



# বাহ্মিক প্রতিবেদন ২০২১-২০২২



শ্যামপুর সুগার মিলস্ লিমিটেড  
SHYAMPUR SUGAR MILLS LIMITED

শ্যামপুর সুগার মিলস্ লিমিটেড এর  
৩২তম বার্ষিক সাধারণ সভার শুভ কামনা করছি।

কেরু এন্ড কোম্পানী (বাংলাদেশ) লিঃ এর  
উৎপাদিত চিনি, ভিনেগার ও ডিনেচার্ড স্পিরিট ব্যবহার করুন

(ক) চিনি :

- ❖ সকল প্রকার মিষ্টান্ন, চা এবং মিষ্টি জাতীয় দ্রব্যে কেরুজ  
উৎপাদিত প্লান্টেশন হোয়াইট সুগার ব্যবহার করুন।

(খ) ভিনেগার :

- ❖ কেরুজ মলটেড ভিনেগার
- ❖ কেরুজ সাদা ভিনেগার
- ❖ গুণে মানে অদ্বিতীয়
- ❖ স্বাদে রুচিতে অনন্য
- ❖ আচার সস্ সংরক্ষণে অতুলনীয়
- ❖ পরিপাকে সাহায্যকারী
- ❖ বাজারে সেরা

(গ) ডিনেচার্ড স্পিরিট :

- ❖ কেরুজ ডিনেচার্ড স্পিরিট গুণে মানে অদ্বিতীয়
- ❖ বার্গিশের কাজে কেরুর ডিনেচার্ড স্পিরিট ব্যবহার করুন
- ❖ কেরুজ ডিনেচার্ড স্পিরিট ব্যবহারে আপনার ফার্নিচারের  
উজ্জ্বলতা ও স্থায়িত্ব বৃদ্ধি পাবে।

কেরু এন্ড কোম্পানী (বাংলাদেশ) লিমিটেড

(বাংলাদেশ চিনি ও খাদ্য শিল্প করপোরেশন এর একটি প্রতিষ্ঠান)

ডাকঃ দর্শনা, জেলাঃ চুয়াডাঙ্গা।

বার্ষিক প্রতিবেদন

২০২১-২০২২



শ্যামপুর সুগার মিলস্ লিমিটেড

SHYAMPUR SUGAR MILLS LIMITED

শ্যামপুর, রংপুর।



শ্যামপুর সুগার মিলস্ লিঃ  
শ্যামপুর, রংপুর।

সূচিপত্র

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## শ্যামপুর সুগার মিলস্ লিমিটেড

### পরিচালকমন্ডলী

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পরিচালক	:	জনাব মু. আনোয়ারুল আলম, যুগ্ম সচিব
পরিচালক	:	জনাব খোন্দকার আজিম আহমেদ এনডিসি, যুগ্ম সচিব
পরিচালক	:	জনাব মোঃ আশরাফ আলী
পরিচালক (Independent)	:	জনাব মোঃ আব্দুল আজিজ এফসিএমএ
পরিচালক (Independent)	:	জনাব আবু সাঈদ মোঃ সায়খুল ইসলাম এফসিএমএ
ব্যবস্থাপনা পরিচালক	:	জনাব মোঃ মাসুদ সাদিক

### অন্যান্য তথ্য

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নিরীক্ষক	:	মেসার্স ফেমস্ এন্ড আর চার্টার্ড অ্যাকাউন্ট্যান্টস হোসেন টাওয়ার (১১তম ফ্লোর), ১১৬ নয়া পল্টন, বক্স সার্কুলার বোড, ঢাকা-১০০০।
কমপ্লায়েন্স অডিটর	:	মেসার্স পোদ্দার অ্যান্ড অ্যাসোসিয়েটস্ ৬/এ/১ গ্রাউন্ড ফ্লোর, সেগুন বাগিচা, ঢাকা-১০০০।
রেজিষ্টার্ড অফিস	:	শ্যামপুর সুগার মিলস্ লিমিটেড পোস্টঃ শ্যামপুর, জেলাঃ রংপুর।
শেয়ার অফিস	:	চিনিশিল্প ভবন (৬ষ্ঠ তলা) ৩, দিলকুশা বাণিজ্যিক এলাকা, ঢাকা-১০০০।
কারখানা	:	শ্যামপুর সুগার মিলস্ লিমিটেড পোস্টঃ শ্যামপুর, জেলাঃ রংপুর।
ব্যাংকার্স	:	সোনালী ব্যাংক লি., শিল্প ভবন কর্পোরেট শাখা, মতিঝিল বাণিজ্যিক এলাকা, ঢাকা-১০০০।

জনতা ব্যাংক লি., দিলকুশা কর্পোরেট শাখা,  
দিলকুশা বাণিজ্যিক এলাকা, ঢাকা-১০০০।

জনতা ব্যাংক লি., শ্যামপুর শাখা,  
শ্যামপুর, বদরগঞ্জ, রংপুর।



মোঃ আরিফুর রহমান অপু  
চেয়ারম্যান (গ্রেড-১)  
বাংলাদেশ চিনি ও খাদ্য শিল্প করপোরেশন

## বাণী

শ্যামপুর সুগার মিলস্ লি. এর ৩২ তম বার্ষিক সাধারণ সভা মহান বিজয় ও গৌরবের মাসে অনুষ্ঠিত হচ্ছে। বিজয়ের এই মাসে আমি শ্রদ্ধাভরে স্মরণ করছি বাংলাদেশের সর্বকালের সর্বশ্রেষ্ঠ বাঙালি, জাতির পিতা বঙ্গবন্ধু শেখ মুজিবুর রহমানকে। বিজয় মাসের শুভেচ্ছা জানাচ্ছি কোম্পানির সকল শেয়ারহোল্ডার, শূভাকাঙ্ক্ষি এবং কোম্পানির সাথে সংশ্লিষ্ট সকলকে।

শ্যামপুর সুগার মিলস্ লি. ১৯৬৭ সালে প্রতিষ্ঠিত হয় এবং ১৯৭২ সালে রাষ্ট্রপতির আদেশ নম্বর ২৭ অনুযায়ী জাতীয়করণ করা হয়। পরবর্তীতে মিলটি ১৯৯০ সালে পূঁজিবাজারে তালিকাভুক্ত হয়। মিলটি ১৯৬৭ সালে প্রতিষ্ঠিত হলেও বড় কোন বিএমআরই না হওয়ায় মিলটির অধিকাংশ যন্ত্রপাতির আয়ুষ্কাল শেষ হওয়ায় প্রতিবছর কিছু মেশিনারি পরিবর্তন করে মিলটি চালানো হচ্ছিল। এতে রক্ষণাবেক্ষণ খাতে প্রচুর খরচ হয়। চিনি উৎপাদনের কাঁচামাল আখের অভাবে মিলটি মৌসুমে ৩০/৩৫ দিনের মধ্যে বন্ধ হয়ে যায়।

সে প্রেক্ষিতে, শিল্প মন্ত্রণালয়ের স্মারক নম্বর: ৩৬.০০.০০০০.০৬৪.২০.০১১.২০.১১৬ তারিখ ০১-১২-২০২০ অনুযায়ী ২০২০-২০২১ আর্থ মাড়াই মৌসুমে বাংলাদেশ চিনি ও খাদ্য শিল্প করপোরেশনের নিয়ন্ত্রণাধীন ১৫টি চিনিকলের মধ্যে ০৯টি চিনিকলে আর্থ মাড়াই কার্যক্রম পরিচালনা করা এবং অবশিষ্ট ৬টি চিনিকলে উৎপাদিত আর্থ নিকটস্থ চিনিকলে সমন্বয় পূর্বক আর্থ মাড়াই করার বিষয়ে সরকার সিদ্ধান্ত গ্রহণ করে। ৬টি চিনিকলের মধ্যে শ্যামপুর সুগার মিলস্ লি. অন্তর্ভুক্ত ছিল। গত ২ (দুই) মাড়াই মৌসুম থেকে শ্যামপুর সুগার মিলস্ লি. এর মাড়াই কার্যক্রম স্থগিত থাকলেও অত্র অঞ্চলের আর্থ চাষিরা, আর্থ চাষে আগ্রহী আছে, সেক্ষেত্রে পুনরায় মিলটিতে চিনি উৎপাদন কার্যক্রম চালু করা যায় কিনা বা নতুন বিনিয়োগের মাধ্যমে নতুন কোনো পন্য উৎপাদন করা যায় কিনা সে বিষয়ে সরকারের বিভিন্ন মন্ত্রণালয় এবং বিদেশী বিনিয়োগকারীদের সাথে যোগাযোগ অব্যাহত আছে। যেহেতু প্রতিষ্ঠানটি সরকারের নিয়ন্ত্রণাধীন সেহেতু পরবর্তীতে সরকারি সিদ্ধান্ত ও নির্দেশনা মোতাবেক প্রয়োজনীয় ব্যবস্থা গ্রহণ করা হবে।

আমি শ্যামপুর সুগার মিলস্ লি. এর ভবিষ্যত কার্যক্রমে শেয়ারহোল্ডারসহ, আর্থচাষি, কর্মকর্তা/কর্মচারি, ঢাকা স্টক এক্সচেঞ্জ লি. ও বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনসহ সংশ্লিষ্ট সকলের সহযোগিতা কামনা করছি।

আল্লাহ হাফেজ।

মোঃ আরিফুর রহমান অপু

## শ্যামপুর সুগার মিলস্ লি.

শেয়ার অফিস (৬ ঠ তলা)

চিনি শিল্প ভবন, ৩ দিলকুশা বা/এ, ঢাকা-১০০০

রেজিস্টার্ড অফিস : শ্যামপুর সুগার মিলস্ লি.

শেয়ার অফিস : চিনি শিল্প ভবন (৬ ঠ তলা)

পোঃ শ্যামপুর, জেলাঃ রংপুর।

৩, দিলকুশা বা/এ, ঢাকা।

কারখানা : শ্যামপুর, রংপুর।

### ৩২ তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি।

শ্যামপুর সুগার মিলস্ লি. এর সম্মানিত শেয়ারহোল্ডারগণের জ্ঞাতার্থে জানানো যাচ্ছে যে, কোম্পানির ৩২তম বার্ষিক সাধারণ সভা নিম্নলিখিত বিষয়াদি সম্পাদনকল্পে ২৭ ডিসেম্বর ২০২২ / ১২ পৌষ ১৪২৯ মঙ্গলবার বেলা ২.০০ ঘটিকায় ডিজিটাল প্ল্যাটফর্মে অনুষ্ঠিত হবে। সভার লিংক <https://shyampsug32.digitalagmbd.net>

১। ২৭ ডিসেম্বর ২০২১ তারিখে অনুষ্ঠিত ৩১ তম বার্ষিক সাধারণ সভার কার্যবিবরণী অনুমোদন।

২। ৩০ জুন ২০২২ তারিখে সমাপ্ত অর্থবছরের নিরীক্ষিত স্থিতিপত্র লাভ-লোকসান হিসাব নিরীক্ষকদের প্রতিবেদন এবং পরিচালকমন্ডলীর প্রতিবেদন গ্রহণ ও অনুমোদন।

৩। ২০২২-২০২৩ অর্থবছরের জন্য বহিঃ নিরীক্ষক নিয়োগ ও তাঁদের ফি নির্ধারণ।

৪। ২০২২-২০২৩ অর্থবছরের জন্য Compliance Auditor নিয়োগ ও তাঁদের ফি নির্ধারণ।

৫। Independent Director নিয়োগের কার্যোত্তর অনুমোদন।

৬। পরিচালক নির্বাচন।

৭। চেয়ারম্যান মহোদয়ের অনুমতিক্রমে সাধারণ সভায় আলোচনাযোগ্য যে কোন বিষয় আলোচনা।

বোর্ডের আদেশক্রমে



(শাফিনাজ উম্মে রুমানা)  
কোম্পানি সচিব

তারিখ: ২৪ নভেম্বর ২০২২

দৃষ্টব্য:

- বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের সূর নম্বর SEC/SRMIC/94-231/91 dated March 31, 2021 অনুসরণে কোম্পানি বার্ষিক সাধারণ সভা ডিজিটাল প্ল্যাটফর্মে অনুষ্ঠিত হবে।
- রেকর্ড ডেট: ২২ নভেম্বর ২০২২।
- কোম্পানির বার্ষিক সাধারণ সভায় যোগদান এবং অংশ গ্রহণের বিস্তারিত পদ্ধতি যথাসময়ে শেয়ারহোল্ডারদের ই-মেইল আইডিতে জানানো হবে। এটি কোম্পানির ওয়েব সাইড <https://shsm.bsfc.gov.bd> >শেয়ার সংক্রান্ত তথ্যাদিতে পাওয়া যাবে।
- বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারদের পক্ষে সভায় যোগদান ও ভোটদানের জন্য উপযুক্ত প্রতিনিধি (প্রক্সি) নিযুক্ত করতে পারবেন। প্রক্সি ফরম সঠিকভাবে পূরণ করে কোম্পানির শেয়ার অফিসের ই-মেইল [shsmagm31@gmail.com](mailto:shsmagm31@gmail.com) এ সভা আরম্ভ হওয়ার ৭২ ঘণ্টা পূর্বে প্রেরণ করতে হবে।
- কোম্পানির বার্ষিক সাধারণ সভার আলোচ্যসূচির ওপর শেয়ারহোল্ডারগণ আগাম প্রশ্ন শেয়ার অফিসের ই-মেইল: [shsmagm31@gmail.com](mailto:shsmagm31@gmail.com) এ প্রেরণ করতে পারবেন।
- সভা আরম্ভ হওয়ার ১৫ মিনিট পূর্বে শেয়ারহোল্ডারদের Log in করার জন্য উৎসাহিত করছি। ভার্সুয়াল বার্ষিক সাধারণ সভায় প্রবেশ করার ক্ষেত্রে যে কোন কারিগরী প্রযুক্তিগত অসুবিধার জন্য ০১৮১৪২১২৩৯৭, ০১৭১৯৪০১৬৮২ নম্বরে যোগাযোগ করতে পারবেন।
- ২০২১-২০২২ অর্থবছরের বার্ষিক প্রতিবেদন শেয়ারহোল্ডারগণের ই-মেইল ঠিকানায় পাঠানো হবে এবং কোম্পানির ওয়েবসাইড <https://shsm.bsfc.gov.bd> > শেয়ার সংক্রান্ত ফোল্ডারে পাওয়া যাবে।



**শ্যামপুর সুগার মিলস্ লিঃ**  
**শ্যামপুর, রংপুর।**

শেয়ারহোল্ডারগণের প্রতি পরিচালকমন্ডলীর প্রতিবেদন

সম্মানিত শেয়ারহোল্ডারবৃন্দ,  
আসসালামু আলাইকুম।

শ্যামপুর সুগার মিলস্ লিমিটেডের ৩২তম বার্ষিক সাধারণ সভায় কোম্পানির পরিচালকমন্ডলীর পক্ষ হতে আপনাদেরকে জানাই আন্তরিক শুভেচ্ছা ও অভিনন্দন। সেই সাথে ৩০ জুন ২০২২ তারিখে সমাপ্ত অর্থবছরের কোম্পানির সামগ্রিক কর্মকান্ড, আর্থিক অবস্থা এবং নিরীক্ষিত হিসাববিবরণী সংক্ষিপ্তভাবে আপনাদের অবগতির জন্য উপস্থাপন করছি।

কোম্পানির কার্যক্রম :

কোম্পানির উৎপাদন, ব্যবসা ও আর্থিক পরিস্থিতি :

শিল্প মন্ত্রণালয়ের স্মারক নম্বর : ৩৬.০০.০০০০.০৬৪.২০.০১১.২০.১১৬ তারিখ ০১-১২-২০২০ অনুযায়ী ২০২০-২০২১ আর্থ মাদ়াই মৌসুমে বাংলাদেশ চিনি ও খাদ্য শিল্প করপোরেশনের নিয়ন্ত্রণাধীন ১৫টি চিনিকলের মধ্যে ০৯টি চিনিকলে আর্থ মাদ়াই কার্যক্রম পরিচালনা করা এবং অবশিষ্ট ৬টি চিনিকলে উৎপাদিত আর্থ নিকটস্থ চিনিকলে সমন্বয় পূর্বক আর্থ মাদ়াই করার বিষয়ে সরকার সিদ্ধান্ত গ্রহণ করেছে। ৬টি চিনিকলের মধ্যে শ্যামপুর সুগার মিলস্ লি. অন্তর্ভুক্ত। পরবর্তীতে সরকারি সিদ্ধান্ত ও নির্দেশনা মোতাবেক প্রয়োজনীয় ব্যবস্থা গ্রহণ করা হবে।

মিলের উৎপাদন কার্যক্রম বন্ধ থাকলেও মিলের কর্মকর্তা/কর্মচারীদের বেতন-ভাতা ও অন্যান্য খাতে খরচ হয়েছে। মিলের উৎপাদন কার্যক্রম বন্ধ থাকায় এবং ব্যাংক ঋণের সুদ বৃদ্ধি পাওয়ায় আলোচ্যবছর মিলটি নিট ২৬,৫১,৬৩,০৪৪.০০ টাকা লোকসান হয়েছে।

মিলের উৎপাদন কার্যক্রম বন্ধ থাকায় ২০২১-২০২২ মৌসুমে কৃষি ঋণ বিতরণ করা হয়নি। পূঁজিভূত কৃষিঋণ ২৩৯.৬৮ লক্ষ টাকা অনাদায় আছে। এ অর্থবছরে ৫৫,০০০.০০ টাকা আদায় করা সম্ভব হয়েছে। স্বাভাবিক নিয়মে ৩ (তিন) বছর বা তদুর্ধ্ব সময়ের বকেয়া টাকা অনাদায়ী বিবেচনায় তার উপর কু-ঋণ হিসেবে প্রভিশন করার কথা থাকলেও কু-ঋণ প্রভিশন করা সম্ভব হচ্ছেনা। মিল কর্তৃপক্ষ ব্যক্তিগত যোগাযোগ ও আইনি প্রক্রিয়ায় ঋণ আদায় প্রচেষ্টা অব্যাহত রেখেছে। বাণিজ্যিক ব্যাংক হতে মিল ঋণ গ্রহণ করে কৃষি উপকরণ বিতরণের মাধ্যমে চাষিদের ঋণ প্রদান করেছে। বাণিজ্যিক ব্যাংক মিলকে এই ঋণ মওকুফ না করায় মিল কর্তৃক চাষিদের প্রদত্ত এ ঋণ মওকুফ করারও সুযোগ নেই এবং কু-ঋণ হিসেবে প্রভিশন করাও সম্ভব হচ্ছেনা।

বিক্রয়:

আলোচ্য অর্থবছরে কোম্পানির উৎপাদন কার্যক্রম স্থগিত থাকায় চিনি উৎপাদন হয়নি। তবে পূর্বের ১৭.৩৭ মে. টন চিনি প্রতি মে. টন ৬৩,০০০.০০ টাকা হিসাবে ১০,৯৪,৩১০.০০ টাকা এবং মোলাসেস ২৩০.৮৮ মে.টন প্রতি মে.টন ২৪,২০৭.৭৩.০০ টাকা হিসেবে ৫৫,৮৯,০৮২.০০ টাকা বিক্রয় করা হয়।

পরিচালকমন্ডলীর সভায় অংশগ্রহণের ভাতা:

আলোচ্য অর্থবছরে কোম্পানির ০৪ টি বোর্ডসভা এবং ০৪টি অডিট কমিটির সভা অনুষ্ঠিত হয়েছে।

অতিরিক্ত তথ্য:

- ক) সকল বিবরণীতে কোম্পানি সংক্রান্ত বিষয়াবলি, পরিচালনা নীতিমালা, অর্থ প্রবাহ এবং তারল্যের পরিবর্তন সঠিকভাবে উপস্থাপিত হয়েছে;
- খ) কোম্পানির হিসাববিহিসমূহ যথাযথভাবে সংরক্ষিত হয়েছে;
- গ) আর্থিক বিবরণী প্রস্তুতকালে হিসাব সংক্রান্ত নীতিমালা যথাযথভাবে অনুসরণ করা হয়েছে;
- ঘ) আর্থিক বিবরণী প্রস্তুতকালে বাংলাদেশে প্রযোজ্য হিসাব মান অনুসরণ করা হয়েছে;
- ঙ) অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা যথাযথ ছিল এবং কার্যকর প্রয়োগ ও তত্ত্বাবধান নিশ্চিত করা হয়েছে;
- চ) কোম্পানির পরিচালনাগত ব্যাপারে পূর্ববর্তী বছরের তুলনায় কোন বিচ্যুতি নেই;
- ছ) কোম্পানির শেয়ারহোল্ডিং পজিশন Annexure-II বর্ণিত আছে;
- জ) পরিচালকমন্ডলীর বোর্ডসভায় উপস্থিতির বিবরণ Annexure-III এ উপস্থাপন করা হয়েছে;
- ঝ) ৫ (পাঁচ) বছরের পরিচালনা ও আর্থিক ফলাফলসমূহ Annexure-IV এ উপস্থাপন করা হয়েছে;
- ঞ) কোম্পানির চলমান ধারার বিষয়সমূহ প্রতিবেদনে বর্ণিত হয়েছে;

- ঢ) কোম্পানি লভ্যাংশ সংক্রান্ত বিষয় প্রতিবেদনে বর্ণিত হয়েছে;
- ঠ) সিইও/সিএফও এর ঘোষণা সার্টিফিকেট **Annexure-A** এ উপস্থাপন করা হয়েছে;
- ড) কমপ্লায়েন্স অডিটর সার্টিফিকেট **Annexure-B** এ উপস্থাপন করা হয়েছে;
- ঢ) বাংলাদেশ সিকিউরিটিজ ও এক্সচেঞ্জ কমিশনের প্রোফরমানুয়ারী কর্পোরেট গভার্ন্যান্স কমপ্লায়েন্স **Annexure-C** এ বর্ণিত হয়েছে।
- গ) **Related party transaction** এ সম্পর্কিত তথ্য আর্থিক বিবরণী **Note- 1.36** এ বর্ণিত আছে।

কর্পোরেট গভার্ন্যান্স:

পরিচালকমন্ডলী কর্পোরেট গভার্ন্যান্স এর বিধি-বিধান যথাযথভাবে পালন করে আসছে। এছাড়া কোম্পানির সংশ্লিষ্ট কর্মকর্তাগণ কর্পোরেট গভার্ন্যান্স এর আলোকে কোম্পানির কর্মকান্ড ও পরিচালকমন্ডলীর নির্দেশনা প্রতিপালন করছে।

IAS, IFRS সহ অন্যান্য আরোপযোগ্য আইন ও নীতির বাস্তবায়ন:

কোম্পানি আইন ১৯৯৪ এবং বাংলাদেশ সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন রুলস ১৯৮৭ অনুসরণপূর্বক কোম্পানি তার যাবতীয় আর্থিক লেনদেনের হিসাব সংরক্ষণ করাসহ সঠিক আর্থিক অবস্থান প্রকাশ করে। সকল আর্থিক হিসাব **International Accounting Standards (IAS), International Financial Reporting Standards (IFRS)** সহ অন্যান্য আরোপযোগ্য নীতিসমূহের পূর্ণ অনুসরণপূর্বক হিসাব ও প্রতিবেদন প্রস্তুত করার প্রক্রিয়া নিশ্চিত করা হয়েছে।

আর্থিক প্রতিবেদন ও জবাবদিহিতা:

কোম্পানি বার্ষিক প্রতিবেদনের মাধ্যমে আর্থিক বছর শেষে বার্ষিক হিসাব বছরের শুরু থেকে প্রথম ত্রৈমাসিক হিসাব, অর্ধবার্ষিক হিসাব, তৃতীয় ত্রৈমাসিক হিসাব প্রস্তুত করে পরিচালকমন্ডলীর সমন্বয়ে গঠিত নিরীক্ষা কমিটির মাধ্যমে সঠিকতা যাচাইপূর্বক নিয়মানুযায়ী বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন, ঢাকা স্টক এক্সচেঞ্জ লি. ও শেয়ারহোল্ডারদের নিকট প্রেরণ করা হয়েছে। প্রথম ত্রৈমাসিক হিসাব, অর্ধবার্ষিক হিসাব তৃতীয় ত্রৈমাসিক হিসাব এর সাথে বার্ষিক হিসাবে আয়-ব্যয় পার্থক্য পরিলক্ষিত হয়েছে। এর ব্যাখ্যা নিম্নরূপ:

প্রতিবেদনাধীন সময়ের প্রথম ০৯ মাসে কোম্পানির পূর্ববর্তী বছরের অল্প চিনি মজুদ ছিল যা বিক্রয় করা হয়েছে। কিন্তু বছর শেষে বাই প্রোডাক্ট হিসেবে মোলাসেস মজুদ ইনভেন্টরি করে বেশী পাওয়া যায়, যা বিক্রি করা হয়েছে। সে প্রেক্ষিতে ৯ মাসের তুলনায় চূড়ান্ত লোকসান কমেছে।

হিসাবের ওপর বহিঃ নিরীক্ষক এর মন্তব্যের প্রেক্ষিতে অডিট কমিটি তা যথার্থতা যাচাই করার জন্য বোর্ডকে অনুরোধ করেছেন। সে পরিপ্রেক্ষিতে বোর্ড করপোরেশনের হিসাব বিভাগ কর্তৃক যাচাই করে প্রতিবেদন দেয়ার জন্য নির্দেশনা দিয়েছেন।

অডিট কমিটি:

বাংলাদেশ সিকিউরিটিজ ও এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং **BSEC/CMRRCD/-2006-158/207/Admin/ 80, dated 03-June-2018** এর নির্দেশনানুযায়ী পরিচালনা পর্ষদ কর্তৃক গঠিত **Independent** পরিচালকসহ ৩ (তিন) সদস্য বিশিষ্ট অডিট কমিটি গঠন করা হয়েছিল। উল্লেখ্য যে, শ্যামপুর সুগার মিলস্ লি. এর অডিট কমিটির সদস্য জনাব ডা. যশোদা জীবন দেবনাথ এর মেয়াদ শেষ হওয়ায় তার স্থলে জনাব মোঃ আব্দুল আজিজ, এফসিএমএকে চেয়ারম্যান করে নতুন অডিট কমিটি গঠন করা হয়েছে। গঠিত অডিট কমিটি অভ্যন্তরীণ নিরীক্ষা পদ্ধতি, আর্থিক প্রতিবেদন এবং বহিঃনিরীক্ষকদের প্রতিবেদন আলোচনা ও পর্যালোচনা পূর্বক তাদের মন্তব্য প্রতিবেদনে পেশ করেছেন। তাদের প্রতিবেদন **Annexure-V** এ দেয়া হয়েছে।

ইনডিপেনডেন্ট পরিচালক:

বাংলাদেশ সিকিউরিটিজ ও এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং **BSEC/CMRRCD/-2006-158/207/Admin/80, dated 03-June-2018** অনুযায়ী জনাব মোঃ আব্দুল আজিজ, এফসিএমএ ও ড. যশোদা জীবন দেবনাথ সিআইপি **Independent** পরিচালক হিসেবে যথাযথ দায়িত্ব পালন করছেন। **Independent** পরিচালক জনাব দেবনাথ সিআইপি এর ১ম মেয়াদ শেষ হওয়ায় ১/২০২২-২০২৩ তম বোর্ড সভায় **Abu Sayed Md. Shaykhul Islam FCMA** কে ৩(তিন) বছরের জন্য অর্থ্যাৎ ২৩-১০-২০২৫ পর্যন্ত কোম্পানি বোর্ড কর্তৃক নিয়োগ দেয়া হয়েছে। বিএসইসি'র চাহিত মোতাবেক নিয়োগ প্রাপ্ত পরিচালকের তথ্য প্রেরণ করা হয়েছে। বিষয়টি কোম্পানির ৩২তম বার্ষিক সাধারণসভায় শেয়ারহোল্ডার কর্তৃক অনুমোদনের জন্য উপস্থাপন করা হবে।

নমিনেশন অ্যান্ড রিমুনারেশন কমিটি (এনআরসি) গঠন :

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশন ৩, জুন ২০১৮ অনুযায়ী করপোরেট গভার্ন্যান্স কোড ৬ অনুযায়ী নমিনেশন অ্যান্ড রিমুনারেশন সাব কমিটি (এনআরসি) ২৭-১০-২০২১ তারিখের কোম্পানি বোর্ড সভায় নিয়োগ দেয়া হয়েছে। কমিটি'র এ অর্থবছরে ১টি সভা অনুষ্ঠিত হয়েছে। সভার সুপারিশমালা বোর্ডে উপস্থাপন করা হয়েছে এবং সুপারিশমালার আলোকে সিদ্ধান্ত বাস্তবায়নের নির্দেশনা প্রদান করেছে।

আইনের প্রতি শ্রদ্ধা:

কোম্পানিটি গণপ্রজাতন্ত্রী বাংলাদেশ সরকারের শিল্প মন্ত্রণালয়ের আওতাধীন ও নিয়ন্ত্রণাধীন প্রতিষ্ঠান। এ প্রতিষ্ঠান বিএসইসি, ডিএসই এর রুলস অ্যান্ড রেগুলেশন প্রতিপালনসহ সরকারের সংশ্লিষ্ট মন্ত্রণালয়ের সকল ধরনের নির্দেশনা, নীতিমালা ও আইনের প্রতি শ্রদ্ধাশীল এবং রাষ্ট্রীয় আইন ও রুলস যথাযথভাবে পালন করে আসছে।

বিধিবদ্ধ পরিশোধসমূহ:

কোম্পানিটি সরকারের শিল্প ও অর্থ মন্ত্রণালয়ের নিয়ন্ত্রণাধীন থাকায় কর্মরত কর্মকর্তা, কর্মচারী ও শ্রমিকদের দেনা-পাওনা সরকারি বিধি-বিধানের আলোকে পরিশোধ করা হচ্ছে। এছাড়া অন্যান্য দায়-দেনাসমূহ নিয়মিতভাবে পরিশোধ করা হচ্ছে।

পুঁজিবাজার এর সঙ্গে যোগাযোগ:

কোম্পানিটি ঢাকা স্টক এক্সচেঞ্জ লি. এর তালিকাভুক্ত কোম্পানি হওয়ায় বিএসইসি, ডিএসই এর বিধি ও নীতিমালা এবং তাদের জারিকৃত নির্দেশনাসমূহ যথাযথভাবে অনুসরণ করা হচ্ছে।

কমপ্লায়েন্স সার্টিফিকেট:

বাংলাদেশ সিকিউরিটিজ ও এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং BSEC/CMRRCD/-2006-158/207/Admin/80, dated 03-June-2018 অনুযায়ী কমপ্লায়েন্স অডিটর হিসেবে মেসার্স পোদ্দার অ্যান্ড অ্যাসোসিয়েটস (কন্ট অ্যান্ড ম্যানেজমেন্ট অ্যাকাউন্ট্যান্টস)কে ২৭-১২-২০২১ তারিখে অনুষ্ঠিত কোম্পানির ৩১তম বার্ষিক সাধারণসভায় নিয়োগ দেয়া হয়েছে। এ ফর্ম অডিট সম্পন্ন করে সার্টিফিকেট প্রদান করেছে যা প্রতিবেদনে দেয়া হয়েছে।

চূড়ান্ত হিসাবের ওপর নিরীক্ষকদের মন্তব্য:

২০২১-২০২২ অর্থবছরের হিসাবের ওপর নিরীক্ষকদের মন্তব্যের প্রেক্ষিতে অডিট কমিটি একটি প্রতিবেদন বোর্ডে উপস্থাপন করেন। বোর্ড এ বিষয়ে বিস্তারিত আলোচনা করে মিলকে নিরীক্ষকদের মন্তব্যের যথাযথ ব্যবস্থা গ্রহণের জন্য নির্দেশনা প্রদান করেন।

বিএপিএলসি (BAPLC) কার্যক্রম:

শ্যামপুর সুগার মিলস্ লি. কোম্পানি বাংলাদেশ অ্যাসোসিয়েশন অফ পাবলিক লিস্টেড কোম্পানিজ (BAPLC) এর সদস্য।

সরকারি নীতিমালানুযায়ী কর্মকর্তা/কর্মচারীদের জনকল্যাণমূলক কার্যক্রম:

কোম্পানিটি গণপ্রজাতন্ত্রী বাংলাদেশ সরকারের আওতাধীন ও নিয়ন্ত্রণাধীন প্রতিষ্ঠান হওয়ায় সরকারি বিধি-বিধান ও নিয়মনীতি অনুসরণপূর্বক পরিচালিত হচ্ছে।

চলমানধারা সংক্রান্ত:

কোম্পানির সুদসহ ব্যাংকের দায়-দেনা বৃদ্ধি পেয়েছে এবং কোম্পানির পুঞ্জীভূত লোকসানের অংকও বৃদ্ধি পেয়েছে। এতে কোম্পানির চলমানধারা বজায় রাখা ঝুঁকিপূর্ণ হিসেবে প্রতীয়মান হলেও বিপুল স্থায়ী সম্পদ বিদ্যমান আছে।

সিডিবিএল কার্যক্রম:

সিডিবিএল এর মাধ্যমে ইলেকট্রনিক পদ্ধতিতে সিকিউরিটিজ এর হিসাবপত্র রাখা হয়েছে, প্রয়োজনীয় দলিলাদি হস্তান্তর করা এবং বস্তুগত কোন দলিলের হস্তান্তর বাতীত মালিকানা পরিবর্তনের কাজ সিডিবিএল এর মাধ্যমে করা হয়। শ্যামপুর সুগার মিলস্ লি. এর শেয়ার ১৩-১০-২০১০ তারিখ থেকে ঢাকা স্টক এক্সচেঞ্জ লি. ইলেকট্রনিক পদ্ধতিতে লেনদেন হচ্ছে। বিএসইসি'র বিধি অনুযায়ী কোম্পানির শেয়ারহোল্ডারগণ সব রকম সুবিধা ভোগ করছেন।

জাতীয় কোষাগারে অবদান:

কোম্পানি স্বাধীনতা পরবর্তী সময় হতে এ পর্যন্ত বিপুল পরিমাণ শুল্ক, আয়কর এবং ভ্যাট সরকারি কোষাগারে প্রদান করে জাতীয় উন্নয়নে অবদান রেখে চলেছে।

ঝুঁকি ব্যবস্থাপনা:

কোম্পানিটি সরকারি মালিকানাধীন। প্রতিষ্ঠানটি শিল্প মন্ত্রণালয়ের মাধ্যমে অর্থ মন্ত্রণালয় কর্তৃক মনিটরিং করায় ঝুঁকি ব্যবস্থাপনা সম্পূর্ণ সরকারের নিয়ন্ত্রণাধীন।

নিরীক্ষক নিয়োগ :

২৭-১২-২০২১ তারিখে অনুষ্ঠিত কোম্পানির ৩১তম বার্ষিক সাধারণসভার সিদ্ধান্ত অনুযায়ী মেসার্স ফেমস অ্যান্ড আর চার্টার্ড অ্যাকাউন্ট্যান্টস ফার্মকে সর্বসাকুল্যে ৬০,০০০.০০ টাকা পারিশ্রমিকে ২০২১-২০২২ অর্থবছরের জন্য নিরীক্ষক নিয়োগ করা হয়েছিল। এ সভায় উক্ত ফার্ম অবসর গ্রহণ করবে এবং তারা পুনঃ নিয়োগের ইচ্ছা প্রকাশ করেছেন।

পরিচালক নির্বাচন :

কোম্পানির আটক্যালস অব অ্যাসোসিয়েশনের ৯০ নম্বর বিধি ও কোম্পানি আইনের বিধান অনুযায়ী বর্তমানে নিয়োজিত পরিচালকবৃন্দের এক তৃতীয়াংশ জনাব মু. আনোয়ারুল আলম পরিচালক(পি অ্যান্ড ডি) ও খোন্দকার আজিম আহমেদ এনডিসি পরিচালক(অর্থ) জ্যেষ্ঠতার ভিত্তিতে এ সভায় অবসর গ্রহণ করবেন এবং তাঁরা ৯২ নম্বর বিধি অনুযায়ী পুনঃ নির্বাচন/মনোনয়নের ইচ্ছা প্রকাশ করেছেন। তাঁরা পুনঃ নির্বাচন মনোনয়নের যোগ্যতা রাখেন।

ভবিষ্যত কার্যক্রম :

শ্যামপুর সুগার মিলস লি, ঢাকা স্টক এক্সচেঞ্জ এর একটি তালিকাভুক্ত কোম্পানি। সরকারি সিদ্ধান্তে অন্য ৫টি মিলসহ এই মিলের উৎপাদন কার্যক্রম স্থগিত রাখা হয়েছে। এ বিষয়ে শিল্প মন্ত্রণালয়ের মাধ্যমে সংশ্লিষ্ট দপ্তর সমূহের সাথে করপোরেশন হতে যোগাযোগ অব্যাহত আছে। সরকার কর্তৃক যে সিদ্ধান্ত গ্রহণ করা হবে তা তাৎক্ষণিক শেয়ারহোল্ডারদেরকে অবহিত করা হবে।

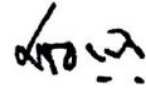
উপসংহার:

কোম্পানির সার্বিক কর্মকাণ্ডে শ্রমিক, কর্মচারী, কর্মকর্তাগণ, কোম্পানির শেয়ারহোল্ডার, আখচাষি ও চিনি শিল্পের সঙ্গে সংশ্লিষ্ট সকলকে কোম্পানির পক্ষ হতে আন্তরিক ধন্যবাদ আপন করছি। ভবিষ্যতে যাতে এ কোম্পানি আবার ঘুরে দাঁড়াতে পারে তার আশাবাদ ব্যক্ত করছি।

পরিশেষে সর্বশক্তিমান মহান সৃষ্টিকর্তার নিকট কোম্পানির ভবিষ্যৎ উন্নতি ও সমৃদ্ধির জন্য প্রার্থনা করছি।

সকলকে ধন্যবাদ।

পরিচালকমণ্ডলীর পক্ষে,



আরিফুর রহমান অপু)  
চেয়ারম্যান (গ্রেড-১)  
বিএসএফআইসি

## ANNEXURE – I

Director's report to the Financial Statements as per Section 184 of Companies Act 1994.

The Directors also report that:

- The Financial statements of the Company presents true and fair view of Company's state of affairs result of its operation, cash flows and changes of equity.
- Books of Accounts have been maintained properly as required by the law.
- Appropriate accounting policies have been consistently applied in formulating the financial statements and accounting estimates were reasonable and prudent.
- The financial statement was prepared in accordance with International Accounting Standard (IAS) as applicable in Bangladesh.
- Internal Control System is sound in design and implemented and monitored effectively.
- The Government of Peoples Republic of Bangladesh has decided to expend production due to recurring loss, high production cost, net capital deficiency of the operation activity of Shyampur Sugar Mills Ltd. As such the preparation of the financial statements of the company under going concern basis.

## ANNEXURE – II

**Pattern of Shareholding position on June 30, 2022 as required by the revised Corporate Governance Code under section 1.5 (xxiii) issued by BSEC.**

Name of the shareholders	Status	Numbers of shares	Shareholding (%)
1. Parent/Subsidiary/Associates and other related parties.	N/A		
2. Directors: Mr. Arifur Rahman Apu (Grade-1) Mr. Md. Anwar Hossen Mr. Md. Anwarul Alam Khondoker Azim Ahmed NDC Mr. Md. Asraf Ali Mr. Md. Abdul Aziz FCMA Dr. Joshoda Jibon Debnath CIP Mr. Md. Ahsan Habib	Director (Nominated) Director (Nominated) Director (Nominated) Director (Nominated) Director (Nominated) Director (Nominated) Independent Director Director (Nominated)	Nil Nil Nil Nil Nil Nil Nil Nil	
3. Chief Executive Officer, Chief Financial Officer, Company Secretary, Head of Internal Audit and their Spouses and minor Children:	N/A		
4. Executives:	N/A		
5. Shareholders holding 10% or more voting interest in the company:	N/A		

**ANNEXURE-III**

**The Board Meeting held and attended by the directors on June 30, 2022 as required by the revised Corporate Governance Guidelines under section 1.5 (XX II) issued by BSEC:**

<b>Composition</b>	<b>Position</b>	<b>No. of Meeting Held</b>	<b>No. of Attendance</b>
Mr. Arifur Rahman Apu (Grade-1)	Chairman	4	4
Mr. Md. Anwar Hossen	Director	4	4
Mr. Md. Anwarul Alam	Director	4	4
Khondoker Azim Ahmed ndc	Director	4	2
Mr. Ashraf Ali	Director	4	4
Mr. Shafiqul Islam	Director	4	2
Dr. Joshoda Jibon Debnath, CIP	Independent Director	4	2
Mr. Abdul Aziz FCMA	Independent Director	4	3
Mr. Md. Ahsan Habib	Managing Director	4	4

**Audit Committee Meeting attended by the directors of Shyampur Sugar Mills Ltd. during the year 2021-2022:**

<b>Name &amp; Designation of Audit Committee Member's</b>	<b>Position</b>	<b>No. of Meeting Held</b>	<b>No. of Attendance</b>
Dr. Joshoda Jibon Debnath, CIP	Chairman	4	3
Mr. Md. Anwar Hossen	Member	4	4
Khondoker Azim Ahmed ndc	Member	4	2
Mr. Shafiqul Islam	Member	4	2

**ANNEXURE – IV**

**Five years Key Operating and Financial Data**

**As per revised Corporate Governance Code under section 1.5 (xix) issued by BSEC.**

(Figure in lac)

<b>Particulars</b>	<b>2021-2022</b>	<b>2020-2021</b>	<b>2019-2020</b>	<b>2018-2019</b>	<b>2017-2018</b>
<b>Operating Data :</b>					
Operating Revenue / Sales	66.83	1532.19	2088.99	1315.26	1437.68
Stck Adjustment	20.25	-	-	-	-
Gross Profit	87.08	(2313.83)	(2331.76)	(2991.75)	(1609.93)
Operating Profit/(Loss)	(2659.84)	(6281.49)	(6085.88)	(6311.39)	(4655.56)
Net profit before tax	(2651.17)	(6247.48)	(6056.49)	(6306.49)	(4682.28)
Net profit after tax	(2651.63)	(6256.87)	(6069.21)	(6314.41)	(4690.94)
Earnings per share (EPS)	(53.03)	(125.14)	(121.38)	(126.29)	(93.82)
<b>Balance Sheet &amp; Other Data:</b>					
Shareholder Equity	(5837.87)	(55726.16)	(49468.40)	(43398.30)	(37082.99)
Total Assets	2331.84	2628.29	3728.43	3510.59	3557.75
Total Current Assets	1719.24	1924.38	2912.68	2677.63	2700.63
Total Current Liabilities	3812.12	37325.94	34186.88	30155.49	25354.25
Total Long Term Liabilities	2258.93	21028.52	19009.95	16753.40	15286.50
Face Value Per Share	10	10	10	10	10
Share Outstanding	5000000	5000000	5000000	5000000	5000000
Dividend Paid	No Dividend	No Dividend	No Dividend	No Dividend	No Dividend
Current Ratio	0.045	0.052	0.085	0.088	0.068
Debt Equity Ratio	(1.04)	(1.04)	(1.08)	(1.08)	(1.09)
Cane Crashing (M.T)	-	-	44524.62	46643	44492.56
Sugar Production (M.T)	-	-	3002	2976	2712.00
Recovery Rate (%)	-	-	6.74%	6.38%	6.10%

## ANNEXURE – V

### Report of the Audit Committee

Report of the Audit Committee on June 30, 2022 as required by Corporate Governance Code under section 5.7 issued by BSEC.

Dear Shareholder(s)  
Assalamu Alikum Wa-Rahmatullah

The formation and operation of the Audit Committee is based on the underlying corporate laws and regulations, currently accepted best practices and latest corporate governance Code of Bangladesh Securities and Exchange Commission's (BSEC).

#### Composition of the Committee:

In accordance with the requirements of Corporate Governance Code of BSEC, the Audit Committee consists of 3 (Three) members from the Board of Directors including one independent director. The Company Secretary is working as member secretary of the Committee.

#### Committee Meetings:

The Committee held 4 (Four) meeting during the year 2021-2022. Audit Committee examined and reviewed the balance sheet along with financial statements of the company during the year submitted by M/S Fames and R Chartered Accountants and recommended to place before the Board Meeting.

#### Roles & Responsibilities of the Audit Committee:

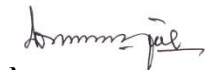
1. Review and examine the draft balance sheet, financial statement and recommended to place before Board of Directors for their consideration and approval.
2. Review the quarterly and half-yearly financial statements of accounts for proper submission of the same to the shareholders and regulatory authorities.
3. Audit Committee reviews the integrity of financial statement of the company to ensure that these reflect true and fair view of the Company's state of affairs for the year ended 30<sup>th</sup> June, 2022.
4. Reviewing Management and Internal Audit report on the effectiveness of the systems for internal financial control, financial reporting and risk management.
5. Reporting to the Board of Director on internal Audit finding from time to time considering the significance of the issues.

#### Committee Report Summary:

The Audit Committee carried out its responsibilities in accordance with its terms of reference. The main activities carried out it's by the Committee were as follows:

1. Oversee the financial reporting process.
2. Worked with the Management to step up the Internal Audit Function.
3. Reviewed the external audit report of the Company with the external Auditors.
4. Reviewed and commented on the quarterly and annual financial statements before submission to the Board for approve.
5. Reviewed the financial statements of the Company for the year ended 30<sup>th</sup> June, 2022. The financial position of the company shall be placed for discussing in the coming AGM.
6. Monitoring accounting policies and principles.

On behalf of the committee



Mr. Abdul AZIZ FCMA  
Chairman, Audit Committee

ANNEXURE-VI

Brief resume of directors

Director's who seek re-appointment and newly appointed director as per revised Corporate Code under section 1.5 (xxiv) issued by BSEC.

**Md. Anwarul Alam (Joint Secretary):**

Md. Anwarul Alam, Joint Secretary to the Government of the people's Republic of Bangladesh and Director of Shyampur Sugar Mills Ltd. He earns his BSS (Hon's) and MSS degree from University of Dhaka. He also earns diploma in English language, Graduate diploma in Gender and development as well as 2<sup>nd</sup> Master degree from Flinders University in Australia. Besides, he acquires diploma in Agricultural Cooperatives from Japan. Project management from University of Philippines, Philippines and Women role in Rural Development from Kasetsart University. Thailand He joined Bangladesh Civil Service in 1998 and worked in rural Development and Cooperatives Division. IMED. Ministry of Woman and Children Affairs and planning Commission in different categories which includes, project Director, Private Secretary to Member (Secretary / Senior Secretary) of Planning Commission. Now he is serving as Deputy Secretary in Ministry of Industries. He Successfully completed a lot of local and foreign training. Local training includes BSc Foundation training. NGO Management, Environmental Issues, GIS, SPSS. Project Planning, monitoring and Valuation, Logical Framework Approach, PPR and Development administration etc. Foreign trainings are Climate Change in China, Standardization in USA, UK, Canada, Germany, Russia, Social protection in Thailand; Population in Indonesia and China, Woman empowerment and Child Development in Malaysia, India, Pakistan, Sri Lanka, Uzbekistan, Kenya and Uganda; Combat Human Trafficking , Strategic Planning in South Korea, He also visited Turkey, France, Italy, Vatican City, Poland, Hong Kong, Vietnam, Dubai, Qatar, Scotland etc, for official Purpose.

**Khondoker Azim Ahmed ndc (Joint Secretary):**

Khondoker Azim Ahmed ndc is currently working as the Director (Finance) of Bangladesh Sugar and Food Industries Corporation (BSFIC) under the administrative control of Ministry of Industries. He was born in 1972 in Madaripur District. His father's name is Khondoker Mohammad Ali and Mother's name is Shamsun Nahar. He has obtained his Honors ( Geography ) and Masters Degree form Jahangirnagar University. He also obtain PG Diploma from University of Greenwich, United Kingdom. He also successfully completed a number of Professional training and course in the country and abroad. He joined in Bangladesh civil Service (Administration) in 1999 and worked in different capacity in local Administration Chapainawabganj, Sylhet, Pabna, Thakurgaon etc. He also worked as a Member Directing Staff (MDS) in BPATC. He attended and participated in many Study tour and workshops in India, Australia, Malaysia, Kenya and Brazil.

**Abu Sayed Md. Shaykhul Islam CMC, FCMA :**

Abu Sayed Md. Shaykhul Islam CMC, FCMA a Veteran Fellow Member of the Institute of Cost and Management Accountants of Bangladesh (ICNAB). He was born in 1961 in Chattogram, His Father's Name is M. Rezaul Haque and Mother's Name Jobeda Khatun. He is the Past President and Present Council Member of ICMAB. At Present he is serving as Director and Convener of the Board Audit Committee in the Board of Dhaka Power Distribution Company Ltd. (DPDC). Earlier he Served RMG and Composite textile and Rupayan Group as CEO, Director Operation and Finance in Radiance Group etc. He is the Member of IMCB and Fellow Member of CMC. He Successfully completed member of professional training and Course in the Country and abroad. He traveled for both business and pleasure trip purpose in USA, UK Germany, Saudi Arabia, India, Canada, Finance, Spain, Pakistan, Sri Lanka, Nepal Etc.



## ANNEXURE –VII

### Compliance of Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 Dated: 3 June, 2018

1. **Board of Directors:**
  - 1.1 **Board Size:**

Shyampur Sugar Mills Ltd. Board of Directors consists of 8 (Eight) members including 2 (Two) Independent Directors which complies with the requirements by the regulations of BSEC.
  - 1.2 **Independent Director:**
    - (i) In accordance with the requirements of this sub-clause the Board of Directors has appointed Abu Sayed Md. Shaykhul Islam FCMA as the Independent Directors of Shyampur Sugar Mills Ltd. as per clause 1.2(c)
    - (ii) All the requirements as prescribed under sub-clause (ii) of BSEC Notification under reference have been fulfilled.
    - (iii) The appointment of Independent Director has been approved by the Board of Directors and shall be approved by the shareholders in the annual general Meeting (AGM).
    - (iv) The Board has laid down a code of conduct of all Board members and a record of compliance of the code has maintained.
    - (v) The tenure of office of the Independent Director nominated above shall be 3(three) years which may be extended for 1 (one) term only.
  - 1.3 **Qualification of Independent Director (ID):**
    - (i) The appointment of Independent Director (ID) is a highly knowledgeable and qualified person. They are able to ensure compliance with financial, regulatory and corporate laws and can make meaningful contribution to business of the Company.
    - (ii) No relaxation of the qualification of ID is required.
  - 1.4 **Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer:**

Different individuals have been appointed for the post of the Chairman of the Board and the Managing Director (MD) and /or Chief Executive Officer of the Company. Their roles and responsibilities have been defined clearly.
  - 1.5 **The Director's Report to Shareholders:**

All the requirements have been fulfilled properly.
  - 1.6 **Meetings of the Board of Directors:**

The company shall conduct its Board Meeting and fulfilled all requirements according to the notification of BSEC guidelines.
  - 1.7 **Code of conduct for the chairperson, other Board members and Chief Executive Officer**

All requirements have been fulfilled properly.
2. **Governance of Board of Directors of Subsidiary Company.**

There is no Subsidiary Company of Shyampur Sugar Mills Ltd.
3. **Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS):**

Four different persons have been appointed for the post of CEO, CFO, HIAC and the CS. The CEO, CFO, HIAC and the CS attend the meeting regularly and fulfilled all duties.
4. **Board of Directors Committee**

For ensuring good governance in the company, the Board has Audit Committee.

- 5. Audit Committee**
- (I) Responsibility to the Board of Directors.**  
The board has constituted an audit committee as a sub- committee of the board for the company according to the conditions of BSEC guideline. The Audit Committee shall be responsible to the Board.
- (II) Constitution of the Audit Committee:**  
The Audit Committee comprises of 3(three) members including 1(One) independent director. All the members of the Committee are literate on financial management and are able to analyze and interpret financial statements effectively. The company Secretary acts as the secretary of the committee.
- (III) Chairperson of the Audit Committee:**  
The Independent Director has been appointed as the Chairman of the Audit Committee. He also attends the Annual General Meeting following the BSEC guidelines.
- (IV) Meeting of the Audit Committee**  
The Audit Committee shall conduct at least its four meetings in a financial year.
- (V) Role of Audit Committee:**  
The Audit committee has performed its duties and responsibilities according to the guidelines given by BSEC.
- (VI) Reporting of the Audit Committee:**  
The audit committee report to the Board of Directors from time to time. It immediately informs Board of Directors regarding any deviation, conflict of interest and any other matters necessary to ensure the true and fair view of the financial statements.
- (VII) Reporting to the shareholders and general investors:**  
The audit committee report has been disclosed in Annual General Meeting of Shympur Sugar Mills Ltd.
- 6. Nomination and Remuneration Committee (NRC):**  
The Board has constituted Nomination and Remuneration Committee as a sub-committee of the Board for the company according to the notification of BSEC Guidelines.
- 6.1 Constitution of the NRC:**  
The NRC Comprise of 3(three) members including 1(One) Independent Director. All Members of the Committee are non-executive Directors and nominated and appointed by the board. The company Secretary are as Secretary of the Committee.
- 6.2 Chairperson of the NRC:**  
The Independent Director has been appointed as the chairperson of the NRC. He also attend the Annual General Meeting flowing the BSEC guidelines.
- 6.3 Meeting of the NRC:**  
The NRC Shall conduct at least one meeting in a financial year.
- 6.4 Role of NRC:**  
The committee has performed its duties and responsible according to the guidelines given by BSEC.
- 7. External or Statutory Audit:**  
The board has recommended the statutory auditor of Shympur Sugar Mills Ltd. and approved by the shareholders at the AGM as per BSEC guidelines strictly.
- 8. Maintaining a website by the Company.**  
The Company has official website and disclose information.
- 9. Reporting and Compliance of Corporate Governance:**  
The provisions of BSEC regulation have been fulfilled regarding the compliance and reporting of corporate governance.

## **Annexure-VIII**

### **Statement of Management's Discussion and Analysis of CEO or MD under clause 1.5(xxv)**

In accordance with the notification of Bangladesh Securities and Exchange Commission No: BSEC/CMRRCD/2006-158/Admin/80, Dated: 03, June 2018.

As per above clause I undersigned hereby and certify that:

The financial statements of Shyampur Sugar Mills Ltd. have been prepared in accordance with the Companies Act. 1994, International Accounting Standard (IAS) / International Financial Reporting Standards (IFRS) and other applicable laws, rules and regulations.

There is no change in accounting policies and estimation in this financial year; everything is consistence with previous year.

During the year, the company had no production due to production suspend order issued by the Government of People's Republic of Bangladesh. As Well as higher interest rate of bank loan. As a result loss incurred during this period.



Md. Masud Sadik  
CEO / Managing Director

## **Annexure-ix**

### **Report of the Nomination and Remuneration Committee (NRC) For the year ended on 30 June 2022**

Report of the NRC on June 30,2022. As required by the revised Corporate Governance Code under section 6.5 issued by BSEC.

Dear Shareholder's

Assalamu Alaikum wa-Rahmatullah.

The Nomination and Remuneration Committee (NRC) was constituted by the Board of Directors of Shyampur Sugar Mills Ltd. fulfill the requirements as per the corporate Governance code notification 2018 issued by Bangladesh Securities and Exchange Commission (BSEC) .

The Nomination and Remuneration Committee meeting were attended by the members of the committee and the Managing Director, Chief financial officer and Head of Internal Audit of the company on invitation. The Company Secretary Performed the Secretarial function of the committee. The committee carried out the duties and responsibilities for Nomination and Remuneration policy.

#### **Composition of Nomination and Remuneration Committee:-**

In accordance with the requirements of corporate Governance code of (BSEC) the Nomination and Remuneration Committee consist of 3 (three) members from the Board of Directors including one Independent Director. The Company Secretary is working as member secretary of the committee.

#### **Major Activities the Nomination and Remuneration Committee in 2021-2022:-**

The committee held 1 (one) meeting during the financial year 2021-2022. The major activities the Nomination and Remuneration Committee in 2021-2022 are stated below-

- 1) Shyampur Sugar Mills Ltd. is the Concern of Bangladesh Sugar and Food Industries Corporation. This Corporation is governed by Bangladesh Industrial Enterprise (Nationalization) order 2018. Reviewed various activities of Shyampur Sugar Mills Ltd. in the light of Nomination and Remuneration policy of the company i.e. Bangladesh Industrial Enterprise (Nationalization) order 2018, Bangladesh Sugar and Food Industries Corporation Employee Service Regulation 1989, National pay scale 2015 and Wages and Productivity Commission 2015.
- 2) Reviewed annual development steps taken, recommend and review the company's human resources and training policy.
- 3) Advise the Management to achieve the sales target so that employees may get marketing incentive.

on behalf of the Nomination and Remuneration Committee.



Shafinaz Umme Rumana

Company Secretary

Nomination and Remuneration Committee

Shyampur Sugar Mills Ltd.  
Declaration by CEO and CFO

Date: 23.10.2022

The Board of Directors  
Shyampur Sugar Mills Ltd.  
Chinishilpa Bhaban, 3, Dilkusha  
C/A Dhaka-1000.

**Subject: Declaration on Financial Statements for the year ended on 30.06.2022.**

Dear Sirs,

Pursuant to the condition No. I (5) (xxvi) imposed vide the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80, Dated: 3 June, 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

1. The Financial Statements of Shyampur Sugar Mills Ltd. For the year ended on 30.06.2022 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
2. The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
3. The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
4. To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
5. Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the company were consistently followed; and
6. The management's use of going concern basis of accounting in preparing the financial statements due to the Government of People Republic of Bangladesh has decided to suspend of the operation activity.

In this regard, we also certify that:-

1. We have reviewed the financial statements for the year ended on 30.06.2022 and that to the best of our knowledge and belief:
  - (a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (b) These statements collectively present true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws.
2. There are, to the best knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,



Md. Masud Sadik  
Chief Executive Officer (CEO)



Mohammad Abdus Sattar  
Chief Financial Officer (CFO)



# Podder & Associates

Cost & Management Accountants

Annexure-B

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

## Report to the Shareholders of Shyampur Sugar Mills Limited on compliance on the Corporate Governance Code.

We have examined the compliance status to the Corporate Governance Code by **Shyampur Sugar Mills Limited** for the year ended on June 30, 2022. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80, Dated: 3 June 2018 of the Bangladesh Securities and Exchange Commission.

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

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

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

- (a) The Company has complied with the conditions of the Corporate Governance Code as stipulated in the above mentioned Corporate Governance Code issued by the Commission Except under conditions number 1(7)(a), 1(7)(b), 6(5)(b)(i)(a) to 6(5)(b)(iv);
- (b) The Company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code;
- (c) Proper books and records have been kept by the company as required under the Companies Act, 1994, the securities laws and other relevant laws ; and
- (d) The governance of the company is satisfactory.

**For Podder & Associates**

Jayanta Kumer Podder  
Cost & Management Accountants

Place: Dhaka  
Dated: November 23, 2022

**Shyampur Sugar Mills Limited**  
**Status of Compliance with the Corporate Governance Guideline (CGC)**  
**For the year ended June 30, 2022**

Status of compliance with the conditions imposed by the Commission's Notification No.BSEC/CMRRCD/2006-158/207/Admin/80, dated  
(Report under Condition No. 9.00)

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
<b>1</b>	<b>Board of Directors.-</b>			
1(1)	<b>Size of the Board of Directors</b>			
	The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	√	-	The SHSM Board is comprised of 08 Directors including the Managing Director.
1(2)	<b>Independent Directors</b>			
1(2)(a)	At least one fifth (1/5) of the total number of directors in the company's board shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s);	√	-	02 out of 08 directors are appointed as Independent Director
1(2)(b)	<b>For the purpose of this clause "independent director" means a director-</b>			
1(2)(b)(i)	Who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company;	√	-	
1(2)(b)(ii)	Who is not a sponsor of the company and is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the company;	√	-	
1(2)(b)(iii)	Who has not been an executive of the company in immediately preceding 2( two) financial years;	√	-	
1(2)(b)(iv)	Who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	√	-	
1(2)(b)(v)	Who is not a member or TREC ( Trading Right Entitlement Certificate) holder, director, or officer of any stock exchange;	√	-	
1(2)(b)(vi)	Who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	√	-	
1(2)(b)(vii)	Who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;	√	-	
1(2)(b)(viii)	Who is not an independent director in more than 5 (five) listed companies;	√	-	
1(2)(b)(ix)	Who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or a Non-Bank Financial Institution (NBFI);	√	-	
1(2)(b)(x)	Who has not been convicted for a criminal offence involving moral turpitude.	√	-	
1(2)(c)	The independent director(s) shall be appointed by the board of directors and approved by the shareholders in the Annual General Meeting (AGM).	√	-	After last AGM one new Independent director has been appointed by the board and waiting for approval in the next AGM
1(2)(d)	The post of independent director(s) cannot remain vacant for more than 90(ninety) days.	√	-	No vacancy occurred during the reporting period

Condition No.	Title	Compliance Status		Remarks (if any)
		Complie d	Not Complie d	
1(2)(e)	The tenure of office of an independent director shall be for a period of 3(three) years, which may be extended for 1(one) term only.	√	-	
1(3)	<b>Qualification of Independent Director.-</b>			
1(3)(a)	Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to business;	√	-	
1(3)(b)(i)	Business Leader who is or was a promoter or director of an unlisted company having minimum paid -up capital of Tk. 100.00 million or any listed company or a member of any national or international chamber of commerce or business association; or	-	-	N/A
1(3)(b)(ii)	Corporate Leader who is or was a top level executive not lower than Chief Executive officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid up capital of Tk. 100.00 million or of a listed company; or	√	-	
1(3)(b)(iii)	Former official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or law; or	√	-	
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or	-	-	N/A
1(3)(b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;	√	-	
1(3)(c)	The independent director(s) shall have at least 10 ( ten) years of experiences in any field mentioned in clause (b);	√	-	
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.	-	-	No such issue arose
1(4)	<b>Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer.-</b>			
1(4)(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and /or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	√	-	
1(4)(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	√	-	
1(4)(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	√	-	
1(4)(d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/ or Chief Executive officer;	√	-	
1(4)(e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	√	-	No such incident arose yet
1(5)	<b>The Directors' Report to the Shareholders.-</b>			
1(5)(i)	An industry outlook and possible future developments in the industry;	√	-	
1(5)(ii)	The Segment-wise or product-wise performance;	√	-	



Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1(5)(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	√	–	
1(5)(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	√	–	
1(5)(v)	A discussion on continuity of any extra ordinary activities and their implications(gain or loss);	–	–	No such issue arose
1(5)(vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	√	–	
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or through any others instruments;	–	–	No such matter to explain
1(5)(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO). Rights Share Offer, Direct Listing, etc.;	–	–	No such matter to explain
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial Performance and Annual Financial Statements;	–	–	No such matter to explain
1(5)(x)	A statement of remuneration paid to the directors including independent directors;	√	–	No remuneration paid to any Director's except board meeting fees.
1(5)(xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	√	–	
1(5)(xii)	A statement that proper books of account of the issuer company have been maintained;	√	–	
1(5)(xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;	√	–	
1(5)(xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;	√	–	
1(5)(xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	√	–	
1(5)(xvi)	A statement that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress;	√	–	
1(5)(xvii)	A statement that there is no significant doubt upon the issuer company's ability to continue as going concern, if the issuer company is not considered to be a going concern, the fact along with reasons there of shall be disclosed;	√	–	
1(5)(xviii)	An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	√	–	
1(5)(xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	√	–	
1(5)(xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;	–	–	Due to loss company has not declared any dividend.
1(5)(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	–	–	N/A
1(5)(xxii)	The total number of Board meetings held during the year and attendance by each director;	√	–	
1(5)(xxiii)	<b>A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where</b>			
1(5)(xxiii)(a)	Parent or Subsidiary or Associated Companies and other related parties (name -wise details);	–	–	N/A

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance their spouses and minor children (name-wise details);	√	–	
1(5)(xxiii)(c)	Executives; and	√	–	
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details).	–	–	No shareholder hold 10% or more share of the company.
1(5)(xxiv)	<b>In case of the appointment or reappointment of a director, a disclosure on the following information to the</b>			
1(5)(xxiv)(a)	a brief resume of the director	√	–	
1(5)(xxiv)(b)	nature of his/her expertise in specific functional areas;	√	–	
1(5)(xxiv)(c)	names of companies in which the person also holds the directorship and the membership of committees of the Board;	√	–	
1(5)(xxv)	<b>A management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position</b>			
1(5)(xxv)(a)	accounting policies and estimation for preparation of financial statements;	√	–	
1(5)(xxv)(b)	changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	–	–	N/A
1(5)(xxv)(c)	comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	√	–	
1(5)(xxv)(d)	compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	√	–	
1(5)(xxv)(e)	briefly explain the financial and economic scenario of the country and the globe;	√	–	
1(5)(xxv)(f)	risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company; and	√	–	
1(5)(xxv)(g)	future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	√	–	
1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per <b>Annexure-A</b> ; and	√	–	
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this code as required under condition No. 9 shall be disclosed as per <b>Annexure-B</b> and <b>Annexure-C</b> .	√	–	
1(6)	<b>Meetings of the Board of Directors</b>			
	The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.	√	–	
1(7)	<b>Code of Conduct for the Chairperson, other Board members and Chief Executive Officer</b>			
1(7)(a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC), at condition No.6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;	–	√	Under process
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.	–	√	Under process

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
<b>2</b>	<b>Governance of Board of Directors of Subsidiary Company:-</b>	<b>SSML does not have any Subsidiary Company</b>		
2(a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;	-	-	N/A
2(b)	At least 1 (one) independent director of the Board of the holding company shall be a director on the Board of the subsidiary company;	-	-	N/A
2(c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;	-	-	N/A
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;	-	-	N/A
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	-	-	N/A
<b>3.</b>	<b>Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO) Head of Internal Audit and Compliance</b>			
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	√	-	
3(1)(b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	√	-	Different persons hold the positions of MD, CFO, CS and Head of Internal Audit and Compliance.
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time;	√	-	
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	√	-	
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).	√	-	
<b>3(2)</b>	<b>Requirement to attend Board of Director's Meetings</b>			
	The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.	√	-	
<b>3(3)</b>	<b>Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer(CFO)</b>			
3(3)(a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:	-	-	
3(3)(a)(i)	these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	√	-	In Practice
3(3)(a)(ii)	these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	√	-	In Practice
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its member;	√	-	In Practice
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	√	-	Disclosed in the Annual Report
<b>4.</b>	<b>Board of Director's Committee.- For ensuring good governance in the company, the Board shall have at least following</b>			
4(i)	Audit Committee; and	√	-	
4(ii)	Nomination and Remuneration Committee	√	-	

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
<b>5.</b>	<b>Audit Committee.-</b>			
<b>5(1)</b>	<b>Responsibility to the Board of Directors.</b>			
5(1)(a)	The company shall have an Audit Committee as a sub-committee of the Board;	√	-	
5(1)(b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	√	-	
5(1)(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	√	-	
<b>5(2)</b>	<b>Constitution of the Audit Committee</b>			
5(2)(a)	The Audit Committee shall be composed of at least 3 (three) members;	√	-	Audit Committee (AC) is comprised of 3 (three) members including an Independent Director
5(2)(b)	The Board shall appoint members of the audit committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1(one) independent director;	√	-	All the AC members are non-executive Directors including Independent Director;
5(2)(c)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience;	√	-	
5(2)(d)	When the term of service of any Committee members expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 1 (one) month from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;	√	-	
5(2)(e)	The company secretary shall act as the secretary of the Committee.	√	-	
5(2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	√	-	
<b>5(3)</b>	<b>Chairperson of the Audit Committee</b>			
5(3)(a)	The Board of Directors shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an Independent director;	√	-	
5(3)(b)	In the absence of the Chairperson of the audit committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No.5(4)(b) and the reason of absence of the regular chairperson shall be duly recorded in the minutes.	√	-	
5(3)(c)	Chairperson of the Audit Committee shall remind present in the Annual General Meeting (AGM): Provided that in absence of Chairperson of the Audit Committee, any other member from the Audit Committee shall be selected to be present in the annual general meeting (AGM) and reason for absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the AGM.	√	-	
<b>5(4)</b>	<b>Meeting of the Audit Committee</b>			
5(4)(a)	The Audit Committee shall conduct at least its four meetings in a financial year: Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee;	√	-	

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
5(4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	√	–	
5(5)	<b>Role of Audit Committee shall:-</b>			
5(5)(a)	Oversee the financial reporting process;	√	–	
5(5)(b)	monitor choice of accounting policies and principles;	√	–	
5(5)(c)	monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	√	–	
5(5)(d)	oversee hiring and performance of external auditors.	√	–	
5(5)(e)	hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	√	–	
5(5)(f)	review along with the management, the annual financial statements before submission to the board for approval;	√	–	
5.5(g)	review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	√	–	
5.5(h)	review the adequacy of internal audit function;	√	–	
5(5)(i)	review the Management's Discussion and Analysis before disclosing in the Annual Report;	√	–	
5(5)(j)	review statement of all related party transactions submitted by the management;	√	–	
5(5)(k)	review Management Letters or Letter of Internal Control weakness issued by statutory auditors.	√	–	
5(5)(l)	oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	√	–	
5(5)(m)	oversee whether the proceeds raised through Initial public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purpose stated in relevant offer document or prospectus approved by the Commission:	–	–	N/A
5(6)	<b>Reporting of the Audit Committee</b>			
5(6)(a)	<b>Reporting to the Board of Directors</b>			
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board.	√	–	
5(6)(a)(ii)	The Audit Committee shall immediately report to the Board on the following findings, if any:-	–	–	
5(6)(a)(ii)(a)	report on conflicts of interests;	–	–	No such Incidence arose
5(6)(a)(ii)(b)	suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;	–	–	No such Incidence arose
5(6)(a)(ii)(c)	suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations;	–	–	No such Incidence arose
5(6)(a)(ii)(d)	any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;	–	–	No such Incidence arose
5(6)(b)	<b>Reporting to the Authorities:-</b>			
	If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.	–	–	No such reportable incidence arose
5(7)	<b>Reporting to the Shareholders and General Investors</b>			

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
	Report on activities carried out by the Audit Committee, including any report made to the Board under condition 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.	√	–	
<b>6.</b>	<b>Nomination and remuneration Committee(NRC).-</b>			
<b>6(1)</b>	<b>Responsibility to the Board of Directors</b>			
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board;	√		
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	√		
6(1)(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b).	√		
<b>6(2)</b>	<b>Constitution of the NRC</b>			
6(2)(a)	The Committee shall comprise of at least three members including an independent director;	√		
6(2)(b)	All member of the Committee shall be non-executive directors;	√		
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board;	√		
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;	√		
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;	–	–	No such case in arose
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion form such external expert and/or member(s) of staff shall be required or valuable for the Committee;	–	–	No such occurrence during the year
6(2)(g)	The company secretary shall act as the secretary of the Committee;	√		
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	–	√	
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company.	√		
<b>6(3)</b>	<b>Chairperson of the NRC</b>			
6(3)(a)	The Board shall select 1(one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	√		
6(3)(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	√		
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders:	–	–	Will be attend in upcoming AGM
<b>6(4)</b>	<b>Meeting of the NRC</b>			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year;	√		
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	–	–	No such case in arose

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	-	√	
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	√		
<b>6(5)</b>	<b>Role of the NRC</b>			The NRC has taken steps to comply the role of NRC as set by BSEC Corporate Governance Code
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	√		
6(5)(b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board:	√		
6(5)(b)(i)	formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:	√		
6(5)(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	-	√	
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	-	√	
6(5)(b)(i)(c)	remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	-	√	
6(5)(b)(ii)	devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	-	√	
6(5)(b)(iii)	identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	-	√	
6(5)(b)(iv)	formulating the criteria for evaluation of performance of independent directors and the Board;	-	√	
6(5)(b)(v)	identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria;	√		
6(5)(b)(vi)	developing, recommending and reviewing annually the company's human resources and training policies;	√		
6(5)(c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	√		
<b>7.</b>	<b>External or Statutory Auditors</b>			
7(1)	The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely :-			
7(1) (i)	appraisal or valuation services or fairness opinions;	√	-	
7 (1) (ii)	financial information system design and implementation;	√	-	
7 (1) (iii)	book-keeping or other services related to the accounting records or financial statements;	√	-	
7 (1) (iv)	broker –dealer services;	√	-	
7 (1) (v)	actuarial services;	√	-	
7 (1) (vi)	internal audit services or special audit services;	√	-	
7 (1) (vii)	any services that the Audit Committee determines.	√	-	
7 (1) (viii)	Audit or certification services on compliance of corporate governance as required under condition No.9(1);	√	-	
7 (1) (ix)	any other service that creates conflict of interest	√	-	

Condition No.	Title	Compliance Status		Remarks (if any)
		Complied	Not Complied	
7(2)	No Partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company:	√	–	
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' meeting (Annual General meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	√	–	
<b>8.</b>	<b>Maintaining a website by the Company.-</b>			
8(1)	The Company shall have an official website linked with the website of the stock exchange.		√	
8(2)	The company shall keep the website functional from the date of listing.		√	
8(3)	The company shall make available the detailed disclosures on its website as required under the regulations of the concerned stock exchange(s)		√	
<b>9.</b>	<b>Reporting and Compliance of Corporate Governance.-</b>			
9(1)	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	√	–	Required certification has been obtained from "PODDER & ASSOCIATES" Cost & Management Accountants for the year ended 30th June 2022.
9(2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the Shareholders in the annual general meeting.	√	–	
9(3)	The directors of the company shall state, in accordance with the <b>Annexure-C</b> attached, in the directors' report whether the company has complied with these conditions or not.	√	–	



**Independent Auditors' Report**  
**To the Shareholders of Shyampur Sugar Mills Limited**  
Report on the Audit of the Financial Statements

**Adverse Opinion**

We have audited the financial statements of **Shyampur Sugar Mills Limited** which comprise the financial position as at June 30, 2022, the Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, except the effect described in the **Basis for Adverse Opinion** paragraph the financial statements present fairly, in all material respects, of the financial position of the Company as at June 30, 2022, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Security and Exchange Rules 1987 and other applicable law and regulations.

**Basis for Adverse Opinion**

1. The inventory balance is overstated by TK. 2,866,046 in compare with store record report. The loss for the year and retained loss at the year-end will be increased by that amount, if such correction/written off adjustment is taken place.
2. During the year the company has shown TK. 7,202,761 as workers Welfare Fund Liability which we could not confirm with the books of accounts. Furthermore management of the company could not provide us proper document and explanation regarding the same.
3. The government of peoples Republic of Bangladesh has decided to suspend Shyampur Sugar Mills Limited's operational activities for infinity period due to recurring loss, high production cost, net capital deficiency of the operation activity. As such, the preparation of the financial statements of the company for the year June 30, 2022 under going concern basis may no longer appropriate. So, the financial statements for the year June 30, 2022 should be prepared on breakup basis, if going concern assumption is not appropriate rather than preparation of these Financial Statements under going concern basis.
4. During the year, the company had no production due to suspended order issued by the Government of Peoples Republic of Bangladesh.
5. At the year end, the loan balance of the company stood of Tk.311,077,175 and Tk.1,947,854,260 as long term loan and short term loan respectively. Both loans were classified by the lending bank due to non-payment of loan when they fallen due. Furthermore, the company didn't split the long term loan into current portion and non-current portion. Due to Financial difficulty and present condition, company is unable to pay any loan liability during the year and also near future.
6. Due to the company has been suffering recurring loss from operation that effectively made net capital deficiency of Tk. (5,837,866,137) in total and Tk. (1,167.57) per share at the year end.
7. According to the company published policy in respect of depreciation of PPE. The company is charging depreciation at the rate of 2.5% to 25%. However, the charging of depreciation for the year was same as previous year without of making reference to the rate or useful life of each asset. The IAS 16(Para 43) require to depreciate each item separately based on useful life.
8. The Company has not yet introduced deferred tax, which is non-compliance of IAS 12.

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

**Key Audit Matters**

<b>Risk</b>	<b>Our response</b>
<b>Revenue recognition</b>	
<p>At the year ended, the company's reported total revenue of Tk. 6,683,392.</p> <p>Revenue is measured net of trade discount and VAT. Time of revenue recognition is matter. The revenue may overstated for the early recognition of revenue to achieve the desire result.</p>	<p>We have tested the design and operating effectiveness of key controls focusing on the following:</p> <ul style="list-style-type: none"> <li>• Policy of revenue recognition;</li> <li>• Issuance of VAT challan;</li> <li>• Segregation of duties in invoice creation and modification; and</li> <li>• Timing of revenue recognition.</li> </ul> <p>Our substantive procedures in relation to the revenue recognition comprises the following:</p> <ul style="list-style-type: none"> <li>• Obtaining supporting documentation for sales transactions recorded either side of year end as well as credit notes issued after the year end date to determine whether revenue was recognized in the correct period;</li> <li>• VAT is correctly dealt with;</li> <li>• Critically assessing manual journals posted to revenue to identify unusual or irregular items; and</li> <li>• Finally assessed the appropriateness and presentation of disclosures against relevant accounting Standards.</li> </ul>
Please see the note 1.29 in this financial statement.	
<b>Valuation of inventory</b>	
<p>The balance of inventory of the Company at the year-end was Tk. 48,442,187 held in the company's warehouse.</p> <p>Inventories are carried at the lower of cost and net realizable value. As a result, the Directors apply judgment in determining the appropriate values for slow-moving or obsolete items.</p>	<p>We challenged the appropriateness of management's assumptions applied in calculating the value of the inventory and related provisions by:</p> <ul style="list-style-type: none"> <li>• evaluating the design and implementation of key inventory controls operating across the Company in respect of inventory management;</li> <li>• to attend the physical inventory counts and reconciling the count results to the inventory listings to test the completeness of data;</li> <li>• to review the inventory costing procedures and methodology.</li> <li>• comparing the net realizable value, obtained through a detailed review of sales subsequent to the year-end, to the cost price of a sample of inventories and comparison to the associated provision to assess whether inventory provisions are complete;</li> <li>• reviewing the historical accuracy of inventory provisioning, and the level of inventory write-offs during the year; and</li> <li>• Challenging the completeness of inventory provisions through assessing actual and forecast sales of inventory lines to assess whether provisions for slow- moving/obsolete stock are valid and complete.</li> </ul>
Please see the note 1.15 in this financial statement.	

### **Other Information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditor's report thereon. We have not been provided the Director's report and other information contained within the annual report except the financial statements to the date of our auditor's report. We expect to obtain the remaining reports of the Annual report after the date of our auditor's report. Management is responsible for the other information.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs as explained, and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error. The Companies Act, 1994 require the Management to ensure effective internal audit, internal control and risk management functions of the Company.

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

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

### **Auditors' Responsibilities for the Audit of the Financial Statements**

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

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

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

we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the company audit. We remain solely responsible for our audit opinion.

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

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

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

#### **Report on other Legal and Regulatory Requirements**

In accordance with the Companies Act 1994 and the Securities and Exchange Rules 1987, we also report the following:

- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- b) in our opinion, proper books of accounts as required by law have not been kept by the Company so far as it appeared from our examination of these books;
- c) the statements of financial position and statement of profit and loss and other comprehensive income dealt with by the report are in agreement, with the books of accounts and returns; and
- d) The expenditure incurred was for the purposes of the Company's business.



Fouzia Haque, FCA  
**FAMES & R**  
Chartered Accountants

Dated : 13<sup>th</sup> October, 2022  
Place : Dhaka

**SHYAMPUR SUGAR MILLS LTD.**  
**Statement of Financial Position**  
As at 30 June, 2022

Particulars	Notes	Amount in Taka	
		30.06.2022	30.06.2021
<b>Assets :</b>			
<b>Non-Current Assets</b>			
Property, Plant & Equipment (Annexure -1)	1.21	61,260,055	70,391,150
		<b>61,260,055</b>	<b>70,391,150</b>
<b>Current Assets</b>			
Cash and Bank Balances	1.17	1,849,034	6,552,910
Stock and Stores	1.15	48,442,187	53,407,273
Trade debtors	1.16	-	16,008
Current Account with BSFIC Enterprises	1.18	93,657,141	97,322,593
Loans & Advances	1.19	27,791,458	34,954,689
Deposits	1.20	184,125	184,125
		<b>171,923,945</b>	<b>192,437,599</b>
<b>Total Assets</b>		<b>233,184,000</b>	<b>262,828,749</b>
<b>Equity &amp; Liabilities:</b>			
<b>Shareholders Equity</b>			
Share Capital	1.11	50,000,000	50,000,000
<b>Reserve and Surplus</b>			
Equity Fund	1.12	57,506,398	57,506,398
Grants ( Phase- I & II )	1.13	707,252	793,781
Retained Earnings / ( Loss )		(5,946,079,786)	(5,680,916,742)
		<b>(5,837,866,137)</b>	<b>(5,572,616,564)</b>
<b>Loan Fund</b>			
Loan from Bank	1.22	1,947,854,260	1,791,774,324
Long Term Loan ( Secured )	1.14	311,077,175	311,077,175
		<b>2,258,931,435</b>	<b>2,102,851,500</b>
<b>Current Liabilities</b>			
Creditors	1.23	286,192,410	246,323,480
Current Account with BSFIC	1.24	3,182,368,303	3,093,614,165
Current Account with BSFIC Enterprises	1.25	49,806,245	49,221,293
Provision for Leave Pay and Gratuity	1.26	167,267,330	231,976,393
Provision for Income tax	1.27	6,380,484	6,335,183
Interest on Fund/Loan	1.28	120,103,929	105,123,300
<b>Total Current Liabilities</b>		<b>3,812,118,701</b>	<b>3,732,593,813</b>
<b>Total Equity and Liabilities</b>		<b>233,184,000</b>	<b>262,828,749</b>
<b>Net Asset Value (NAV) Per Share</b>	1.42	<b>(1,167.57)</b>	<b>(1,114.52)</b>

The annexed notes form an integral part of these accounts  
The financial statements were approved by the Board of Directors on 27 October, 2022 and were signed on its behalf by:

  
Company Secretary

  
Managing Director

  
Director

  
Director

Signed in terms of our separate report of even date annexed

Date : 13 October, 2022  
Place : Dhaka

  
Fuzia Haque, FCA  
**FAMES & R**  
Chartered Accountants

**SHYAMPUR SUGAR MILLS LTD.**  
**Statement of Profit and Loss and Other Comprehensive Income**  
For the year ended 30 June, 2022

Particulars	Notes	Amount in Taka	
		30.06.2022	30.06.2021
Sales	1.29	6,683,392	153,219,277
Less : Cost of Goods Sold	1.30	-	384,603,168
Add : Stock Adjustment	1.30.a	2,025,030	-
<b>Gross Profit / ( Loss ) for the year</b>		<b>8,708,422</b>	<b>(231,383,891)</b>
<b>Less : Operating Expenses</b>			
General Administrative Expenses	1.31	75,488,389	74,255,895
Selling and Distribution Expenses	1.32	87,136	2,671,961
Financial Cost	1.33	199,117,533	319,837,311
<b>Net Operating Expense</b>		<b>274,693,058</b>	<b>396,765,167</b>
<b>Operating Profit / (Loss) for the year</b>		<b>(265,984,636)</b>	<b>(628,149,058)</b>
Add :Income from Experimental Farm	1.34.a	410,400	234,949
Add : Other Income	1.34	456,494	3,166,099
<b>Net Profit before Worker's Profit Participation Fund</b>		<b>(265,117,742)</b>	<b>(624,748,010)</b>
<b>Less : Worker's Profit Participation Fund</b>		<b>-</b>	<b>-</b>
<b>Net Profit / ( Loss ) for the Year</b>		<b>(265,117,742)</b>	<b>(624,748,010)</b>
Less: Minimum tax on turn over	1.35	(45,302)	(939,722)
<b>Net profit / (Loss) for the Year</b>		<b>(265,163,044)</b>	<b>(625,687,732)</b>
<b>Earning Per Share (EPS)</b>	1.43	<b>(53.03)</b>	<b>(125.14)</b>

The annexed notes form an integral part of these accounts  
The financial statements were approved by the Board of Directors on 27 October, 2022  
and were signed on its behalf by:

  
Company Secretary

  
Managing Director

  
Director

  
Director

Signed in terms of our separate report of even date annexed

Date : 13 October, 2022  
Place : Dhaka

  
FOUZIA HAQUE, FCA  
FAMES & R  
Chartered Accountants

**SHYAMPUR SUGAR MILLS LTD.**  
**Statement of Changes in Equity**  
For the year ended 30 June, 2022

Particulars	Paid up Capital Taka	Equity Fund Taka	Grants Taka	Accumulated Losses Taka	Total Taka
Balance as on 1st July 2021	50,000,000	57,506,398	704,575	(5,680,916,742)	(5,572,705,770)
Prior year Adjustment	-	-	-	-	-
Addition / ( Adjustments ) during	-	-	-	-	-
Net profit/Loss for the year	-	-	(86,529)	(265,163,044)	(265,249,572)
<b>Balance as on 30 June 2022</b>	<b>49,999,999</b>	<b>57,506,397</b>	<b>618,045</b>	<b>(5,946,079,786)</b>	<b>(5,837,955,344)</b>

Particulars	Paid up Capital Taka	Equity Fund Taka	Grants Taka	Accumulated Losses Taka	Total Taka
Balance as on 1st July 2020	50,000,000	57,506,398	793,447	(5,055,229,010)	(4,946,929,165)
Prior year Adjustment	-	-	-	-	-
Addition / ( Adj ) during the year	-	-	-	-	-
Net profit/Loss for the year	-	-	(88,871)	(625,687,732)	(625,776,603)
<b>Balance as on 30 June 2021</b>	<b>50,000,000</b>	<b>57,506,398</b>	<b>704,575</b>	<b>(5,680,916,742)</b>	<b>(5,572,705,770)</b>

  
Company secretary

  
Managing Director

  
Director

  
Director

Date : 13 October, 2022  
Place : Dhaka

  
Fouzia Haque, FCA  
FAMES & R  
Chartered Accountants

**SHYAMPUR SUGAR MILLS LTD.**  
**Statement of Cash Flows**  
For the year ended June 30, 2022

Particulars	Amount in Taka		
	30.06.2022	30.06.2021	
<b>A . Cash Flows from Operating Activities</b>			
Cash received from customers	7,566,294	156,733,866	
Cash paid to Suppliers and other exp.	(72,967,337)	(282,190,824)	
Cash paid for Bank Interest	(184,136,904)	(304,856,682)	
<b>Net Cash Generated from Operating Activities</b>	<b>(249,537,947)</b>	<b>(430,313,640)</b>	
<b>B. Cash Flows From Investing Activities</b>			
Purchase of Fixed Assets	-	(3,813,192)	
<b>Net Cash used in Investing Activities</b>	<b>-</b>	<b>(3,813,192)</b>	
<b>C. Cash Flows from Financing Activities</b>			
Cash received from Short Term Loan	88,754,135	232,818,164	
Cash received from Other Liabilities	156,079,936	201,856,579	
Grants	-	-	
<b>Net Cash Generated from Financing Activities</b>	<b>244,834,070</b>	<b>434,674,741</b>	
<b>Net Cash Increase/ Decrease (A+B+C)</b>	<b>(4,703,877)</b>	<b>547,909</b>	
Cash and Cash Equivalents at Beginning of period	6,552,910	6,005,000	
Cash and Cash Equivalents at end of period	<b>1,849,034</b>	<b>6,552,910</b>	
Net operating cash flow per share (NOCFPS)	1.44	(49.91)	(86.06)

  
Company Secretary

  
Managing Director

  
Director

  
Director

Date : 13 October, 2022  
Place : Dhaka

  
Fuzia Haque, FCA  
FAMES & R  
Chartered Accountants



**SHYAMPUR SUGAR MILLS LIMITED**  
SHYAMPUR, RANGPUR  
**NOTES TO THE ACCOUNTS**  
For the year ended June 30, 2022

**1.00 legal status and activities of the company:**

**1.01.1 Domicile, Legal form and Country of incorporation**

Shyampur Sugar Mills Ltd was incorporated on dated May 14, with RJSC Reg. Number C-3434 in the year 1970 as a Public Limited Company under the Company Act 1913. The Company is listed with the Dhaka Stock Exchange (DSE).

**1.01.2 Nature of Business Activities**

The main activities of the company during the year under audit were to produce sugar from sugarcane and molasses as by-product. Both sugar and molasses were sold out in the local market to growers, employees, Ministry of defense and others.

**i) Address of Registered Office and Mills**

The registered office of the Company and the mill is located at Shyampur, Rangpur.

**ii) Number of Employees**

The total number of employees at the end of the year is 111. Details are as under:

<u>Particulars</u>	<u>Number of Employees</u>
Permanent	111
Seasonal	00
<b>Total</b>	<u>111</u>

**1.02 Specific accounting policies- disclosure under IAS -1 "Presentation of financial statements":**

**1.02.1 Basis of Measurement used in preparing the Financial Principle**

The elements of financial statements have been measured on "Historical Cost" convention and on accrual basis in accordance with International Accounting Standards (IASs), International Financial Reporting Standards (IFRSs), in compliance with the company Act, 1994, the Securities and exchange rules 1987, listing regulation of DSE and International Accounting Standards (IASs).

**1.02.2 Recognition of Property, Plant and Equipment and Depreciation-IAS-16**

Property, Plant and Equipment are stated at their cost less accumulated depreciation in accordance with IAS 16 - "Property, Plant & Equipment". Cost represents cost of acquisition or construction and capitalization as per requirements of Companies Act, 1994. Expenditure for repairs and maintenance are recognized as expenses; major, replacements, renewals and betterments are capitalized.

**1.02.3 Depreciation**

No depreciation is charged on Land and Land development and additional fixed assets during the year. Fixed assets have been depreciated under straight-line method at the rates varying from 2.5% to 10% depending on the nature and usefulness of the assets.

**1.02.4 Inventories - IAS-2**

Inventories comprise raw materials, work in process, finished goods, packing materials, stores and spares, Molasses and goods in transit. The valuation of stores & spares has been made at weighted average cost price. Store in transit has been valued at actual price. The value of work in process has been calculated at 100% of raw material. The valuation of finished sugar has been made at net realizable value and molasses has been made at net realizable value.

**1.02.5 Trade Debtors**

These are carried at original invoice amount. This is considered as good and collectible.

**1.02.6 Creditors and Accrued Expenses**

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

**1.03 Taxation**

**Income Tax**

Tax provision has been made during the period on the basis of Turnover as per Section 82C para 4 of Income Tax Ordinance, 1984 since the company sustained loss.

**Deferred Tax**

No deferred Tax assets or deferred Tax liabilities have been accounted for till this period in compliance with IAS-12 as per previous practice consistently being followed by the company.

**1.04 Borrowing Cost**

Borrowing costs are charged as expenses under the head Interest on Loan (IAS-23).

**1.05 Revenue Recognition**

Sales are recognized when products are delivered. Sales comprise sales of sugar and molasses and sales are shown in the financial statements of the company after excluding VAT and other duty (IFRS-15).

**1.06 Cash Flow Statement**

Cash flow statement is prepared in accordance with IAS-7 -"Cash Flow Statement" and the cash flow from the operating activities have been presented under direct method as outline in the Securities and Exchange Rules 1987 and considering the provisions of paragraph 19 of IAS-7 which provides that "Enterprise are to report Cash Flows from Operating Activities using the Direct Method".

**1.07 VAT**

The company's trading income is subject to VAT and these VAT liabilities are accounted for as per VAT Act 1991 maintaining a VAT Current Account.

**1.08 Accounting of Sugar Cane Wastage**

Sales proceeds of Bagasse's and Mud are included in the miscellaneous income.

**1.09 Additional information on financial statements:**

**1.09.1 Responsibilities for preparation and presentation of Financial Statements**

The Board of Directors is responsible for the preparation and presentation of Financial Statements under Section 183 of the Companies Act 1994 and as per the provisions of "The Framework for the preparation of Financial Statements" issued by the International Accounting Standards (IASs).

**1.09.2 Components of the Financial Statements**

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

- i) Statement of Financial Position;
- ii) Statement of Profit and Loss and Other Comprehensive Income;
- iii) Statement of Changes in Equity;
- IV) Statement of Cash Flows and
- v) Accounting policies and Explanatory Notes to the Accounts.

**1.09.3 Reporting Period**

Financial Statements of the company covers one financial year from 01.07.2021 to 30.06.2022.

**1.09.4 Reporting Currency and Level of precision**

The figure in the Financial Statements represent Bangladesh currency (Tk.), which have been rounded off to the nearest integer except where indicates otherwise.

**1.10.1 Comparative Information**

Previous year's figure has been arranged in line with current year's figures to make the financial data comparative for fair presentation of Financial Statements.

**1.10.2 Contingent Liabilities**

All known liabilities as of balance sheet date have been provided for and included in the financial statements. There are no contingent liabilities of Shyampur Sugar Mills Ltd.

**1.10.3 Post Balance Sheet Events**

There were no material events occurring after the balance sheet date.

**1.11. Disclosure for purchase and Sales in foreign currency by the company during the year**

The company did not make purchase or sales using foreign currency.

**1.12. Contingent Liability Disclosure**

The company does not hold any claim that meets definition of contingent liability in accordance with IAS 37 Provision, Contingent Liability and Contingent Asset exists at reporting date.

**1.13. Significant of Affirmers**

1. **Earning per Share (EPS)** – EPS ratio are decrease. Because this year selling and distribution Expense, Financial Cost amount are more lower comparatively by previous year. So those, this year EPS ratio is fall down. **Note No – 1.43**
2. **Net Asset Value (NAV)** – NAV ratio are increase. Property, plant & Equipment, Stock and stores, and other current account Assets amount are decrease one the other hand Loan from Bank, Creditors, and Current Account with BSFIC Enterprise (Payable) Increase. As a result Net Asset Value (NAV) Per Share increases this year. **Note No – 1.42**
3. **Net Operating cash flow per share (NOCFPS)** – NOCFPS ratio is fall this year. Because Net Cash operating Activities, such as cash received from customer, cash paid to suppliers, cash paid interest Bank amount more diminution than previous year. Short Term Loan & Other Liabilities also mitigation this year. As a consequence, NOCFPS ratio is base relatively last year. **Note No – 1.44**

Particulars	Amount in Taka	
	30.06.2022	30.06.2021
<b>1.11 Share Capital :</b>	<b>50,000,000</b>	<b>50,000,000</b>

**1.11.a Authorized Capital :**

50,000,000 Ordinary Shares of Tk 10 each 500,000,000      500,000,000

**1.11.b Issued, Subscribed & Paid Up Capital :**

50,000,000      50,000,000

Name of Subscriber	No of Shares	%	2021-2022	2020-2021
BSFIC /Govt	2,550,000	51.00%	25,500,000	25,500,000
General Public	2,450,000	49.00%	24,500,000	24,500,000
	<u>5,000,000</u>	<u>100.00%</u>	<u>50,000,000</u>	<u>50,000,000</u>

**Classification of Shareholders by holding :**

	No of Share Holders	Percentage	No of Shares 30.06.2022
1 Less than 500 shares	846	5.81%	290,683
2 501 to 5,000 Shares	519	18.77%	938,586
3 5,001 to 10,000 Shares	56	7.90%	394,882
4 10,001 to 20,000 Shares	24	6.40%	319,988
5 20,001 to 30,000 Shares	4	1.88%	94,015
6 30,001 to 40,000 Shares	6	3.90%	194,870
7 40,001 to 50,000 Shares	-	0.00%	-
8 50,001 to 100,000 Shares	3	4.34%	216,976
9 100,001 to 1,000,000 Shares	-	0.00%	-
10 More than 1,000,000 Shares	1	51.00%	2,550,000
<b>Total:</b>	<b>1,459</b>	<b>100</b>	<b>5,000,000</b>

**1.12 Equity Fund**

Integrated Cane Development Program (ICDP)	943,970	943,970
Seed Multiplication & Research Farm	1,720,497	1,720,497
Quasi - Equity	54,841,931	54,841,931
	<b>57,506,398</b>	<b>57,506,398</b>

**1.13 Grants**

The above amount was received from Government for Intensive Cane Development Scheme:

Balance as on 1st July 2021:

Phase - I	158,650	176,650
Phase - II	635,131	706,002
	<b>793,781</b>	<b>882,652</b>

Less : Amortized through depreciation on ICDS :

	(86,529)	(88,871)
Balance as on 30th June 2022	<b>707,252</b>	<b>793,781</b>

**1.14 Long Term Loan ( Secured )**

Govt. Fund ( BIDD Loan )	3,392,569	3,392,569
Foreign Loan ( Yen Credit)	78,950,000	78,950,000
Foreign Loan ( Belgium Credit)	1,877,000	1,877,000
Multiplication	2,377,633	2,377,633
Govt. Loan For Golden Handshake	25,896,974	25,896,974
Sales Of share of Mills	1,733,000	1,733,000
Operating Loan	196,850,000	196,850,000
	<b>311,077,175</b>	<b>311,077,175</b>

Particulars	Amount in Taka	
	30.06.2022	30.06.2021
<b>1.15 Stock and Stores</b>		
Stock-in-Trade (1.15.a)	6,194,876	4,169,846
Stores-in-Spares (1.15.b)	41,983,709	45,309,668
Stores-in-Transit (1.15.c)	-	1,232,948
Fertilizer Stock (1.15.d)	244,500	2,675,709
Inventory Adjustment	19,102	19,102
	<b>48,442,187</b>	<b>53,407,273</b>
<b>1.15.(a) Stock-in-Trade</b>		
Sugar	-	1,094,310
Molasses (255.907 M T @ 24207.53 TK)	6,194,876	3,075,536
	<b>6,194,876</b>	<b>4,169,846</b>
<b>1.15.(b) Stores -in-spares</b>		
Construction Materials	508,603	510,504
Iron, Steel & Non Ferrous materials	2,224,937	2,624,534
Pipes, Tubes Fitting	1,052,378	1,531,201
Refractories	1,710,885	1,805,778
Fuel, Oil ,Lubricants	939,242	1,779,303
Production Materials	12,669	978,446
Paints & Varnishes	115,278	167,611
General Hardware	153,841	154,688
Loose Tools	256,646	257,232
Domestic Equipment	819,710	819,710
Furniture & Fixtures	1,664	21,214
Cords,Ropse & Chains	144,314	157,371
Packing Materials	210,996	213,956
Chemicals & Lab Equipment	1,964	1,964
Mechanical Spares	22,350,717	22,441,859
Miscellaneous	1,203,023	1,199,655
Electrical Spares	4,101,553	4,304,214
Office Equipment	50,082	188,327
Garage Spares	6,125,207	6,152,101
<b>Total</b>	<b>41,983,709</b>	<b>45,309,668</b>
<b>1.15.(c) Stores -in- Transit</b>		
Opening Stores materials 1st July 2021	1,232,948	700,412
Add: Additional during the year	-	581,754
Less: Used during this year	1,232,948	49,218
Closing Balance 30 June 2022	-	<b>1,232,948</b>
<b>1.15.(d) Fertilizer Stock</b>		
Urea (46982 Kgs)	-	657,748
T.S.P (7064 Kgs)	-	141,280
M.O.P (15963 Kgs)	-	207,519
Pesticide (10944 Kgs)	-	1,256,937
Zink Sulphate ( 1045 Kgs)	-	96,140
Non-Judicial Stamps-815	244,500	244,500
Seed Purifier (100.40 Kgs)	-	71,585
<b>Total:</b>	<b>244,500</b>	<b>2,675,709</b>

Particulars	Amount in Taka	
	30.06.2022	30.06.2021
<b>1.16 Trade Debtors :</b>		
Ration Shop	-	16,008
	-	<b>16,008</b>
<u>Ageing schedule of receivables :</u>		
<u>Duration</u>		
1- 30 days	-	16,008
31- 60 days	-	-
61- 90 days	-	-
91- 180 days	-	-
181- 365 days	-	-
Over 365 days	-	-
	-	<b>16,008</b>

Net receivables are considered as good . The Company holds no security other than debtors' personal security in the form of work orders etc.

Trade Receivables are non-interest bearing and none of the receivables are past or impaired.

<b>1.17 Cash &amp; Bank Balances</b>		
<b>Cash in hand</b>	<b>108,211</b>	<b>153,902</b>
<b>Cash at Banks:</b>		
Janata Bank Shympur Br Rangpur STD-1	6,084	435,615
Janata Bank Shympur Br Rangpur CD-68	649,558	4,224,162
Sonali Bank Shilpa Bhaban Br Dhaka STD-379	53	53
Janata Bank Cor Br Dilkusha Dhaka STD-612	960,367	1,546,417
Rupali Bank Tatultola Br Rangpur STD0-1214	97,876	192,761
Rupali Bank Tatultola Br Rangpur STD0-13	26,885	-
	<b>1,740,823</b>	<b>6,399,008</b>
	<b>1,849,034</b>	<b>6,552,910</b>

i. Physical cash counting were taken place by the management and found in order.

ii. Bank reconciliation were performed at the year end.

<b>1.18 Current Account with BSFIC Enterprises</b>		
M/S.Kaliachapara Sugar Mills Ltd.	315,772	315,772
M/S.Desh Bandhu Sugar mill Ltd.	150,889	150,889
M/S.Thakurgaon Sugar Mill Ltd.	2,352,453	3,828,795
M/S. Joypurhat Sugar Mill Ltd	84,502,133	92,206,714
M/S. B.S.F.I.C Shipping Office Chittagong	5,995	5,995
M/S. Kushfia Sugar Mill Ltd.	247,435	247,435
M/S. Shetabgonj Sugar mill Ltd.	502,221	566,993
M/S.Mobarakganj Sugar Mill Ltd., Jhenaidah	342,692	-
M/S. Zeal Bangla Sugar Mill Ltd.	1,096,689	-
M/S.Nator Sugar Mill Ltd	1,513,991	-
M/S. Rajshahi Sugar Mill Ltd.	2,626,871	-
<b>Total</b>	<b>93,657,141</b>	<b>97,322,593</b>

<b>1.19 Loans &amp; Advances</b>		
Advance Against Motor Cycle & Bi Cycle	141,164	205,846
Advance Against Salary	2,453,669	7,454,403
Advance Against TA/DA	-	178,223
Advance Against Expense	-	1,828,334
Advance Against Seed (Sugar Cane)	(20,976)	20,766
Advance Against Contractor	(123,152)	(73,636)
Cane grower's Loan (Old)	24,141,508	24,141,508
House Building Loan	75,400	75,400
Other fund	35,010	35,010
Advance income Tax	1,088,835	1,088,835
<b>Total :</b>	<b>27,791,458</b>	<b>34,954,689</b>

Particulars	Amount in Taka	
	30.06.2022	30.06.2021
<b>1.19.01 Maturity Analysis</b>		
Realisable/ Adjustable within one year	27,560,860	32,611,110
Realisable/ Adjustable after one year	251,574	2,322,813
	<b>27,812,434</b>	<b>34,933,923</b>
<b>1.20 Deposits</b>		
Rajshahi Tele Communication Area,Rangpur	100	100
Security deposit for gas cylinder ( BOC),Rangpur	34,000	34,000
Fixed deposit against K.G School, Shyampur,Rangpur	80,000	80,000
Deposit Against power Supply (PDB,Rangpur)	31,025	31,025
Deposit Against Bangladesh oxygen Ltd,Rangpur	38,000	38,000
Deposit with Head Post Office,Rangpur	1,000	1,000
<b>Total:</b>	<b>184,125</b>	<b>184,125</b>
<b>1.21 Property, Plant &amp; Equipment (Annexure -1)</b>		
Opening Balance	323,809,708	319,996,515
Add: Addition during the year	-	3,813,192
Less: Disposal during the year	-	-
	<b>323,809,708</b>	<b>323,809,707</b>
Less: Accumulated Depreciation		
Balance as on 1st July 2021	253,418,555	238,420,909
Add: Charged during the year	9,131,098	14,997,648
Add: Adjustment made during the year	-	-
	262,549,653	253,418,557
<b>Closing Balance</b>	<b>61,260,055</b>	<b>70,391,150</b>
<b>1.22 Loan from Bank</b>		
C.C.Account Janata Bank Dilkusha Cor.Br (1.22.a)	215,388,516	192,385,450
Agriculture Credit Sonali Bank Rangpur Cor.Br(22.b)	1,732,465,744	1,599,388,874
	<b>1,947,854,260</b>	<b>1,791,774,324</b>
<b>1.22.a C.C.Account Janata Bank Dilkusha Cor.Br</b>		
Opening Balance of 1st July 2021	192,385,450	177,510,220
Less : Repayment made during the year	-	-
Add: Interest Charged during the year	23,003,066	14,875,230
Closing Balance of 30 June 2022	<b>215,388,516</b>	<b>192,385,450</b>
<b>1.22.b Loan From Bank</b>		
Sonali Bank, Rangpur Corporate Office,Rangpur, Loan A/C #08	386,495,238	356,811,427
Sonali Bank, Rangpur Corporate Office,Rangpur, Loan A/C # 07	383,409,206	353,962,115
Sonali Bank, Rangpur Corporate Office,Rangpur, Loan A/C # 06	355,638,854	328,321,941
Sonali Bank, Rangpur Corporate Office,Rangpur, Loan A/C # 38	344,794,112	318,309,066
Sonali Bank, Rangpur Corporate Office,Rangpur, Loan A/C # 27	262,128,334	241,984,325
	<b>1,732,465,744</b>	<b>1,599,388,874</b>
<b>1.23 Creditors</b>		
Creditors for goods supplied (Note-1.23.a)	31,970,824	27,726,631
Creditors for Expenses (Note-1.23.b)	160,909,024	124,427,320
Creditors for other finance (Note-1.23.c)	93,312,562	94,169,529
	<b>286,192,410</b>	<b>246,323,480</b>
<b>1.23.a Creditors for goods supplied</b>		
Supplier's Current Accounts	31,893,825	27,445,621
Trade Creditors(Molasses)	-	175,421
Cane Price Payable	59,360	59,360
Other Payable STP	17,639	46,229
	<b>31,970,824</b>	<b>27,726,631</b>

Particulars	Amount in Taka	
	30.06.2022	30.06.2021
<b>1.23.b Creditors for Expenses</b>		
Audit Fee	312,187	296,938
Rant & Rates	1,619	1,619
Provision for Expenses	769,851	1,073,787
Employee Gratuity Payable	127,660,407	95,464,408
Salaries & Wages Payable	32,164,960	27,271,861
Salaries & Wages (Ansar)	-	318,707
	<b>160,909,024</b>	<b>124,427,320</b>
<b>1.23.c Creditors for other finance</b>		
Sundry Creditors(1.23.c).i.	21,737,186	22,454,585
Provident Fund & Other Fund (1.23.c)ii	71,308,425	69,272,062
Contractor's Security Deposit	228,620	2,404,551
Employees Security Deposits	38,331	38,331
	<b>93,312,562</b>	<b>94,169,529</b>
<b>1.23.(c).i Sundry Creditors</b>		
Canteen	363,415	563,539
Group Insurance	323,837	323,837
Deduction against Govt Audit Objection	9,360,348	10,938,204
Deduction of Revenue Stamp	87,590	203,702
Deduction of Education cess from Farmer	1,066,196	1,066,196
Deduction of Tax & Vat	8,894,368	8,973,931
Road Development Tax	953	953
Enverment Tax 1%	1,604,122	1,548,234
Fish Sale of Lease Pond	2,790	2,790
Employee Tax	37,098	40,843
Contractor's Advance	-	26,866
SHSM High School Fund	(26,346)	(1,261,660)
Other fund	22,815	27,150
	<b>21,737,186</b>	<b>22,454,585</b>
<b>(1.23.c).ii Provident Fund &amp; Other Fund</b>		
Workers Welfare Fund	(7,202,761)	(7,361,841)
Provident Fund (Permanent Staff & Workers)	71,931,454	69,185,072
Provident Fund (Seasonal Staff & Workers)	3,587,051	4,648,513
Employees Samoboy Samity	1,941,207	1,569,414
Growers Welfare Fund	206,837	206,837
W.P.P.F (Workers Profit Participation Fund )	65,939	65,939
Officers Club Ladies Club & Association	248,777	295,721
Cane Employee Sangsad	10,600	10,600
Unpaid Bill Of Cashier	100,083	100,083
Employees Union Fund	(460,315)	(447,946)
General Club Fund	61,164	78,062
Officers Kallyan Samity	109,359	109,359
Mosque Fund	346,530	449,749
Prime Minister Relief Fund	226,281	226,281
Farmers Federation Fund	100,709	100,709
Farmer's Welfare Fund	35,510	35,510
	<b>71,308,425</b>	<b>69,272,062</b>
<b>1.24 Current Account With BSFIC Enterprises</b>		
Balance as on 1st July 2021	3,093,614,165	2,860,796,001
Add. Addition during this year	88,754,138	232,818,164
	3,182,368,303	3,093,614,165
Less: Payments during this year	-	-
Balance as on 30 June 2022	<b>3,182,368,303</b>	<b>3,093,614,165</b>

Particulars	Amount in Taka	
	30.06.2022	30.06.2021
<b>1.25 Current account with BSFC Enterprise(Payable)</b>		
<b>Name of Enterprise:</b>		
M/S. Faridpur sugar Mills Ltd,Modhukhali,Faridpur	101,203	415,476
M/S. Rangpur Sugar Mill Ltd, Mahimgonj	4,282,133	4,282,133
M/S. Renwick Jajneswar & Co.(BD) Ltd	29,795,872	27,855,844
M/S. Zeal Bangla Sugar Mill Ltd.	-	920,651
M/S.Nator Sugar Mill Ltd	-	1,865,165
M/S.North Bengal Sugar Mill Ltd	434,581	769,734
M/S. Pabna Sugar Mill Ltd	7,401,557	5,564,525
M/S.Carew & Co. (Bangladesh) Ltd.	7,513,934	7,304,649
M/S. Panchagar Sugar Mill Ltd	276,965	243,116
	<b>49,806,245</b>	<b>49,221,293</b>
<b>1.26 Provision of Leave Pay and Gratuity</b>		
Balance as on 1st July 2021	231,976,393	178,964,142
Add. Provision for this year	6,730,757	132,333,113
	238,707,150	311,297,255
Less: Payment/Adjustment made during this year	71,439,820	79,320,862
Balance as on 30 June 2022	<b>167,267,330</b>	<b>231,976,393</b>
<b>1.27 Provision for Income tax</b>		
Opening Balance	6,335,183	5,395,461
Add: Provision Income Tax (Minimum Tax) (Note:1.35)	45,302	939,722
Less: Tax paid during this year	-	-
Closing balance as on 30.06.2022	<b>6,380,484</b>	<b>6,335,183</b>
<b>1.28 Interest on loan/ fund</b>		
Seed Multiplication & Research Farm Sch;	4,684,384	4,395,875
Foreign Loan (Yen Credit)	87,974,500	83,237,500
Foreign Loan (Belgium Credit )	3,956,920	3,844,300
Operating Loan	23,488,125	13,645,625
	<b>120,103,929</b>	<b>105,123,300</b>
<b>1.29 Sales</b>		
Quantity in Metric Ton		
1. Sugar 17.37 M Ton @ 63000.00Tk	1,094,310	135,698,750
2. Molasses 230.88 M Ton @ 24207.53Tk	5,589,082	17,520,527
	<b>6,683,392</b>	<b>153,219,277</b>
<b>1.30 Cost of Goods Sold :</b>		
Opening balance of stock		
Sugar	-	135,619,000
Molasses	-	19,327,906
	-	<b>154,946,906</b>
Add: Cost of Production (1.30.b)	-	233,826,108
	-	<b>388,773,014</b>
Less : Closing stock		
Sugar	-	1,094,310
Molasses	-	3,075,536
	-	<b>4,169,846</b>
	-	<b>384,603,168</b>
<b>1.30.a Stock Adjustment :</b>		
Opening balance of stock		
Sugar (17.37M Ton@ 63000 TK.)	1,094,310	
Molasses (166.947 M Ton TK.24207.53 tk)	3,075,536	
	4,169,846	
Less : Closing stock		
Sugar	-	
Molasses (255.907 M Ton@ 24207.53 TK)	6,194,876	
<b>Prior Year's Adjustment - Molasses (83.6633 M Ton@ 24207.53 TK)</b>		
	<b>2,025,030</b>	



Particulars	Amount in Taka	
	30.06.2022	30.06.2021
<b>1.30.b Cost of production during the year</b>		
Opening Work in Process	-	-
Add. Purchase of Sugarcane (1.30.a) .i	-	-
<b>Other Direct Expenses:</b>		
Salaries & wages (Permanent)	-	168,248,435
Overtime	-	1,254,880
Salaries & wages (Seasonal)	-	19,070,058
Overtime	-	526,316
Repairs & Maintenance	-	24,632,150
Power & Fuel	-	4,151,808
Depreciation	-	14,222,875
Other Factory Overhead	-	1,719,586
	-	<b>233,826,108</b>
Less: Closing work in process	-	-
	-	<b>233,826,108</b>
<b>1.31 Administrative Expenses</b>		
Salaries & wages (Permanent)	60,365,941	53,886,592
Overtime	319,951	23,930
Salaries & wages (Seasonal)	-	8,664,603
Overtime	-	27,910
Repairs & Maintenance	796,249	809,601
Fuel & Lubricant	1,266,978	-
Depreciation	9,131,098	774,772
Directors fee	195,000	255,000
Head office overhead	-	4,433,107
Other administrative overhead(1.31.a)	3,413,172	5,380,380
	<b>75,488,389</b>	<b>74,255,895</b>
<b>1.31.a Other administrative overhead</b>		
Staff Welfare Expenses	89,876	793,766
Printing & Stationary	87,534	129,384
Rant & Rates	878,837	1,131,671
Insurance Premium	836,794	1,564,842
Travelling & Conveyance	337,237	503,893
Postage & Telegram	34,828	62,780
Entertainment	271,809	471,841
Bank Charge	238,119	176,032
Legal Expenses	149,312	298,334
Advertisement	488,826	29,738
Sundry Expenses	-	171,857
Cane Development Expense	-	17,640
Training Expenses	-	28,602
	<b>3,413,172</b>	<b>5,380,380</b>
<b>1.32 Selling and Distribution Expenses</b>		
Salary & Wages (Permanent)	87,136	2,671,961
	<b>87,136</b>	<b>2,671,961</b>

		<b>Amount in Taka</b>	
		<b>30.06.2022</b>	<b>30.06.2021</b>
<b>1.33</b>	<b>Financial Cost</b>		
	Seed Multiplication & Research Farm Sch (60%)	288,509	288,509
	Foreign Loan (Yen Credit)	4,737,000	4,737,000
	Foreign Loan (Belgium Credit)	112,620	112,620
	C C Account Janata Bank Dilkusha Corporate Br	23003065	131,855,902
	Agriculture Credit Sonali Bank Rangpur Corporate Br	133,076,871	14,875,230
	B.S.F.I.C Current Account	28,056,968	158,125,550
	Provident Fund (Permanent Staff & Workers)	-	-
	Provident Fund (Seasonal Staff & Workers)	-	-
	Operating Loan	9,842,500	9,842,500
		<b>199,117,533</b>	<b>319,837,311</b>
<b>1.34</b>	<b>Other Income</b>		
	Sale of Press Mud	-	9,936
	Shop rent	223,947	173,838
	Lease of Pond	20,000	355,609
	Sales of scrap	-	2,245,758
	Sale of Tender Schedule & Other	171,625	252,261
	Sale of Baggage	40,922	128,697
		<b>456,494</b>	<b>3,166,099</b>
<b>1.34.a</b>	<b>Firm Income</b>		
	Income from Firm-Lease	410,400	234,949
		<b>410,400</b>	<b>234,949</b>
<b>1.35</b>	<b>Minimum Tax On Turnover</b>		
	Sale of Sugar (1.35.a)	1,094,310	135,698,750
	Sale of Molasses (1.35.b)	5,589,082	17,520,527
	Other Income(1.34)	456,494	3,166,099
	Firm Income (1.34.a)	410,400	234,949
	<b>Total Income</b>	7,550,286	156,620,325
		0.60%	0.60%
	<b>Turn Over Tax :</b>	<b>45,302</b>	<b>939,722</b>

**1.35.a Sale of Sugar**

Name of Month	Sales of Quantity					Total quantity	Total Taka
	MIS(Pac)	Other (Pac)	Ration	Other Dealer	Army		
Jul-21	-	-	3.87	13.50	-	17.37	1,094,310
<b>Total</b>	-	-	<b>3.87</b>	<b>13.50</b>	-	<b>17.37</b>	<b>1,094,310</b>

During the audit period, sales has been proceed only in the month of July 2021 and other months in the year no sales has been proceed.

**1.35.b Sale of Molasses**

Name of Month	Quantity	Deduction				Net Price
		Total Taka	VAT	Tax	Environment Safeguard	
July 2021- June 2022	231	7,445,037	1,257,544	542,523	55,888	5,589,082
	231	7,445,037	1,257,544	542,523	55,888	5,589,082

Amount in Taka	
30.06.2022	30.06.2021

**1.36 Related Party Disclosures**

During the year, the company in normal course of business has carried out the following transactions with other entities that fall within the definition of related party contained in International Accounting Standard 24: "Related Party Disclosures". All transactions involving related parties arising in normal course of business are conducted on an arm's length basis at commercial rates, other than balance with sister concern which is interest free, on the same terms and conditions as applicable to the third parties.

Name of related party	Nature of relation- ship	Opening Balance		Transaction during the year		Balance	
		Dr.	Cr.	Dr	Cr	Dr	Cr
Joypurhat Sugar Mills Ltd	Inter transaction	92,237,314	-	4,264,819	12,000,000	84,502,133	-
Setabgonj Sugar Mills Ltd	Inter transaction	566,993	-	-	64,772	502,221	-
Panchagar Sugar Mills Ltd	Inter transaction	-	243,116	-	33,849	-	276,965
Mobarakgonj Sugar Mills Ltd.		-	-	342,692	-	342,692	-
Faridpur Sugar Mills Ltd.,	Inter transaction	-	415,476	353,818	39,545	-	101,203
Rangpur Sugar Mills Ltd	Inter transaction	-	4,282,133	-	-	-	4,282,133
Rajshahi Sugar Mills Ltd	Inter transaction	-	-	2,626,871	-	2,626,871	-
Carew & Co. Ltd.		-	7,557,203	8,420,074	8,376,805	-	7,513,934
Pabna Sugar Mills Ltd	Inter transaction	-	5,564,015	-	1,837,542	-	7,401,557
Thakurgoan Sugar Mills Ltd	Inter transaction	3,828,795	-	2,125,448	3,601,790	2,352,453	-
Renwick Jagswar & Co.	Inter transaction	-	27,855,844	218,922	2,158,950	-	29,795,872
Kustia Sugar Mills Ltd.	Inter transaction	247,435	-	-	-	247,435	-
Natore Sugar Mills Ltd	Inter transaction	-	1,865,165	3,383,165	4,009	1,513,991	-
North Bengal Sugar Mills Ltd.	Inter transaction	-	769,734	335,153	-	-	434,581
Desh Bondho Sugar Mill Ltd	Inter transaction	150,889	-	-	-	150,889	-
Kaliachapra Sugar Mill Ltd	Inter transaction	315,772	-	-	-	315,772	-
Zeal Bangla Sugar Mill Ltd	Inter transaction	-	920,651	2,020,090	2,750	1,096,689	-
Shipping Office Chittagong	Inter transaction	5,995	-	-	-	5,995	-
		<b>97,220,364</b>	<b>49,398,831</b>	<b>24,091,052</b>	<b>28,120,012</b>	<b>93,657,142</b>	<b>49,806,245</b>

**1.37 Employees Minimum Pay:**

**a. For "Permanent Employees"**

Number of employees Earn less than Tk. 8,000

-

Number of employees Earn over Tk. 8,000

111

299

**b. For "Seasonal Employees"**

Number of employees Earn less than Tk. 8,000

-

Number of employees Earn over Tk. 8,000

238

**Total (a+b)**

111      537

**1.38 Production Capacity:**

Capacity of the Industrial Unit, actual production, Shortfall and achievement are as follows:

	2021		2020	
	Ton	%	Ton	%
Installed Capacity				
Actual Production				
Deficit/(excess)	-		-	

Amount in Taka	
30.06.2022	30.06.2021
<b>100,000</b>	<b>100,000</b>

**1.39 Audit Fee**

Statutory audit fee

Audit Fee is fixed by the Shareholder in the Annual General Meeting and does not include any other remuneration to Auditors.

**1.40 Meeting fees**

**(a) Board Meeting:**

During the year, 05 Board Meetings were held and the following fees were paid :

Name	Designation	Meeting Held	Meeting Attended	Amount
Mr. Arifur Rahman Apu	Chairman	4	4	20,000
Mr. Md. Anwar Hossen	Director	4	4	20,000
Mr. Md. Anwarul Alam	Director	4	4	20,000
Mr Khondaker Azim Ahmed NDC	Director	4	2	10,000
Mr. Md Ashraf Ali	Director	4	4	20,000
Dr. Joshoda Jibon Debnath, CIP	Independent Director	4	3	15,000
Mr.Md. Shafiqul Islam	Director	4	2	10,000
Mr. Abdul Aziz	Independent Director	4	3	15,000
Mr. Ahsan Habib	Managing Director	4	4	20,000
			<b>30</b>	<b>150,000</b>

**(b) Audit Committee Meeting Fees:**

During the year, 04 Audit Committee Meetings were held and the following fees were paid :

Name	Designation	Meeting Held	Meeting Attended	Amount
Dr. Joshoda Jibon Debnath, CIP	Chairman	4	3	15,000
Mr. Md. Anwar Hossen	Member	4	4	20,000
Mr Khondaker Azim Ahmed NDC	Member	4	2	10,000
Mr.Md. Shafiqul Islam	Member	4	2	10,000
			<b>11</b>	<b>55,000</b>
<b>Total (a+b)</b>				<b>205,000</b>

**1.41 Key Management Benefits**

Remuneration  
Bonus

2022		2021	
Managing Director	Department Head	Managing Director	Department Head
1,071,096	3,825,384	99,700,920	3,418,470
144,804	404,074	16,642,340	572,161
<b>1,215,900</b>	<b>4,229,458</b>	<b>116,343,260</b>	<b>3,990,631</b>
<b>Number of Person</b>	<b>1</b>	<b>4</b>	<b>1</b>

**1.42 Net Assets value (NAV) per Share**

Total Assets  
Less. Total outstanding Liabilities  
Net assets value  
Divided by number of ordinary share  
**NAV**

233,184,000	262,828,749
6,071,050,136	5,835,445,313
(5,837,866,136)	(5,572,616,564)
5,000,000	5,000,000
<b>(1,167.57)</b>	<b>(1,114.52)</b>

**1.43 Earnings per share (EPS )**

**Profit/ (Loss) attributable to shareholders**  
**Number of ordinary shares**

Profit/ (Loss) attributable to shareholders  
Number of ordinary shares  
**Earnings Per Share (EPS )**

(265,163,044)	(625,687,732)
5,000,000	5,000,000
<b>(53.03)</b>	<b>(125.14)</b>

**1.44 Net Operating Cash flow per share**

**NOCF per share**       $\frac{\text{Net Operating cash flow}}{\text{No. of share outstanding at the end of the year}}$

(249,537,947)	(430,313,640)
5,000,000	5,000,000
<b>(49.91)</b>	<b>(86.06)</b>

	<b>Amount in Taka</b>	
	<b>30.06.2022</b>	<b>30.06.2021</b>
<b>1.47 Reconciliation between net profit to operating cash flow</b>		
Profit/(loss) before tax	(265,117,742)	(624,748,010)
Depreciation charged in P/L	9,131,098	14,997,648
Other income	(456,494)	(3,166,099)
Farm Income	(410,400)	(234,949)
Finance cost	199,117,533	319,837,311
Operating cash flow before changes in working capital	<b>(57,736,005)</b>	<b>(293,314,099)</b>
<b>Changes in Working capital:</b>		
(Increase)/Decrease of inventory	4,965,087	161,676,092
(Increase)/Decrease of Trade Debtors	16,008	113,542
Increase/(Decrease) of creditors	39,868,930	6,746,794
Current Account with BSFIC Enterprises	584,952	5,407,996
Balances for Leave Pay and Gratuity	(64,709,063)	53,012,251
Current Account with BSFIC Enterprises	3,665,452	(96,305,089)
Loans & Advances	7,163,231	33,893,378
Grants	(86,529)	(88,872)
Other Income	456,494	3,166,099
Farm Income	410,400	234,949
	<b>(65,401,043)</b>	<b>(125,456,959)</b>
Finance cost paid	(184,136,904)	(304,856,682)
Tax paid	(1,088,835)	-
Net operating cash flows	<b>(250,626,781)</b>	<b>(430,313,641)</b>

**1.48 Events after reporting period**

The Board of Directors of the company has approved the financial statements on 27 October, 2022 and no dividend is recommended for the financial year June 30, 2022. Except the fact stated above, no circumstances have arisen that to be disclosed as note or adjusted in the financial statements.

**SHYAMPUR SUGAR MILLS LTD**  
P.O. SHYAMPUR. DIST. RANGPUR  
**SCHEDULE OF DEPRECIATION FIXED ASSETS AS AT 30th June, 2022**

Sl. No.	Particulars	Acct No	Su-sch.No.	COST				DEPRECIATION				Written down value as on 30-06-2022
				Opening Balance as on 01-07-2021	Cost addition during the period	Total cost as on 30-06-2022	Opening depreciation as on 01-07-2021	depreciation charged during the period	Accumulated depreciation as on 30-06-22			
				1	2	3=1+2	4	5	6=4+5	7=3-6		
A)	Mills											
1	Land and land Development	23000	A-/(1)	36,419,299	-	36,419,299	-	-	-	36,419,299		
2	Building and other Constriction	24000	A-/(2)	68,143,777		68,143,777	68,143,702	-	68,143,702	75		
3	Plant and Machinery	25000	A-/(3)	137,793,935	-	137,793,935	106,730,003	7,545,849	114,275,852	23,518,083		
4	Equipment	26000	A-/(4)	3,978,716		3,978,716	3,808,276	54,195	3,862,471	116,245		
5	Furniture Fixture and Office Equip.	27000	A-/(5)	1,638,465		1,638,465	1,617,347	21,065	1,638,412	53		
6	Vehicles and Transport	28000	A-/(6)	69,447,284		69,447,284	68,062,413	1,384,759	69,447,172	112		
7	Sundry Assets	29000	A-/(7)	73,305	-	73,305	73,289	-	73,289	16		
<b>Total-A</b>				<b>317,494,781</b>	-	<b>317,494,781</b>	<b>248,435,033</b>	<b>9,005,868</b>	<b>257,440,898</b>	<b>60,053,883</b>		
B)	Intensive cane Dev. Scheme. (1st Phase)											
1	Building and Construction	24000	A-/(3)	720,000	-	720,000	561,350	18,000	579,350	140,650		
<b>Total-B</b>				<b>720,000</b>	-	<b>720,000</b>	<b>561,350</b>	<b>18,000</b>	<b>579,350</b>	<b>140,650</b>		
C)	Intensive Cane Dev. Scheme (2nd Phase)											
1	Building and Construction	24000	A-/(3)	2,848,237	-	2,848,237	2,213,108	68,529	2,281,637	566,600		
2	Vehicles transport and Agricultural Equip.	28000	A-/(7)	195,000	-	195,000	194,999	-	194,999	1		
<b>Total -C</b>				<b>3,043,237</b>	-	<b>3,043,237</b>	<b>2,408,107</b>	<b>68,529</b>	<b>2,476,636</b>	<b>566,601</b>		
D)	Seed Cane Dev. Research Farm Scheme.											
1	Building and Construction	24000	A-/(3)	2,265,750	-	2,265,750	1,775,917	32,875	1,808,792	456,958		
2	Plant and Machinery	25000	A-/(4)	233,046	-	233,046	185,273	5,826	191,099	41,947		
3	Furniture Fixture & Office Equip.	27000	A-/(6)	52,894	-	52,894	52,877	-	52,877	17		
<b>Total -D</b>				<b>2,551,690</b>	-	<b>2,551,690</b>	<b>2,014,067</b>	<b>38,701</b>	<b>2,052,768</b>	<b>498,922</b>		
<b>Grand Total Taka: ( A+B+C+D)</b>				<b>323,809,708</b>	-	<b>323,809,708</b>	<b>253,418,555</b>	<b>9,131,098</b>	<b>262,549,652</b>	<b>61,260,056</b>		

## শ্যামপুর সুগার মিলস্ লি.

শেয়ার অফিস : চিনিশিল্প ভবন (৬ষ্ঠ তলা) ৩, দিলকুশা বা/এ, ঢাকা-১০০০

### প্রতিনিধি পত্র

শেয়ার সংখ্যা

ফলিও/বিও নম্বর

আমি/আমরা ..... ঠিকানা .....

শ্যামপুর সুগার মিলস্ লি. এর শেয়ারহোল্ডার হিসেবে ২৭-১২-২০২২ তারিখে ডিজিটাল প্ল্যাটফর্ম লিংক :

<https://shyampsug32.digitalagmbd.net> এর মাধ্যমে অনুষ্ঠিতব্য কোম্পানির ৩২ তম বার্ষিক সাধারণ সভায় এবং পরবর্তী মূলতবী সভায় আমার/আমাদের পক্ষে ভোট প্রদানের প্রতিনিধি নিযুক্ত করলাম।

২০ টাকার  
রেভিনিউ স্ট্যাম্প

প্রতিনিধির স্বাক্ষর ..... শেয়ারহোল্ডারের স্বাক্ষর .....

#### বিঃদ্র:

- (১) একজন সদস্য যিনি বার্ষিক সাধারণ সভায় উপস্থিত হওয়ার যোগ্য, তিনি তাঁর পক্ষে উপস্থিত থাকার জন্য এবং ভোট দেয়ার জন্য একজন প্রতিনিধি নিযুক্ত করার ও যোগ্য প্রতিনিধি নিযুক্তির পত্র অবশ্যই সদস্যের স্বাক্ষর অথবা তীর নিকট হতে লিখিতভাবে যথাযথ ক্ষমতাপ্রাপ্ত এটি কর্তৃক স্বাক্ষরিত হতে হবে। প্রতিনিধি পত্র কোম্পানির শেয়ার অফিসের ই-মেইল : [shsmagm31@gmail.com](mailto:shsmagm31@gmail.com) এ সভা আরম্ভ হওয়ার ৭২ ঘণ্টা পূর্বে প্রেরণ করতে হবে।
- (২) যদি সদস্য কোন কোম্পানি বা করপোরেশনের হয় সে ক্ষেত্রে এর কমন সিল (যদি থাকে) প্রতিনিধি পত্রে দিতে হবে। এ পত্র এবং তৎসহ “পাওয়ার অব এটর্নি” যার বলে উক্ত “প্রতিনিধি পত্র” সহি করা হয়েছে তা নোটারি পাবলিক কর্তৃক এর সত্যায়িত কপি কোম্পানির শেয়ার অফিসের ই-মেইল: [shsmagm31@gmail.com](mailto:shsmagm31@gmail.com) এ সভা আরম্ভ হওয়ার ৭২ ঘণ্টা পূর্ব প্রেরণ করতে হবে।

## শ্যামপুর সুগার মিলস্ লি.

৩২তম বার্ষিক সাধারণ সভা

তারিখ : ২৭ ডিসেম্বর ২০২২, সময় : বেলা ২:০০ ঘটিকা

ডিজিটাল প্রাটফর্ম লিংক : <https://shyampsug32.digitalagmbd.net>

### হাজিরাপত্র

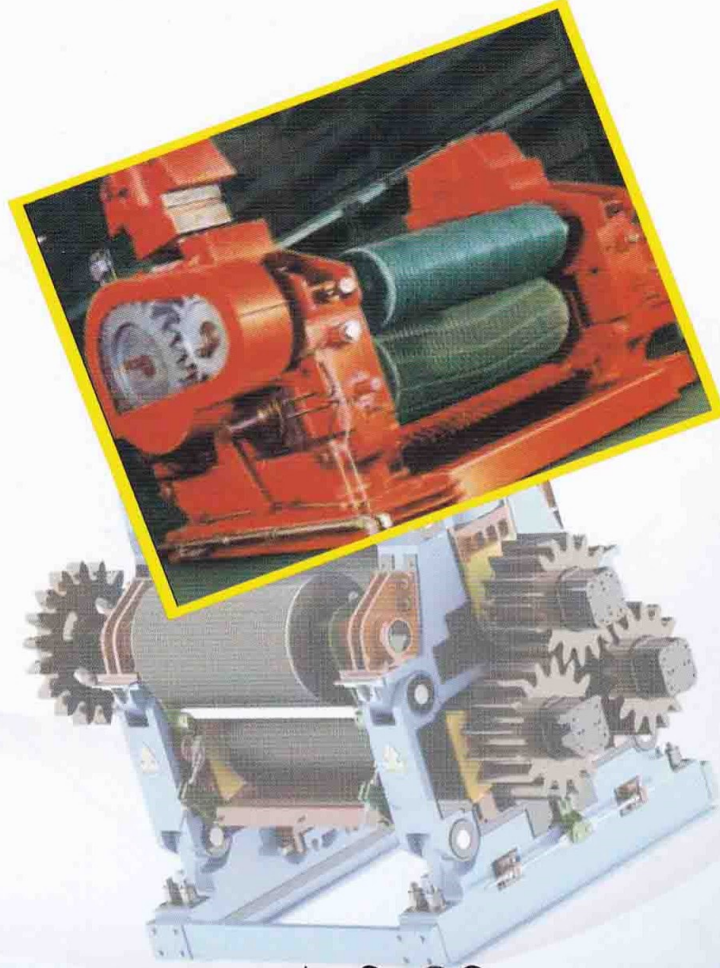
আমি ২৭-১২-২০২২ তারিখে অনুষ্ঠিতব্য শ্যামপুর সুগার মিলস্ লি. এর ৩২ তম বার্ষিক সাধারণ সভায় আমার উপস্থিতি লিপিবদ্ধ করলাম।

শেয়ারহোল্ডারের নাম ..... স্বাক্ষর.....

শেয়ার সংখ্যা..... ফলিও/বিও নম্বর.....

প্রতিনিধির নাম ..... স্বাক্ষর.....

শ্যামপুর সুগার মিলস্ লিমিটেড এর  
৩২তম বার্ষিক সাধারণ সভার শুভ কামনা করছি।



চিনিকলের সকল প্রকার যন্ত্র-যন্ত্রাংশ তৈরি, বিভিন্ন ধরনের পাম্প তৈরি, পরিবহণ  
ট্রেইলাম, বেলারস ট্রাঙ্কের ঢালাই মেশিনিং ফেব্রিকেশনের কাজ, ওজন যন্ত্র তৈরি,  
তেলবাহী ট্যাংক লরী তৈরি, বিয়ারিং ইত্যাদি আধুনিক প্রযুক্তি এবং দক্ষতার  
সাথে সম্পন্ন করা হয়। এছাড়া বে-সরকারি সকল প্রকার শিল্প কারখানার  
যন্ত্র/যন্ত্রাংশ তৈরি ও মেরামত করা হয়।

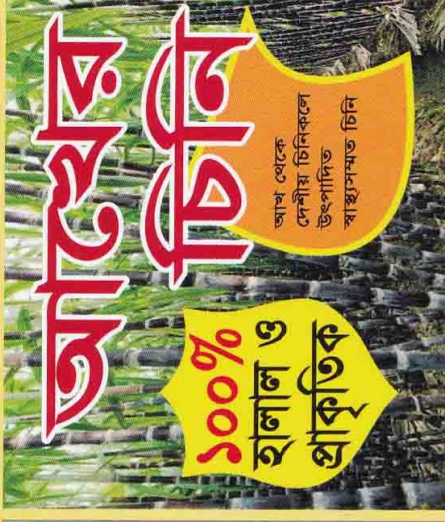
দেশী চিনি খান, জটিল রোগ থেকে বাঁচুন।



রেনউইক, যজ্ঞেশ্বর অ্যান্ড কোং (বিডি) লিঃ, কুষ্টিয়া  
RENWICK, JAJNESWAR & CO. (BD) LTD., KUSHTIA  
(বাংলাদেশ চিনি ও খাদ্য শিল্প করপোরেশন এর একটি প্রতিষ্ঠান)



হাত বাড়ালেই পাওয়া যাচ্ছে প্যাকেটজাত



### আখের চিনির বৈশিষ্ট্য

- ▶ অন্য চিনি থেকে বহুগুণ মিষ্টতার ফলে বয় সশায়ী
- ▶ পুষ্টিমানে ও স্বাদে অতুলনীয়
- ▶ শিশু খাদ্যের উপযোগী ও স্বাস্থ্যকর
- ▶ হাইড্রোজ, বোন চারকোল ও ক্ষতিকর কেমিক্যালমুক্ত দেশি চিনি সম্পূর্ণ স্বয়ংক্রিয় মেশিনে হাতের স্পর্শবিহীন উৎপাদিত ও প্যাকেটকৃত

### পুষ্টিমান (প্রতি ১০০ গ্রাম)

ক্যালসিয়াম	- ১৬০.৩২ মিঃগ্রাম
পটাসিয়াম	- ১৪২.০৯ মিঃগ্রাম
ফসফরাস	- ২.০৫ মিঃগ্রাম
আয়রন	- ০.৪২ মিঃগ্রাম
ম্যাগনেসিয়াম	- ০.১৫ মিঃগ্রাম
সোডিয়াম	- ০.০৫ মিঃগ্রাম
ভিটামিন	- বি২ ০.১৯ মিঃগ্রাম
কোলেস্টেরল	- ০০
এনার্জি	- ৩৫৭ কিলোক্যালরি

পুষ্টিমানে সকল চিনির সেরা “আখের চিনি”  
সবাই মিলে কিনি  
পরিবারকে সুস্থ ও সবল রাখি।

# প্রখ্যাত দেশীয় আখের চিনি পাওয়া যায়



100%  
হালাল ও  
প্রাকৃতিক

দেশীয় চিনি পুষ্টিমানে সর্বোৎকৃষ্ট  
আখ হতে সরাসরি উৎপাদিত



প্রস্তুতকারক

বাংলাদেশ চিনি ও খাদ্য শিল্প করপোরেশন

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