.৪, ৩.৪, ৩.৫-এর সাথে সামঞ্জস্য বজায় রাখতে একটি অডিট কমিটি গঠন করছে। বর্তমান অডিট কমিটি নিম্নরূপঃ

জনাব এম, এ, মাঝান	স্বতন্ত্র পরিচালক	চেয়ারম্যান
জনাব আহসান খান চৌধুরী	পরিচালক	সদস্য
জনাবা সাবিহা আমজাদ	পরিচালক	সদস্য

কমিটি ধারাবাহিক পর্যালোচনায় সহায়তার জন্য নিয়ন্ত্রক সংস্থা, প্রতিষ্ঠিত নীতিমালা, বুঁকি ব্যবস্থাপনা এবং দেশের প্রচলিত আইনের চাহিদা মাফিক পদ্ধতি অনুসারে প্রতিষ্ঠানের কার্যক্রম পর্যবেক্ষণ ও মূল্যায়নের প্রতি লক্ষ্য রেখে গঠিত হয়েছে। অডিট কমিটি বোর্ডের সাব-কমিটি হিসাবে কাজ করে। কোম্পানি সচিব এই কমিটির সচিব হিসাবে কাজ করেন। প্রতিষ্ঠানের স্বতন্ত্র পরিচালক এই কমিটির চেয়ারম্যান হিসাবে কাজ করেন। বোর্ড তাকে ০৩ (তিনি) বৎসর সময়কালের জন্য নিয়োগ করেছে এবং তা শুধু পরবর্তী মেয়াদ পর্যন্ত বর্ধিত করা যেতে পারে।

সংশ্লিষ্ট পক্ষের লেনদেন

প্রতিষ্ঠানটি যে বিএসইসি এর নির্দেশের সাথে সামঞ্জস্য রাখতে তা নিশ্চিত করার জন্য যথাযথ প্রক্রিয়া প্রতিষ্ঠিত করেছে। সকল সংশ্লিষ্ট পক্ষের লেনদেন যাচাই বাছাইয়ের জন্য অডিট বিভাগে পাঠানো হয়। পরিচালনা পর্ষদ বিএসইসি কর্তৃক প্রচারিত প্রাতিষ্ঠানিক সুশাসন মূলনীতির চাহিদা অনুসারে ব্যবসার সাথে সংশ্লিষ্ট সকল পক্ষের লেনদেনের সকল তথ্য প্রকাশ করে থাকে। পর্যালোচনাধীন অর্থ বছরে সংশ্লিষ্ট পক্ষের লেনদেনের বিস্তারিত এই আর্থিক বিবরণের নোট নং ৪৭ এ লিপিবদ্ধ আছে।

পণ্য ভিত্তিক তথ্য

এএমসিএল এর নিজস্ব বিক্রয় কেন্দ্র ও পরিবেশকের মাধ্যমে পণ্য বিক্রয় করে থাকে। এই প্রতিবেদনে পরিমানগত পণ্য বিবরণী সংযুক্ত করা হয়েছে এবং পণ্য ভিত্তিক তথ্য নিম্নোক্ত তিনি শ্রেণিতে উপস্থাপন করা হয়েছেঃ

- ১) উৎপাদন ক্ষমতা ও প্রকৃত উৎপাদন
- ২) বিক্রয়
- ৩) উৎপাদিত পণ্য

প্রতিষ্ঠানের পণ্য সমূহের তথ্য যা সর্বমোট বিক্রয় মূল্যের সাথে সামঞ্জস্য পূর্ণ তার আর্থিক বিবরণী নোট নং ৪৮ (ক), (খ), (গ) এ উপস্থাপিত হয়েছে।

চলমান প্রতিষ্ঠান

এগ্রিকালচারাল মার্কেটিং কোম্পানি লিমিটেডের পরিচালনা পর্ষদ পূর্বের ব্যবসা পরিচালনা এবং আর্থিক বিবরণীর পূর্ণ বিশ্লেষণ করে এই মর্মে নিশ্চয়তা প্রদান করে যে, কোম্পানি চলমান প্রতিষ্ঠান পরিচয়ের জন্য যৌক্তিক সম্ভবনা রয়েছে। ব্যবস্থাপনা কর্তৃপক্ষ চলমান প্রতিষ্ঠান হিসাব করে কোম্পানির আর্থিক বিবরণী প্রস্তুত করেছেন এবং যথাযথ অনুসন্ধান করেছে যে, আগামী দিনগুলোতে ব্যবসায়িক কার্যক্রম পরিচালনার জন্য কোম্পানির পর্যাপ্ত সম্পদ রয়েছে।

বিশেষ ঘটনা

এই আর্থিক বিবরণে সমন্বয়ে বা উন্নোচন করা প্রয়োজন এমন কোন উল্লেখযোগ্য লাভ বা ক্ষতির ঘটনা প্রতিবেদনের সময়কালে ঘটেনি।

জনসাধারণ থেকে প্রাপ্ত আয়ের ব্যবহার

এই অর্থ বছরে জনসাধারণ থেকে তহবিল সংগ্রহের কোন ঘটনা ঘটে নাই যা আর্থিক বিবরণে সমন্বয় বা উল্লেখ করা প্রয়োজন।

ত্রৈমাসিক এবং বার্ষিক আর্থিক কার্যক্রমের তারতম্য

এই অর্থ বছরে ত্রৈমাসিক আর্থিক কার্যক্রম এবং বার্ষিক আর্থিক কার্যক্রমের মধ্যে এমন কোন উল্লেখযোগ্য তারতম্য ঘটে নাই যার জন্য কর্তৃপক্ষের প্রতিবেদন প্রযোজ্য হতে পারে।

কৃতজ্ঞতা স্বীকার

এন্টিকালচারাল মাকেটিং কোম্পানি লিমিটেডের পরিচালনা পর্ষদ সকল শুদ্ধেয় বিনিয়োগকারী, ভোক্তা সাধারণ, ব্যাংক, ইন্সুরেন্স কোম্পানিসমূহ, সিকিউরিটিজ এ্যান্ড এক্সচেঞ্জ কমিশন, ঢাকা ষ্টক এক্সচেঞ্জ, চট্টগ্রাম ষ্টক এক্সচেঞ্জ, সরকারী নিয়ন্ত্রক সংস্থা সমূহ, সেন্ট্রাল ডিপোজিটরি বাংলাদেশ লিমিটেড এবং সকল ব্যবসায়িক সহযোগীগণকে প্রতিষ্ঠানের উদ্দেশ্য পূরণের লক্ষ্যে তাদের আছা, ধারাবাহিক সমর্থন ও সহযোগিতা প্রদানের জন্য আন্তরিক কৃতজ্ঞতা প্রকাশ করেছে।

প্রতিষ্ঠানের উন্নতিতে অবদান রাখার জন্য পরিচালনা পর্ষদ প্রতিষ্ঠানে কর্মরত আন্তরিক ও আত্মনিয়োজিত কর্মকর্তা-কর্মচারীগণের প্রতি ও গভীর কৃতজ্ঞতা প্রকাশ করছে।

পরিশেষে, অব্যাহত সহযোগিতা এবং সমর্থনের জন্য সকল বিনিয়োগকারীদেরকে আন্তরিক ধন্যবাদ জ্ঞাপন করাছি।

পরিচালকমণ্ডলীর পক্ষে

মোঃ ইলিয়াস মুধা
ব্যবস্থাপনা পরিচালক



ଆନ ପ୍ରିୟକିନ୍ତୁ ଓହାଟିଏ





Board Audit Committee

REPORT OF THE AUDIT COMMITTEE

For the Year ended on 30 June 2015

Composition of the Committee

The Audit Committee of Agricultural Marketing Company Limited consists of the following members of the Board including an independent Director:

Name	Designation	Position in the Board
Mr. M. A. Mannan	Independent Director	Chairman
Mr. Ahsan Khan Chowdhury	Director	Member
Mrs. Sabiha Amjad	Director	Member

Scope

The Audit Committee works closely with the Board of Directors as a sub-committee of the Board. The scope of the Audit Committee was defined according to Terms of Reference (TOR) of the committee. Area and responsibility were approved by the members in their Board meeting earlier.

- (a) Functions carried out by the committee as follows-
 - To review the business areas under risk and reporting in details to the Board
 - To adopt accounting policies and principles of BAS, IAS, BFRS, IFRS, BSA & ISA
 - To supervise internal control system and financial reporting procedure to the management
 - To review reports of internal and external auditors in respect of effective internal control system.
 - To monitor compliance activities of the company as directed by regulatory authorities of the country
- (b) To review Annual Accounts for the year ended on 30 June 2015 and place in the Director's meeting for approval by the Board;
- (c) To review performance of the external auditor(s) for last Financial Year and recommendation for new/re-appointment of auditor; and
- (d) To review and consider internal auditors' report and observations pointed out by the external auditors on existing internal control policy of the company.

Activities carried out by the committee during closing year

The following activities have been performed by the Committee throughout this year.

- Overseen the overall risk involved in performing the business and integrity of the financial reporting process.
- Reviewed quarterly, half yearly and annual financial statement and recommended to the Board for consideration.
- Reviewed, monitored and approved the procedure and task of the internal audit, financial report preparation and audit reports.
- Reviewed performance of the existing auditor who has audited the accounts of the company for the year 2014-15.

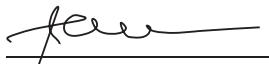
Reporting by the committee to the Shareholder's

The committee found adequate arrangement to present a true and fair view of the activities and the financial status of the company and didn't find any material deviation, discrepancies or any adverse finding /observation in the areas of their reporting. No potential risks have been found that can be a threat for company's growth.

Recommendation to the Board

The committee recommended to the Board the following points:

- i) The Financial Statements of the Company for the year ended on 30 June 2015 may be approved
- ii) Committee is satisfied with the performance of the existing Auditor and they may be re-appointed in the upcoming Shareholder's Meeting, if they express their opinion to be reappointed in the next year.


M.A. Mannan
Chairman
Audit Committee

Annexure-I

Status of Compliance with the conditions imposed by the Securities and Exchange Commission Notification No. SEC / CMRRCD / 2006 -158 /134/ Admin /44 dated 07 August, 2012 issued under section 2CC of the Securities and Exchange Ordinance, 1969 along with the Notification regarding amendment of Condition no.4 dated: July 21, 2013.

(Report under Condition No. 7.00)

Condition No.	Title	Compliance Status (put tick in appropriate column)		Remark (if any)
		Complied	Not Complied	
1.	Board of Directors:	✓		
1.1	Board's Size (No. of Board Members to be 5-20)	✓		
1.2	Independent Directors:	✓		
1.2 (i)	At least 1/5th of the total number of Directors of Board shall be Independent Directors	✓		
1.2 (ii) a)	Who holds less than 1% shares of total paid-up shares of the Company;	✓		
1.2 (ii) b)	Not a Sponsor of the Company and is not connected with the Company's any Sponsor or Director or Shareholder who hold 1% or more shares;	✓		
1.2 (ii) c)	Not having any pecuniary or otherwise relationship with the Company its subsidiary/associated Companies;	✓		
1.2 (ii) d)	Not a Member, Director or Officer on any Stock Exchange;	✓		
1.2 (ii) e)	Not a Shareholder, Director or Officer of any Member of Stock Exchange or	✓		
1.2 (ii) f)	Not or was not a partner or executive at present during the preceding 3 (three) years of the Company's statutory audit firm;	✓		
1.2 (ii) g)	Not be an Independent Director in more than 3 (three) listed Companies;	✓		
1.2 (ii) h)	Not been convicted by a court of competent jurisdiction;	✓		
1.2 (ii) i)	Not been convicted for a criminal offence involving moral turpitude;	✓		
1.2 (iii)	Appointed by the Board of Directors approved by the shareholders in the Annual General Meeting (AGM);	✓		
1.2 (iv)	Independent Director's post can't remain vacant for more than 90 days;			N/A
1.2 (v)	The Board shall lay down a code of conduct of all Board Members and annual compliance be recorded;	✓		
1.2 (vi)	The tenure of office for a period of 3(three) years, which may be extended for 1 (one) from only;	✓		
1.3	Qualification of Independent Director	✓		
1.3 (i)	A knowledgeable individual with integrity and able to ensure compliance with financial regulatory and corporate laws and can make meaningful contribution;	✓		
1.3 (ii)	Being a Business Leader/ Corporate Leader/ Bureaucrat/ University Teacher(Economics Business/Law)/CA/CMA/CS having 12 years of management/professional experience	✓		

Condition No.	Title	Compliance Status (put tick in appropriate column)		Remark (if any)
		Complied	Not Complied	
1.3 (iii)	In special cases the above qualification may be relaxed subject to prior approval of the Commission;	✓		
1.4	Appointment of Chairman and CEO, defining their roles	✓		Md. Eleash Mridha appointed as new Managing Director/CEO Nominated by M/s: Property Development Limited
1.5	The Director's Report to Shareholders shall include	✓		
1.5 (i)	Industry outlook & possible future developments in the Industry.	✓		
1.5 (ii)	Segment wise performance or product wise performance.	✓		
1.5 (iii)	Risks and concerns.	✓		
1.5 (iv)	Discussion on cost of goods sold, Gross and Net profit Margin.	✓		
1.5 (v)	Discussion on continuity of any Extra-Ordinary gain or loss.			N/A
1.5 (vi)	Basis for and a statement of related party transaction	✓		
1.5 (vii)	Utilization of proceeds from public issues, rights issues and/or through any others instruments.			N/A
1.5 (viii)	An explanation if the financial results deteriorate after the Company goes for IPO, RPO, Rights offer, Direct listing etc.			N/A
1.5 (ix)	Significant variance between Quarterly Financial Performance and Annual Financial Statements.			N/A
1.5 (x)	Remuneration to Directors including Independent Director	✓		
1.5 (xi)	Fairness presentation in financial statements	✓		
1.5 (xii)	Maintaining proper books of accounts	✓		
1.5 (xiii)	Consistent application of appropriate accounting policies, and accounting estimates being reasonable and prudent	✓		
1.5 (xiv)	Followed the rules of IAS/BAS/FRS/BFRS and adequate disclosure for any departure there-from, if any	✓		
1.5 (xv)	Soundness and monitoring of internal control system	✓		
1.5 (xvi)	Statement regarding ability to continue as a going concern.	✓		
1.5 (xvii)	Significant deviation from last year's operating results shall be highlighted & reason be explained;			N/A
1.5 (xviii)	Presentation of key operation and financial data for last 5 (five) years.	✓		
1.5 (xix)	If dividend has not declared for the years, reason should be given;			N/A
1.5 (xx)	Number of Board Meeting held during the financial year & attendance by each	✓		
1.5 (xxi)	Pattern of shareholding (along with name wise details) by-	✓		
1.5 (xxi) a)	Parent/ Subsidiary/ Associated companies & related parties	✓		
1.5 (xxi) b)	Disclosure of shareholding by Directors, CEO, Company Secretary, CFO, Head of Internal Audit & their spouses and minor children.	✓		
1.5 (xxi) c)	Executives(Top 5 salaried employees other than above)	✓		

Condition No.	Title	Compliance Status (put tick in appropriate column)		Remark (if any)
		Complied	Not Complied	
1.5 (xxi) d)	Shareholders holding 10% (ten) percent or more	✓		
1.5 (xxii)	In case of the appointment / re-appointment of a Director,			
1.5 (xxii) a)	Brief resume of the Director	✓		
1.5 (xxii) b)	Nature of his/her expertise	✓		
1.5 (xxii) c)	Other Companies' Directorship & membership of committees of the Board.	✓		
2.	Chief Financial Officer (CFO), Head of Internal Audit and Company Secretary (CS):	✓		
2.1	Appointment of a CFO, HOIA and CS and their roles responsibilities and duties (CS)	✓		
2.2	Requirement to attend Board Meetings: - Chief Financial Officer (CFO) - Company Secretary (CS)	✓		
3.	Audit Committee	✓		
3 (i)	Having Audit Committee as a sub-committee of the Board of Directors.	✓		
3 (ii)	Audit Committee to assist the BOD in ensuring the fairness of Financial Statements and a good monitoring system	✓		
3 (iii)	Duties of the audit committee clearly set forth in writing.	✓		
3.1	Constitution of the Audit Committee	✓		
3.1 (i)	Audit Committee to be composed of at least 3 members	✓		
3.1 (ii)	Directors (at least One Independent Director), as Audit committee members, to be appointed by BOD	✓		
3.1 (iii)	Audit Committee members to be "financially literate" and at least one to have accounting/financial experience	✓		
3.1 (iv)	Fill up the vacancy immediately or not later than 1 (one) month from vacancy(ies)	✓		
3.1 (v)	Company Secretary will act as Secretary.	✓		
3.1 (vi)	Quorum of the audit committee with at least 1 (one) Independent Director.	✓		
3.2	Chairman of the Audit Committee	✓		
3.2 (i)	Selection of the Chairman of the Audit Committee who shall be an Independent Director	✓		
3.2 (ii)	Chairman of Audit Committee shall remain present in AGM.	✓		
3.3	Role of Audit Committee	✓		
3.3 (i)	Oversee the financial reporting process	✓		
3.3 (ii)	Monitor choice of accounting policies and principles.	✓		
3.3 (iii)	Monitor Control Risk management process.	✓		
3.3 (iv)	Oversee hiring and performance of external auditors.	✓		
3.3 (v)	Annual financial statements review along with the management before submission to the Board for approval.	✓		
3.3 (vi)	Quarterly and half yearly financial statements review along with the management before submission to the Board for approval.	✓		
3.3 (vii)	Review adequacy of internal audit function.	✓		
3.3 (viii)	Significant related party transaction review.	✓		
3.3 (ix)	Statutory auditor's report review	✓		

Condition No.	Title	Compliance Status (put tick in appropriate column)		Remark (if any)
		Complied	Not Complied	
3.3 (x)	Review disclosures/statements /declarations about uses of funds raised through IPO/RPO/Rights Issue	✓		
3.4	Reporting of the Audit Committee	✓		
3.4.1	Reporting to the Board of Directors	✓		
3.4.1 (i)	Reporting its activities to the Board of Directors.	✓		
3.4.1 (ii)	Report to the Board by Audit Committee	✓		
3.4.1 (ii) a)	Conflict of interest.			N/A
3.4.1 (ii) b)	Suspected or presumed fraud or irregularity or material defect in the internal control system;			N/A
3.4.1 (ii) c)	Suspected infringement of laws, including securities related laws, rules and regulations;			N/A
3.4.1 (ii) d)	Any other matter;			N/A
3.4.2	Reporting to the Authority (BSEC)			N/A
3.5	Reporting to the Shareholders and General Investors	✓		
4.	External/Statutory Auditors should not be engaged:	✓		
4 (i)	Appraisal or valuation services or fairness opinions.	✓		
4 (ii)	Financial information systems design and implementation.	✓		
4 (iii)	Book-keeping or accounting records or financial statements.	✓		
4 (iv)	Broker-dealer services.	✓		
4 (v)	Actuarial services.	✓		
4 (vi)	Internal audit services.	✓		
4 (vii)	Any other service determined by the Audit Committee.	✓		
4 (viii)	Possess any share by the partner or employees of the firm at least during the tenure of their audit assignment;	✓		
4(ix)	Audit/ Certification services on Compliance of Corporate Governance as required under Clause (i) of Condition no:7	✓		
5.	Subsidiary Company:	✓		
5 (i)	Composition of Board of Directors.			N/A
5 (ii)	At least 1 (one) independent Director from holding Company.			N/A
5 (iii)	Minutes of Board meetings of subsidiary company to be placed at following Board meeting of holding company			N/A
5 (iv)	Minutes of respective Board meeting of holding company to state that affairs of subsidiary company be reviewed			N/A
5 (v)	Review the financial statements by holding Company's audit committee:			N/A
6.	Duties of Chief Executive Officer (CEO) and Chief Financial Officer (CFO):	✓		
6. (i)	Reviewing financing statements	✓		
6 (i) a)	To certify that they have reviewed FS's which contain no untrue or misleading statement or omit no material fact.	✓		
6 (i) b)	To certify that the statements present a true and fair view of affairs and are in compliance with accounting standards and applicable laws	✓		

Condition No.	Title	Compliance Status (put tick in appropriate column)		Remark (if any)
		Complied	Not Complied	
6 (ii)	To certify that no transaction is fraudulent, illegal or violation of company's code of conduct	✓		
7.	Reporting and compliance of Corporate Governance:	✓		
7 (i)	Obtaining certificate regarding compliance and sending it to shareholders along with the Annual Report.	✓		
7 (ii)	Statement of Directors in accordance with the annexure attached whether the Company has complied with.	✓		

Annexure-II

Number of Board Meetings and the Attendance of Directors during the year 30th June, 2015 were as follows:

Name of the Directors	Position	Meeting held	Attendance
Lt Col Mahtabuddin Ahmed (Retd)	Chairman	07	07
Maj Gen Amjad Khan Chowdhury (Retd)	Ex-Managing Director	07	05
Mr. Ahsan Khan Chowdhury	Director	07	06
Mrs Sabiha Amjad	Director	07	05
Mr. M. A. Mannan	Independent Director	07	07

The pattern of shareholding as required by clause 1.5 (xxi) of the SEC Notification dated 30th June, 2015, stated in Annexure II.

Notes: Maj Gen Amjad Khan Chowdhury (Retd), Managing Director of the Company expired on 8th July, 2015. The Board in its meeting held on 30th August, 2015 appointed Md. Eleash Mridha as new Managing Director nominated by M/s. Property Development Limited.

Annexure-III

Pattern of Shareholding as on 30th June, 2015

Name of the Shareholders	Status	Shares held	%
i. Parent/Subsidiary/Associated Companies and other related parties	-	-	-
ii. Directors:			
Mr. Md. Eleash Mridha	Managing Director	1,000	0.01%
Lt Col Mahtabuddin Ahmed (Retd)	Chairman	1,380,130	17.25%
Mr. Ahsan Khan Chowdhury	Director	732,000	9.15%
Mrs Sabiha Amjad	Director	200,000	2.5%
Mr. M. A. Mannan	Independent Director	Nil	Nil
iii. Chief Executive Officer, Chief Financial Officer, Company Secretary, Head of Internal Audit and their Spouses and Minor Children:			
Mr. Md. Eleash Mridha	Chief Executive Officer	1,000	0.01%
Mr. Choudhury Atiur Rasul	Chief Financial Officer	1,000	0.01%
Muhammad Aminur Rahman	Company Secretary	Nil	Nil
Mr. Md. Alamin	Head of Internal Audit	Nil	Nil
iv. Executive:			
Eng. SK Waresul Habib	Chief Operating Officer	Nil	Nil
Mr. Md. Tanzir Helal	GM (SCM)	Nil	Nil
Mr. Harendra Nath Ojha	DGM (Sales)	Nil	Nil
Mr. Galib Farrokh Bakht	AGM (Operation)	Nil	Nil
Mr. Md. Mahmood Hossain	AGM (Accounts)	Nil	Nil
v. Shareholders holding 10% or more voting interest in the Company: 02			
Late Maj Gen Amjad Khan Chowdhury (Retd)	Ex-Managing Director	900,000	11.25%
Lt Col Mahtabuddin Ahmed (Retd) Representative from Property Development Ltd	Chairman	1,380,130	17.25%

Compliance Certificate

S. Abdur Rashid FCS
BCom (Hons), MBS (Fin & Banking), MBA (Finance), PGD-HRM, AIPM
Chartered Secretary in Practice
Private Practice Certificate No.: 003
Mobile # 01726-533655, 88-02-9558796
E-mail: sarashid12000@yahoo.com

SARashid & Associates
(Chartered Secretaries)
Noakhali Tower (12th Floor, 13-D)
55/B, Purana Paltan, Dhaka-1000, Bangladesh
E-mail: sarashidnasso@gmail.com

Certificate on Compliance of Corporate Governance Guidelines

[Issued under Condition # 7(i) of Corporate Governance Guidelines of BSEC vide
Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012]

I have reviewed the Compliance of Conditions of the Corporate Governance Guidelines by Agricultural Marketing Company Limited ("the Company") for the year ended 30 June 2015. Such compliance is the responsibility of the Company as stipulated in the above mentioned notification issued by Bangladesh Securities and Exchange Commission (BSEC).

I have conducted my review in a manner that has provided me a reasonable basis for evaluating the compliances and expressing my opinion thereon. This review has been limited to the measures adopted by the Company in ensuring such compliances and this has not been for expression of opinion on the financial statements or future viability of the Company.

According to the information and explanations provided to me by the Company, I hereby certify that all the conditions of the Corporate Governance Guidelines have been complied with by the Company.

S. Abdur Rashid FCS



Dhaka, 19th November 2015

Independent Auditors' Report

To the Shareholders of
Agricultural Marketing Company Limited

We have audited the accompanying Financial Statements of Agricultural Marketing Company Limited (the Company), which comprise the Statement of Financial Position as at June 30, 2015 and the of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and explanatory information..

Management's responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these Financial Statements in accordance with Bangladesh Financial Reporting Standards (BFRSs), the Companies Act, 1994 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of Financial Statements that are free from material misstatement, whether due to fraud or error.

Auditors' responsibility

Our responsibility is to express an opinion on these Financial Statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing (BSAs). Those standards require that we comply with relevant ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Financial Statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the Company's preparation and fair presentation of the Financial Statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the Financial Statements.

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

Opinion

In our opinion, the financial statements present fairly, in all material respects the financial position of the company as at 30 June 2015 and of its financial performance and its cash flows for the year then ended in accordance with Bangladesh Financial Reporting Standards (BFRSs), the Companies Act 1994, the Securities and Exchange Rule 1987 and other applicable laws and regulations.

Other Matters

The financial statements of the company for the year ended 30 June, 2014 were audited by another firm of chartered accountants, who through their report dated October 30, 2014 expressed an unqualified opinion on those statements.

Subject to the above, we report that;

- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- b) in our opinion, proper books of account as required by law have been kept by the company so far as it appeared from our examination of those books;
- c) 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
- d) the expenditure incurred were for the purpose of the company's business.

Dated, Dhaka
27 October 2015


M. J. ABEDIN& CO
Chartered Accountants



Statement of Financial Position

Statement of Financial Position | as at 30 June 2015

NET ASSETS

	Notes	Amount Taka	
		30 June 2015	30 June 2014
Non-Current Assets			
Property, Plant & Equipments	10.00	658,081,631	341,808,493
Current Assets		847,630,021	754,101,724
Inventories	11.00	536,252,303	515,560,213
Accounts Receivable	12.00	83,144,358	74,962,348
Advance, Deposits & Prepayments	13.00	195,100,477	147,697,841
Cash & Cash Equivalents	14.00	33,132,883	15,881,322
Current Liabilities		(539,816,278)	(541,239,463)
Current Portion of Long Term Debt	15.00	70,944,059	42,707,500
Short Term Loan from Bank (Secured)	16.00	364,277,185	417,371,252
Interest Payable		8,135,718	3,413,660
Liabilities for Goods	17.00	1,829,494	1,752,991
Liabilities for Expenses	18.00	8,505,687	9,194,678
Liabilities for Other Finance	19.00	26,917,409	26,038,165
Workers' Profit Participation Fund	20.00	3,560,512	3,535,323
Income Tax Payable	21.00	50,623,444	32,441,008
Unclaimed Dividend	22.00	5,022,770	4,784,886
Net Current Assets		307,813,743	212,862,261
		965,895,374	554,670,754

FINANCED BY

Shareholders' Equity		517,050,961	487,066,242
Share Capital	23.00	80,000,000	80,000,000
Share Premium	24.00	40,000,000	40,000,000
Retained Earnings	25.00	381,125,700	350,997,670
Revaluation Surplus	26.00	15,925,261	16,068,572
Non Current Liabilities		448,844,413	67,604,512
Deferred Tax Liability	27.00	22,340,083	24,897,012
Long Term Debt	28.00	426,504,330	42,707,500
		965,895,374	554,670,754

The annexed accounting policies and other notes form an integral part of the financial statements.

Approved by the board on 27 October 2015 and signed on its behalf by :


Lt Col Mahtabuddin Ahmed (Retd)
Chairman


Md. Eleash Mridha
Managing Director


Muhammad Aminur Rahman, ACS
Company Secretary

As per our report of same date.


M. J. ABEDIN & CO
Chartered Accountants

Dated, Dhaka
27 October 2015

Statement of Comprehensive Income | for the year ended 30 June 2015

	Notes	Amount in Taka	
		30 June 2015	30 June 2014
Sales			
Cost of Goods Sold	29.00	1,886,505,385	1,727,217,669
Gross Profit	30.00	(1,496,547,549)	(1,353,202,996)
		389,957,836	374,014,673
Expenses			
Administrative Expenses	31.00	31,411,624	26,784,229
Marketing Expenses	32.00	86,923,476	80,402,065
Selling & Distribution Expenses	33.00	80,177,109	69,405,045
Financial Expenses	34.00	117,557,598	123,144,654
Operating Profit		73,888,029	74,278,680
Other Income	35.00	882,709	(36,912)
		74,770,738	74,241,768
Contribution to Worker's Participation & Welfare Funds		(3,560,512)	(3,535,322)
Profit Before Taxation		71,210,226	70,706,446
Provision for Income Tax		(15,625,507)	(15,282,320)
Current Tax	21.00	18,182,436	15,527,165
Deferred Tax	27.00	(2,556,929)	(244,845)
Profit After Taxation for the year		55,584,719	55,424,126
Other Comprehensive Income		-	-
Total Comprehensive Income for the year		55,584,719	55,424,126
Basic Earnings per Share (Per Value Tk. 10/-)		6.95	6.93
Number of Shares Used to Compute EPS		8,000,000	8,000,000

The annexed accounting policies and other notes form an integral part of the financial statements.

Approved by the board on 27 October 2015 and signed on its behalf by :


Lt Col Mahtabuddin Ahmed (Retd)
Chairman


Md. Eleash Mridha
Managing Director


Muhammad Aminur Rahman, ACS
Company Secretary

As per our report of same date.

Dated, Dhaka
27 October 2015


M. J. ABEDIN & CO
Chartered Accountants

Statement of Cash Flows I for the year ended 30 June 2015

Cash Flows from Operating Activities :

	Notes	Amount in Taka	
		30 June 2015	30 June 2014
Cash received from Customers		2,092,494,970	1,917,672,725
Cash Paid to Suppliers		(1,302,629,049)	(1,133,228,627)
Cash Paid to Employees & Others		(567,476,978)	(522,276,213)
Cash Generated from Operations		222,388,943	262,167,885
Interest Paid		(111,931,355)	(130,388,836)
Income Tax Paid		(41,736,411)	(26,936,330)
Net Cash Generated from (Used in) Operation Activities		68,721,177	104,842,719

Cash Flows from Investing Activities :

Acquisition of Property, Plant & Equipment	(511,926,066)	(54,187,468)
Disposal of Property, Plant & Equipment	126,000,000	-
Net Cash Used in Investing Activities	(385,926,066)	(54,187,468)

Cash Flows from Financing activities :

Long Term Loans	412,033,389	(42,872,500)
Short Term Loans	(53,094,067)	9,780,848
Liabilities for Other Finance	879,244	(1,756,741)
Dividend Paid	(25,362,116)	(24,300,554)
Net Cash Flows from Financing activities	334,456,450	(59,148,947)
Increase/(Decrease) in Cash & Cash Equivalents	17,251,561	(8,493,696)
Cash & Cash Equivalents at Opening	15,881,322	24,375,018
Cash & Cash Equivalents at Closings	33,132,883	15,881,322

The annexed accounting policies and other notes form an integral part of the financial statements.

Approved by the board on 27 October 2015 and signed on its behalf by :


 Lt Col Mahtabuddin Ahmed (Retd)
 Chairman


 Md. Eleash Mridha
 Managing Director


 Muhammad Aminur Rahman, ACS
 Company Secretary

Dated, Dhaka
 27 October 2015

Statement of Changes In Equity

for the year ended 30 June 2015

Particulars	Amount in Taka				Total 5=(1+2+3+4)
	Share Capital 1	Share Premium 2	Revaluation Surplus 3	Retained Earnings 4	
Balance as on 30 June 2013					457,103,264
Net Profit after Tax	-	40,000,000	16,231,809	320,871,455	55,424,126
Depreciation on Revalued Assets	-	-	(163,237)	163,237	-
Prior Year Adjustment	-	-	-	(661,148)	(661,148)
Dividend for the year 2013 transferred to dividend payable	-	-	-	(24,800,000)	(24,800,000)
Balance as on 30 June 2014	80,000,000	40,000,000	16,068,572	350,997,670	487,066,242
Net Profit after Tax	-	-	-	55,584,719	55,584,719
Depreciation on Revalued Assets (Annex-1)	-	-	(143,311)	143,311	-
Dividend for the year 2014 transferred to Unclaimed dividend	-	-	-	(25,600,000)	(25,600,000)
Balance as on 30 June 2015	80,000,000	40,000,000	15,925,261	381,125,700	517,050,961

The annexed accounting policies and other notes form an integral part of the financial statements.

Approved by the board on 27 October 2015 and signed on its behalf by :


 Lt Col Mahtabuddin Ahmed (Retd)
 Chairman

Dated, Dhaka
 27 October 2015


 Md. Eleash Mirza
 Managing Director


 Muhammad Aminur Rahman, ACS
 Company Secretary

Notes to the Financial Statements | as at and for the year ended 30 June 2015

1.00 Reporting Entity

1.01 About The Company

The Agricultural Marketing Company Limited was incorporated in Bangladesh on 15th May 1985 as Private Limited Company under the Companies Act, 1913 and subsequently on 22th June, 1993 the company was converted into Public Limited Company. The Shares of the Company are listed in the Dhaka and Chittagong Stock Exchanges.

The registered office of the Company is located at PRAN-RFL Centre, Pragati Sarani, 105, Middle Badda, Dhaka-1212, and Bangladesh. The industrial Units are located at Ghorashal, Ghagra, and Narshingdi.

1.02 Nature of Operations and Principal Activities

The principal activities of the Company throughout the year continued to be trading, processing of fruits, vegetables and other agro products .

2.00 Basis of Presenting Financial Statements

2.01 Basis of Measurement

The financial statements have been prepared on the Historical Cost Basis except revaluation of certain fixed assets. The financial statements, therefore, do not take into consideration the effect of inflation.

The Board of Directors is responsible for preparing and presenting the financial statements, which have approved and authorized for issue of these financial statements.

2.02 Statement of Compliance

The financial statements have been prepared in compliance with the requirements of the Companies Act, 1994, the Securities & Exchange Rules 1987, the Listing Regulations of Dhaka and Chittagong Stock Exchanges and other relevant local laws as applicable and in accordance with Bangladesh Financial Reporting Standards (BFRSs).

2.03 Presentation of Financial Statements

The presentation of these financial statements is in accordance with the guidelines provided by BAS 1: Presentation of Financial Statements.

The financial statements comprises of:

- a. A Statement of Financial Position as at the end of the year 2015;
- b. A Statement of Profit or Loss & Other Comprehensive Income for the year 2015;
- c. A Statement of Changes in Equity for the year 2015;
- d. A Statement of Cash Flows for the year 2015; and
- e. Notes to the Financial Statements, comprising summary of significant accounting policies and explanatory information.

2.04 Other Regulatory Compliance

As required, Agricultural Marketing Company Limited also complies with the following major regulatory provisions in addition to the Companies Act 1994, the Securities and Exchange rules 1987 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 Labour Law 2006 (Amendment-2013)

2.05 Use of Estimates and Judgements

The preparation of financial statements in conformity with the BFRSs including BASs requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues and expenses, assets and liabilities, and the disclosure of contingent assets and liabilities at the date of and during the reporting period. Due to the inherent uncertainty involved in making estimates, actual result reported could differ from those estimates.

2.06 Reporting Period

The Financial Statements cover one calendar year from 01 July 2014 to 30 June 2015.

2.07 Authorization for Issue

The financial statements have been authorized for issue by the Board of Directors on 27 October 2015.

2.08 Comparative Information

Comparative information have been disclosed in respect of the year 2015 for all numerical information in the financial statements and also the narrative and descriptive information when it is relevant for understanding current period's financial statements.

Re-arrangement

Comparative figures have been rearranged where ever considered necessary to ensure better comparability with the current period without causing any impact on the profit and value of assets and liability as reported in the financial statement.

2.09 Reporting Currency and Level of Precision

The figures in the financial statements represent Bangladeshi Taka currency, which have been rounded off to the nearest Taka except where indicated otherwise.

3.00 Significant Accounting Policies Adopted

Following are the accounting policies relating to recognition and valuation of items in financial statements which are material and critical in determining the company's results of operations for the year and as on the financial position date and are consistent with those adopted in the financial statements for the previous year:

3.01 Property, Plant & Equipments

3.01.1 Recognition and Measurement

These are initially stated at cost of acquisition and subsequently stated at cost/valuation less accumulated depreciation in compliance with the requirement of BAS 16: Property, Plant and Equipment. The cost of acquisition of an asset comprises its purchase price and any directly attributable cost of bringing the asset to its location and condition for its intended use inclusive of inward freight, duties and non-refundable taxes.

Fixed assets were revalued by the professional valuer, M/S. Golam Mostafa & Associates of Dhaka as on December 10, 1996.

Fixed Assets do not include any assets held under lease.

3.01.2 Maintenance Activities

Expenditure incurred after the assets have been put into operation, such as repairs & maintenance is normally charged off as revenue expenditure in the period in which it is incurred. In situation where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefit expected to be obtained from the use of the fixed assets, the expenditure is capitalized as an additional cost of the assets.

3.01.3 Depreciation

Land is held on a freehold basis and is not depreciated considering the unlimited life. In respect of all other fixed assets, depreciation is provided using the reducing balance method.

The annual depreciation rates applicable to the principal categories are:

Particulars	2014-2015	2013-2014
Factory Building	10%	10%
Machinery and Equipments	15%	15%
Furniture & Fixtures	15%	15%
Tools & Accessories	20%	20%
Vehicles	20%	20%
Office Equipments	15%	15%
Plastic Container	20%	20%
Other Fixed Assets	20%	20%

Depreciation on addition of fixed assets has been charged in compliance with Para 55 of BAS- 16.

3.01.4 Retirements and Disposals

On retirement or otherwise disposal of fixed assets, the cost and accumulated depreciation are eliminated and any gain or loss on such disposal is reflected in the Profit or Loss & Other Comprehensive Income Statement which is determined with reference to the net book value of the assets and the net sales proceeds.

3.02 Intangible Assets

The cost of acquiring and developing computer software and all up gradation/ enhancement are generally charged off as revenue expenditure unless they bring similar significant additional benefits.

3.03 Leased Assets

In compliance with the BAS 17: Leases, cost of assets acquired under finance lease along with related obligation has been accounted for as assets and liabilities respectively of the company, and the interest element has been charged as expenses. Lease payments made under finance leases are apportioned between the finance expenses and the reduction of the outstanding liability. However, at present the company does not have such Leased Assets.

3.04 Foreign Currency Transactions

The financial records of the company are maintained and the financial statements are stated in Bangladesh Taka. Foreign currency transactions are recorded at the applicable rates of exchange ruling at the transaction date.

The monetary assets and liabilities, if any, denominated in foreign currencies at the Financial Position date are translated at the applicable rates of exchanges ruling at that date. Exchange

differences are charged off as revenue expenditure in compliance with the provisions of BAS 21: The Effects of Changes in Foreign Exchange Rates.

3.05 Inventories

Inventories are carried at the lower of cost and net realizable value as prescribed by BAS 2: Inventories. Cost is determined using weighted average method. The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in the normal course of business in bringing the inventories to their present location and condition. Costs of conversion include all direct costs excluding interest expense. Net realizable value is based on estimated selling price less any further costs expected to be incurred to make the sale. Cost of Finished Goods include material and conversion cost. Cost of work-in process includes material cost.

3.06 Financial Instruments

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

3.06.1 Non-derivative Financial Assets

Financial assets of the company include Accounts receivables, other current assets and cash & cash equivalents. The company initially recognizes receivable on the date they are originated. All others financial assets are recognized initially on the date at which the company becomes a party to the contractual provisions of the transaction. The company derecognizes a financial asset when, and only when the contractual rights or probabilities of receiving the cash flows from the asset expire or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risk and rewards of ownership of the financial asset are transferred.

3.06.1 (a) Accounts Receivable

Accounts receivable are created at original invoice amount less any provisions for doubtful debts. Provisions are made where there is evidence of a risk of non-payment, taking into account ageing, previous experience and general economic conditions. When a trade receivable is determined to be uncollectible it is written off, firstly against any provision available and then to the income statement. Subsequent recoveries of amounts previously provided for are credited to the income statement.

3.06.1 (b) Other Current Assets

Other current assets have a value on realization in the ordinary course of the company's business, which are at least equal to the amount at which they are stated in the Statement of Financial Position.

3.06.1 (c) Cash & Cash Equivalents

Cash in hand and cash at banks have been considered as the cash and cash equivalents for preparation of these financial statements as there were insignificant risk of changes in value of the same.

3.06.2 Financial Liabilities

Financial liabilities are recognized initially on the transaction date at which the company becomes a party to the contractual provisions of the liability. The company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire. Finance liabilities include payable for expenses, liability for capital expenditure and other current liabilities.

3.07 Impairment

3.07.1 Financial Assets

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

3.07.2 Non-Financial Assets

An asset is impaired when its carrying amount exceeds its recoverable amount. The company assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use. Carrying amount of the assets is reduced to its recoverable amount by recognizing an impairment loss if, and only if, the recoverable amount of the asset is less than its carrying amount. Impairment loss is recognized immediately in profit and loss, unless the asset is carried at revalued amount. Any impairment loss of revalued asset shall be treated as a revaluation decrease.

3.08 Employee Benefits

3.08.1 Defined Contribution Plan (Provident Fund)

There is no benefit scheme for the employees.

3.08.2 Contribution to Workers' Profit Participation/ Welfare Funds

This represents 5% of net profit before tax contributed by the company as per provisions of the Bangladesh Labor Law, 2006 and is payable to workers as defined in the said law.

3.09 Provisions

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, 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 effect of time value of money is material, the amount of provision is measured at the present value of the expenditures expected to be required to settle the obligation.

3.10 Income Tax Expenses

Income tax expense comprises of current and deferred taxes. Income tax expense is recognized in the Statement of Profit or Loss & Other Comprehensive Income and accounted for in accordance with the requirements of BAS 12: Income Tax.

3.10.1 Current Tax

Income tax expense is recognized in statement of Profit or Loss & Other Comprehensive Income. Current tax is the expected tax payable on the total taxable income for the period/year using tax rates enacted or substantially enacted as of reporting date and any adjustment to tax payable in respect of previous years. The Company is a Publicly Traded Company as per Income Tax Law and provision for tax has duly been made.

3.10.2 Deferred Tax

Deferred tax has been provided using the balance sheet method for all temporary time differences arising between the tax bases of assets and liabilities and their carrying value for financial reporting purpose. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantially enacted at the date of statement of financial position. Adjustments arising from such accounting have been considered to determine net profit after tax and earnings per shares (EPS).

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

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets and they relate to income taxes levied by the same tax authority on the same taxable entity.

The deferred tax asset/income or liability/expenses does not create a legal liability/recoverability to and from the income tax authority.

3.11 Tax Holiday Reserve

The Company enjoyed tax holiday up to 30 June 2007. Tax holiday reserve so credited had been merged with reserve & surplus account.

3.12 Revenue Recognition

In compliance with the requirements of BAS 18: Revenue from the sale of goods are recognized on preparation of invoices after products are dispatched to customers, that is, when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably.

Revenue receipts from customers against sales are measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates.

3.13 Finance Expenses and Income

Finance expenses comprise interest expense on long term and short loans, bank charges and commission. Finance expenses are recognized in the statement of Profit or Loss & Other Comprehensive Income income unless capitalization of such is allowed under BAS 23: Borrowing Costs.

Interest income is accounted for on cash basis.

3.14 Other Corporate Debt, Accounts Payable, Trade and Other Liabilities

These liabilities are carried at the anticipated settlement amount in respect of goods and services received, whether or not billed by the supplier.

3.15 Advertising and Promotional Expenses

All costs associated with advertising and promoting products are expensed in the year it incurred.

3.16 Share Premium

The Share Premium shall be utilized in accordance with provisions of the Companies Act, 1994 and as directed by the Securities and Exchange Commission in this respect.

The Section 57 of the Companies Act, 1994 provides that the share premium account may be applied by the company.

- a. in paying up unissued shares of the company to be issued to members of the company as fully paid bonus shares ;
- b. in writing off the preliminary expenses of the company ;

- c. in writing off the expenses or the commission paid or discount allowed on any issue of shares or debentures of the company ; and
- d. in providing for the premium payable on the redemption of any redeemable preference shares or of any debenture of the company.

In this respect, a statutory notification was issued in 1992 by the Controller of Capital Issues (now the Securities and Exchange Commission), allowing the above stated utilization of share premium including one additional purpose in adjusting or amortizing of intangible assets, subject to prior approval. The said notification also provides that the fund of the premium account is to be utilized in order of priority.

3.17 Earnings per Share (EPS)

This has been calculated in compliance with the requirement of BAS 33: Earnings per Share - dividing the basic earnings by the weighted average number of ordinary shares outstanding during the year.

Basic Earnings (Numerator)

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

Weighted Average Number of Ordinary Shares Outstanding during the year

This represents the number of ordinary shares outstanding at the beginning of the year plus the number of ordinary shares during the year multiplied by a time-weighting factor. The time-weighting factor is the number of days the specific shares are outstanding as a proportion of the total number of days in the period.

Diluted Earnings per Share

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

3.18 Statement of Cash flows

The Statement of Cash Flows has been prepared in accordance with the requirements of BAS 7: Statement of Cash Flows. The cash generated from operating activities has been reported using the Direct Method as prescribed by the Securities and Exchange Rules, 1987 and following the benchmark treatment of BAS 7, whereby major classes of gross cash receipts and gross cash payments from operating activities are disclosed.

3.19 Related Party Disclosures

Transactions were made during the year with the following Companies:

- (a) Property Development Ltd.
- (b) RFL Plastics Ltd.
- (c) Banga Agro Processing Ltd.
- (d) Pran Confectionery Ltd.
- (e) Pran Dairy Ltd.
- (f) Pran Agro Ltd.
- (g) Pran Beverage Ltd.
- (h) Pran Exports Ltd.
- (i) Pran Foods Ltd.

3.20 Financial risk management

The company management has overall responsibility for the establishment and oversight of the company's risk management framework. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the company's activities. The company has exposure to the following risks from its use of financial instruments.

- (a) Credit risk
- (b) Liquidity risk
- (c) Market risk

(a) Credit risk

Credit risk is the risk of a 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.

(b) 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 time line of payment of the financial obligation and accordingly arrange for sufficient liquidity/fund to make the expected payment within due date.

In extreme stressed conditions, the company may get support from the related company in the form of short term financing.

(c) Market risk

Market risk is the risk that any change in market prices such as foreign exchange rates and interest 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.

(i) Currency risk

The company is exposed to currency risk on F. C. loan and revenue from foreign customers. Majority of the company's foreign currency transactions are denominated in USD.

(ii) Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowing. The foreign currency loan 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.

4.00 Dividend for the Year

Subsequent to the Statement of Financial Position date, the Board of Directors recommended 32%(thirty two percent) cash dividend i.e. Tk. 3.20 per share which will be recognized in the accounts as and when approved by the shareholders in the Annual General Meeting.

5.00 Events after Reporting Period

Events after the reporting period that provide additional information about the company's position at the date of Statement of Financial Position are reflected in the financial statements. Events after reporting period that are not adjusting events are disclosed in the notes when material.

6.00 Post Closing Events

Subsequent to the Statement of Financial Position date, the Board of Directors recommended 32% (thirty two percent) cash dividend i.e. Tk. 3.20 Per share. The Dividend proposal is subject to shareholders' approval in the forthcoming Annual General Meeting. Except the fact as stated above, no circumstances have arisen since the Statement of Financial Position date which would require adjustments to or disclosure in the financial statements or notes thereto.

7.00 Concentrations

As of 30 June 2015, the Company does not have any significant concentration of business transacted with a particular customer, supplier or lender that could, if suddenly eliminated, severely impact the company's operations. The company also does not have a concentration of available sources of labour, services, or licenses or other rights that could, if suddenly eliminated, severely impact the operations of the company.

8.00 Statement of Profit or Loss & Other Comprehensive Income

The results for the year were not materially affected by:

- (a) transactions of a nature not usually undertaking by the company;
- (b) circumstances of an exceptional or non-recurring nature and
- (c) changes in accounting policies.

9.00 Approval of Financial Statements:

The financial statements were approved by the Board of Directors on 27 October 2015

Amount in Taka as at	
30-June-2015	30-June-2014

10.00 Property, Plant & Equipment

Land & Land Development	20,887,705	20,887,705
Factory Building	50,964,198	30,373,320
Machinery & Equipment	526,992,398	257,790,098
Furniture & Fixtures	357,955	421,124
Tools & Accessories	4,750	5,937
Vehicles	20,699,902	14,267,029
Office Equipment	305,449	359,352
Plastic Container	744,747	930,934
Other Fixed Assets	563,538	704,423
Increased value -Due to Revaluation		
Land & Land Development	14,836,383	14,836,383
Factory Building	754,095	837,883
Machinery & Equipment	328,737	386,749
Vehicles	6,045	7,556
	637,445,901	341,808,493
Capital Work in Progress	20,635,730	-
	658,081,631	341,808,493

Details are shown the Annexure-1

11.00 Inventories

This consists of as follows :

i. Raw Materials	154,467,786	257,000,293
ii. Packing Stuff	309,569,477	190,696,024
iii. Store & Spares	23,018,011	25,343,034
iv. Work-In-Process	28,675,368	25,683,267
v. Finished Goods	20,521,661	16,837,595
	536,252,303	515,560,213

12.00 Accounts Receivable

Disclosure as per section 185, schedule-XI, Part-1, of Companies Act, 1994

i. Debts considered good and fully secured	51,625,265	56,883,693
ii. Debts considered good and hold no security other than debtors' personal security.	31,519,093	18,078,655
iii. Debts considred doubtful/bad	Nil	Nil
iv. Debts due by Directors/Officers of the company	Nil	Nil
v. Debts due by the companies under same management	Nil	Nil
	83,144,358	74,962,348

Ageing of Accounts Receivable

Less than 06 months	83,144,358	74,962,348
More than 06 but less than 12 months	-	-
More than 12 months	-	-

83,144,358 **74,962,348**

Amount in Taka as at	
30-June-2015	30-June-2014

13.00 Advance, Deposits & Prepayments

This is considered good and consists of as follows :

Advances (Note-13.01)	186,252,089	138,945,453
Deposits	8,848,388	8,752,388
	195,100,477	147,697,841

13.01 Advance includes as follows :

Advance against Import (L/C)	14,712,283	10,118,744
Advance against Income Tax	135,445,033	93,708,622
Advance against VAT	22,913,750	11,722,288
Advance against SD	10,684,573	20,187,570
Advance to Employee against Purchase	2,496,450	3,208,229
	186,252,089	138,945,453

- i. No amount was due by the Directors (including Managing Director) of the Company.
- ii. No amount was due by the associated undertaking.
- iii. All advance,deposits & prepayments are considred goods & recoverable.

Ageing of Advance

Less than 06 months	71,675,262	50,790,521
More than 06 but less than 12 months	20,868,206	21,382,640
More than 12 months	93,708,622	66,772,292
	186,252,089	138,945,453

14.00 Cash & Cash Equivalents

This consists of as follows:

In Hand	7,432,932	5,817,747
At Banks :	25,699,951	10,063,575

Short Term Deposit

AB Bank Ltd. (Motijheel)	4	4
The Hongkong and Shanghai Banking Corporation	1,256,833	6,728

Current Deposit

IFIC Bank Ltd.(Motijheel)	15,160	15,735
Bangladesh Krishi Bank.	6,798	1,648,449
Habib Bank Limited (Motijheel)	10,000	8,753
United Comercial Bank Ltd. (Motijheel)	2,752,634	304,750
Islami Bank Bangladesh Ltd.(Principal Br Dilkusha)	304	615
Pubali Bank Ltd.	7,676	

FC Account

Bank Asia Ltd. (USD 60,025 @ 77.73)	4,665,744	1,941
Bangladesh Krishi Bank.	5,994	5,994

Amount in Taka as at	
30-June-2015	30-June-2014
5,345,831	8,066,569
11,628,932	4,041
4,041	4,037
33,132,883	15,881,322

Habib Bank Limited (USD 68,774.36 @ 77.73)
The Hongkong and Shanghai Banking Corporation (USD 149,606.74 @ 77.73)
State Bank Of India (USD 51.99 @ 77.73)

15.00 Current Portion of Long Term Loan

- a) This represents current portion of loan taken from IFC,Bank Asia & CBC which is re-payable within next financial year.
- b) The nature of security and terms of repayment has been stated in note - 28.00.

16.00 Short Term Loan from Banks (Secured)

i.	Standard Chartered Bank	38,328,507	164,169,308
ii.	IFIC Bank Ltd.	51,774,809	37,761,395
iii.	Bank Asia Ltd.	24,120,262	2,463,095
iv.	The Hongkong and Shanghai Banking Corporation	8,860,444	163,229,248
v.	AB Bank Ltd.	4,372,515	2,129,408
vi.	Commercial Bank of Ceylon	30,231,276	40,184,784
vii.	Citi Bank NA	303,418	2,333,663
viii.	State Bank of India	205,685,918	4,589,006
ix.	Bangladesh Krishi Bank	600,036	511,345
		364,277,185	417,371,252

The loans under (i-ix) are secured by way of first charge over current assets of the Company on Pari Passu basis.

17.00 Liabilities for Goods

This represents amount payable to regular suppliers of raw materials, packing materials etc. All suppliers were paid on regular basis.

Ageing of Liabilities for Goods

Less than 06 months	1,829,494	1,752,991
More than 06 but less than 12 months	-	-
More than 12 months	-	-
	1,829,494	1,752,991

18.00 Liabilities for Expenses

Salary and Allowances	4,792,179	5,635,737
Audit Fee	175,000	150,000
Utility	3,508,133	2,825,989
Office Rent (VAT)	30,375	
Pioneer Insurance	-	582,952
	8,505,687	9,194,678

Amount in Taka as at	
30-June-2015	30-June-2014

19.00 Liabilities for Other Finance

This is made up as follows:

Payable for TDS & VDS	2,171,828	888,993
Security Deposit Payable(Distributor & Others)	24,745,581	25,149,172
	26,917,409	26,038,165

20.00 Workers' Profit Participation Fund

Opening Balance	3,535,323	19,468,515
Add: Addition during the year	3,560,512	3,535,322
Add: Interest during the year	-	-
	7,095,835	23,003,837
Less : Paid during the year	3,535,323	19,468,514
Closing Balance	3,560,512	3,535,323

21.00 Income Tax Payable

Opening Balance	32,441,008	47,181,438
Add: Addition during the year	18,182,436	15,527,165
	50,623,444	62,708,603
Less : Adjusted during the year	-	30,267,595
Closing Balance	50,623,444	32,441,008

22.00 Unclaimed Dividend

The break-up is as under:

Upto 2010-2011	3,928,741	3,928,741
2011-12	121,668	138,687
2012-13	561,178	717,458
2013-14	411,183	-
	5,022,770	4,784,886

Amount in Taka as at	
30-June-2015	30-June-2014

23.00 Issued Share Capital

Authorised :	
50,000,000 Ordinary Shares of Tk 10.00 each	<u>500,000,000</u> <u>500,000,000</u>
Issued, Subscribed and Paid up:	
8,000,000 Ordinary Shares of Tk 10.00 each fully paid up in cash	<u>80,000,000</u> <u>80,000,000</u>

The break up of share holding is as follows:

	%	30.06.2015	%	30.06.2014
Sponsors	41.43%	3,314,130	41.43%	3,314,130
General Public	55.38%	4,430,820	54.22%	4,337,290
Financial Institutions	3.19%	255,050	4.35%	348,580
	100.00%	8,000,000	100.00%	8,000,000

Distribution schedule of each class of ordinary shares setting out the number of holders and percentage has been given below :

Holdings	30.06.2015		30.06.2014	
	Shareholders	%	Shareholders	%
1- 500 shares	2951	7.09	2896	7.09
501 - 5,000 shares	1753	40.74	1753	40.74
5,001 - 10,000 shares	2	0.21	2	0.21
10,001 - 20,000 shares	1	0.16	1	0.16
20,001 - 30,000 shares	1	0.33	1	0.33
30,001 - 40,000 shares	5	1.33	5	1.33
40,001 - 50,000 shares	0	0	0	0
50,001 - 100,000 shares	0	0	0	0
100,001 - 800,000 shares	7	21.64	7	21.64
800,001 & Above shares	2	28.50	2	28.50
Total	4,722	100	4,667	100

The shares are listed in Dhaka and Chittagong Stock Exchanges and quoted at :

Amount in Taka as at	
30 June 2015	30 June 2014

Dhaka Stock Exchange	191.00	221.70
Chittagong Stock Exchange	190.90	222.30

Option on Unissued shares:

There is no option regarding authorised capital not yet issued but can be used to increase the paid-up capital through the issuance of new shares against cash contribution and bonus.

Amount in Taka as at	
30-June-2015	30-June-2014

24.00 Share Premium

This represents share premium received in 1997 against right issue of 400,000 shares of Tk.100 each. Face value of all shares has been converted from Tk. 100 each to Tk. 10 each. The share premium money shall be utilised for the purposes mentioned in the Companies Act, 1994 and Securities and Exchange Ordinance, 1969.

25.00 Retained Earning

Opening Balance	350,997,670	320,871,455
Add: Addition during the year	55,584,719	55,424,126
Add : Depreciation on Revalued Assets	143,311	163,237
	406,725,700	376,458,818
Less : Prior year Adjustment	-	661,148
Less : Dividend	25,600,000	24,800,000
Closing Balance	381,125,700	350,997,670

26.00 Revaluation Surplus

Opening Balance	16,068,572	16,231,809
Less : Depreciation Charges	143,311	163,237
Closing Balance	15,925,261	16,068,572

27.00 Deferred Tax Liability

Opening Balance	24,897,012	25,141,857
Add: Addition during the year	(2,556,929)	(244,845)
Closing Balance	22,340,083	24,897,012

28.00 Long Term Debt

Bank Asia Ltd.	176,747,734	-
Bank Asia Ltd. -Deferred LC	266,049,156	-
Commercial Bank of Ceylon	11,899,999	-
International Finance Corporation	42,751,500	85,415,000
	497,448,389	85,415,000

Less: Current portion of long term loan being payable within 1 year (Note-15) :

Bank Asia Ltd.	(25,392,555)	
Commercial Bank of Ceylon	(2,800,004)	
International Finance Corporation	(42,751,500)	(42,707,500)
	426,504,330	42,707,500

Nature of Security

The Loans are secured by legal mortage & hypothecation charge on all fixed assets of the company on pari passu basis with all the lenders.

Details of the loan

Banks/Institutions	Sanctioned Amount	Availed Amount	Balance including Current Due
			USD
IFC	2,750,000	2,750,000	550,000
		Tk.	
Commercial Bank of Ceylon	12,600,000	11,899,999	11,899,999
Bank Asia Ltd	176,747,734	176,747,734	176,747,734

Repayment

10 equal half yearly instalments from 15 July 2011(IFC)

34 equal quarterly instalments from 08 July 2015(CBC)

Loan from Bank Asia Ltd -

This represents the aggregate sum of 8 Nos. Loans received from Bank Asia Ltd. during the year. These are repayable along with interest thereon, in monthly equal instalments. Instalments will be started respectively by July, October, November, December 2015.

29.00 Sales

	Amount in Taka for the year		
	2014-2015		2013-2014
	Export	Local	
Local	-	1,752,201,808	1,699,244,937
VATable	-	1,175,702,565	1,206,659,598
Tariff Sales	-	575,477,301	492,585,339
Non Vatable	-	1,021,942	-
Export Sales	299,483,240	-	226,129,195
Cash Incentive	48,807,819	-	9,193,169
Total Gross Received	348,291,059	1,752,201,808	1,934,567,301
Supplementary Duty	(60,634,974)	(60,634,974)	(49,959,250)
VAT	(153,352,508)	(153,352,508)	(157,390,382)
	348,291,059	1,538,214,326	1,727,217,669

30.00 Cost of Goods Sold

Opening Stock of Raw, Packing Stores and Glass Bottles	115,809,583	357,229,769	473,039,352	509,069,960
Purchase	232,557,658	1,070,147,894	1,302,705,552	1,133,227,914
Closing Stock	(107,506,563)	(379,548,711)	(487,055,274)	(473,039,352)
Material Consumed (Note-30.01)	240,860,678	1,047,828,952	1,288,689,630	1,169,258,522
Manufacturing Exp. (Note-30.02)	27,317,193	120,645,357	147,962,550	140,895,984
Depreciation	12,290,593	54,280,943	66,571,536	44,979,454
Total Manufacturing Cost	280,468,464	1,222,755,252	1,503,223,716	1,355,133,960
Opening WIP	3,499,181	22,184,086	25,683,267	6,500,984
Closing WIP	(5,294,114)	(23,381,254)	(28,675,368)	(25,683,267)
Cost of Production	278,673,531	1,221,558,084	1,500,231,615	1,335,951,677
Opening Stock of Finished Goods	2,294,015	14,543,580	16,837,595	34,088,914
Closing Stock of Finished Goods	(3,788,757)	(16,732,904)	(20,521,661)	(16,837,595)
	277,178,789	1,219,368,760	1,496,547,549	1,353,202,996

30.01 Material Consumed

		Opening Stock	Purchase	Closing Stock	Consumption
Fruits Vegetable & Consumable Stores	Kg	4,571,721	6,574,559	2,168,670	8,977,610
	Unit	102,599	2,480,172	704,971	1,877,800
Spices, Oil & Salt	Kg	7,652	68,000	37,702	37,950
Chemical & Additives	Kg	167,673	325,112	211,309	281,476
	Ltr	4,410	6,550	4,984	5,976
Packing Stuff	Kg	479,044	3,467,796	994,576	2,952,264
	Unit	34,661,265	106,925,694	51,794,615	89,792,344
Total (Quantity)	Kg	5,226,090	10,435,467	3,412,257	12,249,300
	Ltr	4,410	6,550	4,984	5,976
	Unit	34,763,864	109,405,866	52,499,586	91,670,144
Total (Value)	Kg	241,101,124	825,687,029	195,708,665	871,079,488
	Ltr	858,181	1,832,777	1,006,893	1,684,065
	Unit	231,080,047	475,185,746	290,339,716	415,926,077
		473,039,352	1,302,705,552	487,055,274	1,288,689,630

Amount in Taka for the year			
2014-2015			2013-2014
Export	Local	Total	

30.02 Manufacturing Expenses

Salaries, Allowances & Wages	15,772,362	69,658,043	85,430,405	82,432,333
Carriage, Loading & Unloading	2,186,907	9,658,391	11,845,298	11,425,965
Travel & Conveyance	389,158	1,718,703	2,107,861	2,036,515
Printing & Stationery	211,653	934,760	1,146,413	1,110,002
Repairs & Maintenance	279,745	1,235,485	1,515,230	1,461,157
Entertainment	133,444	589,351	722,795	688,251
Postage & Telephone	127,775	564,316	692,091	666,421
Power & Fuel	6,679,199	29,498,430	36,177,629	33,581,410
Testing Fees	53,557	236,531	290,088	286,338
Medical & Sanitation	78,293	345,776	424,069	167,375
Uniform & Gloves	23,054	101,817	124,871	121,056
Insurance Premium	226,818	1,001,732	1,228,550	1,033,298
Cold Storage & Other Charges	1,155,228	5,102,022	6,257,250	5,885,863
	27,317,193	120,645,357	147,962,550	140,895,984

31.00 Administrative Expenses

Salaries & Allowances	3,225,519	14,245,382	17,470,901	14,653,372
Travel & Conveyance	251,112	1,109,029	1,360,141	1,257,059
Printing & Stationery	102,294	451,776	554,070	525,436
Postage	45,477	200,849	246,326	235,462
Telephone, Telex & Fax	167,218	738,514	905,732	828,382
Repairs & Maintenance	166,349	734,675	901,024	863,706
Books & Periodicals	3,508	15,492	19,000	11,350
Fuel & Electricity	666,750	2,944,676	3,611,426	3,350,895
Entertainment	253,541	1,119,754	1,373,295	1,325,047
Office Rent	245,779	1,085,471	1,331,250	761,250
Fees & Renewals	220,859	975,418	1,196,277	1,094,984
Insurance	47,673	210,545	258,218	443,483
Audit Fees	32,309	142,691	175,000	150,000
Depreciation	279,148	1,232,847	1,511,995	950,733
Rent, Rates & Taxes	26,275	116,040	142,315	22,500
Medical & Sanitation	17,765	78,459	96,224	52,510
AGM Expenses	47,712	210,718	258,430	258,060
	5,799,288	25,612,336	31,411,624	26,784,229

32.00 Marketing Expenses

Salaries & Allowances	3,870,623	17,094,458	20,965,081	17,584,046
Travel & Conveyance	301,335	1,330,834	1,632,169	1,508,471
Printing & Stationery	122,752	542,132	664,884	630,523
Postage	54,573	241,018	295,591	282,555
Telephone, Telex & Fax	200,662	886,217	1,086,879	994,058
Advertisement	-	62,278,872	62,278,872	59,402,412
	4,549,945	82,373,531	86,923,476	80,402,065

Amount in Taka for the year			
	2014-2015		2013-2014
	Export	Local	Total
33.00 Selling & Distribution Expenses			
Salaries & Allowances	5,805,934	25,641,688	31,447,622
Travel & Conveyance	452,002	1,996,252	2,448,254
Printing & Stationery	184,129	813,197	997,326
Postage	81,859	361,528	443,387
Telephone, Telex & Fax	300,993	1,329,325	1,630,318
Repairs & Maintenance	499,048	2,204,025	2,703,073
Fuel & Electricity	1,000,125	4,417,013	5,417,138
Depreciation	418,722	1,849,270	2,267,992
Employee Training/ Welfare	72,464	320,036	392,500
Carriage Outwards & Loading	4,088,552	18,056,934	22,145,486
Sales Incentive	976,071	4,310,782	5,286,853
Freight and Forwarding Expenses	4,997,160	-	4,997,160
	18,877,059	61,300,050	80,177,109
			69,405,045

34.00 Financial Expenses

Interest on Long Term Loan	2,078,713	9,180,555	11,259,268	6,752,619
Interest on Working Capital Loan	24,758,115	80,636,030	105,394,145	115,534,006
WPPF Interest	-	-	-	-
Bank Charge & Other Financial Exp.	166,933	737,252	904,185	858,029
	27,003,761	90,553,837	117,557,598	123,144,654

35.00 Other Income

Scrap Sales	97,455	430,406	527,861	508,696
Profit on Sale of Fixed Assets(Note 46)	-	698,596	698,596	-
Exchange Loss/ (Gain)-Realised	(117,864)	(520,540)	(638,404)	(1,190,280)
Exchange Loss/ (Gain)-un-Realised	54,400	240,256	294,656	644,498
Interest Received	-	-	-	174
	33,991	848,718	882,709	(36,912)

Amount in Taka as at	
30-June-2015	30-June-2014

36.00 Earnings Per Share (EPS) - Basic

The Computation of EPS shown below :

a)	Earnings attributable to the Ordinary Shareholders	55,584,719	55,424,126
b)	Weighted average number of Ordinary Shares	8,000,000	8,000,000
c)	EPS- Basic	6.95	6.93

37.00 Net Assets Value (NAV)

The computation of NAV is given below :

a)	Net assets value	517,050,961	487,066,242
b)	Weighted average number of ordinary share	8,000,000	8,000,000
c)	Net assets value per share	64.63	60.88

38.00 Net Operating Cash Flow Per Share

The computation of net operating cash flows is given below :

a)	Cash flows from operating activities as per statement of	68,721,177	104,842,719
b)	Weighted average number of ordinary share outstanding	8,000,000	8,000,000
c)	Net Operating Cash Flow- Per Share	8.59	13.11

39.00 Proposed Dividend

This is subject to approval of the shareholders in the Annual General Meeting.

40.00 Payments/ Perquisites to Directors

During the year under review :

- a) No Compensation was allowed by the Company to the Chief Executive Officer of the company who is also a Director of the Company.
- b) The rate at which Directors are entitled to draw board meeting attendance fees is Tk. 1,500 per Director per meeting. But no meeting fee was drawn.
- c) No amount of Money was expended by the company for compensating any member of the Board for special services.

41.00 Contingent Liabilities

There was no sums, except for the amount disclosed in note: 47 (b), for which the company is contingently liable as on 30 June 2015.

42.00 Capital Expenditure Commitment

There was no capital commitment as on 30 June 2015.

43.00 Claims Not Acknowledged

There was no claim against the company not acknowledged as debt as on 30 June 2015.

44.00 Financial Risk Management

The company has exposer to the following risks from its issue of financial intrument.

44.01 Credit Risk

In monitoring credit risk, debtors are grouped according to their risk profile. i.e their legal status, financial condition, ageing profile etc. Accounts receivable are mainly related to sales of finished goods. The maximum exposer to credit risk each represented by the carrying amount of each financial assets in the financial state-ment of financial position.

Amount in Taka as at	
30-June-2015	30-June-2014

Exposer to Credit Risk

The carrying amount of financial assets represent the maximum credit exposer. The maximum exposer to credit risk at the reporting date was:

Accounts Receivable	83,144,358	74,962,348
Advance, Deposits & Prepayments	195,100,477	147,697,841
Cash & Cash Equivalents	33,132,883	15,881,322
	311,377,718	238,541,511

Amount in Taka		
Short Term Loan	Accounts Payable	Other Liabilities & Provision

44.02 Liquidity Risk

as at 30 June 2015

Carrying Amount	435,221,244	1,829,494	102,765,540
Interest Rate		N/A	N/A
Contractual Cash Flows	435,221,244	1,829,494	102,765,540
Within 6 months or Less	435,221,244	1,829,494	97,980,654
Within 12 months	-	-	717,458
Within 2-6 years	-	-	4,067,428

as at 30 June 2014

Carrying Amount	460,078,752	1,752,991	79,407,720
Interest Rate		N/A	N/A
Contractual Cash Flows	460,078,752	1,752,991	79,407,720
Within 6 months or Less	460,078,752	1,752,991	74,622,834
Within 12 months	-	-	717,458
Within 2-6 years	-	-	4,067,428

44.03 Market Risk

Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowings. The company is not significantly exposed to fluctuation in interest rates as it has fixed interest bearing financial liabilities as at reporting date.

Accounting classification and fair values

Fair value of financial assets and liabilities together with carrying amount shown in the statement of financial position are as follows:

	2015	
	Carrying Amount	Fair Value
Loans and Receivables		
Accounts Receivables	83,144,358	83,144,358
Cash and Bank Balances	33,132,883	33,132,883
Liabilities carried at amortized costs		
Term loan-non current portion	426,504,330	426,504,330
Financial Lease Obligation, Net of Current Portion	70,944,059	70,944,059
Accounts Payable/Liabilities for Goods	1,829,494	1,829,494
Other Liabilities and Provision	94,629,822	79,407,720

	2014	
	Carrying Amount	Fair Value
Loans and Receivables		
Accounts Receivables	74,962,348	74,962,348
Cash and Bank Balances	15,881,322	15,881,322
Liabilities carried at amortized costs		
Term loan-non current portion	42,707,500	42,707,500
Financial Lease Obligation, Net of Current Portion	42,707,500	42,707,500
Accounts Payable/Liabilities for Goods	1,752,991	1,752,991
Other Liabilities and Provision	75,994,060	75,994,060

45.00 Foreign Currency Transactions

During the period under review the company.

- (a) Earned US \$ 3,896,304.59 from export.
- (b) Repaid loan to IFC US \$ 550,000.
- (c) Interest paid to IFC US \$ 44,300.28

46.00 Particulars of disposals of Property, Plant & Equipment

The following assets were disposed off during the year ended 30 June 2015.

Particulars of Assets	Cost	Accumulated Depreciation		Sales Price	Profit	Mode of Disposal	Name of Parties
Machinery and Equipment	401,102,406	275,801,002	125,301,404	126,000,000	698,596	Negociation	Various Individuals
Total	401,102,406	275,801,002	125,301,404	126,000,000	698,596		

47.00 Related Party Transactions

a. The company carried out number of transactions with related parties in the normal course of business as detailed below :

Name of the Company	Nature of Transactions	Value of Transaction in 2015	Balance as on 30 June 2015
Property Development Ltd.	Transfer,Expenses	87,699,993	-
RFL Plastics Ltd.	Transfer,Expenses	2,256,580	-
Banga Agro Processing Ltd.	Transfer,Expenses	2,767,150	-
Pran Confectionery Ltd.	Transfer,Expenses	6,432,072	-
Pran Dairy Ltd.	Transfer,Expenses	258,170,200	-
Pran Agro Ltd.	Transfer,Expenses ,Purchase	67,582,174	-
Pran Beverage Ltd.	Transfer,Expenses	8,242,353	-
Pran Exports Ltd.	Transfer,Expenses	60,055,515	-
Pran Foods Ltd.	Transfer,Expenses	82,207,955	-

Nature of Relationship

The company and the parties as stated above are under same management.

b. Corporate guarantee issued to related parties under the resolution of Board of Directors were as follows:

Infavour of	On behalf of	Amount	Purposes
Hongkong & Shanghai Banking Cor.	Pran Foods Ltd.	536.00	Working Capital
Standard Chartered Bank	Pran Foods Ltd.	465.00	Working Capital
Standard Chartered Bank	Rangpur Foundry Ltd.	140.00	Working Capital
Hongkong & Shanghai Banking Cor.	Pran Exports Ltd.	325.00	Working Capital
Hongkong & Shanghai Banking Cor.	Pran Dairy Ltd.	410.00	Working Capital

c. Corporate guarantee received from related parties under the resolution of Board of Directors were as follows:

Infavour of	On behalf of	Amount (in Million)	Purposes
Hongkong & Shanghai Banking Cor.	Pran Foods Ltd.	528.00	Working Capital
Standard Chartered Bank	Pran Foods Ltd.	475.00	Working Capital
IFIC Bank Ltd	Rangpur Foundry Ltd.	50.00	Working Capital
Bank Asia Ltd	Pran Dairy Ltd.	270.00	Working Capital
Citi Bank N A	Pran Foods Ltd.	560.00	Working Capital

48.00 Quantitative Disclosure in Respect of

a. Production Capacity and Actual Production

Name of Items	(In Pcs/Pkt.)		
	Production	Production	Difference
Juice ,Drinks & Others	309,212,000	191,956,517	(117,255,483)
Mineral Water	53,830,000	34,312,536	(19,517,464)
Soft Drinks	16,650,000	6,225,503	(10,424,497)
Mango Bar and Others	11,580,000	1,116,923	(10,463,077)

b. Sales

Name of Items	(In Pcs/Pkt.)	
	30 June 2015	30 June 2014
Juice ,Drinks & Others	192,154,821	106,079,796
Mineral Water	34,286,402	17,416,875
Soft Drinks	6,110,424	7,299,845
Mango Bar and Others	1,091,327	2,200,393

c. Finished Goods

Name of Items	(In Pcs/Pkt.)	
	30 June 2015	30 June 2014
Juice ,Drinks & Others	1,809,027	2,007,331
Mineral Water	100,547	74,413
Soft Drinks	117,574	2,495
Mango Bar and Others	25,596	-

The annexed accounting policies and other notes form an integral part of the financial statements.

Approved by the board on 27 October 2015 and signed on its behalf by :


Lt Col Mahtabuddin Ahmed (Retd)
Chairman


Md. Eleash Mridha
Managing Director


Muhammad Aminur Rahman, ACS
Company Secretary

Dated, Dhaka
27 October 2015

AGRICULTURAL MARKETING COMPANY LIMITED
 Statement of Profit or Loss and Other Comprehensive Income
 for the year ended 30 June 2015

	Amount in Taka			Total 2013-2014	
	2014-2015		Total 2013-2014		
	Export	Local			
Sales	348,291,059	1,538,214,326	1,886,505,385	1,727,217,669	
Cost of Goods Sold	(277,178,789)	(1,219,368,760)	(1,496,547,549)	(1,353,202,996)	
Gross Profit	71,112,270	318,845,566	389,957,836	374,014,673	
Expenses	(56,230,053)	(259,839,754)	(316,069,807)	(299,735,993)	
Administrative & Selling	5,799,288	25,612,336	31,411,624	26,784,229	
Marketing	4,549,945	82,373,531	86,923,476	80,402,065	
Selling & Distribution	18,877,059	61,300,050	80,177,109	69,405,045	
Financial	27,003,761	90,553,837	117,557,598	123,144,654	
Operating Profit	14,882,217	59,005,812	73,888,029	74,278,680	
Other Income	33,991	848,718	882,709	(36,912)	
	14,916,208	59,854,530	74,770,738	74,241,768	
Contribution to Workers' Participation & Welfare Fund	(710,296)	(2,850,216)	(3,560,512)	(3,535,322)	
Profit Before Taxation	14,205,912	57,004,314	71,210,226	70,706,446	
Provision for Income Tax	(1,528,685)	(14,096,822)	(15,625,507)	(15,282,320)	
Current Tax	(1,994,964)	(16,187,472)	(18,182,436)	(15,527,165)	
Deferred Tax	466,279	2,090,650	2,556,929	244,845	
Surplus for the year	12,677,227	42,907,492	55,584,719	55,424,126	
Surplus brought forward from previous year	-	-	350,997,670	320,871,455	
Depreciation on Revalued Assets			406,582,389	376,295,581	
Prior year Adjustment	-	-	143,311	163,237	
Transferred to Dividend Payable	-		(25,600,000)	(24,800,000)	
Balance being surplus carried forward	-	-	381,125,700	350,997,670	

The annexed accounting policies and other notes form an integral part of the financial statements.

Approved by the board on 27 October 2015 and signed on its behalf by :


Lt Col Mahtabuddin Ahmed (Retd)
 Chairman


Md. Eleash Mridha
 Managing Director


Muhammad Aminur Rahman, ACS
 Company Secretary

Dated, Dhaka
 27 October 2015

Property, Plant & Equipments

Annexure-1

Particulars	COST / VALUATION			Rate of Dep.%	Balance as on 01-Jul-14	Charged During the year	Sale/ Adjustment	Total cost as on 30-Jun-15	DEPRECIATION	Total cost as on 30-Jun-15	Written Down Value as on 30-Jun-15
	Balance as on 01-Jul-14	Addition During the Year	Sale/ Adjustment								
Original Value											
Land & Land Development	20,887,705	-	-	20,887,705	-	-	-	-	-	-	20,887,705
Factory Building	108,566,491	24,871,800	-	133,468,291	10	78,223,171	4,280,922	-	82,504,093	50,964,198	
Machinery & Equipment	751,063,133	456,324,259	(401,102,406)	806,284,986	20	493,273,035	61,820,555	(275,801,002)	279,292,588	526,992,398	
Furniture & Fixtures	2,391,217	-	-	2,391,217	15	1,970,093	63,169	-	2,033,262	357,955	
Tools & Accessories	272,417	-	-	272,417	20	266,480	1,187	-	267,667	4,750	
Vehicles	60,947,783	10,094,277	-	71,042,060	20	46,680,754	3,661,404	-	50,342,158	20,699,902	
Office Equipment	2,391,438	-	-	2,391,438	15	2,032,086	53,903	-	2,085,989	305,449	
Plastic Container	10,392,058	-	-	10,392,058	20	9,461,124	186,187	-	9,647,311	744,747	
Other Fixed Assets	22,217,888	-	-	22,217,888	20	21,513,465	140,885	-	21,654,350	563,538	
Sub-total	979,160,130	491,290,336	(401,102,406)	1,069,348,060		653,420,208	70,208,212	(275,801,002)	447,827,418	621,520,642	

Revalued Amount

Land & Land Development	14,836,383	-	-	14,836,383	-	-	-	-	-	-	14,836,383
Factory Building	5,024,125	-	-	5,024,125	10	4,186,242	83,788	-	4,270,030	754,095	
Machinery & Equipment	6,127,838	-	-	6,127,838	15	5,741,089	58,012	-	5,799,101	328,737	
Vehicles	335,533	-	-	335,533	20	327,977	1,511	-	329,488	6,045	
Sub-total	26,323,879	-	-	26,323,879	45	10,255,308	143,311	-	10,398,619	15,925,290	
Net Book Value as on 30 June 2015	1,005,484,009	491,290,336	(401,102,406)	1,095,671,939		663,675,516	70,351,523	(275,801,002)	458,226,037	637,445,901	
Capital Work in Progress											20,635,750
Carrying Value as on June 30,2015											658,081,631

Allocation of depreciation:

	Amount in Taka	
	30 June 2015	30 June 2014
Cost of Goods Sold (Note-30.00)	66,571,536	44,979,454
Administrative Expenses (Note-31.00)	1,511,995	950,733
Selling & Distribution Expenses (Note-33.00)	2,267,992	1,426,099
Sub-total	70,351,523	47,356,286

The original cost of fixed assets includes a sum of Tk. 26,323,879 being value increased by revaluation of the following assets:

Land & Land Development	14,836,383
Factory Buildings	5,024,125
Machinery & Equipment	6,127,838
Vehicles	335,533
Sub-total	26,323,879



AGRICULTURAL MARKETING CO LTD

PRAN-RFL Center, 105, Middle Badda, Dhaka-1212, Phone: 88-02- 9881792
Fax: 88-02-8837464, Web: www.pranfoods.net

I/We.....
of.....
being a member of AGRICULTURAL MARKETING CO LTD hereby appoint
Mr/Mrs/Miss.....
of.....
as my/our proxy to attend and vote for me/us and on my/our behalf at the 30th Annual General Meeting of
the Company to be held on Tuesday 22nd December, 2015 at 10.00 a.m. and /or at any adjournment
thereof. As witness I/we put my/our hand(s) thisday of2015

.....
Signature of the Proxy
Register Folio/BO.....
Date:.....

Affix
Revenue
Stamp
Tk. 20/-

.....
Signature of the Shareholder(s)
Register Folio/BO.....
Date:.....

.....
(Signature of the witness)

NOTE: A member entitled to attend and vote at the Annual General Meeting may appoint another member
as a Proxy to attend the meeting and vote in his/her stead. The Proxy Form duly stamped must be
deposited at the Registered Office of the Company not later than 48 hours before the time
appointed for the meeting.

.....
AUTHORISED SIGNATURE

.....
SIGNATURE VERIFIED

AGRICULTURAL MARKETING CO LTD

PRAN-RFL Center, 105, Middle Badda, Dhaka-1212, Phone: 88-02- 9881792
Fax: 88-02-8837464, Web: www.pranfoods.net

I/we hereby record my/our attendance as member/proxy at the 30th Annual General Meeting being held on
Tuesday 22nd December, 2015 at 10.00 a.m. at Trust Milonayaton, 545 Old Airport Road, Dhaka
Cantonment, Dhaka-1206.

Name of Member (s)

Register BO No/Folio No Holding Ordinary
Shares of Agricultural Marketing Co Ltd.

.....
Signature of the Proxy

.....
Signature of the Shareholder(s)

N. B. Please present this slip at the Reception desktt

আমলোক



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AGRICULTURAL MARKETING CO. LTD.

Corporate Headquarters:

PRAN-RFL Center

105, Middle Badda, Dhaka-1212

Phone: 88-02- 9881792, Fax: 88-02-8837464

Web: www.pranfoods.net