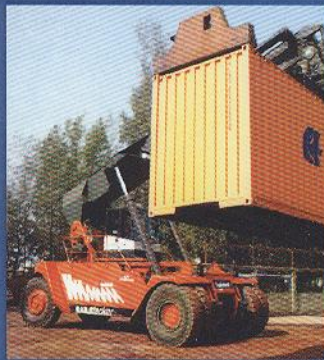




# SAPL

## Summit Alliance Port Limited



Annual Report 2008

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# COMPANY PROFILE

Sponsored by Summit Group and Alliance Holdings Limited, Summit Alliance Port Limited (SAPL) was incorporated in Bangladesh on 06th December 2003 as a Private Limited Company. On 06th March 2008 the Company was converted to a Public Limited Company under the Companies' Act 1994 and thereafter completing all the formalities SAPL went public with listing in both the Dhaka and Chittagong bourses effective from 16th October 2008.

SAPL commenced its commercial operation from 20th February 2007 as an Off-Dock service provider, utilizing over 28.0 acres of Customs Bonded Area. Located only 6.5 km away from the multi-purpose and container vessel berths of the Chittagong Port, SAPL has an ideal geographical advantage to carry out its principal activities of providing Off-Dock services as Inland Container Depot with facility for Empty Container Storage and Container Freight Station having provisions for handling both Import and Export Cargo.

SAPL has two purpose-build warehouses, comprising of total 82,000 sft, for handling export cargo. The warehouses have all modern amenities including cross-docking facility, clear span structure and reinforced floors for fork-lift operation. SAPL also has a state-of-the-art 20,000 sft specialized Hanger Shed for handling Import and Yard Cargo. With 35ft high ceiling allowing for 2-high container stacking and Reach Stacker operations, this Hanger Shed is the only structure of its kind in the off-dock industry and is specially built to handle sensitive cargo during adverse weather conditions.

To facilitate the peak operational volume, SAPL has one of the largest fleets of heavy and light equipments in the industry. The 50 ton capacity Reach Stacker is the only one of its kind in the country and is able to handle any containerized cargo. Moreover SAPL has several 25 ton capacity cranes and brand new fork-lifts of various capacities. The transportation logistics side is ably handled by the company's self-owned fleet of brand new Prime movers and trailers, which provide round the clock service.

Considering the immense opportunities in the sector, SAPL is striving to expand its infrastructure and facilities in order to set the standards and always remain ahead of the industry competitors. The company's continuous investments in equipment and infrastructural development, coupled with the most professional management team in the industry has enabled SAPL to provide high standard of service to clients and gain a significant competitive edge.

SAPL's list of esteemed clientele include, among others, Kuehne+Nagel Limited, APL Bangladesh Limited, Maersk Bangladesh Limited and several other prestigious Main Line Operators and Freight Forwarders.

# CORPORATE DIRECTORY

## Board of Directors

Mr. Muhammed Aziz Khan  
Mr. Syed Ali Jowher Rizvi  
Mrs. Anjuman Aziz Khan  
Dr. Syed Ali Gowher Rizvi  
Mrs. Sobera Ahmed Rizvi  
Mr. Mohammad Latif Khan  
Ms. Ayesha Aziz Khan  
Mr. Syed Yasser Haider Rizvi  
Mr. Syed Nasser Haider Rizvi  
Ms. Adeeba Aziz Khan  
Mr. Faisal Karim Khan  
Mr. Syed Fazlul Haque  
Captain Asif Mahmood

## Company Secretary

Mr. Syed Fazlul Haque

## Registered Office & Off-Dock Location

Katghar, North Patenga  
Chittagong-4204

## Auditor

Basu Banerjee Nath & Co  
Taher Chamber (Ground Floor)  
10 Agrabad Commercial Area  
Chittagong-4100

## Main Bankers

Standard Bank Limited  
Hong Kong Shanghai Banking Corporation (HSBC)  
The Trust Bank Limited

## Board of Directors

Chairman  
Managing Director  
Director  
Director  
Director  
Director  
Director  
Director  
Director  
Director  
Director  
Director  
Director  
Alternate Director  
Alternate Director

## Corporate Office

Summit Centre  
18 Kawran Bazar C/A  
Dhaka - 1215

## Legal Adviser

Mahmood Jabbar Khan  
Barristers & Advocates  
Summit Centre  
18 Kawran Bazar C/A  
Dhaka-1215

# SUMMIT ALLIANCE PORT LIMITED

## Summit Alliance Port Limited Notice of Annual General Meeting

Notice is hereby given that the 05<sup>th</sup> Annual General Meeting of Summit Alliance Port Limited will be held at Bangladesh China Friendship Conference Centre, Agargaon, Sher-e-Bangla Nagar, Dhaka on Monday, the 27th April 2009 at 11:30 AM to transact the following Agenda:

1. To receive and adopt the Directors' Report and the Audited Accounts of the Company for the year ended 31st December 2008 and the Auditors' Report thereon.
2. To Declare final Dividend
3. To elect Directors of the Company in terms of Articles 41 and 42 of the Company's Articles Of Association
4. To appoint Auditors of the Company for the year 2009 and fix their remuneration

By Order of the Board

Dhaka, 05th April, 2009

Syed Fazlul Haque  
Director & Company Secretary

### Notes:

1. Members entitled to attend and vote at the Annual General Meeting may appoint a Proxy to attend in his/her stead. The Proxy Form must be affixed with requisite revenue stamp and deposited at the Company's Registered/Corporate Office not less than 48 hours before the time appointed for holding the meeting
2. The record date is fixed on 05th April, 2009 for closing of share transfer book. Members whose names will appear in the Members' Register on that date will be eligible to attend and vote in the AGM and to receive dividend as approved in the AGM

# CHAIRMAN'S MESSAGE



Dear Fellow Shareholders,

It is my honour and privilege to welcome the distinguished owners of Summit Alliance Port Ltd. (SAPL). Though this is the 5th AGM of the company, this is the first as a public listed company. I therefore shall take this opportunity to introduce our vision to all of you, the co-owners.

As you know, SAPL founders' summit Group and Alliance Holdings Ltd. are also the owners of the country's first private sector off-dock port facility and container depot known as Ocean Containers Ltd. The journey started in 1996 and today together we consolidate 32% of country's exports and handle 10% of imports in our off-dock facilities.

Only on 16th October 2008, we listed the company so that we may share the bounties of growth and prosperity of this venture in Bangladesh with our partners, you. We are delighted to see the vibrant, confident and hopeful faces of our partners. Now together we will give Bangladesh the most advanced port and shipping infrastructure so that the country can become one of the finest transport hubs in the world.

During the last year, your company has added more than four acres of land and we have built 72,000 sft of warehouse space with state of the art logistics facilities. This includes latest equipments such as Reach Stackers, Cranes, Weigh Bridge and Fork Lifts along with a comprehensive security system, software and communication systems, unparalleled human resource development programs and all the features of a modern port.

This is only the beginning. 160 million people of Bangladesh needs far more port services, yet even though there is no measure of per capita port facility requirement, I can definitively state to you that port is the key to economic development of a modern nation. All our imports and exports take place through ports, our links of trade and commerce with the rest of the world is through ports. In the last 5 years, Bangladesh's containerized imports and exports increased at 12 percent on average year on year.

Your Summit Alliance Port Ltd. will enable Bangladesh to double this growth pattern in order to achieve the 'Millennium Development Goal' of the United Nations to which we are promise bound.

To achieve such phenomenal growth we will expand our facilities many folds. We are in talks with large jute mill owners for a joint venture to co own and develop their mill land into even more modern inland ports. We are also negotiating with one of the largest shipping line and port operators in the world to manage and operate, what we envision will be the most modern container port of the world, here in Bangladesh.

Together, we will expand our facilities so that we may support main line operators and reach their containers up to Singapore, Malaysia or Sri Lanka. For realizing this we are working on the feasibility of owning and operating ocean going vessels. For the sake of confidentiality requirements of contracts we will share the details of these once we come nearer to closing the deals.

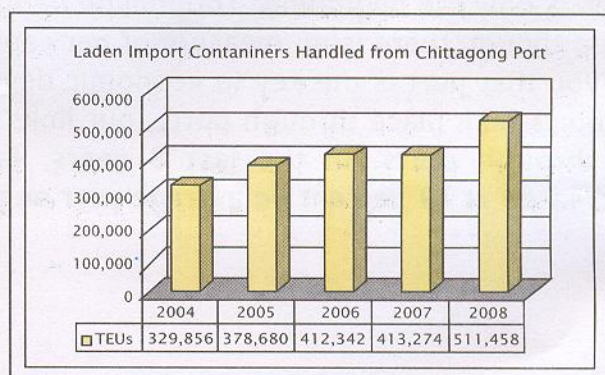
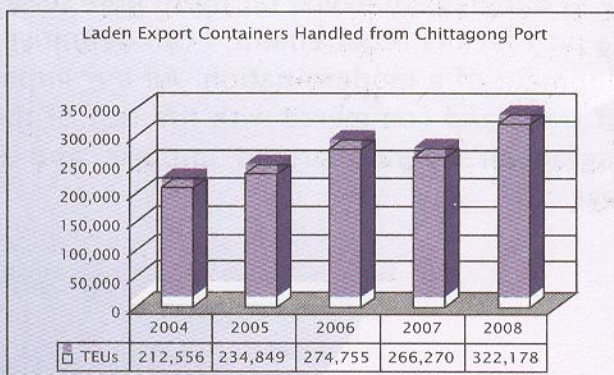
This much we promise you, that your company will continue to be the largest, finest, most transparent private port and shipping company of the country. Together we shall endeavor and create a company which will support the growth of the country and grow itself.

I am grateful to all of you for joining us today. Let me close by expressing my gratitude and pride in the management team backed by about 2,000 hard working workforces. I also express my gratitude to the brilliant and efficient government officials of the Port and Customs, the Securities and Exchange Commission, the two esteemed Stock Exchanges of Dhaka and Chittagong and most importantly the reason for our business, the exporters and importers of our country, who so confidently rely upon us to handle their products.

InshAllah we all shall succeeded.

Thank you.

Muhammed Aziz Khan  
Chairman



# DIRECTORS REPORT TO THE SHAREHOLDERS

For the year ended December 31, 2008

**Dear Shareholders,**

The Board of Directors of Summit Alliance Port Limited (SAPL) welcomes you all to the 05th Annual General Meeting of the company and the first of its kind as a publicly listed entity. We are pleased to submit before you the operational activities and audited financial statements of the company for the year that ended on 31st December 2008.

The Directors' Report is prepared in compliance with section 184 of the Companies Act 1994 and Securities & Exchange Commission's notification no- SEC/CMRRCD/2006-158/Admin/02-08 dated 20th February 2006

## **Business Activities**

The principal activity of the Company is to provide Off-Dock services as Inland Container Depot with facility for Empty Container Storage and Container Freight Station having facilities for handling of both Import and Export Cargo. In the year 2008, the 2nd year of the start of commercial operation, the Company earned total revenue of Tk.292.2 million from its major three segments representing 31% growth over 2007.

## **Financial Results**

During the year 2008, the company's net profit after Tax amounted to Tk.175.2 million as compared to Tk. 137.8 million in the year 2007. The Company is in the process of continuous expansion of its capacity through purchase of land, building of facilities and procurement of handling Equipment for which substantial investment is required. Therefore availability of adequate fund at the disposal of the Company is an essential pre-requisite for uninterrupted progress of the projects. Keeping this in view, the Directors would like to report the company's financial results for the year ended 31st December 2008 with the recommendations for appropriation as follows:



## Appropriation of Profit

Figure in thousand taka

	2008	2007
Net Profit for the year (after Tax)	175,189	137,847
Profit brought forward (including Tax Holiday Reserve)	57,847	-
Balance available for Appropriation	233,036	137,847
Appropriations:		
Stock Dividend: 20% (2007: 40%)	100,000	80,000
Cash Dividend: 10% (2007: Nil)	50,000	-
Total Dividend proposed	150,000	80,000
Balance Carried Over	83,036	57,847

## Dividend

Your Board recommends 20% Stock Dividend (one share for every five shares) and 10% Cash Dividend, subject to approval by the shareholders at the 05th Annual General Meeting and SEC's approval for the Stock Dividend.

## Directors Meeting & Attendance

During the year ended 31st December 2008, the Board of Directors held 11 (Eleven) meetings. Name of the Directors and the number of meetings attended by each are given below:

Name of the Director	Attended	
Mr. Muhammed Aziz Khan	01	Retired in the AGM held on 28-02-08 and subsequently inducted on 16-01-09 in terms of Article- 41.
Mr. Syed Ali Jowher Rizvi	11	
Mrs. Anjuman Aziz Khan	04	
Dr. Syed Ali Gowher Rizvi	01	
Mrs. Sobera Ahmed Rizvi	11	
Mr. Md. Latif Khan	10	
Ms. Ayesha Aziz Khan	08	
Ms. Adeeba Aziz Khan	04	Inducted in AGM held on 28-02-08.
Mr. Faisal Karim Khan	08	
Mr. Syed Yasser Haider Rizvi	11	
Mr. Syed Nasser Haider Rizvi	11	
Mr. M Farid Khan	00	
Mr. Syed Fazlul Haque	08	Appointed alternate Director on 09-02-08 to represent Mrs. Anjuman Aziz Khan during her absence.
Captain Asif Mahmood	02	Appointed alternate Director on 09-02-08 to Represent Dr. Syed Ali Gowher Rizvi

The Directors who could not attend the meetings were granted leave of absence.

## **Directors' Election & re-appointment**

As per Article 42 of the Articles of Association Mrs. Anjuman Aziz Khan, Mr. Syed Ali Jowher Rizvi, Mr. Md Latif Khan and Mr. Syed Yasser Haider Rizvi shall retire in the 05th Annual General Meeting by rotation and being eligible, offer themselves for re-election. Besides, Mr. Muhammed Aziz Khan who was appointed on 16-01-09 in terms of Article 41, shall also retire in this AGM and being eligible, offer himself for re-election.

## **Auditors**

The present auditors, Messrs Basu Banerjee Nath & Co, Chartered Accountants retire and being eligible, offered themselves for re-appointment for the year 2009. Your Board recommended the re-appointment of Basu Banerjee Nath & Co as auditor of the Company for the year 2009 and Board's recommendation will be placed at the forthcoming Annual General Meeting for approval.

## **Business Expansion**

Established in December 2003, your company is the first and the only Off-Dock company in the private sector that has gone public. The company commenced its commercial operation in February 2007 and we are in continuous process of expanding the facilities to accommodate the increased demand that arose from the confidence and trust our valued customers reposed on our high standard services. During the year under review the Company finalized a five year contract with Kuehne + Nagel Limited, one of the largest freight forwarders in the world. In order to accommodate their growing business volume we have built a dedicated Warehouse of 52,000 sft area with minimum monthly commitment of 1,000 TEUs Export Cargo with other related services.

The company has also agreed in principle with APL Bangladesh Ltd. to provide the necessary warehouse and empty container storage space to cater to their entire Bangladesh volume. The contract is expected to be signed in April 2009 with construction work of new 100,000 sft warehouse to commence subsequently.

## **Business Risk & uncertainties**

Off-Dock operation is highly dependant on the efficiency of handling exports and imports by Chittagong port that generate from International trade of the Country. Therefore any disruption in Chittagong Port operation will have adverse impact on the trade volume of the Country and have consequential effect on the business of the Company. However given the importance of Chittagong Port as the gateway for over 90% of the country's containerized export and import cargo we do not foresee the Government allowing such a situation arising. Besides the dependency on Chittagong Port, the project is close to the Bay of Bengal and thereby risking the possibility of being affected by sea driven natural calamities. However the recently constructed protection embankment by the Bangladesh Water Development Board has reduced this risk greatly. Furthermore, the same embankment has been earmarked to be part of the Asian Super Highway which should lead to further strengthening of the structure and thereby minimizing any potential risk from sea driven calamities. Finally, all Off-Dock Companies are dependent on obtaining and renewing permission / clearance from Chittagong Custom House (NBR), Chittagong Port Authority and various other relevant Government Agencies. Delay at any stage can have consequential effect in smooth continuation of the operation.

## **Going concern**

While approving the financial statements, Directors have made appropriate enquires and analyzed the significant financial, operating as well as other indicators for enabling them to understand the ability of the company to continue its operations for a foreseeable period. Directors are convinced and have a reasonable expectation that the company has adequate resources to continue its operation consistently for the foreseeable future. Therefore, the company adopted the going concern basis in preparing these financial statements

## **Corporate Governance**

Corporate Governance is the system through which companies are directed, guided and controlled by the Board, keeping in view its accountability to the shareholders. Your company strives to maintain full compliance with the laws, rules and regulations that govern the business and to uphold the highest standards.

Since corporate governance is not a static process, we always continue to improve our practices. A separate chapter on corporate governance has been reported before.

## **Corporate Social Responsibility**

As part of the ongoing commitment to the society and environment in which the Company conducts its business, SAPL remains committed to perform its obligation.

With its policy of promoting employment generating activities, the company is extremely proud to be associated with the significant economic and social development that has taken place in the locality since the commencement of SAPL's business operations.

On the Environmental issue, the Company gives high priority in protecting the environment and our humble efforts in this regard include extensive number of sapling plantation in the Company's Depots and other places.

We remain committed to these causes and shall continue our drive to further promote social and environmental improvements whenever opportunity arises.

## **Human Resources Management**

Your company recognizes that People are the most important resource and key to the success of any organization. To develop and equip the employees with key skills, the company places great emphasis on the development of its people and hence we strive to send our people to various courses and workshop as well as we also arrange in house workshops for updating knowledge on the respective functional areas.

## **Status of Compliance**

In accordance with the requirement stipulated in condition No-5.00 of the Securities & Exchange Commission's notification no-SEC/CMRRCD/2006-158/Admin/02-08 dated 20th February, 2006 the Corporate Governance Compliance Report is shown in Annexure -1.

## **Key Operating & Financial Data**

The summarized key data for last two years (Year 2007 being first year of Operation) is set out in Annexure-2.

## Shareholding Information

The shareholding information as at 31st December 2008 with other related information is set out in **Annexure-3**

## Acknowledgement

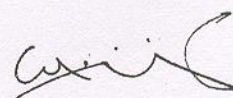
Your Directors would like to put on record its deep appreciation of the efforts made by the employees of the Company. Their commitment and passion, both individually and through teamwork have helped achieve SAPL that it is today. The Board also recognizes and appreciates the critical support provided by the families of the employees which enables them to focus on their work in SAPL.

The trust and confidence that our valued customers, bestow on SAPL is our main driving force. We accept this trust in all humility and shall continue to strive to live up to the expectations. Board expresses its heartfelt thanks and gratitude to all the stakeholders including Investors, Suppliers, Banks & Financial Institutions, Insurance Companies, Service Providers, the Securities & Exchange Commission, Registrar of Joint Stock Companies & Firms, Dhaka Stock Exchange Limited, Chittagong Stock Exchange Limited, The Central Depository Bangladesh Limited, various Government Authorities, Individuals and agencies who have helped us achieve what we are today.

We look forward to seeing you at our 05th Annual General Meeting.

On behalf of the Board of Directors,

Syed Ali Jowher Rizvi  
Managing Director



Syed Ali Jowher Rizvi  
Managing Director

Annexure-1

**Compliance Report on SEC's Notification**

Status of compliance with the conditions imposed by the Commissions Notification No-SEC/CMRRCD/2006-158/Admin/02-08 dated February 20, 2006 issued under section 2CC of the Securities & Exchange Ordinance 1669.

Condition	Title	Compliance Status		Explanation for non-compliance with the condition
1.1	Board's Size	✓		
1.2 (i)	Independent Directors		✓	Being processed. To be appointed in the Board meeting immediately after AGM
1.2 (ii)	Appointment of Independent Non-shareholder Director	✓		
1.3	Chairman and Chief Executive			
1.4	Directors' report to include declarations on:			
	a. Fairness of State of the Affairs	✓		
	b. Keeping proper Books of Accounts	✓		
	c. Consistent application of Accounting Policies in preparation of Financial Statements	✓		
	d. Observance of Bangladesh Accounting Standard (BAS)	✓		
	e. Soundness and efficiency of Internal Control	✓		
	f. Ability of Summit Alliance Port Limited to continue as a going concern	✓		
	g. Significant deviations from last year in operating results	✓		
	h. Presentation of key Operating and Financial data for last three years	✓		
	i. Declaration of Dividend	✓		
	j. Number of Board meeting held during the year and attendance by each Director	✓		
	k. Shareholding pattern	✓		
2.1	Appointment of CFO, Head of Internal Audit & Company Secretary	✓		CFO is the company Secretary
2.2	Attendance of CFO and Company Secretary in the Board meeting	✓		

Compliance Report on SEC's Notification Continued

3.0	Audit Committee		✓	Shall be formed as soon as the Independent Auditor is appointed. All the points under 3.1, 3.2, 3.3.1, 3.3.2 & 3.4 being linked with condition 3.0 therefore remain uncomplied subject to comment made there against.
3.1	i. Composition of audit Committee			
	ii. Audit Committee Members Appointment			
	iii. Filling of casual vacancy in Audit Committee			
3.2	i. Chairman of Audit Committee			
	ii. Audit Committee Chairman's Qualification			
3.3.1	i. Reporting to the Board of Directors			
	ii. Report on:			
	a. Conflicts of interests			
	b. Suspected materials defect in the internal control system			No such incident arose
	c. Suspected infringement of laws			No such incident arose
	d. Any other matter			No such incident arose
3.3.2	Reporting to the Authorities			No such incident arose
3.4	Reporting to the Shareholders			
4.0	Statutory Auditors not to engage in:			
	a. Appraisal or valuation services	✓		
	b. Financial information system design and implementation	✓		
	c. Book Keeping or other services related to Financial Statements	✓		
	d. Broker- dealer services	✓		
	e. Actuarial services	✓		
	f. Internal audit services	✓		
	g. Any other services that the audit Committee determines	✓		

## Annexure-2

### Key Operating and Financial Records

Taka in' 000

	2008	2007
<b>Assets Employed</b>		
Property plant & Equipment	1,322,691	587,666
Net Current Asset	150,149	27,549
<b>Total Assets Employed</b>	<b>1,472,840</b>	<b>615,215</b>
<b>Financed by</b>		
Share Capital	500,000	200,000
Revaluation Reserve	717,937	224,812
Tax holiday Reserve	120,551	55,139
Retained Earnings	111,190	82,708
Shareholders' Equity	1,449,678	562,659
Long Term Borrowing	23,162	52,556
<b>Total Capital Employed</b>	<b>1,472,840</b>	<b>615,215</b>
<b>Revenue and Profit</b>		
Revenue Earned	292,184	222,842
Net profit after Tax	175,190	137,847
<b>Ratios</b>		
Market price per share as at 31 Dec,2008: Tk.	876.25	-
Earning per share (EPS) - Taka	35.04	68.92
Price/Earning (P/E) Ratio - Times	25.00	-
Price/Equity Ratio - Time	3.02	-
Dividend per Share - Taka	30.00	40.00
Dividend Pay out - %	85.62	96.70
Net Asset value Per Share _ Taka	289.94	281.33
Return on Share holders' Equity - %	12.10	24.50
Current Ratio - Times	4.68	1.95



Annexure-3

**Shareholding Information**

<b>Sponsors:</b>		
Alliance holdings Limited	01	1,997,200
Summit Industrial & Mercantile Corporation (Pvt.) Ltd	01	300,000
Cosmopolitan Traders (Pvt) Limited	01	300,000
Mr. Muhammed Aziz Khan	01	20,000
Mrs. Anjuman Aziz Khan	01	300,000
Ms. Ayesha Aziz Khan	01	360,000
<b>Directors, CEO, Company Secretary, CFO Head of Internal Audit and their spouses:</b>		
Mr. Syed Ali Jowher Rizvi, Managing Director	01	700
Mrs. Sobera Ahmed Rizvi, Director	01	700
Mr. Syed Yasser Haider Rizvi, Dy. Managing Director	01	700
Mr. Syed Nasser Haider Rizvi, Dy. Managing Director	01	700
Ms. Adeeba Aziz Khan, Director	01	360,000
<b>Executives</b>		Nil
<b>Shareholders holding 10% or more voting rights</b> (Other than Alliance Holdings Limited, a Sponsor)		Nil

# STATEMENT OF CORPORATE GOVERNANCE

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

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

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

## **The Responsibilities of the Board**

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

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

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

- Monitoring implementation and effectiveness of the approved strategic and operating plans.
- Establish company's value.
- Oversee the corporate governance of the company

The Board ensures that the activities of the Company are always conducted with adherence to high ethical standard and in the best interest of the shareholders.

The short introduction of the Directors has been described in next page.

#### Board meetings and procedures

The number of meetings held during the financial year ended 31st December 2007 was 11. The procedures of the board meeting are mentioned below:

- (a) Selection of Agenda: The Managing Director**, in consultation with the Chairman of the Board, sets the agenda for Board meetings with the understanding that the Board is responsible for providing suggestions for agenda items that are aligned with the advisory and monitoring functions of the Board. Any member of the Board may request that an item be included on the agenda.
- (b) Board Materials:** Board materials related to agenda items are provided to Board members sufficiently in advance of Board meetings to allow the Directors to prepare for discussion of the items at the meeting.
- (c) Senior Management in the Board meeting:** At the invitation of the Board, members of senior management attend Board meetings or portions thereof, as appropriate, for the purpose of participating in discussions.

#### Internal Control Framework

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

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

# INTRODUCING THE DIRECTORS

## Mr. Muhammed Aziz Khan, Chairman

**Muhammed Aziz Khan**, an MBA from the Institute of Business Administration, University of Dhaka, is the Chairman of Summit Group of Companies. He has been in business since 1973 and in 1985 **Summit Industrial & Mercantile Corporation (Pvt.) Limited (SIMCL)** was formed to consolidate his business activities under one umbrella. SIMCL is now recognized as the largest private sector investor of the Infrastructure Industrial Organizations of the Country.

Mr. Khan is a dynamic individual striving to expand his business in Bangladesh as well as regionally into other Asian countries. He is one of the few pioneers in venturing into the Off-Dock industry and set up the Ocean Containers Limited of which he is the Chairman. Having established as a highly experienced operator and considering the fast growing volume of container movements, Mr. Khan, along with Alliance Holdings Limited represented by his friend and Managing Director Mr. Syed Ali Jowher Rizvi, established **Summit Alliance Port Limited (SAPL)** in 2003, making a valuable addition to the ever expanding Off-Dock industry of the Country.

Mr. Khan, during his long 37 years career of successful entrepreneurship, set up the Country's first Independent Power Plant of the Country, Khulna Power Company Limited, of which he is the Chairman. Mr. Khan is also the Chairman of Summit Power Limited, the first Company in the Sector to go public. Regarded as an expert in the energy business, Mr. Khan helped in the formulation of Private Sector Power Generation Policy of Bangladesh. Under his dynamic leadership **Bangladesh Energy Companies' Association** was formed to represent and promote the interest of private sector engaged in energy business and led the Association as its founder President.

Mr. Khan also had his valuable contribution in the business of Tank Terminals and he had the proud privilege of becoming the pioneer in setting up of the first Tank Terminal, '**Summit United Tanks Terminals**' (now known as South East Tanks Terminal) as well.

Mr. Khan is committed to perform his social obligation and as a part of ongoing commitment, he has formed '**Siraj Khaleda Trust**', a social wing of Summit Group, which is setting up a 200 beds Hospital in the Dhaka Cantonment for extending medical treatment to the poor inhabitants of the locality on charity basis. His social commitments also include, among others, his active participation and generous contributions to help acid burns and drug victims. Mr. Aziz Khan is happily married to Anjuman Aziz Khan with three daughters, Ayesha, Adeeba and Azeeza.

### **Mr. Syed Ali Jowher Rizvi, Managing Director**

Mr. Syed Ali Jowher Rizvi, son of Late Syed Nasiruddin Haider Rizvi was born on 19th March 1953 in a respected Muslim family. He has completed his MBA degree in International Finance and Accounting from Indiana University, USA as well as earned MA in Economics with Honors from Dhaka University.

After completion of his Masters degree from Dhaka University he worked for erstwhile BCCI (Overseas) Ltd. Bangladesh in two phases. At the same time he was engaged with Institute of Business Administration (IBA) as a part time (Honorary) Lecturer.

From March 1991 to June 1997 he served Union Bank Zambia Ltd., Zambia as its founder Managing Director. From 1997 his entrepreneurship skill contributed to the sectors of Off-dock, Carbonated Soft Drinks, Textile, Gas Pipeline Construction, Prefabricated Steel, Real Estate Development, Media, IT , Dairy products, Transportation and Banking.

On honorary basis, he also teaches Executive MBA program at North South University, Dhaka.

### **Mrs. Anjuman Aziz Khan, Director**

Mrs. Anjuman Aziz Khan, Wife of Mr. Muhammed Aziz Khan has 20 years of business experience. Mrs. Khan is a member of Siraj Khaleda Trust - a social wing of Summit Group, which is setting up a 200 beds hospital for medical service on charitable basis in Dhaka Cantonment. She enthusiastically takes part & contributes to social activities such as Assistance of Blind Children and women's entrepreneurship development.

### **Ms. Sobera Ahmed Rizvi, Director**

Mrs. Sobera Ahmed Rizvi, wife of Mr Syed Ali Jowher Rizvi was born on 21st August 1953. She has completed her MA with Honors in Economics from Dhaka University in 1975. She is the founder Director and past chairperson of Himadri Limited (a Public Listed Company) and Rabeya Flour Mills Limited. Presently she is serving Alliance Holdings Limited & Global Beverage Co. Ltd. as Chairperson.

### **Mr. Md. Latif Khan, Director**

Mr. Md. Latif Khan was born on 28 December 1958 in Dhaka. He pursued BA in Public Administration at Dhaka University, and subsequently left for higher studies to the USA in 1981. There he worked for over 15 years in the financial sector. He was a stockbroker and a financial analyst at Prudential Insurance of America where he received numerous sales achievement awards and worked as a Financial Officer at Wells Fargo Bank in California. He returned to Bangladesh in 1997 and thereof joined Summit Group as the Managing Director of Summit Shipping Limited. Mr. Khan has established himself as a sound and dynamic businessman of the country.

### **Dr. Syed Ali Gowher Rizvi, Director**

Dr. Syed Ali Gowher Rizvi, a Rhodes Scholar, completed his M.A. in Contemporary & International History, University of Dhaka and was placed First Class in 1970. After that he completed his PhD in Commonwealth Studies, Trinity College, University of Oxford in 1976. He started his career with University of Canterbury, New Zealand as a Research Fellow & Lecturer in History & Politics and passed his long Career with several prestigious institutes in different countries including Kennedy School of Government, Harvard University as Director of The Ash Institute for Democratic Governance and Innovations. Presently Dr. Rizvi is the Vice Provost at the University of Virginia.

Dr. Rizvi is also involved with consultancy and advisory work in various countries. He is member of Editorial Board of Journal of Contemporary South Asia, Oxford, Journal of the Bangladesh Institute of International and Strategic Studies (Dhaka), and The Round Table: The Journal for Commonwealth Affairs, London etc.

### **Ms. Ayesha Aziz Khan, Director**

Ms. Ayesha Aziz Khan was born in 1981. After completion of her 'O' Level and 'A' Level from Bangladesh she went for higher studies to U.K and completed her graduation in Economics and Business from the University College, London (UCL) in 2002. Ms. Ayesha Aziz Khan has successfully

#### **Ms. Adeeba Aziz Khan, Director**

Ms. Adeeba Aziz Khan, Daughter of Mr. Muhammad Aziz Khan was born on 14 June 1983. She has completed her Bar Vocational Course from Inns of Court School of Law, UK on 2005. From July 2006 she worked with Dr. Kamal Hossain & Associates, Bangladesh as Pupil, after that she involved herself with Drew & Napier LLC, Singapore as an International Lawyer. Ms. Khan is holding the position of Director in several companies.

#### **Mr. Faisal Karim Khan, Director**

Mr. Faisal Karim Khan was born on 29th July 1985. He has completed Mechanical Engineering from University College London (UCL) with Finance degree from London School of Economics (LSE), UK on June 2007. From February 2008 he has engaged himself with Ocean Containers Ltd. and Summit Alliance Ports Ltd as a Dy. Managing Director. He has also increased his responsibility by taking the Directorship of Summit Industrial and Mercantile Corporation Ltd. and Cosmopolitan Traders Ltd.

#### **Mr. Syed Yasser Haider Rizvi, Director**

Mr. Syed Yasser Haider Rizvi son of Mr. Syed Ali Jowher Rizvi was born on 14th January 1981. He completed his Bachelor degree with Honors in Economics from University College London (UCL), UK. He has started his Career with Standard Chartered Bank. Subsequently he engaged himself as a Deputy Managing Director of Global Beverage Co Ltd. Since August 2007 he has also joined Ocean Containers Ltd. as Deputy Managing Director.

#### **Mr. Syed Nasser Haider Rizvi, Director**

Mr. Syed Nasser Haider Rizvi the youngest son of Mr. Syed Ali Jowher Rizvi was born on 6th November 1984. He completed his Bachelor degree in Management from Bentley College, Boston, USA. From February 2007 he has taken the responsibility of Global Beverage Co Ltd as Director (Marketing), which includes monitoring and supervision of marketing activities of all Virgin Drinks and ZAM ZAM Cola Products. And from August 2007 he also took the responsibility of Ocean Containers Ltd as Deputy Managing Director.

(Marketing), which includes monitoring and supervision of marketing activities of all Virgin Drinks and ZAM ZAM Cola Products. And from August 2007 he also took the responsibility of Ocean Containers Ltd as Deputy Managing Director.

#### **Mr. Syed Fazlul Haque, FCA**

A Chartered Accountant by profession, Syed Fazlul Haque, started his career as Partner of A Qasem & Co, Chartered Accountants in mid 1971. In April 1975 he moved to executive career by joining Biman, Bangladesh Airlines, as its Controller of Accounts and since then his long varied career included increasingly higher positions in different local and multinational organizations. Mr. Haque left Padma in January 1993 to join Glaxo Bangladesh (subsequently renamed as GlaxoSmithKline Bangladesh) as Finance Director where he was made Managing Director of the Company in August 1997 until his retirement on 31st December 2002. In 1st January 2005 Mr. Haque joined Summit Alliance Port Ltd. as Director (Finance & Accounts). During the tenure of his long career, Syed Fazlul Haque served as Committee member of Metropolitan Chamber of Commerce & Industries, Foreign Chamber of Commerce & Industries and Bangladesh Employers Federation.

#### **Captain Asif Mahmood**

Captain Asif Mahmood started his career with the group in 1999 and has led the way since the inception of SAPL as a Greenfield project. The son of a retired Major army officer Captain Mahmood was born on 13th August 1959. He passed school & college from Adamjee Cantontment School & College in 1976 and 1978 respectively. After completion Captain Asif joined entered a career in sailing with renowned companies such as Gulfeast Ship Management Ltd, UASC, NYK, HRC. He has experience in both container vessels, Break Bulk Ship and Car Carriers.

Captain Asif Mahmood obtained his professional certificates on Class 3 in 1985, Class 2 in 1989 & Class 1 Master's in 1995. All the certificates were obtained from UK.



## Auditors' Report to Shareholders of Summit Alliance Port Limited

We have audited the accompanying financial statements of Summit Alliance Port Limited (the Company), namely, Balance Sheet at 31 December 2008 and the related Profit and Loss Statement, Cash Flow Statement, Statement of Changes in Shareholders' Equity and notes thereto for the year ended on that date. The preparation of these financial statements for the Company is the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

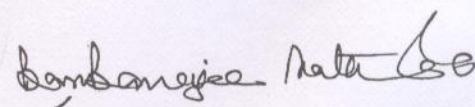
We conducted our audit in accordance with International Standards on Auditing. Those standards require that we plan and perform the audit to obtain a reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of financial statements. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements of the Company, prepared in accordance with International Financial Reporting Standards, including International Accounting Standards, give a true and fair view of the state of the Company's affairs as at 31 December 2008 and the results of its operations, its cash flows and changes in its equity for the year then ended and comply with the Companies Act 1994 and other applicable laws and regulations of Bangladesh.

We also report that :

- (a) we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit, and made due verification thereof;
- (b) in our opinion, proper books of account as required by law were kept by the Company so far as it appeared from our examination of those books;
- (c) the Balance Sheet, Profit and Loss Statement of the Company dealt with by this report are in agreement with the respective books of account; and
- (d) the expenditure incurred was for the purposes of the business of the Company.

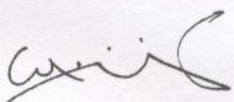
Dated, Chittagong  
March 15, 2009

  
Auditors

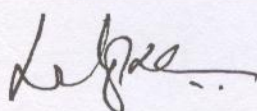
**SUMMIT ALLIANCE PORT LIMITED, CHITTAGONG.**

Balance Sheet As at December 31, 2008.

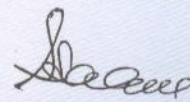
Subject Matter	Notes No.	2008 Taka	2007 Taka
<b>ASSETS:</b>			
<b>Non-Current Assets:</b>			
Property, Plant & Equipment	04	1,322,690,651	587,665,873
Preliminary Expenses			35,000
		<b>1,322,690,651</b>	<b>1,322,690,651</b>
<b>Current Assets:</b>			
Accounts Receivable	05	33,235,551	20,012,657
Loans, Advances & Deposits	06	26,838,180	34,527,565
Stock of Fuel and Tyre	07	799,226	
Cash & Cash Equivalent	08	13,845,418	1,977,473
		<b>195,718,375</b>	<b>56,537,695</b>
<b>TOTAL ASSETS:</b>		<b>1,518,409,026</b>	<b>644,238,568</b>
<b>SHAREHOLDERS' EQUITY AND LIABILITIES:</b>			
<b>SHAREHOLDERS' EQUITY:</b>			
Issued, Subscribed and Paid Up-Capital	09	500,000,000	200,000,000
Revaluation Surplus	10	717,937,368	224,811,727
Tax-Holiday Reserve	11	120,551,456	55,138,861
Proposed Stock Dividend (Bonus Share)		-	80,000,000
Retained Earnings		112,485,207	2,708,292
<b>LIABILITIES:</b>		<b>1,450,974,031</b>	<b>562,658,880</b>
<b>Non-Current Liabilities :</b>			
Long Term Borrowings	12	23,161,639	52,555,381
Staff Gratuity Fund		2,472,960	-
		<b>25,634,599</b>	<b>52,555,381</b>
<b>CURRENT LIABILITIES AND PROVISIONS:</b>			
Short Term Loan froma Bank	13	789,055	-
Bank Overdraft		-	13,460,238
Accounts Payable	14	15,845,559	9,901,463
Dues to Ocean Containers Limited		3,023,522	-
Advance against Rental		-	5,000,000
Provision for IncomeTax		4,422,010	-
Other Payables	15	17,720,250	662,606
		<b>41,800,396</b>	<b>29,024,307</b>
<b>TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES</b>		<b>1,518,409,026</b>	<b>644,238,568</b>



Managing Director



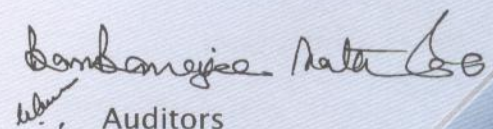
Director



Chief Financial Officer

As per our report of the same date

Dated, Chittagong  
15-Mar-09

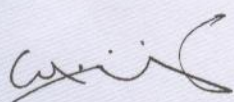


Auditors

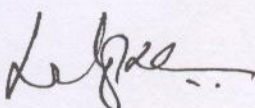
SUMMIT ALLIANCE PORT LIMITED, CHITTAGONG.

Operating Profit & Loss Statement and Appropriation Account  
For the year ended December 31,2008.


Particulars	Note No.	2008	2007
<b>Revenue</b>	<b>16</b>	292,184,250	222,837,196
Less: Operating Expenses	<b>17</b>	107,686,568	72,150,092
Administrative Expenses	<b>18</b>	18,303,597	2,241,012
Advertisement and Sales Promotion Expenses	<b>19</b>	225,290	150,000
Financial Expenses	<b>20</b>	2,437,307	10,253,958
		<b>128,652,762</b>	<b>84,995,062</b>
<b>Net Operating Profit</b>		<b>163,531,488</b>	<b>137,842,134</b>
<b>Add: Other Income</b>	<b>21</b>	16,080,032	5,019
<b>Net Profit before Tax</b>		<b>179,611,520</b>	<b>137,847,153</b>
Less: Provision for Income Tax on other Income @ 27.5%		4,422,010	-
<b>Net Profit after Tax</b>		<b>175,189,510</b>	<b>137,847,153</b>
Less: Tax Holiday Reserve (40%)		65,412,595	55,138,861
<b>Net Profit after Tax Holiday Reserve</b>		<b>109,776,915</b>	<b>82,708,292</b>
Less: Proposed Stock Dividend (Bonus Share)		-	80,000,000
		<b>109,776,915</b>	<b>2,708,292</b>
<b>Balance transferred from last year's Account</b>		2,708,292	-
<b>Balance Transferred to Balance Sheet as Retained Earning</b>		<b>112,485,207</b>	<b>2,708,292</b>
Earnings per share (EPS)	<b>24</b>	35.04	68.92



Managing Director

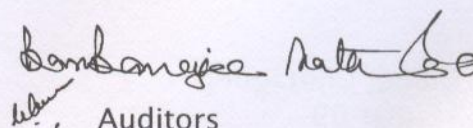


Director



Chief Financial Officer

As per our report of the same date



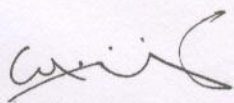
Auditors

Dated, Chittagong  
15-Mar-09

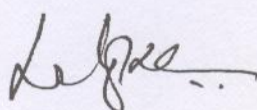
SUMMIT ALLIANCE PORT LIMITED, CHITTAGONG.

Statement of Cash Flow for the period from  
January 01, 2008 to December 31, 2008.

Particulars	2008 Taka	2007 Taka
<b>A. Cash Flow from Operating Activities</b>	295,541,388	202,829,557
Cash received from Customers and Others	(159,608,957)	(37,156,829)
Cash paid to Suppliers, Service Providers and Employees		
	<b>135,932,431</b>	<b>165,672,728</b>
<b>Cash Generation from Operation</b>		
	<b>2,437,307</b>	<b>10,253,957</b>
Financial Expenses	<b>133,495,124</b>	<b>155,418,771</b>
<b>Net Cash generated from Operation</b>		
<b>B. Cash Flow from Investing Activities:</b>	(258,582,254)	(56,507,187)
Acquisition of Property, Plant and Equipment	(258,582,254)	(56,507,187)
<b>Net Cash used in Investing Activities</b>		
<b>C. Cash Flow from Financing Activities:</b>	(29,393,742)	(80,170,308)
Payment of Long term Borrowings	789,055	(11,455,925)
Receipt from/(Payment of) Short Term Borrowings	(13,460,238)	(5,430,460)
Bank Overdraft Re-paid	300,000,000	
Receipt from Share Capital	<b>257,935,075</b>	<b>(97,056,693)</b>
<b>Net Cash generated from Financing Activities</b>		
Total Increase in Cash and Cash Equivalents	132,847,945	1,854,89
Cash and Cash Equivalent at the Beginning of the year	1,997,473	142,582
<b>Cash and Cash Equivalent at the End of the year</b>	<b>134,845,418</b>	<b>1,997,473</b>



Managing Director



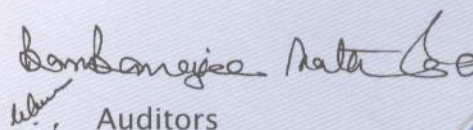
Director



Chief Financial Officer

As per our report of the same date

Dated, Chittagong  
15-Mar-09



Auditors

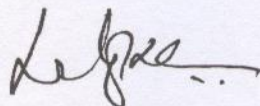
SUMMIT ALLIANCE PORT LIMITED, CHITTAGONG.

Statement of Changes in Equity For the year Ended  
December 31, 2008.

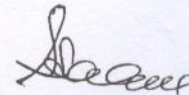
Particulars	Share Capital	Revaluation Surplus	Tax-holiday Reserve	Proposed Stock Divident	Retained Earnings	Total
Balance as on 01.01.2008	200,000,000	224,811,727	55,138,861	80,000,000	2,708,292	562,658,880
Net Profit for the year	-	-	-	-	175,189,510	175,189,510
Transferred to tax holiday Reserve			65,412,595		(65,412,595)	-
Stock Dividend Transferred to Share Capital	80,000,000	-	-	(80,000,000)	-	-
Further Revaluation Surplus		493,125,641				493,125,641
Cash Received as Share Capital	220,000,000	-	-	-	-	220,000,000
Balance as on 31.12.2008	500,000,000	717,937,368	120,551,456		112,485,207	1,450,974,031



Managing Director

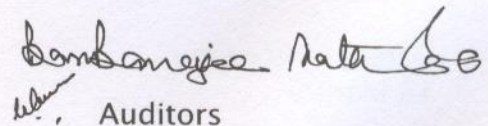


Director



Chief Financial Officer

As per our report of the same date



Auditors

Dated, Chittagong  
15-Mar-09

## Summit Alliance Port Limited

### Notes on Financial Statements

#### 1. Status and activities

Summit Alliance Port Limited (hereinafter referred to as the "Company/SAPL"), initially incorporated as a private company under the Companies Act, 1994 on December 06, 2003, was converted to a Public Company on March 06, 2008. The Company's Registered office is at Katghar, North Patenga, Chittagong-4000 with Corporate office at Summit Centre, 18 Kawran Bazar Commercial Area, Dhaka-1215, With the permission of Securities & Exchange Commission (SEC) vide its letter SEC/CI/IPO-101/08/343 dated July 01, 2008, the Company offered its shares to Public and after completing all the required formalities, the share of the Company commenced its trading through both the bourses of the Country effective from October 16, 2008. The principal activity of the Company is to provide off-Dock services as Inland Container Depot (ICD) with facilities for Empty Container Storage and Container Freight Station (CFS) for handling both import and export cargo.

#### 2. Basis of Preparation

##### 2.1 Statement of Compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs), including International Accounting Standards (IASs), so far issued by the International Accounting Standards Board (IASB).

##### 2.2 Basis of Measurement

The financial statements have been prepared on historical cost basis, except lands, buildings and other constructions and container handling equipment valued at current costs; and financial assets and financial liabilities stated at "fair value."

##### 2.3 Use of estimates and judgments

The preparation of financial statements in conformity with IFRSs requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In particular, the use of estimates and judgments have most significant effect on the amounts recognized in Notes on Property, plant and equipments, Prepayments, Revaluation Surplus, Provision for gratuity and Provision For Income-tax

The financial statements are presented in Bangladesh Taka which is the Company's functional and presentational currency.

##### 2.4 Level of precision

All Financial figures expressed in Taka have been rounded off its nearest value-integer.

## 2.5 Reporting period

The financial period of the Company under this reporting covers the year from 1 January to 31 December 2008

## 3. Significant Accounting Policies

### 3.1 Property, Plant & Equipment

Items of Property, Plant and Equipment (PPE) are initially measured at cost. After initial recognition, items of PPE are carried at cost less accumulated depreciation and impairment loss. Cost includes expenditures that are directly attributable to the acquisition of an item of PPE. Borrowing costs directly attributable to the construction of plants are included in the cost of those plants.

Depreciation is recognized in the profit and loss statement on the reducing balance method by the Company over the estimated useful life of each PPE. Rates of depreciation considering the useful lives of PPEs are as follows:-

Class of PPE	Rate of depreciation
Furniture & Fixture	15%
Building and Other Constructions	10%
Vehicle	20%
Prefabricated Steel Structures	10%
Office Equipment	20%
Container Handling Equipment	20%

### 3.2 Lease Assets

All the lease transactions have been classified based on the extent to which risks and rewards incident to ownership of the assets lie with the lessor or lessee. According to the classification, the lease transactions have been identified as finance lease as per the Bangladesh Accounting Standard No. 17: Leases based on the substance of the transactions, not merely the legal form.

### 3.3 Financial assets & Financial liabilities

All financial assets and financial liabilities are stated at "fair value"

### 3.4 Inventories

Inventories are valued at the lower of cost and estimated net realizable value. The cost of inventories is valued at first-in-first-out (FIFO) method and includes expenditures for acquiring the inventories and bringing them to their existing location and condition. Net realizable value is the estimated selling price in the ordinary course of business less the estimated cost of completion and selling expenses. When inventories are used, the carrying amount of those inventories is recognized in the period in which the related revenue is recognized.

### 3.5 Retirement benefits

The Company operates a contributory provident fund for all its permanent employees duly recognized by Commissioner of Taxes, Taxes Zone-2, Chittagong vide its memo A:S:/5P-1/PF/Chitt-2/2008 dated December 12,2008 to which both the employees and the employer equally contribute 10% of the basic pay each, which is invested outside the Group.

The Company also operates an unfunded Gratuity Scheme for its permanent employees, provision for which is made on the basis of latest applicable basic and length of service with the Company as per the Gratuity Rule. Though no valuation was done to quantify actuarial liabilities as per the Bangladesh accounting Standard 19: Employee Benefits, such valuation is not likely to yield a result significantly different from the current provision.

### **3.6 Taxation**

Company has been enjoying Tax Holiday for four years from 20 February, 2007 and so, no provision has been for Income Tax on the Operating Income of the Company, instead provision has been made for Tax Holiday Reserve as per the requirement of Section 46A of the Income Tax Ordinance, 1984. However, necessary provision for Income Tax also exists for our Non-Operating Income not covered under Tax Holiday. Deferred Tax has not been considered for immateriality.

### **3.7 Revenue Recognition Policy**

In compliance with the requirement of BAS 18: Revenue, revenue from customers against services is recognized when rendered. Revenue excludes VAT.

### **3.8 Trade Receivables**

Trade receivables are recognized at cost which is the fair value of the consideration given

### **3.9 Cash & Cash Equivalent**

Cash and cash equivalents comprise of cash in hand and at bank, which are available for use of the Company without any restriction.

### **3.10 Provisions**

A provision is recognized on the Balance Sheet Date, if as a result of past events, the Company has a present legal and constructive obligation that can be estimated reliably and it is probable that an

### **3.11 Contingencies**

Contingencies arising from claim, litigation assessment, fines, penalties and similar items are recorded when it is probable that a liability has been incurred and the amount can reasonably be measured. Details of contingencies as on Balance Sheet date are shown separately.

### **3.12 Financial Income & Expenses**

Finance Income comprises of interest income on funds invested is recognized on maturity.

Finance Expense comprises of interest expenses on loan, overdraft, finance lease and bank charges. All borrowing costs are recognized in the Profit & Loss statement using effective interest method except to the extent that are directly attributable to the construction of plants which is capitalized accordance with BAS 23: Borrowing Cost

### **3.13 Earning per Share**

Basic earning per share is calculated by dividing the net profit/loss for the period attributable to ordinary shareholders by the applicable number of ordinary shares outstanding during the period.

Diluted earnings per share is calculated by dividing the net profit/loss for the period attributable to ordinary shareholders by the applicable number of ordinary shares outstanding during the period after adjustment for the effects of all dilutive potential ordinary shares.

### **3.14 Cash Flow Statement**

Cash flows from operating activities have been presented under direct method



## FIXED ASSETS SCHEDULE AS ON DECEMBER 31, 2008.

## Note 04

Particulars	Lands	Building and Other Constructions	Electric Equipment	Container Handling Equipment	Furniture and Fixtures	Office Equipment	Motor Vehicles	Total
	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka
Historical Cost:								
At 01.01.2008	168,480,100	156,483,373	4,928,239	48,791,449	364,690	917,818	-	379,965,699
Additions during the year	93,307,292	105,324,142	1,069,784	51,312,216	617,987	1,731,931	1,370,027	254,733,379
<b>Historical Cost at 31.12.08</b>	<b>261,787,392</b>	<b>261,807,515</b>	<b>5,998,023</b>	<b>100,103,665</b>	<b>982,677</b>	<b>2,649,749</b>	<b>1,370,027</b>	<b>634,699,048</b>
Accumulated Depreciation:								
At 01.01.2008	-	7,702,878	571,918	8,683,197	19,726	133,804	-	17,111,523
Charged during the year	-	4,231,138	1,021,034	10,884,727	87,293	239,392	45,882	16,509,466
<b>Depreciation at 31.12.08</b>	<b>-</b>	<b>11,934,016</b>	<b>1,592,952</b>	<b>19,567,924</b>	<b>107,019</b>	<b>373,196</b>	<b>45,882</b>	<b>33,620,989</b>
<b>Historical Cost Net Value</b>	<b>261,787,392</b>	<b>249,873,499</b>	<b>4,405,071</b>	<b>80,535,741</b>	<b>875,658</b>	<b>2,276,553</b>	<b>1,324,145</b>	<b>601,078,059</b>
<b>Revaluation Surplus</b>	<b>683,942,608</b>	<b>31,470,501</b>	-	<b>2,524,259</b>	-	-	-	<b>717,937,368</b>
<b>Current Cost Net Value</b>	<b>945,730,000</b>	<b>31,470,501</b>	<b>4,405,071</b>	<b>83,060,000</b>	<b>875,658</b>	<b>2,276,553</b>	<b>1,324,145</b>	<b>1,319,015,427</b>
Fixed Assets in Transit								<u>3,675,224</u>
Total:								<u><u>1,322,690,651</u></u>

S.F. Ahmed & Co, Chartered Accountants and Valuers, an associate firm of Ernst & Young, have revalued the Lands, Building & Other Constructions and Container Handling Equipment of the Company as of 31 December 2008, following the current cost accounting method. The revaluation resulted into a revaluation surplus aggregating Tk 717, 937, 368 as of 31 December 2008.

Depreciation is allotted as follows:

	2008 Taka	2007 Taka
Operating Expenses	16,182,781	16,981,433
Administrative Expenses	326,685	130090

16,509,466      17,111,523

**Note 05: Accounts Receivable:**

This amount represents dues from various clients against services rendered

Partywise break-up of the accounts receivable is as under'

	2008 TAKA	2007 TAKA
AMMS International	7,054	7,054
APL Bangladesh Ltd.	6,487,986	5,672,107
APL Logistics	1,670,594	-
Atlas Nabigation Ltd.	(135,740)	-
Bangladesh Shipping Agencies	12,520	12,520
Bangladesh Shipping Lines	998,355	266,065
Baridhi Shipping Lines Ltd.	1,282,355	354,540
Banship Co.	126,702	118,962
Becon Shipping Ltd	8,347	8,347
Birds Bangladesh Agencies	1,497,361	640,099
BS Cargo Agencies	581,581	537,265
Colombia Enterprise	23,681	111,581
Continental Traders Bangladesh.	1,338,180	1,625,620
Cosco Bangladesh Ltd.	45,410	467,238
DNS International	89,108	89,108
Eastern Maritime Ltd.	663,880	86,750
Eastern Overseas Shipping Ltd.	69,350	460,415
EP Carriers Pte. Ltd.	-	1,043,591
Everbest Shipping Agencies Ltd.	1,859,730	-
Fairmax Shipping Agencies Ltd.	-	107,802
Freight Master	5,130	5,130
Gold View Shipping Ltd.	-	14,525
GP Shipping	-	13,495.00
Globe Link Associates Ltd.	6,280	-
Intermodal Pte. Ltd.	9,289	438,900
Jardine Shipping Lines Ltd.	1,380,467	1,493,385
JBS Associates	-	33,072
KD ShippinAgencies	-	250,820
K-Line Bangladesh	98,280	90,945
Kuehne + Nagel Ltd.	6,666,779	-
Maersk Bangladesh Ltd.	888,624	1,819,000
Maritime Service Agencies	2,510	2,510
Maxicon Shipping Agencies	389,071	-
NMC BD. Ltd.	13,240	24,510
NYK BD. Ltd.	372,328	298,530
Ocean International Ltd.	4,519	-
Omni Shipping Lines Ltd.	293,790	-
Peninsular Shipping Services Ltd.	376,232	73,940
PIL Bangladesh Ltd.	20,415	304,027
Prominent Maritimes Ltd.	46	19,022
QC Shipping Ltd.	125,554	133,949
QC Martime/Logistics Ltd.	15,000	-
Regensea Lines Ltd.	70,295	715,560

Richfield Shipping Bangladesh Ltd.	16,540	-
Safe Shipping	-	1,820
Saybolt Express	1,692	13,962
Sea Born Pvt. Ltd.	584,803	275,697
Sea Glory Shipping Ltd.	-	81,570
Sea Star Shipping Ltd.	1,842,996	56,977
Spencemac Ltd.	275,077	275,077
Solidan Maritime Ltd.	1,380	-
SW Shipping Ltd.	1,704,230	1,052,990
Tejarat Shipping Lines Ltd.	75,045	6,905
The Orient Container Line	-	33,591
Titan transportation Ltd.	-	28,117
Total Transportation Ltd.	1,040,255	206,610
Transliner Shipping Ltd.	-	19,180
Transmarine Logistics Ltd.	307,685	560,127
United Arab Shipping	3,570	3,570
united Shipping	15,678	15,678
Vega Marine Ltd.	2,300	19,470
Wan Hai Ltd.	-	20,935
	<b>33,235,551.00</b>	<b>20,012,657.00</b>

Receivables are unsecured but considered good.

**Note 06: Loans, Advances and Deposits:**

	2008 Taka	2007 Taka
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**Advances:**

Advance against Land Development	-	1,177,041
Advance Income Tax Deducted at Source	4,575,325	983,487
Advance against Prefabricated Steel Structure	-	7,200,000
Advance against Transformar	1,000,000	-
Advance against Land Purchase	15,992,600	22,303,115
Advance against Salary	56,000	-
Advance against Import	105,000	-
Receivable from Satcom	50,000	-
Motor Car Loan	46,000	-
Advance against Expenses	41,005	-
	21,865,930	31,663,643

**Deposits:**

VAT Current Account-3456/VAT/2007	1,263,433	514,357
Security Deposit with CDBL	400,400	-
Security Deposit with T&T	144,000	144,000
IDLC Lease Deposit	265,010	-
Margin against Bank Guarantee	2,067,382	2,067,382
	4,139,825	2,725,739

**Prepayments:**

Pre-paid Insurance	492,475	109,523
Pre-paid Renewal of License	-	28,660
Pre-paid Bond Lincense	339,950	-
	832,425	138,183

**Total Taka:** 26,838,180 34,527,565

**Note 07: Stock And Stores**

	2008 Taka	2007 Taka
Stock of Fuel	239,407	-
Stock of Tyre	559,819	-
	<u>799,226</u>	<u>-</u>

**Note 08: Cash and Cash Equivalents:**

	2008 Taka	2007 Taka
Cash in hand (Both Dhaka & Chittagong Office)	274,195	298,141
Cash at Bank:	134,571,223	1,699,332
<b>Total Taka:</b>	<u>134,845,418</u>	<u>1,997,473</u>

**Cash at Bank represents as under:**

01. In current Account with Standard Bank Limited, A/C-033005686 Agrabad Branch, Chittagong,	2,825,903	699,332.00
02. In Current Account with Trust Bank Limited AC-0320000051 Dhaka	50,055	-
03. In Fixed Deposits Receipts with Standard Bank Limited, A/C-010755018113 Agrabad Branch, Chittagong.	1,107,750	1,000,000.00
04. In Short Term Deposit With Standard Bank Limited A/C. 236001753 Motijheel Branch, Dhaka	115,827,573	
05. In FC Account (GBP) with Standard Bank Limited. A/C. 244000152 Motijheel Branch, Dhaka	470,308	
06. In FC Account (USD) with Standard Bank Limited, A/C. 242000501 Motijheel Branch, Dhaka	10,805,278	
07. In FC Account (EURO) with Standard Bank Limited, A/C. 242000518 Motijheel Branch, Dhaka	370,034	
08. In current Account with HSBC. A/C-001-164813-011 Agrabad Branch, Chittagong.	3,114,322	
<b>Taka:</b>	<u>134,571,223</u>	<u>1,699,332.00</u>

## Note 9: Share Capital:

	2008 Taka	2007 Taka
<b>AUTHORISED CAPITAL:</b>		
10,000,000 Ordinary Shares of Tk. 100 each	<u>1,000,000,000</u>	<u>1,000,000,000</u>
<b>Issued, Subscribed and Paid-Capital:</b>		
2,000,000 Ordinary Shares of tk. 100 each	200,000,000	200,000,000
800,000 Bonus Shares of Tk. 100 each issued in 2008	80,000,000	-
1,200,000 Right Shares of Tk. 100 each issued in 2008	120,000,000	-
1,000,000 Ordinary Shares of Tk. 100 each issued to public in 2008	100,000,000	-
	<u>500,000,000</u>	<u>200,000,000</u>

### Shareholding position was as follows:

Name of Shareholders	Percentage of shareholdings		Value of shares (Taka)	
	2008	2007	2008	2007
Mrs. Anjuman Aziz Khan	6.0000	7.5000	30,000,000	15,000,000
Mr. Syed Ali Jowher Rizvi	0.0140	0.0175	70,000	35,000
Ms. Adeeba Aziz Khan	7.2000	9.0000	36,000,000	18,000,000
Summit Industrial & Mercantile Cor. (Pvt.)	6.0000	7.5000	30,000,000	15,000,000
Ms. Ayesha Aziz Khan	7.2000	9.0000	36,000,000	18,000,000
Cosmopolitan Traders (Pvt.) Ltd	6.0000	7.5000	30,000,000	15,000,000
Mrs. Sobera Ahmed Rizvi	0.0140	0.0175	70,000	35,000
Mr. Syed Yasser Haider Rizvi	0.0140	0.0175	70,000	35,000
Mr. Syed Nasser Haider Rizvi	0.0140	0.0175	70,000	35,000
Alliance Holding Ltd.	39.9440	49.9300	199,720,000	99,860,000
Mr. Muhammed Aziz Khan	0.4000	0.5000	2,000,000	1,000,000
Ms. Azeeba Aziz Khan	7.2000	9.0000	36,000,000	18,000,000
Others	20.0000	-	100,000,000	-
	100.00	100.00	500,000,000	200,000,000

### Classification of shareholders by holding:

Holdings	2008		2007	
	Number of Shareholders	Number of Shares	Number of Shareholders	Number of Shares
Less than 500 shares	4,877	368,400	4.00	1,400
500 to 5,000 shares	183	228,250	-	-
5,001 to 10,000 shares	12	93,600	-	-
10,001 to 20,000 shares	5	76,200	-	-
20,001 to 30,000 shares	2	42,400	-	-
30,001 to 40,000 shares	2	66,900	-	-
40,001 to 50,000 shares	2	89,150	-	-
50,001 to 60,000 shares	1	57,900	-	-
60,001 to 70,000 shares	-	-	-	-
70,001 to 80,000 shares	-	-	-	-
80,001 to 90,000 shares	-	-	-	-
90,001 to 100,000 shares	-	-	-	-
100,001 to 1,000,000 shares	6	1,980,000	6.00	1,998,600
1,000,001 to above	1	1,997,200	-	-
	5,091	5,000,000	10.00	2,000,000

<b>Note 10: Revaluation Surplus</b>	<b>2008 Taka</b>	<b>2007 Taka</b>
Fair Value of Fixed Assets at Current Cost-- Note:4	1,319,015,427	587,665,873
Less: WDV of Assets at Historic Cost	601,078,059	362,854,164
<b>Total:</b>	<b><u>717,937,368</u></b>	<b><u>224,811,727</u></b>

<b>Note 11: Tax Holiday Reserve:</b>	<b>2008 Taka</b>	<b>2007 Taka</b>
Balance as on 01.01.2008	55,138,861	55,138,861
Add: For the year	65,412,595	
Balance as on 31.12.2008		
<b>Total:</b>	<b><u>120,551,456</u></b>	<b><u>65,138,861</u></b>

<b>Note 12: Long Term Borrowings</b>	<b>2008 Taka</b>	<b>2007 Taka</b>
HSBC-164813-291	-	12,499,999
HSBC-164813-292	-	20,833,333
IIDFCL	11,766,209	19,222,049
IDLC	11,395,430	-
<b>Total:</b>	<b><u>23,161,639</u></b>	<b><u>52,555,381</u></b>

**Note 13: Short Term Loan:**

	<b>2008 Taka</b>	<b>2007 Taka</b>
Standard Bank Ltd.-LTR-31002867	<u>789,055</u>	<u>-</u>

**Note 14: Accounts Payable:**

	<b>2008 Taka</b>	<b>2007 Taka</b>
A.N. Enterprise	112,200	145,960
Al-Siraj Container Paribahan	204,772	238,040
Altaf Glass House	16,220	-
Asma Enterprise	42,458	-
Asraf & Brothers	-	86,700
Bangladesh Power Development Board	167,981	113,900
Bangladesh T & T Bord	39,698	19,811
Baktiar	-	99,650
Banglalink	5,772	-
Basu Banerjee Nath & CO.	110,143	25,000
Chittagong Enterprise	1,006,577	533,940
Cholontika Transport	204,725	198,580
City Furniture mart	12,800	-
Dolphin Containers Transport	793,495	354,730
H.M.S Enterprise	154,550	-
Hazi Enterprise	94,575	-
Hazrat Khoaz Khizir (A.) Enterprise-Labour	1,138,570	364,200

Hazart Khoaz Khizir (A.) Enterprise-Land	2,179,970	2,723,580
Hossain & Co.	37,800	-
Independent Container Carrier	1,140	271,840
Iqbal & Brothers	327,175	157,360
Ismail & Co.-Transport	238,950	103,840
Ismail & Co.Land	1,145,037	655,792
Jamuna Mobil Suppliers	81,920	74,648
Janani Enterprise	506,620	339,440
Jaya Enterprise	188,525	69,800
Lokman Brothers	567,425	324,600
M.F. Enterprise	286,800	231,460
M.N. Containers Services	238,375	190,260
Mahabubul Alam	58,325	135,980
Mistral Logistics	-	168,130
Musa Diesel	-	50,720
Maher Containers	-	53,760
Mahmood Jabbar Khan	45,000	-
Mcdonald Steel Building Products Ltd.	860,000	-
MFDF Transport Co.	265,400	-
Nabajug Container Transport	175,425	-
Ocean Transport	126,660	276,200
Parichaya	41,608	-
Patenga Builders Corporation-Labour	153,304	164,329
Patenga Builders Corporation-Land	367,345	-
Priota Container Transport	1,031,442	804,500
Project Link Services	491,435	79,680
Reliance Transport	8,325	111,460
Rise Offset Printers	36,300	18,170
RHY Containers	-	(144,870)
Samsul Alam	125,810	-
Sea Land Carrier Services	234,500	160,200
Sea Port Services	100,000	100,000
Sea View Container Transport	330,035	258,250
Shaikat Filling Station	92,000	-
Shibali Enterprise	119,645	145,060
SM Container Carriers	117,000	-
Sohaim Enterprise	243,925	118,960
Swanan Akter	-	131,880
Transporter	-	8,180
The Simco Refrigeration	917,802	(62,257)

Total: 15,845,559.00      9,901,463.00

**Note 15 : Other Payables**

<b>Particulars</b>	<b>2008 Taka</b>	<b>2007 Taka</b>
Trustee A/C.	161,083	-
Expenses Payable-Ctg.	147,175	24,776
Director's Remuneration Payable	270,000	-
Expenses payable-Dhaka	85,048	-
Advance Income Tax Deduction at Source	2,459,908	-
Festival Bonus Payable	50,200	14,000
Prime Mover Trip Allowance Payable	39,500	-
Salary and Allowance Payable	846,748	79,487
Security Charges Payable	-	470,573
Holiday and Night Allowance Payable	280,714	-
Remuneration for IPO Secretarial Service	500,000	-
Payable for Repairing Bill	-	73,770
Payable for Underwriting Commission:	100,000	-
Lanka Bangla Finance Ltd.	75,000	-
IDLC Finance	75,000	-
Trust Bank Ltd	9,735,619	-
Refund Payable-IPO	9,735,619	-
Satcom IT Limited for Data Entry	300,000	-
VAT Account	2,594,255	-
<b>Total :</b>	<b><u>17,720,250</u></b>	<b><u>662,606</u></b>



**Note 16 : Revenue**

<b>Import Income:</b>	<b>2008 Taka</b>	<b>2007 Taka</b>
Ground Rent-Import	57,845,278	41,428,997
Lift on off-Import	10,988,391	9,772,850
Cargo Handling-Import	36,698,632	49,663,636
Movement-Import	4,740,774	7,013,862
Without Movement-Import	408,074	317,600
Survey Charges	1,057,318	600,200
Transportation-Import	322,801	1,526,679
Hook Point Delivery-Income	652,030	-
Exit Entry Fee-Import	247,802	-
Weighment Bridge Charges	114,800	-
Licence Measurment Charges-Import	1,502,359	-
	<b>114,578,259</b>	<b>110,323,824</b>

**Export Income :**

Laden Container Staffing & Transportation	53,783,565	29,902,118
Shut Out Charges	50,542	7,360
Labour Charges	11,752,733	2,969,420
Stand-by-Labour	9,713,012	2,373,992
Laden Holding Charges	887,025	-
Entery and Exit Charges	121,950	-
Laden Documentation	384,450	-
Laden Lift on off	1,795,240	-
	<b>78,488,517</b>	<b>35,252,890</b>

**ICD Income :**

Ground Rent-Empty Container	38,026,300	28,927,510
Documentation-Empty Container	9,184,100	9,234,767
Transporation-Empty Container	34,916,535	25,879,305
Lift on off-Empty	14,874,389	10,048,900
Entry and Exit Charges	140,600	-
Trailer Rent	1,975,550	1,206,000
Prime Mover Rent	-	1,964,000
	<b>99,117,474</b>	<b>77,260,482</b>

**Total : 292,184,250      222,837,196**

**Note 17 : Operating Expenses**

	2008 Taka	2007 Taka
Salary and Allowances	11,075,698	1,272,573
Crane Hire Charges	1,093,450	-
Custom Documentation-Expenses	608,200	322,968
Employer's Contribution to P.F.	420,141	-
Holiday and Night Allowances	2,157,906	-
Festival Bonus	1,127,913	14,000
Electricity and Water Bill	1,456,355	406,244
C&F Charges	284,550	344,700
Repair and Maintenance including Yard	5,334,663	1,637,408
Maintenance of Electricity works	1,731,693	1,127,464
Performance Incentive	475,459	8,000
Container Transportation-Expenses	39,094,967	27,616,040
Insurance Premium	601,925	333,069
Renewal Fee	674,576	68,210
Depreciation	16,182,781	16,981,433
Container Entrance Fee	1,175,440	-
Security Charges	1,206,668	1,888,543
Daily Labour	148,600	-
Labour Charges	12,952,172	8,966,129
Fuel Consumption	9,164,105	5,136,183
Uniform Expenses	25,215	-
Leave Allowance	5,679	-
Trip Allowance	39,500	-
Entertainment	475,261	-
Other Expenses	173,651	-
Pre-Operating Expenses (Interest on Finance Lease)	-	2,724,376
Interest on Finance Lease	-	3,302,752
<b>Total :</b>	<b><u>107,686,568</u></b>	<b><u>72,150,092</u></b>

**Note 18 : Administrative Expenses**

	2008 Taka	2007 Taka
Salary and Allowances	2,713,898	-
Director's Remuneration (Note-28.1)	6,304,600	-
Conveyance	219,292	142,432
Printing & Stationary	501,577	276,121
Travelling Expenses	1,465,679	-
Entertainment	1,180,716	323,921
Donation and Gift	294,100	6,150
Telephone	315,883	93,146
Communication Expenses	78,920	29,850
Audit Fee and Professional Fee (See below)	529,500	119,785
Training Fee	60,000	-
Newspaper, Books and Periodicals	10,963	2,774
Postage	340	360
Medical Expenses	21,119	345
Bank Charges	35,232	161,897
Rent, Revenue and Taxes	332,039	145,741
General Expenses	819,719	-

This includes audit fee at Tk 42,500 (2007. Tk. 32,500).

Legal Fee	733,800	302,900
Holiday and Night Allowances	377,363	-
Employer's Contribution to PF	66,103	-
Festival Bonus	640,824	-
Customs Overhead	833,000	413,000
Meeting Expenses	65,000	92,500
Board Meeting attendance fees including non-director Participants	125,000	-
Performance Incentive Bonus	107,500	-
Vehicle Running Expenses	144,745	-
Depreciation	326,685	130,090
<b>Total:</b>	<b><u>18,03,597</u></b>	<b><u>2,241,012</u></b>

#### Note 18.1: Director's Remuneration

	2008 Taka	2007 Taka
Salary and Benefits	6,144,600	-
	160,000	-
Bonus	<u>3,304,600</u>	-
Fees for attending board meeting	125,000	-
	<u>6,429,600</u>	-

#### Note 19 : Advertisement and Sales Promotion Expenses

This represents costs of advertisement in the newspapers and periodicals. 225,290 350,000

#### Note 20 : Financial Expenses

Interest on Bank Overdraft 2,437,307 10,253,958

#### Note 21 : Other Income

Financial Expenses	2008 Taka	2007 Taka
Interest on FDR	5,435,475	5,019
Interest on Share Money Deposit	22,414,802	-
	27,850,277	5,019
Less: IPO Expenses	22	-
	11,770,245	-
	16,080,032	5,019

**Note 22: IPO Expenses :****Taka: 11,770,245**

<b>Particulars</b>	<b>2008 Taka</b>
Share Money Collection Expenses	925,385
Hall Rental & Decoration	431,189
Advertisement	413,140
Lottery Fees to BUET	209,000
Courier Charges	126,712
Fees to SEC	294,000
Issue Manager's Fee	1,000,000
Fee of Post Issue Manager	2,452,298
Professional Fee (Masih Muhith)	170,000
Remuneration for Secretarial works for IPO	500,000
Underwriting Commission	250,000
Listing Fee	1,845,000
CDBL Enlistment (with Annual Fee for 2008)	133,500
Credit rating Fee with VAT	515,900
Bank Commission for Jumbo Share Deposit for 2008	100,000
Bank Charges & Commission on Collection	2,385,400
Miscellaneous Expenses	18,721
	<b><u>11,770,245</u></b>

**Note 23: Related Party Transaction :**

There was no related party transaction during the year 2008 except proportionate allocation of salary & Allowances to Ocean Containers Limited, a related Company, on account of employees involved in common services such as Finance, HR, IT, and Administration. During the year under review, such allocation amounted to Tk. 2,217,600/-

**Note 24: Earning per share (EPS)**

	2008 TAKA	2007 TAKA
<b>Basic earnings per share</b>		
The computation of EPS is given below.		
a) Profit attributable to the ordinary shareholders	175,189,510	137,847,153
b) Number of shares outstanding	5,000,000	2,000,000
Earnings per share (EPS) (a/b)	<b>35.04</b>	<b>68.92</b>

Since the bonus share is an issue without consideration, this has been treated as if it occurred prior to the beginning of 2008, the earliest period reported.

**Note 25: Post Balance Sheet Events**

No material events had occurred after the balance sheet date to the date of issue of these financial statements, which could affect the values stated in the financial statements.

**Note 26: Contingent Liability**

Excess Duty and VAT amounting to Tk. 2,067,382/-, imposed by the Chittagong Custom Authority on import of Pre-fabricated Steel Structure, remain disputed since April 25' 2006.

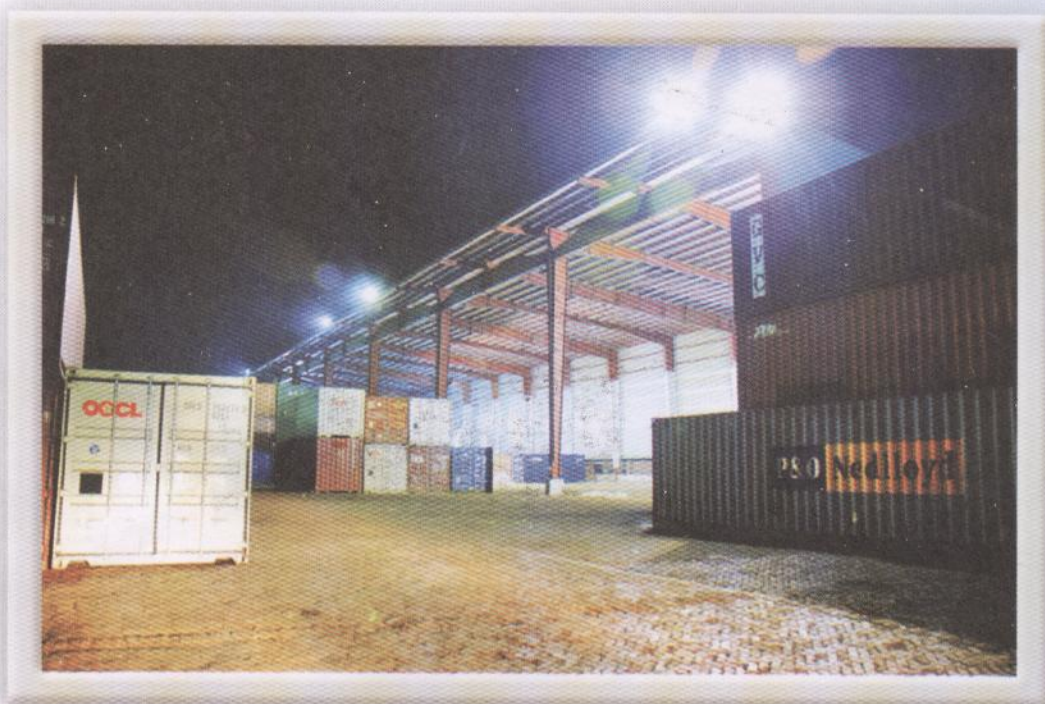
**Note 27: Container Handling Capacity in TUES**

Empty Container	4,000	(at any given time)
Export Container	36,000	
Import Container	30,000	

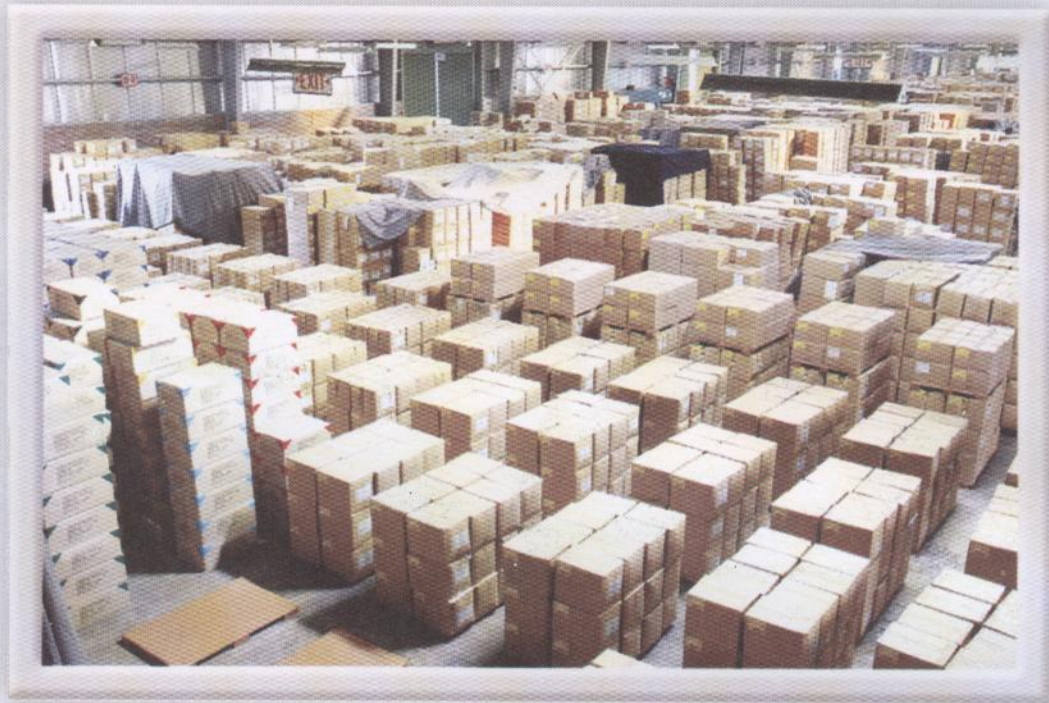
**Note 28: General**

- 28.1 All the 181 regular employees of the Company as on 31st December 2008 received annual salary in excess of Tk. 36,000/-
- 28.2 Previous year's phrases and figures have been re-arranged, where necessary to conform to current year's presentation
- 28.3 Figures appearing in these financial statements have been rounded off to the nearest Taka

# PHOTO GALLERY



# PHOTO GALLERY



# PHOTO GALLERY





# PHOTO GALLERY



# PROXY FORM

## Summit Alliance Port Limited

Registered Office : Katghar  
North Patenga, Chittagong.

I/We, the undersigned being a member of the above named Company hereby appoint Mr. ....  
of..... another  
member of the company, whom falling Mr. ....  
of.....  
another member of the Company, as my proxy to vote and act for me, and on my behalf, at  
the 5th Annual General Meeting of the Company to be held on Monday the 27th April, 2009  
and at any adjournment thereof.

Dated this .....day of ..... 2009

.....  
(Signature of the Proxy)

Dated:.....

.....  
(Signature of the Witness)

Note:

.....  
(Signature of the Shareholders)

Register Folio No. ....

Dated. ....

A member entitled to attend and vote at the General Meeting may appoint a proxy to attend and vote in his/her stead. The proxy form, duly stamped, must be deposited at the Registered/Corporate Office of the Company not later than 48 hours before the time appointed for the meeting.

Signature Verified

.....  
Authorized Signature

# SHAREHOLDERS' ATTENDANCE SLIP

## Summit Alliance Port Limited

Registered Office : Katghar  
North Patenga, Chittagong.

I/ We, hereby record my attendance at the 5th Annual General Meeting being held on Monday the 27th April, 2009 at 11.30 A.M.

Name of Member(s).....Folio / BO ID  
..... Holding of .....Ordinary Shares of Summit Alliance Port Limited.

.....  
Signature of the Shareholders

1. Please note that AGM can only be attended by the honorable shareholder or properly constituted proxy. Therefore, any friend or children accompanying with honorable shareholder or proxy cannot be allowed into the meeting.
2. Please present this slip at the Reception Desk.

**HEAD OFFICE & OFF-DOCK**

Katghar, South Patenga,

Chittagong-4204

Phone :880-31-2500703,2500933-34

Fax :880-31-2500935

**CORPORATE OFFICE :**

Summit Centre

18 Kawran Bazar C/A, Dhaka-1215

Tel : 88-02-9130845

Fax : 88-02-9130853 & 54

E-mail : [info@sapl.com](mailto:info@sapl.com)