

ANNUAL REPORT 2024-2025



SAPL
Summit Alliance Port Limited



Contents

Letter of Transmittal	2	Off-Dock Industry Container Handling Statistics	70
Company Information	3	Management Team	72
Corporate Directories	8	Introducing the Senior Executives	74
Notice of the 21st AGM	10	Our Directors in Other Boards	80
Chairman's Speech	13	Various Committees	81
Introducing the Directors	14	Financial Performance at a glance	82
Statement of Corporate Governance	23	Declaration of Status of Unclaimed Dividend	83
Directors' Report to the Shareholders	26	Nomination and Remuneration Committee Policy	84
Success Milestones	51	Nomination and Remuneration Committee Report	86
Compliance Report on BSEC's Notification	52	CSR Activities	87
Financial Highlights	65	Audit Committee Report	88
Shareholding Information	66	SAPL Share Performance	90
Share Pledge Information	66	Credit Rating Report	91
Management Discussion Analysis	67	Auditors' Report & Financial Statements	93
CEO and CFO's Declaration to the Board	68	Proxy Form	235
Certification on Compliance of Corporate Governance	69		

LETTER OF TRANSMITTAL

Hon'ble Shareholders,
Registrar of Joint Stock Companies & Firms,
Bangladesh Securities and Exchange Commission,
Dhaka Stock Exchange PLC,
Chittagong Stock Exchange PLC,

Sub: Annual Report for the year ended June 30, 2025

Dear Sir/Madam (s):

We are privileged to inform you that the Board of Directors of Summit Alliance Port Limited has taken the decision, in its Board Meeting held on **6th November 2025**, to hold the 21st Annual General Meeting of the Company on **23rd December 2025**. As per the notification of Bangladesh Securities and Exchange Commission, we are enclosing a copy of the Annual Report together with the Audited Financial Statements including Statement of Financial Position as at June 30, 2025, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year ended June 30, 2025 along with notes thereon for your kind information and record.

Yours sincerely,



Md. Abdullah Osman Shajid
Company Secretary



Company Information

An initiative of Summit Group and Alliance Holdings Limited, Summit Alliance Port Limited (SAPL) was initially incorporated as a private company under the Companies Act, 1994 on December 06, 2003 and converted to a Public Limited Company on March 06, 2008. The Company's registered office is located at Katghar, South Patenga, Chattogram-4204, and Corporate Office at The Alliance Building, 63 Pragati Sarani, Baridhara, Dhaka - 1212. With the permission of Bangladesh Securities and Exchange Commission (BSEC) vide its letter SEC/CI/IPO- 101/08/343 dated July 01, 2008 the Company offered its shares to the Public and after completing all the required formalities, the shares of the Company commenced its trading through both the bourses of the country effective from October 16, 2008. In 2012 SAPL acquired Ocean Containers Limited, the pioneer in private sector Off-Dock in Bangladesh, by amalgamation and the synergy thus achieved has further strengthened the company's capability both in terms of capacity and quality of service thereby giving SAPL a significant competitive edge over others.

SAPL is the largest operator and clear market leader, handling nearly 17.50% of the industry's Export containers and a further 10% of permitted Import containers.

Activities Off-Dock

The principal activities of the company are to provide Off-Dock services to its valued clients that include as under:

1. Inland Container Depot services comprising of transportation and storage of empty containers and re-delivery of the containers to various locations as per client's advice.
2. Container Freight Station services comprising of activities related to export and import cargo handling. The services that are provided include:
 - Receiving of export cargo, storage of the same in the bonded warehouse, documentation to complete formalities related to export, stuffing (loading) of the cargo in the container and transportation of the same after due Customs formalities to the Port Container Yard or Vessel Hook, as per client's advice.
 - Receiving import cargo from the Port yard, documentation, unstuffing (unloading) of the same after due Customs formalities and handing over of cargo to clients.
3. Various customized services to its clients such as Container Condition Surveys, repair and maintenance, Fumigation etc.

Muktarpur Terminal

Muktarpur Terminal, being similar in certain respects to the Off-Dock establishment, has bonded warehouse facilities along with required handling equipment for Container Freight Station to handle export and import cargo as well as for storage of empty containers. Muktarpur Terminal plays a major role in assisting exporters and importers to be competitive by transporting their cargo by cost friendly river transportation as well as helping ease the pressure on the Dhaka – Chattogram Highway. With the inclusion as an Extended Port of Call under the Indo-Bangla Protocol Route along with permission to handle bulk / break-bulk cargo, Muktarpur Terminal is continuing to offer an important alternative to the congested Land ports for bilateral trade with India via the waterways and there has been a strong response to this service from the importers and exporters. To facilitate the handling of this new bilateral volume the company has partially developed the adjacent plot measuring 13.72 acres in total.



Facilities

Off-Dock

At Chattogram, the company has three separate bonded facilities on approx. 53.33 acres of land, of which 41.59 acres is company-owned freehold land registered in the name of Summit Alliance Port Limited and 11.74 acres of land is leasehold. Situated at Patenga, only 6.5 km away from the multipurpose container vessel berths of Chattogram Port, SAPL's Off-Dock has the following modern facilities detailed below:

- Total covered space of 7,25,171sft, including 50,000sft for specialized Garments on Hanger (GOH), with 12 separate Warehouses spread over our three depots for storage of export cargo before stuffing and transportation of the same after completing Customs documentation and other formalities
- Import Warehouse of 26,600sft to handle import cargo, especially those requiring protection from the elements
- Jute Warehouse measuring 8,439sft for storage and handling of jute bales, trusses etc.
- ICD facility for storage of approx. 7,866 TEUs of empty or laden containers (at any given time) and Reefer Plug-points for simultaneously handling 90x Refrigerated containers
- Fleet of heavy and light equipment including, amongst others, Laden Reach Stackers, Cranes, High & Low Mast Forklifts of various capacities, Empty Reach Stackers, Side Stackers, Cargo Lifts, Trailers, Prime Movers, and other handling equipment like hand trolleys.
- Four Standby generators of 220 KVA, 320 KVA, 550 KVA, and 800 KVA (Total supply capacity 2 MW approx.) for backup power to the entire yard, warehouses, and offices.
- 3 MW connection from National Grid.

Muktarpur Terminal

Situated at Muktarpur, Munshiganj, the facility comprises of a total area of 28.72 acre of land of which 15 acres land presently being used for the Terminal operations along with dedicated Truck parking as well as a further 13.72 acre that has been partially developed for future expansion and development activities. The facilities being used to provide ICD, CFS, and Terminal services are detailed below:

- Port-standard paved Container yard of 275,000sft with a storage capacity of 1,750 TUEs of empty or laden containers (at any given time) and Reefer Plug-points for simultaneously handling 42x Refrigerated containers
- Total covered space of 45,000sft including cross-docking, specialized cargo lifts and a dedicated area for Garments on Hanger (GOH) storage and handling of export cargo
- Three Import Warehouses of a Total of 46,000sft to handle import cargo around-the-year
- Quayside Capacity of 120,000 TUEs per Annum
- Fixed RCC Jetty of 80m x 22m (19,116sft) equipped with 2 x Fixed Cargo Cranes, each unit with 40 MT handling capacity
- Fleet of a heavy and light container and bulk & break-bulk cargo handling equipment such as Reach Stackers, Forklifts, Prime Movers, and Trailers.
- 3 Diesel Genset of 600 KVA & 650 KVA & 105 KVA (total supply capacity 1+ MW) for providing full back up to the terminal
- 2 MW connection from National Power Grid
- Ring Main Unit (RMU) for quality electricity supply from national power distribution.
- Office building with dedicated facilities for Customs as well as workstations and meeting rooms for Shipping Agents, C&F Agents
- Other amenities include 24hrs armed security, full CCTV coverage with active monitoring, and an on-site dining area
- Separate and secure truck parking area for approx. 300 trucks on 2.05 acres of land.



Strengths

HSSE initiatives & Supply Chain Security:

SAPL aims to create a workplace that protects workers' health, safety, security and environment (HSSE) of the facility and promotes an atmosphere to enhance learning and opportunity for employees in a way that is fulfilling and rewarding by placing special emphasis on the following areas:

- **Legal Compliance:** There are routine procedures in place to ensure the applicable laws and regulations related to compliance requirements are met.
- **Business Ethics:** Trust and transparency related to the business functions are ensured at all times. There is no tolerance of corruption nor the use of bribery related to the business and related official documents required by law.
- **Prevention of Child Labour:** SAPL does not allow the employment of any child labour and this is applicable to all its clients and associates.
- **Best Interest of Workers:** Recruitment, working hours, wages, and benefits are ensured as per applicable labour law. There is no forced, prison, bonded, or involuntary labour. Harassment, abuse, or discrimination are not allowed. SAPL encourages freedom of association and the company has Grievance Redress Mechanism (GRM) in place.
- **Best Interest of Environment:** SAPL recognizes the importance of operating in an environmentally sustainable manner and is committed to the protection of the environment by ensuring a standard level of environmental performance by minimizing any adverse impact as a result of its activities.

The company has received the Global Security Verification (GSV) certification which is the leading international business network for supporting the development and implementation of measures for enhancing Global Supply Chain Security. With this GSV approval the company was determined by Intertek Services (ITS) as having the appropriate security measures in place as published by the U.S. Bureau of Customs and Border Protection. Along with this, all SAPL facilities are International Ship and Port Facility Security Code (ISPS) compliant and certified along with VGM approval from Department of Shipping (DoS).



Infrastructure:

With extensive experience and having the opportunity to work with the best companies in the industry, SAPL is in continuous strive to improve its infrastructure and facilities in order to set the highest standards and always remain ahead of the industry competitors. The well-planned facility layouts are created to ensure the safety of pedestrians and controlled access for all vehicles especially those belonging to 3rd parties.

The warehouses feature cross-docking and the use of automation like cargo lifts, conveyor belts and battery-operated forklifts etc. are now standard and have helped increase operation efficiency. The company's multiple locations provide operational flexibility and the ability to distribute cargo during the peak season. SAPL's primary business model involves providing dedicated warehouse space to large clients to ensure stable, long-term volume commitments.

Strategy & Expansion:

Facing adverse global economic conditions that is leading to reductions in volumes and revenue the Management's present focus is on implementing efficiency and cost-cutting measures. Simultaneously, there are ongoing efforts attracting new clients to ensure good utilization of the existing infrastructure and help maintain the company's market leadership position.

With the overall scenario for most competitors remaining unchanged whereby they are unable to build more capacity due to lack of available land, SAPL remains poised to carry out any necessary expansion at short notice once the economic situation has improved as well as with the expected easing of policy restrictions by the Regulators that will allow more import items to be handled at the private Off-Docks.

SAPL has the advantage of being able to carry out the expansion, if required, at all the different locations as there is physical space available to carry out such plans.



Corporate Directories

Mr. Muhammed Aziz Khan
Chairman

Mr. Jowher Rizvi
Managing Director

Mr. Syed Yasser Haider Rizvi
Addl. Managing Director

Mr. Syed Nasser Haider Rizvi
Deputy Managing Director

Ms. Azeeza Aziz Khan
Deputy Managing Director

Mrs. Anjuman Aziz Khan
Director

Mr. Mohammad Latif Khan
Director

Ms. Ayesha Aziz Khan
Director

Mr. Faisal Karim Khan
Director

Mr. Syed Fazlul Haque
Director

Captain Kamrul Islam Mazumder
Director

Mr. Abdul-Muyeed Chowdhury
Director

Mr. Lutfе Mawla Ayub
Director

Mr. Anis A. Khan
Independent Director

Mr. Helal Uddin Ahmed
Independent Director

Mr. Junayed Ahmed Chowdhury
Independent Director



CORPORATE OFFICE

The Alliance Building,
63 Pragati Sarani,
Baridhara, Dhaka-1212.

REGISTERED OFFICE & OFF-DOCK LOCATION

Katghar, South Patenga,
Chattogram- 4204.

AUDITOR

S F Ahmed & Co.
Chartered Accountant
House # 51 (2nd & 3rd Floor),
Road # 9, Block # F, Banani,
Dhaka-1213.

LEGAL ADVISOR

Legal Professional
Barristers & Advocates
Suite No. 1209-10, Eastern Commercial
Complex (12th Fl.), 73 Kakrail, Dhaka-1000.

MAIN BANKERS /FINANCIAL INSTITUTIONS

Pubali Bank PLC
Dutch-Bangla Bank PLC
Jamuna Bank PLC
Eastern Bank PLC
Dhaka Bank PLC
Standard Chartered Bank
IFIC Bank PLC

Notice

Notice of the 21st Annual General Meeting

Notice is hereby given that the 21st Annual General Meeting of Summit Alliance Port Limited will be held virtually by using digital platform pursuant to the Notification No. SEC/SRMIC/94-231/25 dated 8th July 2020, SEC/SRMIC/94-231/91 dated 31st March 2021, BSEC/Admin/41:00/1995(Part-14)-938 dated 3rd August 2022 & BSEC/ICAD/SRIC/2024/318/87 dated 27th March 2024 issued by the Bangladesh Securities and Exchange Commission (BSEC), **on Tuesday, the December 23, 2025 at 11-30 a.m.** through the link <https://sapl.bdvirtualagm.com> to transact the followings:

AGENDA

1. To receive and adopt the Directors' Report and the Audited Financial Statements of the Company for the year ended on 30th June 2025 together with the Auditor's Report thereon.
2. To approve dividend for the financial year 2024-25 as recommended by the Board of Directors.
3. To elect/re-elect Directors retiring in terms of Article-41 and Article-42 of the Company's Articles of Association.
4. To confirm appointment of Independent Director/s for the first term for a period of three years from the date of appointment as per Conditions 1(2)(c) and (e) of BSEC Notification dated 3rd June 2018: Corporate Governance Code.
5. To ratify renewal of appointment of Managing Director of the Company as per the provision of section 110 of the Company's Act 1994 for the period of three years from date of expiry of his three years term
6. To consider appoint of Statutory Auditors for the audit of Financial Statements of the Company for the year ending on 30th June 2026 and fix their remuneration.
7. To consider appointment of Professional Accountant/Secretary for certification on compliance of Corporate Governance Codes for the year 2025-26 as stipulated in Condition-9 (2) of BSEC Notification dated 3rd June 2018: Corporate Governance Code.

Dhaka, the 1st December 2025



Md. Abdullah Osman Shajid
Company Secretary

Notes:

- The Members whose names appeared on the Members/ Depository Register as on the "Record Date" i.e., **27 November 2025** are eligible to participate in the 21st Annual General Meeting (AGM) and receive dividend.
- Pursuant to the Bangladesh Securities and Exchange Commission's Order No. SEC/SRMIC/94-231/25 dated 08 July 2020, SEC/SRMIC/94-231/91 dated 31st March 2021 & BSEC/Admin/41:00/1995(Part-14)-938 dated 3rd August 2022 & BSEC/ICAD/SRIC/2024/318/87 dated 27th March 2024 the AGM will be virtual meeting of the Members, which will be conducted via live webcast by using digital platform.
- The Members will be able to submit their questions/comments and vote electronically 24 hours before commencement of the AGM and during the AGM. For logging in to the system, the Members need to put their 16-digit Beneficial Owner (BO) ID number and other credential as proof of their identity by visiting the link <https://sapl.bdvirtualagm.com>
- We encourage the Members to log in to the system prior to the meeting start time of **11:30 am** (Bangladesh Standard time) on **23rd December 2025**. Please allow ample time to login and establish your connectivity. The webcast will start at **11:00 am** (Dhaka Time). Please contact +88 01974-087679 for any technical difficulties in accessing the virtual meeting.
- A Member entitled to attend and vote at the AGM may appoint a Proxy to attend and vote in his/her stead. The "Proxy Form", duly filled, signed and stamped at BDT 100 must be sent either through email (Scanned Copy) at share.team@sapibd.com or hand delivery or courier to SAPL Share Office situated at The Alliance Building (8th Floor), 63 Pragati Sarani, Baridhara, Dhaka-1212 no later than 48 hours before commencement of the AGM.
- The Corporate Shareholders need to send their authorization letter through email (Scanned Copy) at share.team@sapibd.com to join the meeting of the Company at least 48 hours before the commencement of the AGM.
- Pursuant to the Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018, the soft copy of the Annual Report 2024-25 is to be sent to the email addresses of the Members available in their Beneficial Owner (BO) accounts maintained with the Depository. The soft copy of the Annual Report 2024-25 will also be available on the Investor Relations section of the Company's website at www.sapibd.com
- The concerned Brokerage House are requested to provide us with a statement with the details (shareholder name, BO ID number, client-wise shareholding position, gross dividend receivable, applicable tax rate and net dividend receivable) of their margin loan holders who holds Summit Alliance Port Limited's Shares, as on the "Record Date", along with the name of the contact person in this connection, to the Company's Corporate Office [The Alliance Building (8th Floor), 63 Pragati Sarani, Baridhara, Dhaka-1212] or through email at share.team@sapibd.com on or before **15th December 2025**.

The 20th Annual General Meeting (AGM) of Summit Alliance Port Limited (SAPL) was held on Monday, 30th December 2024 at 3.30 p.m. The AGM was held virtually by using a digital platform. SAPL approved 15% cash dividend in this AGM. The Company has been consistent in giving out dividends since its enlistment in 2008.





Chairman's Speech

Dear Co-owners of Summit Alliance Port Limited,

It is my privilege and honour to welcome you, the owners of Summit Alliance Port Limited (SAPL), albeit once again virtually, to the 21st Annual General Meeting. Your Company is the pioneer in both the Inland Container Depot, Container Freight Station and Inland Water Terminal sectors in Bangladesh and continues to be the largest and most important contributor in the industry.

I wish to start by once again congratulating all the Co-owners of Summit Alliance Port Limited. Amidst all the domestic and international hurdles being faced we can continue to take great pride in the fact that your Company physically handled export cargo worth USD 9.87bn in 2024 - 25, comprising of over 1/5th of the country's total goods exports of USD 48.28bn and we should remain confident that your Company is well placed to face the challenges that will come our way over the course of what will be a transitional year, especially on the domestic political front.

After several years of all-out wars and devastating conflicts across the world, there has been a concerted effort by the global powers to try and bring about peace, in the form of a ceasefire in the Middle East and the prospects of an end to the war in Eastern Europe. Warfare was not just restricted to military conflicts as we have also seen an unprecedented rise in economic wars, with nations looking to coerce their adversaries into submission with a combination of high tariffs and trade barriers. While any such artificial restrictions on free trade are not ideal, our country looks poised to unexpectedly benefit from the global economic wars with a potential shift of RMG orders from the countries facing higher tariffs, with overall exports from Bangladesh expected to increase beyond the normal organic growth due to this phenomenon.

Your Management's efforts to attract new clients for the Chattogram location has borne positive results, with Export volume growing by 9% and Import volumes increasing by 21%, with both segments outperforming the overall industry growth.

Your Company's Kolkata Terminal handled over 630,000 MT of cargo in 2024 - 25, which marked a negative volume growth of 10.19%, as temporary deterioration in the bilateral relations led to an overall reduction in the Bangladesh - India trade. Despite the decrease in cargo volume, Revenue increased by 15.85% thanks to your Management's success with increasing tariffs and focusing on higher value cargo. November 2024 marked the start of the revenue sharing arrangement with our employer, Inland Waterways Authority of India (IWAI), whereby 38.30% of revenue will be paid to IWAI. As a result of this arrangement Kolkata Terminal's Operating Expenses increased significantly but the company was still able to make a marginal profit by controlling General & Administrative Expenses.

The disruptions in the bilateral relations between Bangladesh and India also had an adverse effect on your Company's Muktarpur Terminal, with handling of imported commodities from India such as sugar and fly ash reducing significantly. This challenging situation has been further impacted by the unusual stance taken by one of our Regulator's, Bangladesh Inland Water Transport Authority (BIWTA), by their insistence that SAPL Muktarpur Terminal will have to refund Port Charges collected previously from the clients. This demand was subsequently Stayed by the Hon'ble High Court Division but not before charge-back impact of BDT 9.40m was reflected in Muktarpur Terminal's financial performance for 2024 - 25, thereby adding to the overall loss. With the favourable Court verdict in place and improvements in the bilateral relations with India, your Management is optimistic that the coming year will be a

better one for Muktarpur Terminal's goal to achieve profitability and continue to contribute towards the country's economic development.

The trend of increasing bank interest rates remained in 2024 - 25 and despite the reduction to overall loan amount the Company's Standalone Financial Expenses still increased by 16.60% due to the higher rates. To compensate for this your Management did an excellent job at reducing Standalone Operating Expenses by 10.93% through stringent efficiency measures while also managing to keep Standalone Administrative Expenses at almost the same level as the previous year. This combined effort led to Standalone Operating Profit increasing by an impressive 20.58%. Standalone Net Profit also increased by 6.08% but this figure was subdued by the aforementioned increases to Financial Expenses and the temporary higher loss from Muktarpur Terminal. On the other hand, your entry into the Freight Forwarding Agency sector led to immediate positive results, with SAPL's subsidiary company Container Transport Services Limited (CTSL) impressive performance to provide uninterrupted air freight export & import services during the unrest that faced the country during July & August 2024. Your Management remains confident that CTSL's Freight Forwarding business will continue to remain profitable in the coming years.

The year ahead will be one of transition and of optimism, with the hope that timely national elections and the peaceful transition to an elected Government will provide the stability needed for the domestic economy to flourish and for investors, both local and foreign, to help unleash Bangladesh's tremendous potential. Your experienced Management team will continue to closely monitor the evolving situation and to operate the company's strategically located and state-of-the-art facilities at Chattogram, Muktarpur and Kolkata in the most diligent possible manner.

I remain grateful to all our regulators, key stakeholders, our colleagues as well as members of the company's Board for all their contributions in 2024 - 25, including their guidance and their ability to quickly adapt to such challenging and evolving circumstances.

Most importantly I would like to thank you, our Shareholders/Owners, for your continued confidence, understanding and support to ensure the success of SAPL in these unprecedented times. Your company has selflessly contributed to Bangladesh's logistics infrastructure, international trade and GDP growth for over 20 years and you can be rest assured we shall strive to reach even greater heights in the future.

Warm regards and I look forward to seeing you again soon.



Muhammed Aziz Khan
Chairman

Introducing The Directors



Mr. Muhammed Aziz Khan
Chairman

Muhammed Aziz Khan, PBM (Aziz Khan Wikipedia) a citizen of Singapore is the founder and Chairman of Summit Power International Limited and Summit Holdings Ltd. Summit Group is the largest infrastructure conglomerate in Bangladesh and employs over 6,000 people. The Group has investments in the energy sector, ports, logistics, and information technology.

Under the leadership of Muhammed Aziz Khan, Summit had set up the first Independent Power Plant in Bangladesh in 1998, Khulna Power Company Limited (KPCL), the first private sector Inland Container Depot (ICD & CFS) now named Summit Alliance Port Limited (SAPL), among the first in internet fibre infrastructure, first liquid and gaseous storage terminals. Summit owns and operates a total of 18 power plants with a total capacity of 2,500 MW and operates Bangladesh's second Floating Storage and Regasification Unit (FSRU), and LNG import terminal with a capacity of 500 mmcf/d in Moheskhali, Cox's Bazar.

Muhammed Aziz Khan was born in 1955 in Dhaka. He has an MBA from the Institute of Business Administration (IBA), University of Dhaka. Mr. Khan is the Chairman of Siraj Khaleda Trust, Anjuman & Aziz Charitable Trust (AACT), Honorary Consul General of Finland to Bangladesh (2016-2025), Member of UNICEF International Council and the Board of Trustees of Asian University for Women (AUW) and the Founding President of the Prothom Alo Trust, where he continues to serve as a Trustee Member. He was also the founding President of Bangladesh Scouts Foundation, former President of Bangladesh Association of Publicly Listed Companies (BAPLC), and Bangladesh Energy Companies' Association (BECA).

Muhammed Aziz Khan is married to Anjuman Aziz Khan and they have three daughters, Ayesha, Adeeba and Azeeza.



Mr. Jowher Rizvi

Managing Director

Mr. Jowher Rizvi completed his MBA degree in International Finance and Accounting from Indiana University, USA. He also earned MA in Economics with Honors from Dhaka University. Mr. Rizvi started his professional career with Bank of Credit and Commerce International (BCCI) in 1977 and at the same time was engaged with Institute of Business Administration (IBA) as a part time (Honorary) Lecturer.

From 1991 to 1997, he served Union Bank Zambia Ltd., Zambia as its founder Managing Director. Within a span of 6 years Mr. Rizvi took the new bank to the 2nd leading position (amongst local private banks) in the competitive Zambian banking sector and had his achievements recognized with the prestigious Banker of the Year award. He was also elected as Fellow of the Zambia Institute of Bankers (FZIB). Returning to Bangladesh he established Alliance Holdings Limited and started his journey as an entrepreneur. In 1997, in partnership with Summit Group, he entered the Off-Dock business where Mr. Rizvi has since served as the Managing Director of Ocean Containers Limited (OCL). Subsequently in 2003, the two sponsors jointly made another valuable addition to the expanding Off-Dock industry of the Country by establishing Summit Alliance Port Limited (SAPL), which is the only company of its kind now listed with the two major bourses of the country. OCL was merged with SAPL in 2012.

In association with Late Engr. Newaz Khan, he ventured into prefabricated steel business and established state of the art PEB Steel Alliance Limited (PEBSAL) factory in 2006 as its founding Managing Director. In a very short period of

time under his dynamic leadership and global experience, PEBSAL came to be recognized as one of the best and became largest factory in prefabricated steel sector of Bangladesh. Mr. Rizvi is the incumbent President of Steel Building Manufacturers Association (SBMA) since 2019.

In late 2017, Mr. Rizvi established another Off-Dock (Ispahani Summit Alliance Terminal Limited), one that was much needed in order to cater to the country's growing export and import volumes, this time in partnership with Ispahani Group and Summit Group.

In February 2018, with his extensive banking background and goodwill, Mr. Rizvi brought together the premier Bangladeshi Business Groups along with People's Leasing & Finance PLC of Sri Lanka to set up a joint venture Financial Institution - Alliance Finance PLC -where he is the founder Chairman.

Mr. Rizvi, through Alliance Holdings Limited, also has substantial investment in Textile, Real Estate, and Lubricant Blending etc. In spite of his busy schedule, he still finds time to pursue his favorite passion and teaches on part-time (honorary) basis at National Defense College (NDC) and few other educational institutions.

Recently Mr. Rizvi was elected as President of Dhaka University Economics Department Alumni Association (DUEDAA).



Mr. Syed Yasser Haider Rizvi

Additional Managing Director

Mr. Syed Yasser Haider Rizvi completed his BSc (Hons) in Economics from University College London (UCL), which is consistently ranked as one of the UK's leading institutions. He started his professional career in 2002 with Standard Chartered Bank's prestigious International Management Trainee program in Bangladesh where, after the 2-year program, he was fast-tracked as a Manager in the Bank's Consumer Operations department. In 2005 he joined Global Beverage Co. Ltd. as Deputy Managing Director, looking after overall production and distribution activities of the company, helping the company reverse the trend of several loss-making years. In a short time span the company was able to undertake a 400% capacity expansion in order to cater to the increased product demand. As part of the core team, he played an important role in the M&A transaction leading to the eventual sale of the business in 2015.

Mr. Rizvi joined Ocean Containers Ltd. and Summit Alliance Port Ltd. as Deputy Managing Director in 2007 where he directly oversaw expansion work related to land acquisition & development of over 45 acres and warehouse construction of 450,000 sft in order for the company to retain their market leadership position. In addition to his responsibilities at Chattogram, Mr. Rizvi is also the Director-in-Charge of the company's Muktarpur Terminal (at Munshiganj) which commenced trial operations in 2016, the 1st private sector facility of its kind in the country.

Mr. Rizvi was the main driver behind the company's first cross-border venture, the Kolkata Garden Reach Terminal project at India and has been appointed as the Managing Director of SAPL's Indian Subsidiary, Summit Alliance Port East Gateway (India) Pvt. Ltd. Recently, Mr. Rizvi has spearheaded the initiation of a promising new business segment for the company, namely the Freight Forwarding Agency sector, helping SAPL secure an agency agreement (and subsequent joint-venture) with the renowned global freight forwarder, Hellmann Worldwide Logistics.

Mr. Rizvi has introduced several new and innovative concepts at SAPL which include, among others, mechanization of export cargo handling inside the company's warehouses, implementing innovative warehouse designs for both import cargo & export cargo and technology-based security measures for container movement, all of which have since been widely adopted across the country's Off-Dock industry.

As SAPL's nominated Director on the board of the Off-Dock Trade body 'Bangladesh Inland Container Depot Association (BICDA)' Mr. Rizvi has actively worked towards formulating growth strategy and sustainability for the industry.



Mr. Syed Nasser Haider Rizvi

Deputy Managing Director

Mr. Syed Nasser Rizvi completed his BSc. in Management from Bentley University, Boston, USA. He started his professional career in 2007 taking the responsibility as Director at Global Beverage Co. Ltd. In 2013. Mr. Rizvi went on to become the Managing Director of Oriental Oil Co. Ltd, a company that manufactures and distributes automotive and industrial lubricants and greases.

Mr. Rizvi serves Summit Alliance Port Limited as Deputy Managing Director. His primary responsibility includes overseeing the IT infrastructure and client relations.

Mr. Rizvi is serving Alliance Holding Limited as its Deputy Managing Director since 2010.



Ms. Azeeza Aziz Khan, ACCA

Deputy Managing Director

Azeeza Aziz Khan is an accomplished chartered accountant and a member of the Association of Chartered Certified Accountants (ACCA). She is also a Young Global Leader with the World Economic Forum.

With a background in economics, finance, and accounting, she serves as the Director of Finance and Accounts for both Summit Corporation Limited and Summit Holdings Limited. Azeeza Khan is the Executive Director of Summit Alliance Port Limited (SAPL), the first private sector Inland Container Depot (ICD & CFS), which handles about 18.06% of Bangladesh's export volume and about 8.76% of the country's import volume. She has overseen large-scale investments in projects across a portfolio of assets spanning multiple industries, including Power and Energy, Telecommunications, Port Facilities, Fuel Trading and Supply, Real Estate, and Brokerage Services. She also plays an active leadership role in multiple not-for-profit organizations, such as UNICEF, the Anjuman Aziz Charitable Trust, and ICDDR, B.

Azeeza Khan is a strong advocate for women's rights and advances these causes through her involvement in the SAARC Business Council of WICCI, through which she has collaborated with various apex bodies to foster bilateral ties with multiple countries. Her work has furthered Bangladesh's ability to deepen its relationships with foreign partners and enhance its capacity to deliver strong international trade relations.

Furthermore, she has made noteworthy contributions to devising policies that support and advance the rights of women and children. Her activism includes providing leadership to not-for-profit organizations such as the JAAGO Foundation, SEID Trust, and Prothom Alo Trust, which address the concerns of marginalized communities.

She is also a member of the advisory committee for ACCA Bangladesh.



Mrs. Anjuman Aziz Khan

Director

Mrs. Anjuman Aziz Khan, wife of Mr. Muhammed Aziz Khan, has 28 years of business experience in Summit. Mrs. Khan is a member of UNICEF's International Council and Trustee of the Anjuman & Aziz Charitable Trust (AACT) which supports UNICEF Bangladesh to provide education to 3,000 out of school children in 67 learning centres aged between 8-14 years in Dhaka South City Corporation. AACT along with Summit fully funds seven schools of Alor Pathshala, located in hard-to-reach areas such as char, hill tract areas, ethnic minority-based areas. AACT has been acknowledged for its support to icddr,b and SingHealth during the pandemic.

Anjuman Aziz Khan is Chairperson of the Board of Trustee of the Anwara-Shawkat Trust. The Trust operates Bharasha Institute with the aim to drive the socio-economic development of women and youth by providing caregiving services and empowering them through capacity building initiatives.

She was awarded a lifetime achievement award for her unwavering support to Assistance of Blind Children (ABC). She is also a member of Siraj Khaleda Trust, which had setup 200 beds hospital on charitable basis in Dhaka Cantonment.



Mr. Md. Latif Khan

Director

Mr. Latif Khan was born 1958 in Dhaka. He pursued BA in Public Administration at Dhaka University, and subsequently left for higher studies to the U.S. in 1981. There, he worked for over 15 years in the financial sector. As a stockbroker and a financial analyst at Prudential Insurance of America where he received numerous sales achievement awards. He also 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 subsequently renamed as Summit Oil & Shipping Co. Ltd. (SOSCL).

Latif Khan is the Chairman of Summit Power Limited (SPL) since 2024. Earlier, he was the Vice-Chairman of SPL for 15 years. He is the former President of Bangladesh Independent Power Producers' Association (BIPPA) for two consecutive terms (2015-2019). He is also a member of Board of Governors of Bangladesh Power Management Institute (BPMI) since 2017.



Ms. Ayesha Aziz Khan

Director

Ayesha Aziz Khan is the Managing Director & CEO of Summit Power International and holds the position of Director in several companies of Summit Group.

Ayesha Khan has extensive experience in the power sector specifically in financial management and structuring for power generation companies, infrastructure finance and structured finance. In her career, she has spearheaded the financial close of more than USD 1 billion for multiple power projects, which includes - Summit Bibiyana II Power Company Limited, Summit Narayanganj Power Limited, Summit Power Limited and Summit Meghnaghat Power Company Limited.

She is a valuable member of SAARC Chamber of Commerce and Industry, Federation of Bangladesh Chamber of Commerce & Industry and had been member of Prime Minister's business delegation to India and USA from Bangladesh. She is a member of Singapore Institute of Directors.

Ayesha Khan completed her graduation in Economics and Business from the University College London, London, United Kingdom and Masters in Business Administration from Columbia University, New York, USA.



Mr. Faisal Karim Khan

Director

Faisal Khan is the Director of Summit Power International and Managing Director of Summit Corporation. He is also a member of the Board of Directors of all companies under Summit Group. Mr. Khan was instrumental in the development of over 2,000 MW power plants and LNG FSRU projects in the past decade.

Previously, Faisal Khan served as the President of Bangladesh Independent Power Producers' Association (BIPPA), Chairman of Bangladesh's National Standing Committee for National Energy Strategy for Private Sector Development and also as the Co-Convener of National Standing Committee for Energy & Power Sector at Dhaka Chamber of Commerce & Industries (DCCI). Mr. Khan was also elected as a Director of Bangladesh-China Chamber of Commerce and as a Member of the Executive Committee of Bangladesh Association of Publicly Listed Company (BAPLC).

Faisal Khan holds a Bachelor of Mechanical Engineering Degree from University College London (UCL), UK and a Master of Business Administration Degree from London Business School (LBS), UK.



Mr. Syed Fazlul Haque, FCA

(1946-2025)

Director

A Chartered Accountant by profession, Mr. 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 served in Padma Oil Co Ltd for 12 years and left the Company as its CEO in January 1993 to join Glaxo Bangladesh (subsequently renamed as GlaxoSmithKline Bangladesh) as Finance Director. In Glaxo he was promoted as Managing Director of the Company in August 1997 and continued in the position until his retirement on 31st December 2002. On 1st January 2005 Mr. Haque joined Summit Group with specific assignment in Summit Alliance Port Limited (SAPL) as its Head of Finance and Corporate Affairs. Discontinued the assignment of SAPL, but continued as 'Advisor' of Summit Group effective from April 2019.

During the tenure of his long career, Mr. Syed Fazlul Haque served as Committee member of Metropolitan Chamber of Commerce & Industries, Foreign Chamber of Commerce & Industries and Bangladesh Employers Federation. Mr. Haque served as non-executive Director in the Board of Summit Alliance Port Ltd, Summit Power Ltd and other Companies of Summit Group as nominee of Summit Corporation and was also a Summit Group's Advisor.



Mr. Abdul-Muyeed Chowdhury

Director

Mr. Abdul-Muyeed Chowdhury was inducted in the Board of Summit Alliance Port Limited (SAPL) as a nominee Director of Alliance Holdings Limited on 30th September 2018. Prior to that he served the SAPL Board as Independent Director and Chairman of the Board's Audit Committee consecutively for two terms of 3 years each from May 03, 2012.

A civil servant for 33 years from 1967 to 2000 having joined the then CSP cadre in 1967. Mr. Chowdhury served as Secretary to the Government of Bangladesh in various Ministries from 1994- 2000. He retired voluntarily on 31st August, 2000 as Secretary, Internal Resources Division and Chairman of the National Board of Revenue. Earlier he successfully completed the first major infrastructure project of Bangladesh (The Bangabandhu Bridge on river Jamuna) in 1998 as Secretary of the Jamuna Bridge Division of the Ministry of Communications and Executive Director of Jamuna Multipurpose Bridge Project.

He served as an Adviser to the Caretaker Government of 2001 holding charge of five Ministries. He has broad knowledge and experience of serving in the Boards of different public and private organizations. He was the first Chairman of the SME Foundation which has been set up by the Government to promote and support SME's in the country. He was the Founder Chair of the Federation of NGOs in Bangladesh (FNB) representing internationally renowned NGO BRAC where he was the Executive Director from 2000 to 2006. He was also a founding Board member of NGO Foundation (NGOF) set up by the Government with an endowment fund for financing small NGOs in the country for multifarious poverty and social development programmers. He was the Managing Director of Biman Bangladesh Airlines from 1991 to 1994 and Chairperson of BRAC Net (a Japan- US-Bangladesh) joint venture ISP Company from 2005 to 2016. He is a member of the Trustee Board of BRAC University and in the Boards of NGOs: Sajeda Foundation, Society for Assistance to Hearing Impaired Children (SAHIC) and GSS. He is also in the Board of several listed and non-listed Companies including ACI Ltd and Grameen phone Ltd. He is the Founder and CEO of Tiger Tours Limited, the only tour operating company in Bangladesh registered with the Board of Investment (now BIDA).

Mr. Abdul-Muyeed Chowdhury obtained BA (Honor's) in 1964 and M.A in 1965 in History from Dhaka University. He also studied Public Administration at the University of Tennessee, Knoxville USA in 1981 as a Fulbright Scholar.



Mr. Lutfe M. Ayub

Director

Mr. Lutfe M. Ayub was inducted in the Board of Summit Alliance Port Limited (SAPL) as a nominee director of Alliance Holdings Limited on 31st January 2020. Prior to that Mr. Ayub served the SAPL Board as Independent Director and Chairman of the Board's Audit Committee consecutively for two terms of 3 years each from April 08, 2013. He is currently holding the position of Chairman of Fountain Garments Manufacturing Ltd Dhaka. Mr. Ayub is a seasoned and recognized business leader with a track record of 27 years of proven successful contributions towards the growth of Garment and Textile sectors at Bangladesh. Mr Ayub and is also a Director to Alliance Finance PLC.

Mr. Ayub enthusiastically takes part in Social and Community activities. He is the member of Chittagong Club Ltd, Chattogram Boat Club, Bhatiary Golf Club. Besides he is also a founder Director of Chattogram Metropolitan Chamber of Commerce and Industries and a Trustee and Chairman to Chattogram Independent University. Mr. Ayub was recognized as Commercial Important Person (CIP) multiple times because of his contribution to the promotion of Exports from Bangladesh.



Capt. Kamrul Islam Mazumder

Director & Chief Operating Officer (Off-Dock)

Captain Kamrul Islam Mazumder, had his early education at Faujdarhat Cadet College from 1969 to 1975. He passed HSC in 1975 securing 8th position in the combined list of successful candidates from the Comilla Board. He then graduated from the Bangladesh Marine Academy. He passed two professional examinations from Ireland and finally passed his Master Mariner Examinations from Liverpool in England. He started his sea career as a cadet with the Bangladesh Shipping Corporation in 1977, later moving to a Hong Kong based Company to serve in various sea-going capacities on board bulk carriers. He commanded bulk carriers from 1992 till 1997 when he left sea to start his shore-based career. Capt. Mazumder joined Maersk Bangladesh Limited as Manager, Chattogram in 1997.

During his tenure with Maersk Bangladesh, Capt. Mazumder oversaw Pan-Country Operations and Security apart from general management of the Chattogram Branch. He last served Maersk Bangladesh Ltd. as General Manager Operations.



Mr. Anis A. Khan

Independent Director

Anisuddin Ahmed Khan (Anis A. Khan) is a distinguished banker, legal expert, and finance professional with over four decades of leadership across Bangladesh's financial and corporate sectors. His extensive experience includes serving as the Managing Partner of AAZ & Partners, a legal and financial consultancy firm, and as the Founding Chairman of Sustain, its ESG-focused associate company.

Mr. Khan is an Independent Director of Summit Alliance Port Limited (SAPL), where he chairs both the Audit Committee and the Nomination & Remuneration Committee. He also serves as Director of Container Terminal Services Limited (CTSL) and has recently been elected as Chairman of Container Transport Service Limited, a newly formed SAPL subsidiary.

Mr. Khan holds directorships in several prominent institutions, including ACI Limited, ACI Motors Limited, and Ananta Apparels Limited. He is also an Independent Director of Trust Bank Limited. He serves on the Board of Tyser Risk Management Bangladesh Limited (TRMBL), a subsidiary of Tyser Group Services Limited, UK. He has served as an Adjunct Professor at the School of Business & Entrepreneurship, Independent University Bangladesh (IUB).

A Fellow of the Institute of Bankers Bangladesh (IBB), Mr. Khan brings over 43 years of experience in banking and financial services. He began his career with Grindlays Bank plc, later serving ANZ Grindlays Bank and Standard Chartered Bank for 21 years. He subsequently led IDLC Finance Limited as CEO & Managing Director, and later Mutual Trust Bank Limited (MTB), where he served as Managing Director & CEO until his retirement in 2019.

Mr. Khan's leadership roles have included Chairmanship of the Association of Bankers Bangladesh (ABB), Primary Dealers Bangladesh Limited (PDBL), and as President of the Bangladesh Cancer Aid Trust (BANCAT). He is the Chairman of Valor of Bangladesh and a Trustee Board Member of the Bangladesh Business Disability Network (BBDN). He is also a Director of the Metropolitan Chamber of Commerce and Industry (MCCI), Dhaka, and a Trustee Board Member of the British Business Group in Bangladesh (BBG). Mr. Khan also serves as Independent Director of the CSR Centre Bangladesh, and Chairman of the Nomination & Remuneration Committee of Ispahani Islamia Eye Institute & Hospital, where he is a member of the Management Committee.

Mr. Khan's educational background includes LL.B. (Honors) and LL.M. (First Class First) degrees, along with a First Class Diploma in French from the University of Dhaka. He is also a holder of a Postgraduate Diploma in Personnel Management (PGDPM), awarded by the Bangladesh Institute of Management, and a Fellow of the Institute of Personnel Management, Bangladesh.

He also qualified in the BCS Examination held in 1982, but did not join the service due to personal reasons. He has also completed executive training in leadership, corporate governance, and strategic management at the University of Cambridge (UK), INSEAD (France), University of California, Berkeley (USA), and the London School of Economics (UK).

A passionate patron of the arts and an Expert Auctioneer, Mr. Khan serves as a Trustee Board Member of the Society for Promotion of Bangladesh Art (SPBA).



Mr. Helal Uddin Ahmed

Independent Director

Mr. Helal Uddin Ahmed completed his Masters from Dhaka University in 1978. After completion of his education, he started his career as a businessman. Mr. Ahmed formed SAN Engineers in 1982 and engaged with the business of Bangladesh Chemical Industries Corporation (BCIC) for supplying various chemicals items such as Liquid Chloride Caustic Soda, Hydrogen Peroxide Soda Ash, PVC compound etc. Mr. Ahmed is the Director of Savar Refractories Ltd. which is a public limited Company and largest producer of refractories materials in Bangladesh. He is the founder member of Kabi Nazrul Islam University at Trishal, Mymensingh.



Junayed Ahmed Chowdhury

Independent Director

Mr. Junayed Ahmed Chowdhury is an Advocate of the Supreme Court of Bangladesh, a Barrister of the Honorable Society of Lincoln's Inn, London, and holds an LL.M from the University of Chicago Law School, specializing in corporate and international tax laws. He is the Managing Partner of Vertex Chambers, which is recognized as one of the leading corporate law firms of Bangladesh. Mr. Chowdhury is recognized as a leading practitioner in the field of Corporate and Finance laws, Taxation, Litigation, arbitration and ADR. He is the author of the leading practitioners' textbooks "Corporate Tax Law and Practice" (published by Mullick Brothers (first edition: 2015) and University Press Limited (second edition: 2021) and "Commentaries on the Law of Arbitration in Bangladesh" (published by University Press Limited, first edition, 2024).

Mr. Chowdhury is also a contributor author for the Bangladesh Chapter to the leading book on secured transaction law titled "Secured transactions law in Asia principles, perspectives and reform" which is published in 2021 by Bloomsbury Publishing, UK and edited by Professor Louise Gullifer (University of Cambridge) and Professor Dora Neo (National University of Singapore). Mr. Chowdhury has held visiting fellowship positions at the University of Connecticut School of Law and the British Institute of International and Comparative Law, London. He was inducted as an Independent Director in the Board of Summit Alliance Port Limited effective from 12th June 2024.



Statement of Corporate Governance

The philosophy of corporate governance 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.

The corporate governance framework thus aims at promoting transparency and efficiency in conducting the business, consistently complied with the rule of law, and clearly articulate the division of responsibilities among different supervisory, regulatory and implementation authorities.

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

- That the Board is appropriate in size and members are committed to their respective duties and responsibilities
- That timely flow of information to the Board and its Committees are ensured to enable them discharge their functions effectively
- That a sound system of risk management and internal control is in place.
- That timely and balanced disclosure of all material information concerning the Company is made to all Stake Holders.

- That all transactions of the Company are transparent and accountability for the same is well established.
- That all regulatory and statutory rules and regulations are complied with.

The Responsibilities of the Board

To ensure effective maintenance of corporate governance, the Board of Summit Alliance Port Limited (SAPL) formulates strategic objectives and policies for the company, provides leadership and supervises management actions in implementing those objectives of the company. 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 that include:

- Review and guide corporate strategy, major plans of action, risk policy, annual budgets and business plans; setting performance objectives; monitoring implementation and corporate performance.
- Ensure 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.

- Review company's financial statements and oversee its compliance with applicable audit, accounting and reporting requirement.
- Monitor implementation and effectiveness of the approved strategic and operating plans.
- Establish company's value.
- Oversee the corporate governance of the company

The Company's policy is to maintain optimum combination of Directors. The short introduction of the Directors has been described in this Annual Report. 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.

For ensuring good corporate governance, the Board has constituted the following Committees: Audit Committee and Nomination & Remuneration Committee.

• Audit Committee:

In compliance with Clause 5 of the Corporate Governance code as approved by BSEC, the Board of Directors has formed an Audit Committee as a sub-committee of the Board of Directors. The Committee comprises of Four (4) Directors including one (1) Independent Director and three (3) Non-Executive Directors, who all are nominated and appointed by the Board of Directors. The Chairman of Audit Committee is an Independent Director. The Company Secretary acts as the Secretary of the Committee. As required, all members of the Audit Committee are 'financially literate' and are able to analyze and interpret financial statements to effectively discharge their duties and responsibilities as members of the Audit Committee. The Chief Executive Officer, the Chief Financial Officer, and the Head of Internal Audit & Compliance are invitees to the Audit Committee meetings.

The Composition of the Audit Committee and details of the Members participation at the meetings of the Committee, and a report on the activities carried out by the Audit Committee are enclosed to this Annual Report.



• Nomination & Remuneration Committee:

In compliance with Clause 6 of the Corporate Governance code as approved by BSEC, the Company has a Nomination & Remuneration Committee (NRC) as a sub-committee of the Board of Directors. The NRC assists the Board of Directors in formulation of the nomination criteria and policy for determining qualifications, positive attributes, experiences and independence of directors and top-level executives as well as a policy for formal process of considering remuneration of directors, top level executives. The NRC comprises of one (1) Independent Director and two (2) Non-Executive Directors and who are nominated and appointed by the Board of Directors. The Chairman of NRC Committee is an Independent Director. The Company Secretary acts as the Secretary of the NRC.

As required by clause 6(5)(c) of the Notification, the nomination and remuneration policy and the evaluation criteria and activities of the NRC during the year is enclosed to this Annual Report.

Board meetings and procedures

The number of meetings held during the financial year from 1st July 2024 to 30th June 2025 was 4 (Four). The procedures of the board meeting are mentioned below:

- a. Selection of Agenda: The Chairman of the Board, in consultation with Managing Director sets the agenda for Board meetings with the understanding that the Board is responsible for providing suggestions for agenda items that are aligned with the advisory and monitoring functions of the Board. Any member of the Board may request an item to 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 for the purpose of participating in discussions.



Internal Control Framework

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

The company has adequate system of internal control in place. The system of internal control ensures 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.



Directors' Report to the Shareholders

Dear Shareholders,

Assalamu Alaikum and a very good morning.

The Board of Directors of Summit Alliance Port Limited (SAPL) welcomes all of you to the 21st Annual General Meeting of the company and is pleased to place before you the operational activities and audited financial statements of the company for the year ended on 30th June 2025. The Directors' Report is prepared in compliance with Section 184 of the Companies Act 1994, Bangladesh Securities and Exchange Commission's Notification No. BSEC/ CMRRCD/2006-158/207/Admin/80 dated 3rd June 2018, BSEC/CMRRCD/2009-193/1/Admin/102 dated 5th February 2020 and other applicable laws and regulations.

Business Activities

Established in December 2003 in Patenga Industrial Area on the International Airport Road, Chattogram, the Company (SAPL) was listed with Dhaka and Chattogram Stock Exchange effective from 16th October 2008. SAPL has three container depots (including one depot of erstwhile OCL) and all of the company's depots at Chattogram (collectively referred to as Off-Docks) have the certification from Global Security Verification (GSV) which is the leading international network for supporting the development and implementation of measures for enhancing global supply chain security. This GSV certificate has established the fact that the company has the appropriate security measures in place, as published by the US Bureau of Customs and Border Protection, and that these measures are implemented and maintained throughout the facilities.

Along With GSV certification, all SAPL facilities are International Ship & Port Security (ISPS) code compliant.

The Company's Inland Water Container Terminal (known as Muktarpur Terminal or River Terminal) facility, established on 15.19 acres of freehold land on the bank of the Dhaleshwari river in Muktarpur under Munshiganj District, is the first of its kind in the country's private sector. Through the signing of the 2nd Addendum to the Protocol on Inland Water Transit and Trade (PIWTT) between Bangladesh and India, Muktarpur Terminal is now officially recognized as an "Extended Port of Call" and is the first (and only) private sector port to receive this status. Being similar in certain respects to the Off-Dock establishments, Muktarpur Terminal has bonded warehouse facilities along with required handling equipment for container freight stations to handle export and import cargo as well as for storage of empty containers. In addition to the mentioned facilities, Muktarpur Terminal also holds permission from the National Board of Revenue (NBR) to handle selected Bulk and Break-Bulk cargo having the specialized equipment and infrastructure in place to handle the same. With regular vessel calls at Muktarpur Terminal from both Chattogram as well as Kolkata the facility is providing a much-needed alternative to the Chattogram-based Off-Docks as well as the congested Land Ports. Having already established regular export and import cargo movement along the Chattogram – Dhaka routes the company is continuing to focus on further facilitating bilateral trade with India by connecting SAPL Muktarpur Terminal to the ports on the Eastern coast of India. The market demand for this service has been very encouraging with commodities like wheat, rice, raw cotton etc., which are imported from India, are being handled on a regular basis. Moreover, Muktarpur Terminal also completed its maiden overseas break-bulk export by transporting garments waste to India recently and regular export business is expected to continue.

Company's valued clientele includes Maersk Line, Mediterranean Shipping Corporation, CMA-CGM, Damco, APL Logistics, Kuehne + Nagel, Expo Freight, Expeditors, GBX Logistics, ONE, OOCL, PIL, COSCO BD Shipping, Schenker Logistics BD Limited, Scan Global Logistics BD Limited, Nippon Express BD Limited, Continental Traders Limited, Gold Star Line, Yang Ming Line, & DSV, etc. as well as several other prestigious Main Line Operators and Freight Forwarders who are operating in the country. At Muktarpur Terminal the Company is proud to work directly with the top importers of the Country such as Premier Cement Mills Ltd., Crown Cement Plc., Shah Cement Industries Ltd, Majumder Agrotech International etc. and reputed local vessel operators such as Sea Glory, BIWTC etc.

The principal activity of the Company is to provide ICD / CFS services to its valued clients from both the Chattogram and Munshiganj facilities. These include:

Inland Container Depot (ICD): Transportation and storage of empty containers at SAPL's yard and onward delivery of the containers to various locations as per the client's advice. Company also provides customized services to its clients such as container condition survey, repair and maintenance, fumigation etc.

Container Freight Station (CFS): Activities related to Export cargo handling as well as Import cargo handling and the services include:

- Receiving of export cargo, storage of the same in bonded warehouse, documentation to complete formalities related to export, stuffing (loading) of the cargo in the container and transportation of the same (via either road or waterway), after completion of due Customs formalities, to Chattogram Port's Container Yard or Vessel Hook Point as per Client's advice.
- Receiving import containers from Chattogram Port's yard and transporting the same to SAPL's yard (via either road or waterway), documentation, un-stuffing of the import cargo after completion of due Customs formalities and handing over of cargo to clients.



SAPL has five subsidiary companies as under:

• **Summit Alliance Port East Gateway (I) Pvt. Limited:** Company's Kolkata Terminal (SAPL- KT) consists of Garden Reach Jetty 1 & 2 along with BISN Jetty. It is situated on the bank of River Hooghly and is located just beside Kolkata Port Trust's Netaji Subhas Dock. SAPL - KT comprises of total area of 10 acres and riverfront of 400m. The facility has Warehouse area (Transit Shed) of 1,187 sqm, Hardstand Area for cargo storage of 4,048 sqm and open area for cargo storage of 13,890 sqm. SAPL - KT was handed over to the Company's Indian subsidiary by Inland Waterways Authority of India (IWAI), under the Ministry of Shipping on 30th Oct 2018 under a 30-year concession on a revenue sharing model. The Company has achieved handling 630,589.96 MT in 2024-25 of operation under the reporting period which is detailed below:

Months	FLY ASH (MT)	OTHER CARGO (MT)	TOTAL (MT)
Jul-24	53,069.32	669.46	53,738.78
Aug-24	48,924.00	2,250.13	51,174.13
Sep-24	32,878.00	67.00	32,945.00
Oct-24	44,336.00	2,223.91	46,559.91
Nov-24	49,941.00	2,095.14	52,036.14
Dec-24	46,894.00	3,697.40	50,591.40
Jan-25	53,030.00	6,405.05	59,435.05
Feb-25	46,457.00	2,199.67	48,656.67
Mar-25	50,408.00	3,319.13	53,727.13
Apr-25	63,255.00	1,185.09	64,440.09
May-25	62,755.00	3,087.67	65,842.67
Jun-25	50,527.00	915.99	51,442.99
Total	602,474.32	28,115.64	630,589.96

• **Cemcor Limited:** SAPL holds all but 4 shares of the company's 1,758,300 ordinary shares of Tk.10/- each. Cemcor is a private limited company. Cemcor in turn owns 100% shares of Wahid Spinning Mills Limited (WSML) which was purchased from its promoters on 19th September 1999. WSML was incorporated as private limited company on 6th September 1999 under the Companies Act 1994. Neither Cemcor nor its subsidiary WSML is operative.

• **Container Transportation Services Limited:** Container Transportation Services Limited (CTSL or the 'Company'), a private limited company limited by shares, was incorporated in Bangladesh on 25 November 2013 under the Companies Act, 1994 (Registration No. C-112555/13) and commenced commercial operations on 1 July 2014. It is a subsidiary of Summit Alliance Port Limited (SAPL). The register office of the Company is situated at OCL Depot, Katghar, North Patenga, Chattogram. The Company was originally established with principal objectives of carrying business of container transportation by Prime Mover & trailer to / from Port & Depots. Later, the Company obtained Freight Forwarding business license and the Management of the company decided on a strategic shift to pursue only Freight Forwarding Business under its name and subsequently the Company has entered into a joint-venture agreement with Hellmann Worldwide Logistics International (HWLI) GmbH, a Germany based world renowned freight forwarding company and

started its freight forwarding business such as airfreight, Sea freight, ground handling, dispatch and clearance of cargo in harbor areas, custom clearance, warehousing and any other related services. The previous container transportation activities were ceased effective from July 2024.



Transport Support Limited: The company was incorporated as a private limited company on 9 July 2024 under the Companies Act 1994. The company's primary objective is to transport containerized exports and import cargo to and from Chattogram Port and other depots. SAPL holds 99.5% of the company's shares. To support its operations, the company owns 29 units of Prime Movers along with an equal number of Trailers. Previously, this transportation business was operated under Container Transportation Services Limited. However, as that company has now shifted its strategic focus toward freight forwarding, the management transferred the transportation business to this new entity, Container Transport Support Limited.

• **Summit Alliance Port Pte. Limited (SAPPL):** The Company's Singaporean subsidiary was established with the main aim of maintaining close liaison with the Regional and Head offices of the International Shipping Lines that are located in Singapore as well as assisting with sourcing of high-quality Port and Warehouse equipment that is required by the Company's facilities at Chattogram, Muktaapur and India. It should be noted that the parent company (SAPL) has approved plans to wind-up / strike-off this subsidiary company as most of the planned activities can now be carried out virtually.

Financial Performance

Taka in Million

Particular	Year ended on 30th June 2025		Year ended on 30th June 2024	
	Con.	Sep.	Con.	Sep.
Revenue	7,280.99	2,048.67	2,149.37	1,994.42
Operating Expenses	(5,334.23)	(909.00)	(1,142.82)	(1,020.49)
Gross Profit	1,946.76	1,139.68	1,006.55	973.93
General & Administrative Expenses	(379.08)	(173.62)	(182.54)	(173.36)
Advertisement & Sales Promotion Expenses	(8.17)	(1.08)	(1.30)	(1.14)
Operating Profit	1,559.51	964.96	822.71	799.43
Other Income	46.10	9.51	8.78	8.70
Profit/(Loss) on Sale of Assets	(1.88)	(1.88)	(0.22)	(0.22)
Finance Expenses	(402.27)	(338.29)	(297.88)	(290.15)
Profit/(Loss) from RT Operation	(33.97)	(33.97)	(2.72)	(2.72)
Profit before WPPF	1,171.24	604.09	530.67	515.04
Workers' Profit Participation Fund (WPPF)	(58.60)	(30.20)	(25.75)	(25.75)
Profit Before Income Tax	1,112.64	573.88	504.92	489.28
Current Income Tax	(259.98)	(126.89)	(107.55)	(100.87)
Deferred Tax	(11.36)	13.23	20.23	20.48
Profit after Income Tax	841.30	433.77	417.60	408.89

Our valued Shareholders will observe from the above table that the Company's Consolidated Operating Profit increased by 89.56% due to increase in volume handling by SAPL as well as commencement of new freight forwarding business by its subsidiary company Container Transportation Services Limited (CTSL). Consolidated finance Expenses also increased almost 35% over last year due to overall increase of the cost of borrowing from the financial market and high working capital requirement for the new freight forwarding business.

The Consolidated Net Profit after Tax of the Company increased by 101.46% over the preceding financial year. During this year, SAPL experienced increased volume handling in both Export, Import and ICD segments. Furthermore, the new freight forwarding business has also been introduced by its subsidiary company Container Transportation Services Ltd (CTSL) resulting in such achievement in Consolidated Net Profit growth from last

year. Retained Earnings of the Company, standalone as of 30th June 2025 including the NPAT of the current year amounted to Tk.613.49m (refer to notes to the Financial Statements No. 38). In view of this situation, your Board has recommended a dividend for the year under report as under:

Dividend

The Board of Directors of the Company recommended a **18% Cash dividend** for the financial year ended on 30th June 2025 in its meeting held on 6th November 2025 for the Shareholders whose names appear in Members'/ Depository Register/ CDBL Database on the Record Date on **27th November 2025** shall be entitled to receive total dividend subject to the approval of the shareholders in the ensuing 21st Annual General Meeting scheduled to be held on **23rd December 2025**.

Appropriation of Profit

	Taka in Million
	2024-2025
Retained Earnings as at 30th June 2025 (Note-38 of Financial Statements: Separate)	613.5
Appropriation recommended by the Board in its meeting held on 6 th November 2025 recommended dividend for the financial year 2024-2025 as follows:	
<ul style="list-style-type: none"> • Cash Dividend : 18% (2023-2024: 15%) • Stock Dividend : Nil (2023-2024: Nil) 	426.4
Retained Earnings: Net after Appropriations recommended	187.1

Explanation on the Emphasis Matters of the Audit Report:

Not completion of audit for the year 2024-25 of a Subsidiary Company in time:

The Management of Summit Alliance Port Pte Ltd (SAPPL) has decided to cease/ discontinue the business operation of SAPPL in Singapore. In accordance with management decision, a Singapore based professional expert has been appointed to start the process of striking off application with relevant authorities (i.e. ACRA) in Singapore as such the completion of audit for the year 2024-25 has been delaying. We will duly inform to the BSEC and other regulatory bodies when SAPPL has obtained permission for striking off its name from ACRA's register.

Explanation on credit risk associated with advance against land:

Your company is pleased to confirm that the lands against which the advances were made are currently in SAPL's possession and are being used for the company's ongoing operational purposes. The process to complete the legal title of the said lands is actively underway. Accordingly, the management assures that no significant credit risk is associated with these advances.

Explanation on periodical assessment following provisions of IAS 37:

Your company is closely monitoring the Case filed with Appellate Tribunal and the judgement of Appellate tribunal will be addressed and dealt with in accordance with applicable local law.

Explanation on following provisions of IAS 19, actuarial valuation of gratuity fund:

Your Company is pleased to states that the Gratuity Scheme for its employees was formally recognized by the National Board of Revenue (NBR) on 22 September 2021 under Clauses 2, 3, and 4 of Part-C of the First Schedule to the Income Tax Ordinance, 1984, and that the related books of accounts and settlements have been maintained in accordance with the Scheme approved by the Income Tax Authority. In accordance with auditor guidance and the measurement requirements of IAS 19 Employee Benefits, the Company will appoint an actuary to determine the present value of the defined benefit obligation and ensure subsequent reflection in the Financial Statements as per reporting standards.

Explanation regarding following of Section 11 (ka) of Companies (Second Amendment) Act, 2020:

Your Company will take necessary measure soon to amend its name from "Limited (Ltd)" to "Public Limited Company (PLC)".



Additional Disclosures as per Condition- 1(5) of the Corporate Governance Code

i. Industry outlook and possible future developments in the industry:

The Chattogram based Off-Dock Industry, being directly tied to the Country's trade performance as well as Chattogram Port's handling capability, experienced a challenging year as the adverse effects of the global ongoing economic instability and various wars worldwide took a toll on volumes. The Off-Dock industry Import and Export volumes increased significantly by 17.71% & 9.19% respectively. Import volumes would have been even higher if Chattogram Customs House would stop their unusual "dual-delivery" practice, whereby the import commodities designated for the Off-Docks were handled within Chattogram Port.

While the Off-Docks, with their extensive infrastructure facilities, proven capacity and experienced management will continue to handle the major portion of the country's Trade volumes, the River Terminals near Dhaka have continued to gain prominence. The extensive efforts to promote connectivity to the ports on the Eastern coast of India is showing encouraging results and a new market segment has been created for the country's bilateral trade with India without hampering the volumes presently being handled by the Chattogram based Off-Docks. After showing their value during the supply chain disruptions

caused by the COVID-19 pandemic, during which time the riverways were the only reliable means of transporting goods from both Chattogram and India. The River Terminals came to the fore once again, this time during the domestic unrest which led to disruptions on the highways and land borders. It was the river route that offered a much-needed alternative to keep the country's cargo moving. With the National Board of Revenue taking a slow but steady stance towards allowing the private River Terminals to handle more bulk / break-bulk items this has opened a new facet for the movement of bilateral trade cargo between Bangladesh and India, with both imports and export movement regularly taking place via the waterways. This segment is expected to grow trade relations between the two countries have fully normalized and NBR's steps towards market liberalization for this sector.

ii. Segment-wise performance:

Principal activities of the company have been explained under 'Business Activities'. Segment wise performance comprising of volume handled and revenue earned during the year under report compared with that of preceding year is shown below:

Segment	2024-25		2023-24	
	Volume (TEUs/MT)	Revenue (Taka in million)	Volume (TEUs/MT)	Revenue (Taka in million)
SAPL Chattogram Off-Dock Services:				
Export container handling	133,764	1,421.18	122,499	1,373.74
Import container handling	26,772	254.66	22,123	262.56
Empty container storage & handling (ICD) in days	2,281,209	372.82	2,174,505	358.13
SAPL-IWCT:				
Import container handling	-	-	18	0.83
Import Bulk & Break-Bulk Cargo handling in MT	1,053,268.99	62.93	728,073.94	49.43
Empty container storage & handling (ICD) in days & Others	-	35.20	1,332	64.03
By Subsidiary:				
Haulage by CTSL (No. of Trips)	64,629	147.48	71,350	82.37
Summit Alliance Port East Gateway (I) Pvt. Ltd. in MT	630,589.96	82.25	702,127.27	71

iii. Risks and Concerns including internal and external risk factors, threats to sustainability and negative impact on the environment, if any:

Risks can negatively affect not only internal processes within a company and business results but also managerial decisions. This process covers identifying and creating sustainable competitive advantages for the company and implementing appropriate risk management. One of the preconditions for sound decision-making is the identification of specific risks.

Off-Dock operations is highly dependent on the efficiency of handling exports and imports by Chattogram Port Authority that is generated from international trade of the Country. Therefore, any disruption in Chattogram Port operations will have an adverse impact on the trade volume of the Country and have a consequential effect on the business of the Company. While Chattogram Port is facing capacity shortage problems, the Government has recognized the urgency of the matter and has already undertaken fast-track projects like the recently inaugurated Patenga Container Terminal and the upcoming Bay Container Terminal to address the challenge. Besides the dependency on Chattogram 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 such calamities.

Muktarpur Terminal is also highly dependent on Chattogram Port to carry out the necessary transshipment container movement and will therefore be affected by any delays to the planned expansion works being carried out by Chattogram Port. Unlike the Off-Docks however the Muktarpur Terminal does have the advantage and opportunity of carrying out trading activities directly with Bangladesh's neighboring countries, whereby Chattogram Port will not have to be used.

All of SAPL's Off-Docks and Terminals undertakes appropriate operational risk assessments and implements proper mitigation measures to ensure environmental sustainability through environmental management plans minimizing the negative effect on both land and river.

SAPL operates in a highly legal and regulatory environment that is exposed to significant litigation, acquisition, and similar risks arising from disputes and regulatory proceedings. Such matters are subject to uncertainties and the outcome can be difficult to predict arising from past events and the existence of which depends upon the occurrence or non-occurrence of one or more uncertain future events which are not always within the control of the Company.

Existing legal matters that may have a probable and estimable impact on the company's financial position are disclosed below:

Sl.	Case/Suit number	Name of the parties
1.	Other Suit number: 414/14	Anowara Begum Vs. SAPL 3rd Joint District Judge Court, Chattogram
2.	Other Suit number: 57/2021	SAPL Vs. Monowara Begum & Others 3rd Senior Assistant Judge Court, Chattogram
3.	Petition Case number: 164/20	SAPL vs. Civil Aviation Authority Additional Divisional Commissioner's Court, Chattogram
4.	VAT Case number: 302/2024	SAPL vs. VAT Appellate Tribunal, Dhaka.
5.	Artharin Execution Case no. 472/2004.	Pubali Bank Limited vs. Didarul Islam Chowdhury & others. Artharin Adalat-1, Chattogram.
6.	Artharin Execution Case no. 61/2025	SAPL vs. Pubali Bank Limited. Artharin Adalat-1, Chattogram.
7.	Writ Petition Number: 8200 of 2025	SAPL Vs. Bangladesh Inland Water Transport Authority (BIWTA) and Others. High Court Division, Supreme Court of Bangladesh.

Finally, all SAPL facilities are dependent on maintaining business licenses i.e., renewing permission/ clearance from Chattogram / Pangaon Custom House (under NBR), Chattogram Port Authority and various other relevant Government Agencies. Delay at any stage can have consequential effect in smooth continuation of the operations.

- iv. **Cost of Goods sold, Gross Profit Margin and Net Profit Margin**
Reflected in the 'Comprehensive Income Statement'.
- v. **Extraordinary Activities and their implication**
There was no such extraordinary activity, gain or loss occurred in the reporting year.
- vi. **Related Party Transactions**
Reference is made to Note-59 on Financial Statements
- vii. **Utilization of proceeds from IPO**
Not applicable
- viii. **Explanation of financial results after IPO**
Not applicable
- ix. **Significant variance between Quarterly and Annual Financial Statements**
Other than issues detailed under Clause-xviii below there is no other significant variance between Quarterly and Annual financial statements.
- x. **Remuneration of Directors**
Remuneration, performance and other related perquisites/benefits of Executive Directors are reviewed annually and approved by the Nomination and Remuneration Committee. A statement is included in Note 51.01 and in 59.00- (b) on Financial Statements. Non-Executive Directors including Independent Directors are paid only attendance fee per meeting.
- xi. The Financial Statements prepared by the management of the Company present fairly its State of Affairs, the result of Operations, Cash Flows and Changes in Equity.
- xii. Proper Books of Accounts have been maintained.
- xiii. Appropriate Accounting Policies have been consistently applied in preparation of the Financial Statements and the accounting estimates are based on reasonable and prudent judgment.
- xiv. International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS), as applicable in Bangladesh have been followed in preparation of the Financial Statements. A detailed statement of compliance with IASs/IFRSs is included in Note-2.1 on the Financial Statements.
- xv. The Company maintains a sound Internal Control System which gives reasonable assurance against any material misstatement. The internal control system is regularly reviewed by the Company's Internal Audit Team.
- xvi. Being compliant with all regulatory provisions, as applicable, the company ensures that minority shareholders are protected from abusive actions by interested quarters, including controlling shareholders.

- xvii. There is no significant doubts about the Company's ability to continue as a going concern.
- xviii. During the current financial year under report, though the Company has gone through an adverse economic situation due to current economic crisis, inflation and war stocking civil unrest across the globe but the financial results improved due to increase of Import volume handling throughout the year and increase of Tariff from September 2023.
- xix. Key operating and financial data of the immediately preceding 5 (five) years has been summarized in **Annexure 2**.
- xx. Reasons for not declaring dividend for the year: Not applicable.
- xxi. No interim dividend, bonus or cash, has been declared during the year.
- xxii. The number of Board meetings held during the year and attendance by each director has been disclosed in the following chapter under the caption: Directors' meeting and attendance.
- xxiii. The pattern of shareholding disclosing the aggregate number of shares has been reported in **Annexure-3**. Lien or pledge related information as per condition No. 4 of Bangladesh Securities and Exchange Commission's Notification No. BSEC/CMRRCD/2009-193/10/Admin/118 dated 22 March 2021 has also been disclosed in **Annexure-4**.
- xxiv. Directors' Appointment and reappointment: Reported in the chapter under the caption: Directors Election and appointment/reappointment. A brief resume of the Directors has been printed under 'Introducing the Directors'. The names of the companies in which the person also holds the directorship and members of committees of the Board have also been disclosed in **Annexure-8**.
- xxv. Management discussion and analysis on the company's position and operations along with a brief on changes in the financial statements duly signed by MD is enclosed in **Annexure-5**.
- xxvi. Declaration or Certification by MD and CFO to the Board as required under condition 3(3) of Corporate Governance Code is enclosed in **Annexure-6**.
- xxvii. Report as well as certification regarding compliance of conditions of Corporate Governance Code by a Chartered Accountant is enclosed in **Annexure-7**.
- xxviii. Business strategy or technical specification related to products or services, which have business confidentiality. Not applicable

Directors

• Directors' meeting and attendance

During the financial year from 1st July 2024 to 30th June 2025, the Board of Directors held Five (5) meetings. Name of the Directors and the number of meetings participated by each are given below:

Name of Directors	Attended	Remarks
Mr. Muhammed Aziz Khan	05	
Mrs. Anjuman Aziz Khan	04	
Mr. Jowher Rizvi	05	
Mr. Abdul-Muyeed Chowdhury	02	
Mr. Lutfe Mawla Ayub	05	
Mr. Helal Uddin Ahmed	03	Retired from the Board on 28.01.2025
Mr. Anis A. Khan	05	
Mr. Md. Latif Khan	04	
Ms. Ayesha Aziz Khan	02	
Ms. Azeeza Aziz Khan	04	
Mr. Faisal Karim Khan	04	
Mr. Syed Yasser Haider Rizvi	05	
Mr. Syed Nasser Haider Rizvi	01	
Mr. Syed Fazlul Haque	05	
Captain Kamrul Islam Mazumder	05	
Mr. Junayed Ahmed Chowdhury	-	Resigned, Resignation approved by the Board on 30.04.2025

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

• Directors' Election and Appointment/ Re-Appointment

As per Article 42 of the Company's Articles of Association Mr. Syed Yasser Haider Rizvi, Mr. Syed Nasser Haider Rizvi, Ms. Azeeza Aziz Khan, Mr. Md. Latif Khan & Mr. Lutfe M. Ayub shall retire in the 21st Annual General Meeting by rotation and being eligible, offer them for re-election.

After completing the two consecutive terms of three years each as Independent Director of the Board, Mr. Helal Uddin Ahmed has retired as per BSEC's condition 1(2) (e) of Corporate Governance Code as stipulated in its Notification dated 3rd June 2018.

Besides, tenure of Mr. Jowher Rizvi as Managing Director of the Company expiring on 31st December 2025. As per the provision of section 110 of the Company's Act 1994, Board of Directors of the Company decided to extend the term for a further period of three years from 1st January 2026.



Audit Committee

Audit Committee is comprised of Board members as under:

1.	Mr. Anis A. Khan	Independent Director	Chairman
2.	Mr. Abdul-Muyeed Chowdhury	Non-Executive Director	Member
3.	Mr. Lutfе Mawla Ayub	Non-Executive Director	Member
4.	Mr. Syed Fazlul Haque, FCA	Non-Executive Director	Member

During the year under report, four meetings of the audit committee were held.

Nomination and Remuneration Committee (NRC)

Nomination and Remuneration Committee is comprised of Board members as under:

1.	Mr. Anis A. Khan	Independent Director	Chairman
2.	Mr. Syed Fazlul Haque, FCA	Non-Executive Director	Member
3.	Mr. Latif Khan	Non-Executive Director	Member

During the year under report, only one meeting of the Nomination and Remuneration Committee was held.

Statutory Auditors

S. F. Ahmed & Co, Chartered Accountants, will retire in the ensuing AGM and being eligible, has offered for re-appointment for the next financial year ending on 30th June 2026. Your Board also recommended S. F. Ahmed & Co. for re-appointment for the financial year 2025-26 and to continue in the office until holding of the 22nd Annual General Meeting of the company, subject to approval of the Shareholders in the forthcoming 21st Annual General Meeting.

The Management, after several years of focusing on implementing efficiency and cost-cutting measures while simultaneously attracting new clients has achieved a satisfactory level of capacity utilization of the company's existing infrastructure. With the encouraging growth in both export and especially import volumes, the Management is presently undertaking feasibility studies to carry out expansion activities at the company's Chattogram location, with the goal of maintaining the SAPL's market leadership position.

Business Expansion

The merged company is the first such Off-Dock in the private sector and commenced operations in April 1986 in the name of Ocean Containers Limited. Since then, your Board has been continuously striving to expand facilities and improve performance standard to accommodate the increased demand that arose from the confidence and trust our valued customers reposed on our high standard services. With the Chattogram Off-Dock facilities, Munshiganj facility in Dhaka Division and Kolkata Terminal in India combined your company today has approx. 70.31 acres of freehold land along with 22.85 acre of leasehold land and has recently increased Warehouse facilities presently having over 8,51,200sft for handling Export & Import cargo.

The Company's Muktarpur Terminal is awaiting the necessary regulatory permissions from National Board of Revenue to allow handling of selective steel products in bulk & break-bulk form, which is a promising segment that will allow for substantial volume growth in the coming year.

Going concern

While approving the financial statements, Directors have made appropriate enquiries 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 in this Annual Report.

Corporate Social Responsibility

As part of the ongoing commitment to the society and environment in which the Company conducts its business, SAPL remains promise bound to perform its obligation. During the recent countrywide flooding, SAPL stood beside the local communities by providing financial aid to those affected. We shall continue our drive to further promote social and environmental improvements whenever the opportunity arises.

Status of Compliance

A status report on compliance as per the Commission's Notification No. BSEC/CMRRCD/2006 - 158/207/ Admin/80 dated 3rd June 2018 is enclosed in **Annexure-1**.

Human Resources Management

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 through Nomination and Remuneration Committee places great emphasis on the development of its people and hence efforts are made to send our people to various courses and

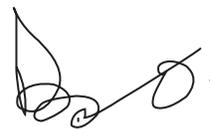
workshops. In-house workshops are also arranged as and when required to update knowledge on the respective functional areas.

Acknowledgement

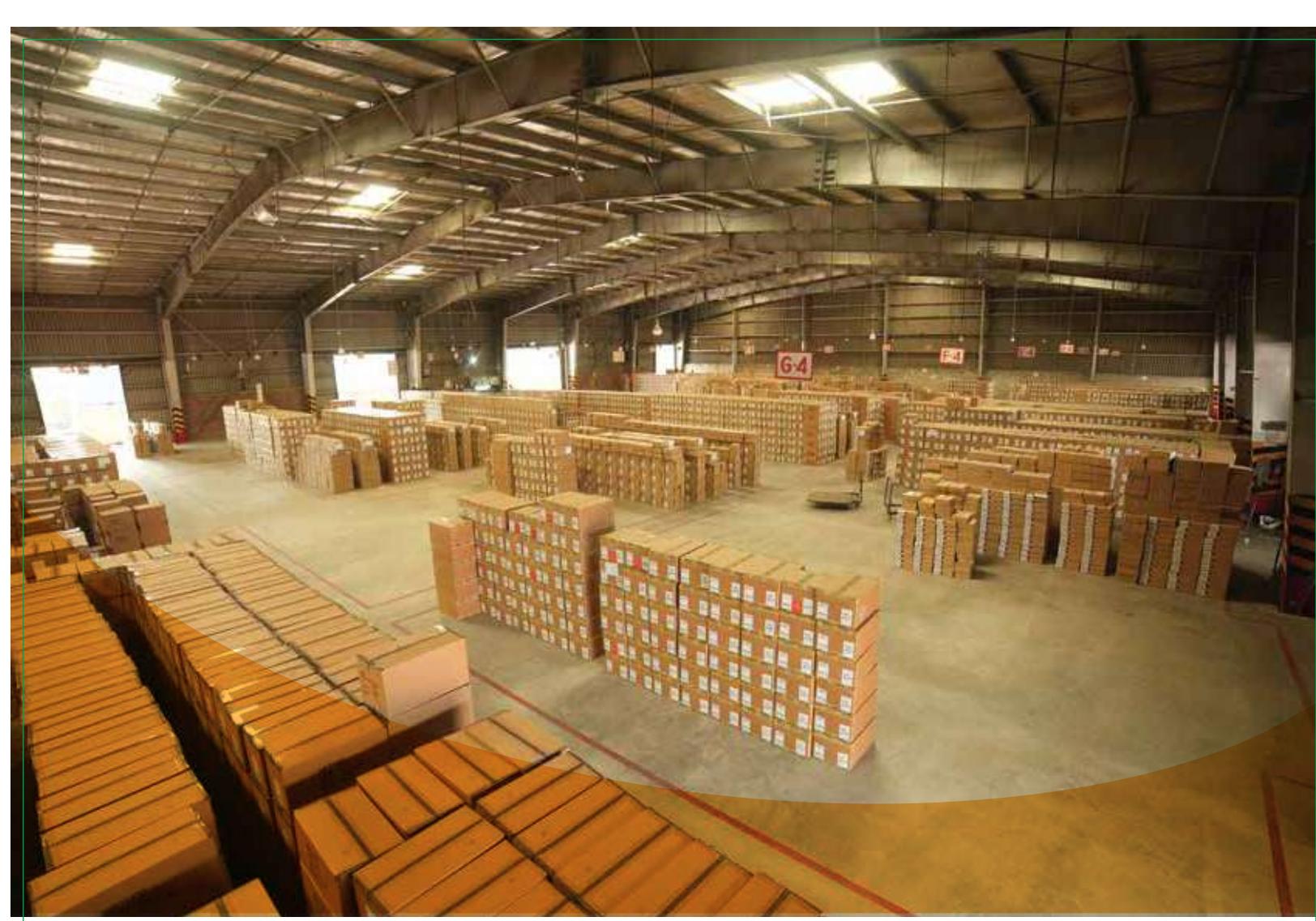
The trust and confidence that our valued customers bestow in us is our main driving force. We accept this trust in all humility and shall continue to strive to live up to the expectations. Board expresses its heartfelt thanks and gratitude to all the stakeholders including Investors, Clients, Suppliers,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

Your directors would like to put on record their deep appreciation of the efforts made by the employees of the Company. Their commitment and passion, both individually and through teamwork, have helped SAPL achieve what 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.

On behalf of the Board of Directors,



Muhammed Aziz Khan
Chairman



পরিচালকবৃন্দের প্রতিবেদন

২০২৫ সালের ৩০শে জুন পর্যন্ত সম্মানিত শেয়ারহোল্ডারদের জন্য

প্রিয় শেয়ারহোল্ডারবৃন্দ,

আসসালামুআলাইকুম ও শুভ সকাল,

সামিট এ্যালায়েন্স পোর্ট লিমিটেড (এসএপিএল) এর ২১তম বার্ষিক সাধারণ সভায় পরিচালনা পর্ষদের পক্ষ থেকে আপনাদের সবাইকে স্বাগত জানাচ্ছি। আপনাদের সামনে ৩০শে জুন ২০২৫ তারিখে সমাপ্ত আর্থিক বছরের কোম্পানির পরিচালনা কার্যক্রম এবং নিরীক্ষিত আর্থিক বিবরণী উপস্থাপন করতে পেরে আমরা আনন্দিত। পরিচালনা পর্ষদের প্রতিবেদন প্রণয়নের ক্ষেত্রে ১৯৯৪ সালের কোম্পানি আইনের ১৮৪ ধারা এবং ৩জুন ২০১৮ তারিখে প্রকাশিত বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং বিএসইসি /সিএমআরআরসিডি/২০০৬ - ১৫৮/২০৭/ এডমিন /৮০ এবং ৫ই ফেব্রুয়ারী ২০২০ প্রকাশিত বিএসইসি / সিএমআরআরসিডি/২০০৯-১৯৩/১/এডমিন/১০২ অনুসরণ করা হয়েছে।

ব্যবসায়িক কার্যক্রম

২০০৩ সালের ডিসেম্বরে প্রতিষ্ঠিত এসএপিএল, ঢাকা এবং চট্টগ্রাম স্টক এক্সচেঞ্জ এ তালিকাভুক্ত হয় ১৬ অক্টোবর ২০০৮ সালে। এসএপিএল এর তিনটি ডিপো আছে (পূর্বের ওসিএল ডিপো সহ) সকল ডিপো সমূহের অনুকূলে গ্লোবাল সিকিউরিটি ভেরিফিকেশন (জিএসভি) সনদ রয়েছে এবং এই প্রতিষ্ঠানটি একটি নেতৃস্থানীয় আন্তর্জাতিক নেটওয়ার্ক যেটা বৈশ্বিক সরবরাহ ব্যবস্থার সকল নিরাপত্তা উন্নয়নে এবং বাস্তবায়নে সহায়তা করে থাকে। জিএসভি এর সনদ এই বাস্তবতাই প্রতিষ্ঠা করেছে যে, কোম্পানির যথাযথ নিরাপত্তা ব্যবস্থা রয়েছে যেটা আমেরিকার ব্যুরো অফ কাস্টমস্ এবং সীমান্ত নিরাপত্তার প্রতিবেদনে প্রকাশিত হয়েছে এবং এই নিরাপত্তা ব্যবস্থা আমাদের সকল স্থাপনা সমূহে এবং বৈদেশিক বাণিজ্যেও প্রতিপালিত হচ্ছে।

জিএসভি এর পাশাপাশি এসএপিএল এর সার্ভিস সমূহ আন্তর্জাতিক জাহাজ ও বন্দরের নিরাপত্তা অনুযায়ী পরিচালিত হচ্ছে।

কোম্পানির নৌ-কন্টেইনার টার্মিনালটি (যা মুক্তারপুর টার্মিনাল বা নৌ-টার্মিনাল নামে পরিচিত) মুন্সিগঞ্জ জেলার অন্তর্গত মুক্তারপুরে ধলেশ্বরী নদীর তীরে ১৫.১৯ একর নিজস্ব নিষ্কটক ভূমির উপর প্রতিষ্ঠিত হয়েছে যা বেসরকারি খাতের প্রথম ও একমাত্র নদীবন্দর। বাংলাদেশ ও ভারতের মধ্যে সম্প্রতি স্বাক্ষরিত অভ্যন্তরীণ নদী পথে ট্রানজিট ও ট্রেড (পিআইডাবলিউটিটি) চুক্তির দ্বিতীয় সংযোজন এ মুক্তারপুর টার্মিনালকে “সম্প্রসারিত পোর্ট আফ-কল” এর মর্যাদা দেওয়া হয়েছে এবং এটাই প্রথম একটি বেসরকারী খাত যা এই ধরনের মর্যাদা অর্জন করেছে। অফ ডকের মত প্রায় একই ধরনের এই স্থাপনাতে (কাষ্টম নির্দেশিত) বন্ডেড গুদামঘর রয়েছে। পণ্য উঠানামার প্রয়োজনীয় সকল যন্ত্রপাতিসহ, কন্টেইনার ফ্রেইট স্টেশন যেখানে আমদানি-রপ্তানির সকল পণ্য উঠানো নামানোর সুবিধাদি রয়েছে এছাড়াও খালি কন্টেইনার মজুদ রাখার সুবন্দোবস্ত রয়েছে। উল্লেখিত সুবিধাদি ছাড়াও মুক্তারপুর টার্মিনালকে নির্দেশিত কিছু খোলা পণ্য উঠা-নামা করার জন্য জাতীয় রাজস্ব বোর্ড কর্তৃক অনুমোদন দেয়া হয়েছে এবং এ সকল খোলা পণ্য উঠা-নামা করার প্রয়োজনীয় ব্যবস্থা টার্মিনালে বর্তমান আছে। মুক্তারপুর টার্মিনালে চট্টগ্রাম এবং কলকাতা হতে নিয়মিত জাহাজ চলাচল করছে। চট্টগ্রাম অফ-ডক এর সাথে এমনকি ব্যস্ত স্থল বন্দরের পণ্য বিকল্প উপায়ে নদীপথে মুক্তারপুর টার্মিনাল ব্যবহার করা হচ্ছে। ঢাকা-চট্টগ্রাম নদীপথে পণ্যবাহী জাহাজের সংযোগ ইতমধ্যে মুক্তারপুর টার্মিনালে স্থাপিত হয়েছে। কোম্পানি এখন ভারতের দ্বিপাক্ষিক চুক্তি মোতাবেক বাণিজ্য সুবিধাদি সম্প্রসারণের লক্ষ্যে মুক্তারপুর টার্মিনালে যোগাযোগ স্থাপনের দিকে বিশেষ দৃষ্টি দিচ্ছে যাতে ভারতের পূর্বাঞ্চলীয় উপকূলবর্তী বন্দর সমূহের সাথে মুক্তারপুর টার্মিনালে যোগাযোগ স্থাপন করা যায়। প্রাথমিক চাহিদায় এই সেবা প্রদান এখন খুবই উৎসাহ ব্যঞ্জক যে, উল্লেখিত পণ্য যেমনঃ গম, চাল, কাচা তুলা ইত্যাদি। ভারত থেকে আমদানিকৃত এ সকল পণ্য এখন নিয়মিত ভাবে পরিবহন করা হচ্ছে।



উপরন্ত মুক্তারপুর নৌ-বন্দর তার প্রথম পোষাক শিল্পের ওয়েস্ট ভারতে খোলা পণ্য হিসাবে রপ্তানি সম্পন্ন করেছে এবং এখন থেকে এই রপ্তানি ভবিষ্যতেও চালু থাকবে বলে আশা করা যায়। কোম্পানির সম্মানিত গ্রাহকদের মধ্যে মার্কস্ লাইন, মেডিটারেনিয়ান শিপিং, সিএমএ-সিজিএম, ড্যামকো, এপিএল লজিস্টিকস, কুহনে+নাগেল, এক্সপোফ্রেইড, এক্সপেডিটরস্, জিবিএক্স লজিস্টিকস, ওয়ান, ওওসিএল, পিআইএল, ইয়াং মিং লাইন, কসকো বিডি শিপিং, শেক্সার লজিস্টিকস বিডি লিমিটেড, স্ক্যান গ্লোবাল লজিস্টিকস বিডি লিমিটেড, নিপ্পন এক্সপ্রেস বিডি লিমিটেড, কন্টিনেন্টাল ট্রেডার্স লিমিটেড, গোল্ড স্টার লাইন লিমিটেড ও ডিএসভি ইত্যাদি এবং আরো অন্যান্য স্বনামখ্যাত মেইনলাইন অপারেটর এবং নেতৃস্থানীয় ফ্রেইট ফরওয়ার্ডারও রয়েছেন। দেশের উচ্চমানের রপ্তানিকারক যেমন প্রিমিয়ার সিমেন্ট লিমিটেড, ক্রাউন সিমেন্ট, শাহ্ সিমেন্ট ইন্ডাস্ট্রিজ লিমিটেড, মজুমদার এগ্রোটেক ইন্টারন্যাশনাল ইত্যাদি এবং স্থানীয় নামকরা জাহাজ পরিচালনাকারী যেমন সি-গ্লোরী, করিম শিপিং লাইন্স, বিআইডব্লিউটিসি ইত্যাদির সাথে মুক্তারপুর নৌ-বন্দরের কাজ করার মাধ্যমে অত্র কোম্পানি গর্বিত।

কোম্পানির মূল কার্যক্রমের মধ্যে আইসিডি/সিএফএস এর মাধ্যমে চট্টগ্রাম ও মুন্সিগঞ্জ উভয় দিকে নদী পথে আমাদের সম্মানিত গ্রাহকদের নিম্নে বর্ণিত সেবা প্রদান করা হয়:

অভ্যন্তরীণ কন্টেইনার ডিপো (আইসিডি): এই সেবার মধ্যে রয়েছে খালি কন্টেইনার সমূহ পরিবহন ও এসএপিএল ইয়ার্ডে সংরক্ষণ এবং গ্রাহকের পরামর্শে তাদের নির্দেশিত স্থানে পুনরায় কন্টেইনার পরিবহন। এছাড়াও কিছু বিধিবদ্ধ সেবা যেমন কন্টেইনারের অবস্থা সার্ভে, তার মেরামত ও রক্ষণাবেক্ষণ এবং জীবানু মুক্ত করা (ফিউমিগেশন) ইত্যাদি অত্র কোম্পানি প্রদান করে থাকে।

কন্টেইনার ফ্রেইট স্টেশন (সিএফএস): আমদানি ও রপ্তানিকৃত পণ্য পরিবহন, মজুতকরণ সংক্রান্ত যাবতীয় কার্যক্রম পরিচালনা এবং এই ব্যবস্থায় যে সকল কার্য পরিচালনা বা গ্রাহক সুবিধা প্রদান করা হয়:

- * গ্রাহকদের কাছ থেকে রপ্তানি পণ্য গ্রহণ, গৃহীত পণ্য সমূহ কোম্পানির বন্ডেড ওয়ারহাউজে মজুতকরণ, মজুতকৃত এই সকল পণ্য রপ্তানির জন্য কাস্টমস সংক্রান্ত সকল দলিল দস্তাবেজ তৈরী ও অন্যান্য যাবতীয় আনুষ্ঠানিকতা সম্পাদনের মাধ্যমে এবং উক্ত পণ্য সমূহ কাস্টমস নির্দেশিত সকল কার্যক্রম সম্পাদন শেষে গ্রাহকের চাহিদা মোতাবেক চট্টগ্রাম বন্দরের কন্টেইনার পোর্ট ইয়ার্ডে পৌঁছানো এমনকি জাহাজীকরণ পর্যন্ত সুবিধা প্রদান।
- * আমদানিকৃত পণ্যের কন্টেইনারের ক্ষেত্রে চট্টগ্রাম বন্দর থেকে কন্টেইনার খালাসকরণ, কাস্টমস্ এবং আমদানির ক্ষেত্রে যাবতীয় আনুষ্ঠানিকতা সম্পাদন শেষে কোম্পানির ডিপোতে উক্ত পণ্য সমূহের আনস্টাফিং সম্পাদন করে গ্রাহকদের চাহিদা অনুযায়ী সেগুলো নির্দিষ্ট গন্তব্যে পৌঁছানোর ব্যবস্থা করা।

এসএপিএল এর নিয়োক্ত ০৫(পাঁচটি) সহযোগী প্রতিষ্ঠান রয়েছে:

- **সামিট এ্যালায়েন্স পোর্ট ইন্স গেটওয়ে (ইন্ডিয়া) প্রাইভেট লিমিটেড:**
BISN জেটিসহ গার্ডেন রিচের ১নং এবং ২নং জেটি সমেত কোম্পানির নতুন স্থাপিত কলকাতা টার্মিনাল (SAPL-KT) নামে পরিচিত। এই টার্মিনালটি হুগলী নদীর তীরে অবস্থিত এবং কলকাতা পোর্ট ট্রাস্ট নেতাজি সুবাস WK এর কন্টেইনার টার্মিনালের পাশে সর্বমোট ১০ একর জায়গা নিয়ে গঠিত এবং ইহার নদীর তীর সংলগ্ন ৪০০ মিটার দীর্ঘ জলসীমা রয়েছে। টার্মিনালটির সুবিধাদির মধ্যে ১,১৮৭ বর্গমিটার জুড়ে পণ্য রাখার গুদাম ঘর (ট্রানজিট সেড), ৪,০৪৮ বর্গমিটার জুড়ে পণ্য মজুত করার পাকা জায়গা এবং ১৩,৮৯০ বর্গমিটার জুড়ে খোলা জায়গায় পণ্য মজুতের ব্যবস্থা রয়েছে। এসএপিএল এর ভারতীয় সাবসিডিয়ারী এর নিকট SAPL-KT কে ভারতীয় শিপিং মন্ত্রণালয়ের অধীনে থাকা ভারতীয় অভ্যন্তরীণ জলপথ কর্তৃপক্ষ (IWAI) কর্তৃক ৩০শে অক্টোবর ২০১৮ইং তারিখে আয়ের বন্টন ভিত্তিতে (Revenue Sharing Model) ৩০ বছর মেয়াদী চুক্তির আওতায় হস্তান্তর করা হয়। ২০২৪-২৫ অর্থ বছরে কোম্পানি ৬৩০,৫৮৯.৯৬ মেট্রিকটন পণ্য হ্যান্ডেলিং করেছে যা মাসওয়ারী বিস্তারিত বিবরণ নিম্নে পেশ করা হল:



মাস	ফ্লাই-এ্যাশ (মে. টন)	অন্যান্য (মে. টন)	মোট (মে. টন)
জুলাই-২৪	৫৩,০৬৯.৩২	৬৬৯.৪৬	৫৩,৭৩৮.৭৮
আগস্ট-২৪	৪৮,৯২৪.০০	২,২৫০.১৩	৫১,১৭৪.১৩
সেপ্টেম্বর-২৪	৩২,৮৭৮.০০	৬৭.০০	৩২,৯৪৫.০০
অক্টোবর-২৪	৪৪,৩৩৬.০০	২,২২৩.৯১	৪৬,৫৬০.৯১
নভেম্বর-২৪	৪৯,৯৪১.০০	২,০৯৫.১৪	৫২,০৩৬.১৪
ডিসেম্বর-২৪	৪৬,৮৯৪.০০	৩,৬৯৭.৪০	৫০,৫৯১.৪০
জানুয়ারী-২৫	৫৩,০৩০.০০	৬,৪০৫.০৫	৫৯,৪৩৫.০৫
ফেব্রুয়ারী-২৫	৪৬,৪৫৭.০০	২,১৯৯.৬৭	৪৮,৬৫৬.৬৭
মার্চ-২৫	৫০,৪০৮.০০	৩,৩১৯.১৩	৫৩,৭২৭.১৩
এপ্রিল-২৫	৬৩,২৫৫.০০	১,১৮৫.০৯	৬৪,৪৪০.০৯
মে-২৫	৬২,৭৫৫.০০	৩,০৮৭.৬৭	৬৫,৮৪২.৬৭
জুন-২৫	৫০,৫২৭.০০	৯১৫.৯৯	৫১,৪৪২.৯৯
মোট	৬০২,৪৭৪.৩২	২৮,১১৫.৬৪	৬৩০,৫৮৯.৯৬

- **সেমকর লিমিটেড:** এসএপিএল (SAPL) সেমকর লিমিটেড এর প্রতিটি ১০ টাকা মূল্যের ১,৭৫৮,৩০০ সাধারণ শেয়ারের ০৪ টি ব্যতিত সকল শেয়ারের সত্ত্বাধিকারী। সেমকর একটি প্রাইভেট লিমিটেড কোম্পানি যেটি ওয়াহীদ স্পিনিং মিলস লিমিটেড (WSML) এর ১০০% শেয়ারের মালিক যা এর উদ্যোক্তাদের কাছ থেকে ১৯৯৯ সালের ১৯ সেপ্টেম্বর ক্রয় করে নেয়। ওয়াহীদ স্পিনিং মিলস লিমিটেড (WSML) একটি প্রাইভেট লিমিটেড কোম্পানি যা কোম্পানি আইন ১৯৯৪ অনুসরণে ১৯৯৯ সালের ৬ই সেপ্টেম্বর নিবন্ধিত হয়। সেমকর লিমিটেড এবং সহযোগী প্রতিষ্ঠান ওয়াহীদ স্পিনিং মিলস লিমিটেড (WSML) কেউই ব্যবসায়িক ভাবে সক্রিয় নয়।
- **কন্টেইনার ট্রান্সপোর্টেশন সার্ভিসেস লিমিটেড:** একটি প্রাইভেট লিমিটেড কোম্পানি, যা কোম্পানি আইন , ১৯৯৪ অনুযায়ী ২৫ নভেম্বর ২০১৩ তারিখে বাংলাদেশে অন্তর্ভুক্ত হয় (নিবন্ধন নং C-112555/13) এবং ১ জুলাই ২০১৪ তারিখে বানিজ্যিক কার্যক্রম শুরু করে। এটি সামিট এ্যালায়েন্স পোর্ট লিমিটেড (এসএপিএল) - এর একটি সহযোগী প্রতিষ্ঠান। কোম্পানির নিবন্ধিত কার্যালয় চট্টগ্রামস্থ ওসিএল ডিপো, কাটগর, উত্তর পতেঙ্গায় অবস্থিত। প্রতিষ্ঠান সময় কোম্পানির মূল উদ্দেশ্য ছিল পোর্ট ও ডিপোগুলোর মধ্যে প্রাইম মুভার ও ট্রেইলারের মাধ্যমে কন্টেইনার পরিবহন কার্যক্রম পরিচালনা করা। পরবর্তীতে কোম্পানি ফ্রেইট ফরওয়ার্ডিং ব্যবসার লাইসেন্স প্রাপ্ত হয় এবং ব্যবস্থাপনা কর্তৃপক্ষ কৌশলগত সিদ্ধান্ত গ্রহণ করে যে প্রতিষ্ঠানটি তার নামে কেবলমাত্র ফ্রেইট ফরওয়ার্ডিং ব্যবসা পরিচালনা করবে। এর অংশ হিসেবে কোম্পানি জার্মানির খ্যাতনামা আন্তর্জাতিক ফ্রেইট ফরওয়ার্ডিং প্রতিষ্ঠান Hellmann World wide Logistics International (HWLI) GmbH -এর সঙ্গে একটি যৌথ উদ্যোগ চুক্তি স্বাক্ষর করে এবং জুলাই ২০২৪ হতে কন্টেইনার পরিবহন কার্যক্রম স্থগিত করে এয়ার ফ্রেইট,

সি ফ্রেইট, গ্রাউন্ড হ্যান্ডলিং, বন্দর এলাকায় কার্গো ডিসপ্যাচ ও ক্রিয়ারেস, কাস্টমস ক্লিয়ারেন্স, ওয়ারহাউজিং এবং পূর্বের কন্টেইনার পরিবহন কার্যক্রম ২০২৪ সালের জুলাই মাস থেকে বন্ধ করা হয়েছে।

- **কন্টেইনার ট্রান্সপোর্ট সাপোর্ট লিমিটেড:** কোম্পানিটি ৯ জুলাই ২০২৪ তারিখে কোম্পানি আইন ১৯৯৪ অনুযায়ী একটি প্রাইভেট লিমিটেড কোম্পানি হিসেবে নিবন্ধিত হয়। কোম্পানির মূল উদ্দেশ্য হচ্ছে চট্টগ্রাম বন্দর ও অন্যান্য ডিপোতে রপ্তানি ও আমদানি কন্টেইনার পরিবহন সেবা প্রদান করা। কোম্পানিটির ৯৯.৫ শতাংশ শেয়ারের মালিক সামিট এ্যালায়েন্স পোর্ট লিমিটেড (এসএপিএল)। ব্যবসায়িক কার্যক্রম পরিচালনার জন্য কোম্পানিটির মালিকানায় ২৯টি প্রাইম মুভার ও সমসংখ্যক ট্রেইলার রয়েছে। পূর্বে এই পরিবহন কার্যক্রম কন্টেইনার ট্রান্সপোর্টেশন সার্ভিসেস লিমিটেড (CTSL) এর অধীনে পরিচালিত হতো। কিন্তু প্রতিষ্ঠানটি কৌশলগতভাবে ফ্রেইট ফরওয়ার্ডিং ব্যবসায় মনোনিবেশ করায়, ব্যবস্থাপনা পরিবহন কার্যক্রমটিকে নতুন প্রতিষ্ঠান কন্টেইনার ট্রান্সপোর্ট সাপোর্ট লিমিটেডে স্থানান্তরের সিদ্ধান্ত গ্রহণ করে।



- **সামিট এ্যালায়েন্স পোর্ট প্রাইভেট লিমিটেড, সিঙ্গাপুর :** অত্র কোম্পানিটি মূল কোম্পানির সিঙ্গাপুরীয় সম্পূরক (সাবসিডিয়ারী) কোম্পানি। এই কোম্পানির মূল লক্ষ্য হচ্ছে সিঙ্গাপুরে অবস্থিত আন্তর্জাতিক শিপিং লাইনের সদর দফতর এবং আঞ্চলিক দফতর সমূহের সাথে যোগাযোগ রক্ষা করা। এছাড়া কোম্পানির অধীনে থাকা চট্টগ্রাম, ইন্ডিয়া ও মুজারপুর স্থাপনার জন্য প্রয়োজন মত বন্দর এবং ওয়্যারহাউজের জন্য উচ্চমান সম্পন্ন যন্ত্রপাতির খোঁজ খবর ও সংগ্রহ কাজে সহায়তা করা। এখানে উল্লেখ্য যে, বেশিরভাগ পরিকল্পিত কার্যক্রম এখন কার্যতঃ ভার্চুয়ালি করা সম্ভব বিধায় মূল কোম্পানি (SAPL) এই সাবসিডিয়ারী কোম্পানিটি বন্ধ করার পরিকল্পনা অনুমোদন করেছে।

আর্থিক কার্যক্রম ও ফলাফল:

মিলিয়ন টাকা

বিবরণ	৩০শে জুন ২০২৫ সমাপ্ত বছরের জন্য		৩০শে জুন ২০২৪ সমাপ্ত বছরের জন্য	
	একীভূত	পৃথক	একীভূত	পৃথক
আয়	৭,২৮০.৯৯	২,০৪৮.৬৭	২,১৪৯.৩৭	১,৯৯৪.৪২
পরিচালন ব্যয়	(৫,৩৩৪.২৩)	(৯০৯.০০)	(১,১৪২.৮২)	(১,০২০.৪৯)
মোট লাভ	১,৯৪৬.৭৬	১,১৩৯.৬৮	১,০০৬.৫৫	৯৭৩.৯৩
সাধারণ ও প্রশাসনিক ব্যয়	(৩৭৯.০৮)	(১৭৩.৬২)	(১৮২.৫৪)	(১৭৩.৩৬)
বিপনন ও পেশন ব্যয়	(৮.১৭)	(১.০৮)	(১.৩০)	(১.১৪)
পরিচালন মুনাফা	১,৫৫৯.৫১	৯৬৪.৯৬	৮২২.৭১	৭৯৯.৪৩
অন্যান্য আয়	৪৬.১০	৯.৫১	৮.৭৮	৮.৭০
সম্পদ বিক্রয় জনিত লাভ/ক্ষতি	(১.৮৮)	(১.৮৮)	(০.২২)	(০.২২)
আর্থিক ব্যয়	(৪০২.২৭)	(৩৩৮.২৯)	(২৯৭.৮৮)	(২৯০.১৫)
আর টি অপারেশন থেকে লাভ/ক্ষতি	(৩৩.৯৭)	(৩৩.৯৭)	(২.৭২)	(২.৭২)
বিপিপিএফ পূর্ববর্তী মুনাফা	১,১৭১.২৪	৬০৪.০৯	৫৩০.৬৭	৫১৫.০৪
ওয়্যারকার প্রফিট পার্টিসিপেশন এর লভ্যাংশের ভাগ (ডব্লিউপিপিএফ)	(৫৮.৬০)	(৩০.২০)	(২৫.৭৫)	(২৫.৭৫)
কর পূর্ববর্তী মুনাফা	১,১১২.৬৪	৫৭৩.৮৮	৫০৪.৯২	৪৮৯.২৮
বর্তমান আয় কর	(২৫৯.৯৮)	(১২৬.৮৯)	(১০৭.৫৫)	(১০০.৮৭)
ডেফার্ড ট্যাক্স	(১১.৩৬)	১৩.২৩	২০.২৩	২০.৪৮
কর পরবর্তী নিট মুনাফা	৮৪১.৩০	৪৩৩.৭৭	৪১৭.৬০	৪০৮.৮৯

উপরের সারণি থেকে আমাদের সম্মানিত শেয়ারহোল্ডারবৃন্দ লক্ষ্য করবেন যে, কোম্পানির সম্মিলিত অপারেটিং মুনাফা গত বছরের তুলনায় ৮৯.৫৬% বৃদ্ধি পেয়েছে। এর মূল কারণ হলো SAPL-এর কার্গো হ্যান্ডলিং ভলিউম বৃদ্ধি এবং এর সহযোগী প্রতিষ্ঠান কস্টেইনার ট্রান্সপোর্টেশন সার্ভিসেস লিমিটেড কর্তৃক নতুন ফ্রেইট ফরওয়ার্ডিং ব্যবসা শুরু করা। একই সঙ্গে, আর্থিক বাজারে ঋণের খরচ বৃদ্ধি এবং নতুন ফ্রেইট ফরওয়ার্ডিং কার্যক্রমের জন্য উচ্চ কার্যকরী মূলধনের (working capital) প্রয়োজনের কারণে সম্মিলিত আর্থিক ব্যয় গত বছরের তুলনায় প্রায় ৩৫% বৃদ্ধি পেয়েছে।

কোম্পানির সম্মিলিত কর-পরবর্তী নিট মুনাফা (Net Profit After Tax – NPAT) গত অর্থবছরের তুলনায় ১০১.৪৬% বৃদ্ধি পেয়েছে। চলতি বছরে SAPL রপ্তানি, আমদানি এবং ICD – তিনটি ক্ষেত্রেই বেশি ভলিউম হ্যান্ডলিং করেছে। পাশাপাশি, সহযোগী প্রতিষ্ঠান কস্টেইনার ট্রান্সপোর্টেশন সার্ভিসেস লিমিটেড নতুন ফ্রেইট ফরওয়ার্ডিং ব্যবসা চালু করায় সম্মিলিত নিট মুনাফায় উল্লেখযোগ্য বৃদ্ধি অর্জিত হয়েছে।

৩০ জুন ২০২৫ তারিখে কোম্পানির একক (standalone) ভিত্তিতে সঞ্চিত আয় (Retained Earnings), চলতি বছরের নেট মুনাফা সহ মোট দাঁড়িয়েছে ৬১৩.৪৯ মিলিয়ন (আর্থিক বিবরণীর নোট নং ৩৮ দেখুন)। এই পরিস্থিতি বিবেচনায় নিয়ে, প্রতিবেদনকৃত বছরের জন্য আপনার বোর্ড নিম্নরূপ লভ্যাংশ সুপারিশ করেছে।

লভ্যাংশঃ

কোম্পানির পরিচালক পর্ষদ বিগত ৬ অক্টোবর ২০২৫ ইং তারিখে অনুষ্ঠিত পর্ষদ সভায় শেয়ারহোল্ডারগণের জন্য ৩০ জুন ২০২৫ ইং সমাপ্ত অর্থবছরে ১৮% নগদ লভ্যাংশ সুপারিশ করেছে। ২৩শে ডিসেম্বর ২০২৫ইং সালে অনুষ্ঠিতব্য ২১তম বার্ষিক সাধারণ সভার অনুমোদন সাপেক্ষে যাদের নাম ২৭ই নভেম্বর ২০২৫ ইং তারিখে (রেকর্ড ডেট) সদস্য/ডিপোজিটরী রেজিস্টারে নথিভুক্ত থাকবে কেবল সে সমস্ত শেয়ারহোল্ডারগণই লভ্যাংশ পাওয়ার অধিকারী হিসেবে বিবেচিত হবেন।

মুনাফা বন্টন

বিবরণ	মিলিয়ন টাকা
সঞ্চিত আয়- ২০২৫ইং সালের ৩০শে জুন পর্যন্ত (আর্থিক বিবরণের নোট ৩৮: পৃথক ভাবে)	৬১৩.৫
৬শে অক্টোবর ২০২৫ ইং তারিখের পর্যন্ত সভায় অনুষ্ঠিত মুনাফা বন্টনের সুপারিশ অনুযায়ী ২০২৪-২৫ অর্থ বছরের লভ্যাংশ : • নগদ লভ্যাংশ : ১৮% (২০২৩-২০২৪: ১৫%) • স্টক লভ্যাংশ : নাই (২০২৩-২০২৪: নাই)	৪২৬.৪
বন্টনের নিমিত্তে সুপারিশ পরবর্তী নীট অর্জিত আয়	১৮৭.১

অডিট রিপোর্টের অবলোকনযোগ্য বিষয়ের (Emphasis Matters) ব্যাখ্যা:

২০২৪-২৫ অর্থবছরের একটি সাবসিডিয়ারি কোম্পানির অডিট সময়মতো সম্পন্ন না হওয়া:

Summit Alliance Port Pte. Limited (SAPPL) -এর ব্যবস্থাপনা সিঙ্গাপুরে কোম্পানিটির ব্যবসায়িক কার্যক্রম বন্ধ/বিলুপ্ত করার সিদ্ধান্ত নিয়েছে। এই সিদ্ধান্ত অনুযায়ী ACRA - এর নিকট স্ট্রাইক-অফ আবেদন প্রক্রিয়া শুরু করার জন্য সিঙ্গাপুরভিত্তিক একজন পেশাদার বিশেষজ্ঞ নিয়োগ করা হয়েছে। এ কারণেই ২০২৪-২০২৫ বছরের অডিট সম্পন্ন করতে দেরি হচ্ছে। ACRA - এর রেজিস্টার থেকে SAPPL এর নাম অপসারণের অনুমতি প্রাপ্ত হলে আমরা যথাযথভাবে BSEC ও অন্যান্য নিয়ন্ত্রক সংস্থাকে জানিয়ে দেব।

জমি বাবদ অগ্রিম প্রদানের সাথে সংশ্লিষ্ট ঋণ-ঝুঁকি বিষয়ে ব্যাখ্যা:

আপনার কোম্পানি নিশ্চিত করছে যে যেসব জমির বিপরীতে অগ্রিম প্রদান করা হয়েছে, সেগুলো বর্তমানে SAPPL -এর দখলে রয়েছে এবং কোম্পানির চলমান ব্যবসায়িক কার্যক্রমে ব্যবহৃত হচ্ছে। উক্ত জমিগুলোর আইনগত মালিকানা সম্পূর্ণ করার প্রক্রিয়া সক্রিয়ভাবে চলমান। অতএব ব্যবস্থাপনা নিশ্চিত করছে যে এসব অগ্রিম প্রদানকৃত অর্থের বিপরীতে কোনো উল্লেখযোগ্য ঋণ-ঝুঁকি নেই।

IAS: ৩৭-এর বিধান অনুযায়ী পর্যায়ক্রমিক মূল্যায়ন বিষয়ে ব্যাখ্যা:

আপনার কোম্পানি আপিল ট্রাইব্যুনাল দাখিল করা মামলাটি নিবিড়ভাবে পর্যবেক্ষণ করছে এবং আপিল ট্রাইব্যুনালের রায় প্রাপ্তির পর তা প্রযোজ্য স্থানীয় আইন অনুযায়ী সমাধান ও নিষ্পত্তি করা হবে।

IAS: ১৯ অনুযায়ী গ্র্যাচুইটি ফান্ডের অ্যাকচুয়ারিয়াল মূল্যায়ন বিষয়ে ব্যাখ্যা:

আপনার কোম্পানি আনন্দের সঙ্গে জানাচ্ছে যে কর্মচারীদের জন্য প্রণীত গ্র্যাচুইটি ফ্রিমিটি জাতীয় রাজস্ব বোর্ড (NBR) কর্তৃক ২২ সেপ্টেম্বর ২০২১ তারিখে আয়কর অধ্যাদেশ, ১৯৮৪-এর প্রথম তফসিলের পার্ট-সি-এর ২, ৩ ও ৪ নং ধারার অধীনে আনুষ্ঠানিকভাবে স্বীকৃত পেয়েছে। এই ফ্রিমি অনুযায়ী হিসাবপত্র ও পরিশোধসমূহ যথাযথভাবে সংরক্ষণ করা হচ্ছে। অডিটরের পরামর্শ এবং IAS: ১ -এর পরিমাপ সংক্রান্ত প্রয়োজনীয়তার ভিত্তিতে, সংস্থা একজন অ্যাকচুয়ারি নিয়োগ করবে যাতে সংজ্ঞায়িত অবসর সুবিধার বর্তমান মূল্য নির্ধারণ করা যায় এবং তা আর্থিক বিবরণীতে সঠিকভাবে প্রতিফলিত করা যায়।

Companies (Second Amendment) Act, 2020-এর Section 11(Ka) অনুসরণের বিষয়ে ব্যাখ্যা :

আপনার কোম্পানি অতি দ্রুত "Limited (Ltd)" শব্দের পরিবর্তে "Public Limited Company (PLC)" হিসেবে নাম সংশোধনের প্রয়োজনীয় ব্যবস্থা গ্রহণ করবে।

কর্পোরেট অনুশাসন কোড ১(৫) এর শর্ত অনুযায়ী অতিরিক্ত সংযোজন:

i. বিদ্যমান শিল্পের দৃষ্টিভঙ্গী এবং সম্ভাব্য ভবিষ্যৎ উন্নয়ন:

চট্টগ্রামস্থ অফ-ডক শিল্প প্রতিষ্ঠানটি দেশের সমগ্র বাণিজ্য কার্যকলাপে সরাসরি সংযুক্ত, এছাড়া চট্টগ্রাম বন্দরের পরিচালনা সামর্থের উপর নির্ভরশীল। যেটা বিশ্বব্যাপী চলমান অর্থনৈতিক অস্থিরতার ফলে চরম ভাবে ক্ষতিগ্রস্ত। অফ-ডক শিল্পের আমদানি ও রপ্তানি ভলিউম যথাক্রমে ১৭.৭১% ও ৯.১৯% হারে উল্লেখযোগ্যভাবে বৃদ্ধি পেয়েছে। আমদানি বাণিজ্যের চট্টগ্রাম কাষ্টমস হাউজের চলমান অস্বাভাবিক “দৈত খালাস” পদ্ধতি (যেখানে অফ-ডক পণ্য কার্যক্রম, পোর্ট এলাকার ভিতরে পরিচালিত হয়) না থাকলে আমদানি বাণিজ্যের প্রবৃদ্ধি আরো বৃদ্ধি পেত।

যদিও অফ-ডকগুলি তাদের ব্যাপক অবকাঠামোগত সুবিধা, পরীক্ষিত সক্ষমতা এবং অভিজ্ঞ ব্যবস্থাপনার মাধ্যমে দেশের মোট বাণিজ্যে ও একটি বড় অংশ পরিচালনা করতে থাকলেও ঢাকার কাছাকাছি অবস্থিত রিভার টার্মিনালগুলি তাদের বিশেষত্ব অর্জনের ধারা অব্যাহত রেখেছে। ভারতের পূর্বাঞ্চলীয় বন্দর সমূহের সাথে যোগাযোগ ব্যবস্থা উন্নয়নের জন্য ব্যাপক প্রচেষ্টার ফলে উৎসাহ ব্যঞ্জক ফলাফল পাওয়া যাচ্ছে এবং বাণিজ্য প্রসারে একটি নতুন দিক উন্মুক্ত হয়েছে যার ফলে ভারতের সাথে দ্বি-পাক্ষিক বাণিজ্য প্রসার ঘটবে এবং এর ফলে চট্টগ্রাম অফ-ডক এ বাণিজ্যিক কার্যক্রমে কোন ব্যঘাত সৃষ্টি হবে না। রিভার টার্মিনালগুলো পূর্বে কোভিড-১৯ মহামারী দ্বারা সৃষ্ট সরবরাহ ব্যবস্থা বিঘ্নিত হওয়ার সময় যখন নদীপথগুলি চট্টগ্রাম এবং ভারত উভয় থেকে পণ্য পরিবহনের একমাত্র নির্ভরযোগ্য মাধ্যম ছিল তখন তাদের প্রয়োজনীয়তা দেখিয়েছিলো, পরবর্তীতে টার্মিনালগুলি আবারও সামনে এসেছে যখন অভ্যন্তরীণ অস্থিরতার কারণে দেশের মহাসড়ক এবং স্থল সীমান্তের কার্যক্রমে ব্যঘাত ঘটেছে। দেশের মালামাল চলাচলের জন্য একটি অত্যন্ত প্রয়োজনীয় বিকল্প ব্যবস্থা হলো এই নদীপথ। জাতীয় রাজস্ব বোর্ড বেসরকারি রিভার টার্মিনালগুলিকে আরও বান্ধ/ব্রেক-বান্ধ আইটেমগুলি পরিচালনা করার অনুমতি দেওয়ার ক্ষেত্রে একটি ধীর কিন্তু স্থির অবস্থান নেওয়ার ফলে এটি আমদানি ও রপ্তানি উভয় ক্ষেত্রে বাংলাদেশ ও ভারতের মধ্যে দ্বি-পাক্ষিক বাণিজ্য কার্গো চলাচলের জন্য একটি নতুন দিক উন্মুক্ত করেছে। দুই দেশের মধ্যে বাণিজ্য সম্পর্কের ক্রমাগত এবং এনবিআরের পদক্ষেপগুলোর সহজীকরণের সাথে এই ইন্ডাস্ট্রি বৃদ্ধি পাবে বলে আশা করা হচ্ছে।

ii. বিভাগভিত্তিক কর্মসম্পাদনের খতিয়ান:

কোম্পানির মূল কার্যক্রম ইতিপূর্বে ব্যবসায়িক কার্যক্রমের অধীনে বর্ণনা করা হয়েছে। বিগত বছরের তুলনায় চলতি বছরে পণ্য পরিবহনের মোট পরিমাণ (টিইউস) এবং অর্জিত রাজস্বের বিভাগ ভিত্তিক কর্মসম্পাদনের খতিয়ান নিম্নে উপস্থাপন করা হলো:

মিলিয়ন টাকা

বিবরণ	২০২৪-২৫		২০২৩-২৪	
	পরিমাণ (টিইউস/মে.টন)	রাজস্ব (টাকা)	পরিমাণ (টিইউস/মে.টন)	রাজস্ব (টাকা)
এসএপিএল চট্টগ্রাম অফ-ডক সেবা:				
রপ্তানি পণ্যের কন্টেইনার হ্যান্ডেলিং	১৩৩,৭৬৪	১,৪২১.১৮	১২২,৪৯৯	১,৩৭৩.৭৪
আমদানি পণ্যের কন্টেইনার হ্যান্ডেলিং	২৬,৭৭২	২৫৪.৬৬	২২,১২৩	২৬২.৫৬
খালি কন্টেইনার মজুতকরণ ও হ্যান্ডেলিং (আইসিডি) দিন হিসেবে	২,২৮১,২০৯	৩৭২.৮২	২,১৭৪,৫০৫	৩৫৮.১৩
এসএপিএল-আইডাব্লিউসিটি:				
আমদানি পণ্যের কন্টেইনার হ্যান্ডেলিং	-	-	১৮	০.৮৩
আমদানিকৃত বান্ধ ও ব্রেক বান্ধ কার্গো হ্যান্ডেলিং (মে. টন)	১,০৫৩,২৬৮.৯৯	৬২.৯৩	৭২৮,০৭৩.৯৪	৪৯.৪৩
খালি কন্টেইনার মজুতকরণ ও হ্যান্ডেলিং (আইসিডি) দিন হিসেবে	-	৩৫.২০	১,৩৩২	৬৪.০৩
সহযোগী প্রতিষ্ঠান হতে:				
কন্টেইনার পরিবহন (সিটিএসএল এর মাধ্যমে) ট্রিপ হিসেবে	৬৪,৬২৯	১৪৭.৪৮	৭১,৩৫০	৮২.৩৭
সামিট এ্যালায়েন্স পোর্ট ইন্সটিটিউট গোটওয়ায়ে (ইন্ডিয়া) প্রাইভেট লিঃ (মে. টন)	৬৩০,৫৮৯.৯৬	৮২.২৫	৭০২,১২৭.২৭	৭১

iii. ঝুঁকি এবং উদ্বেগ অভ্যন্তরীণ ও বৈদেশিক ঝুঁকি উপসর্গসহ টেকসই ব্যবসায় হুমকি এবং পরিবেশের উপর নেতিবাচক প্রভাব, যদি থাকেঃ

ঝুঁকি শুধু নেতিবাচকভাবে কোম্পানির অভ্যন্তরীণ ব্যবসায়িক প্রক্রিয়াকে ও তার সাফল্যকে ব্যহত করে না, তার ব্যবস্থাপনা প্রসূত সিদ্ধান্তকেও প্রভাবিত করে। এই প্রক্রিয়ায় কোম্পানির জন্য টেকসই প্রতিদ্বন্দ্বিতার ফলে সুবিধাসমূহ সনাক্তকরণ এবং তা সৃষ্টি করা এবং সঠিকভাবে ঝুঁকি ব্যবস্থাপনার অন্তর্ভুক্ত। এগুলোর মধ্যে একটি পূর্বশর্ত হল সঠিক সিদ্ধান্ত গ্রহণ করা যা কোন নির্দিষ্ট ঝুঁকি সনাক্তকরণে সাহায্য করে।

চট্টগ্রাম বন্দরের আমদানি রপ্তানি হ্যাভেলিং এর সক্ষমতার উপর দেশের আন্তর্জাতিক বাণিজ্য পরিচালিত ও প্রসারিত হয়, তার উপর অফ-ডক পরিচালনা ভীষণভাবে নির্ভর করে। সুতরাং চট্টগ্রাম বন্দরের পরিচালনায় কোন ধরনের বিশৃঙ্খলা দেশের বাণিজ্যেও পরিমানের উপর বিরূপ প্রভাব পড়বে। এর ফলশ্রুতিতে কোম্পানির ব্যবসা বাণিজ্য বেঘাত ঘটবে। সরকার এটি একটি অতিব জরুরি বিষয় বলে স্বীকার করছে যে, চট্টগ্রাম বন্দরের সক্ষমতার ঘাটতি আছে। ইতিমধ্যে প্রথম সারির প্রকল্প হাতে নিয়েছে যেমন সম্প্রতি উদ্বোধন করা পতেঙ্গা কন্টেইনার টার্মিনাল এবং বে-কন্টেইনার টার্মিনাল যা এই ঘাটতির চ্যালেঞ্জ মোকাবেলা করবে। চট্টগ্রাম বন্দরের নির্ভরতা ছাড়াও এই প্রকল্প সমূহ বঙ্গোপসাগরের খুব কাছে হওয়ায় সাগর থেকে উদ্ভূত প্রাকৃতিক দুর্যোগের ফলে ক্ষতিগ্রস্ত হওয়ার ঝুঁকির সম্ভাবনা রয়েছে। যাহোক বাংলাদেশ পানি উন্নয়ন বোর্ড কর্তৃক সম্প্রতি নির্মিত প্রতিরক্ষা বাঁধের ফলে এই ঝুঁকি অনেক খানিহাস পেয়েছে। উপরন্তু এই বাঁধটিকে এশিয়ান হাইওয়ের একটি গুরুত্বপূর্ণ অংশ হিসেবে চিহ্নিত করা হয়েছে। যার জন্য এই বাঁধটির কাঠামো আরো মজবুত করা হয়েছে। এর ফলে সম্ভাব্য প্রাকৃতিক দুর্যোগ অনেক হ্রাস পেয়েছে।

ট্রান্সশিপমেন্ট কন্টেইনার পরিবহনে মুক্তারপুর টার্মিনালও চট্টগ্রাম বন্দরের উপর ব্যপকভাবে নির্ভরশীল। সুতরাং চট্টগ্রাম বন্দরের পরিকল্পিত প্রসারণ প্রকল্পের চলমান কাজের কোন বিলম্ব হলে মুক্তারপুর নৌ-বন্দরের কার্যক্রম বাধাগ্রস্ত হবে। অফ-ডকের মতো না হওয়ায় মুক্তারপুর নৌ-বন্দরের অনেক সুবিধা রয়েছে এবং বাংলাদেশের প্রতিবেশী রাষ্ট্রের রাজ্যগুলোর সাথে বাণিজ্যিক কার্যক্রম সরাসরি পরিচালনা করার সুযোগও রয়েছে যেখানে চট্টগ্রাম বন্দর ব্যবহারের প্রয়োজন হবেনা।

এসএপিএল এর সকল অফ-ডক ও নৌ-বন্দর সঠিক পরিচালনায় নিহিত ঝুঁকি সমূহ নিরূপণ করেছে এবং সেইমত সঠিকভাবে ঝুঁকি কমানোর ব্যবস্থা নিয়েছে যাতে টেকসই পরিবেশ নিশ্চিত করা যায়। পরিবেশগত ব্যবস্থাপনা পরিকল্পনার মাধ্যমে স্থলে ও জলে নেতিবাচক প্রভাব হ্রাস করা যায়।

এসএপিএল খুবই উচ্চমানের পরিবেশগত বৈধ এবং নিয়ন্ত্রণমূলক বিধিমালা অনুসরণ করেছে। যাতে তাৎপর্যপূর্ণ মামলা, অধিগ্রহণ এবং এধরনের ঝুঁকি কোন বিতর্ক বা সরকারি নিয়ন্ত্রণমূলক ব্যবস্থার আওতা এড়ানো যায়। এই সমস্ত বিষয়গুলো খুবই অনিশ্চয়তাপূর্ণ এবং ফলাফলও অনুমান করা কঠিন। এসব আমরা পূর্ব অভিজ্ঞতা থেকে বুঝতে পারি। এ বিষয়গুলির উপস্থিতি নির্ভর করে ঘটনা ঘটান অথবা না ঘটান উপর। ভবিষ্যতেও এসব ঘটনার পুনরাবৃত্তি হতে পারে যা কোম্পানির নিয়ন্ত্রণের বাইরে।

বর্তমান আইনানুগ বিষয়বালি যেগুলোর সম্ভাব্য এবং অনুমানযোগ্য প্রভাব কোম্পানিকে আর্থিক ভোগান্তির মধ্যে ফেলেছে, সেগুলোর বিবরণ নিম্নে দেওয়া হলোঃ

ক্রমিক নং	মামলা-মোকদ্দমা	পক্ষগণের নাম
০১	অপর মামলা নং ৪১৪/১৪	আনোয়ারা বেগম বনাম এসএপিএল; তৃতীয় যুগ্ম জেলা জজ আদালত, চট্টগ্রাম
০২	অপর মামলা নং ৫৭/২০২১	এসএপিএল বনাম মনোয়ারা বেগম গং তৃতীয় জেষ্ঠ সহকারী জজ আদালত, চট্টগ্রাম
০৩	পিটিশন মামলা নং ১৬৪/২০	এসএপিএল বনাম বেসামরিক বিমান চলাচল কর্তৃপক্ষ অতিরিক্ত বিভাগীয় কমিশনারের আদালত, চট্টগ্রাম
০৪	ভ্যাট মামলা নং ৩০২/২০২৪	এসএপিএল বনাম ভ্যাট আপিলাত ট্রাইব্যুনাল, ঢাকা।
০৫	অর্থক্ষণ এক্সিকিউশন মামলা নং ৪৭২/২০০৪	পূবালী ব্যাংক লিমিটেড বনাম দিদারুল ইসলাম চৌধুরী এবং অন্যান্য। অর্থক্ষণ আদালত-১, চট্টগ্রাম।
০৬	অর্থক্ষণ এক্সিকিউশন মামলা নং ৬১/২০২৫	এসএপিএল বনাম পূবালী ব্যাংক লিমিটেড। অর্থক্ষণ আদালত-১, চট্টগ্রাম।
০৭	রিট পিটিশন নম্বর: ৮২০০/২০২৫	এসএপিএল বনাম বাংলাদেশ অভ্যন্তরীণ নৌ-পরিবহন কর্তৃপক্ষ (বিআইডব্লিউটিএ) এবং অন্যান্য। হাই কোর্ট বিভাগ, সুপ্রীম কোর্ট, বাংলাদেশ।

পরিশেষে এসএপিএল এর সকল সেবা সুবিধাদি নির্ভর করে বানিজ্যিক লাইসেন্স ঠিকমতো পরিচালনার উপর যেমন চট্টগ্রাম/পানগাঁও কাস্টমস হাউজ (জাতীয় রাজস্ব বোর্ডের অধীনে), চট্টগ্রাম বন্দর কর্তৃপক্ষ এবং অন্যান্য সরকারী সংস্থা সমূহ থেকে নবায়ন অনুমোদন/ছাড়পত্র সংগ্রহ। লাইসেন্স অনুমোদন বা ছাড়পত্রের ক্ষেত্রে যেকোন স্তরে বিলম্ব হলে সুষ্ঠুভাবে ব্যবসা পরিচালনার ক্ষেত্রে তার একটি বিরূপ প্রভাব রয়েছে।

iv. পণ্য সামগ্রী বিক্রয়, মোট লভ্যাংশ এবং নীট লভ্যাংশঃ

কমপ্রিহেনসিভ ইনকাম স্টেটমেন্ট এ যথাযথভাবে দেখানো হয়েছে।

v. বিশেষ কার্যকলাপ এবং তার প্রভাবঃ

প্রতিবেদন এর বছরে কোন বিশেষ কার্যকলাপ, মুনাফা বা ক্ষতি বিদ্যমান ছিল না।

vi. সংশ্লিষ্ট পার্টির সাথে লেনদেনঃ

আর্থিক বিবরণীর নোট- ৫৯ এ উল্লেখ করা হয়েছে।

vii. আইপিও থেকে প্রাপ্ত অর্থের সদ্ব্যবহারঃ

প্রযোজ্য নয়

viii. আইপিও পরবর্তী আর্থিক ফলাফলের ব্যাখ্যাঃ

প্রযোজ্য নয়

ix. ত্রৈ-মাসিক এবং বার্ষিক আর্থিক বিবরণীর মধ্যে উল্লেখযোগ্য পার্থক্যঃ

নিম্নে বর্ণিত Clause-xviii ব্যতীত ত্রৈ-মাসিক এবং বার্ষিক আর্থিক বিবরণীর মধ্যে কোন উল্লেখযোগ্য পার্থক্য নেই।

x. পরিচালক বৃন্দের প্রণোদনাঃ

প্রণোদনা, কার্যকলাপের অবস্থা নির্ণয় এবং অন্যান্য প্রয়োজনীয় আর্থিক সুবিধাদি নির্বাহী পরিচালকদের ক্ষেত্রে নিয়োগ ও প্রণোদনা কমিটি দ্বারা প্রতি বছর মূল্যায়ন করা হয়। এ ব্যাপারে একটি বিবরণ আর্থিক বিবরণীর নোট নং ৫১.১ এবং ৫৯.০০ (বি) এ অন্তর্ভুক্ত আছে। অনির্বাহী পরিচালকগণ, স্বাধীন পরিচালকসহ সকলকেই তাদের উপস্থিতির জন্য শুধুমাত্র উপস্থিতি সম্মানী প্রদান করা হয়।

xi. কোম্পানির ব্যবস্থাপনা পর্যদের প্রস্তুতকৃত আর্থিক বিবরণীতে খুব জোড়ালো ভাবে কর্ম পদ্ধতির বর্তমান অবস্থা, পরিচালনার ফলাফল, নগদ অর্থ প্রবাহ এবং বন্ধকী জামানতের পরিবর্তন তুলে ধরা হয়েছে।

xii. হিসাব-নিকাশের জন্য যথাযথভাবে বই সংরক্ষণ করা হচ্ছে।

xiii. আর্থিক বিবরণী প্রস্তুত করতে নিরবিচ্ছিন্ন ভাবে নিখুঁত হিসাব নিকাশের পদ্ধতি অনুসরণ করা হচ্ছে। হিসাব-নিকাশের মূল্যমান (এসটিমেট) নিরূপনের ভিত্তি হচ্ছে যৌক্তিকতা ও বিচক্ষণতা।

xiv. আর্থিক বিবরণী প্রস্তুত করতে আন্তর্জাতিক এ্যাকাউন্টিং স্ট্যান্ডার্ড (আইএএস) এবং আন্তর্জাতিক ফিন্যানশিয়াল রিপোর্টিং স্ট্যান্ডার্ড (আইএফআরএস) যা বাংলাদেশেও প্রযোজ্য- তাই অনুসরণ করা হয়েছে। এর পরিপালন সংক্রান্ত বিস্তারিত বিবরণী আর্থিক বিবরণীর নোট ২.১ এ সন্নিবেশিত হয়েছে।

xv. আপনাদের কোম্পানিতে অভ্যন্তরীণভাবে একটি বিচক্ষণ নিয়ন্ত্রন ব্যবস্থা প্রচলিত আছে যাতে কোন অসঙ্গতি বিবরণী অন্তর্ভুক্ত না হয় তার নিশ্চয়তা প্রদান করেছে। উক্ত অভ্যন্তরীণ নিয়ন্ত্রন ব্যবস্থা কোম্পানির নিজস্ব নিরীক্ষা দল দ্বারা নিয়মিত পর্যালোচনা করা হচ্ছে।



- xvi. অত্র কোম্পানি নিয়ন্ত্রণকারীর জারিকৃত শর্তাবলী যথাযথভাবে প্রতিপালন করে এবং সংখ্যা গরিষ্ঠ শেয়ারহোল্ডারদের স্বার্থেও অপব্যবহার থেকে সকল সংখ্যালঘু শেয়ার হোল্ডারদেরও নিরাপত্তা নিশ্চিত করেছে।
- xvii. অগ্রগামী প্রতিষ্ঠান হিসেবে কোম্পানির সক্ষমতার বিষয়ে কোন উল্লেখযোগ্য সংশয় নেই।
- xviii. প্রতিবেদনের অধীনে চলতি অর্থবছরে যদিও কোম্পানিটি বর্তমান অর্থনৈতিক সংকট, যুদ্রাস্থিতি এবং বিশ্বজুড়ে নাগরিক অস্থিরতার কারণে একটি প্রতিকূল অর্থনৈতিক পরিস্থিতির মধ্য দিয়ে গেছে তবে সারা বছর আমদানি হ্যাভেলিং এর পরিমাণ বৃদ্ধি এবং সেপ্টেম্বর ২০২৩ থেকে ট্যারিফ বৃদ্ধির কারণে আর্থিক ফলাফলের উন্নতি হয়েছে।
- xix. পূর্ববর্তী পাঁচ বছরে মুখ্য পরিচালন ও আর্থিক তথ্যাদি সংক্ষেপে এনেস্কার-২ তে সন্নিবেশিত করা হয়েছে।
- xx. বছরের লভ্যাংশ ঘোষণা না করার কারণ সমূহঃ - প্রযোজ্য নয়।
- xxi. কোনো অন্তর্বর্তী কালীন লভ্যাংশ, বোনাস অথবা নগদ ইত্যাদি আলোচ্য বছরে ঘোষণা করা হয় নাই।
- xxii. চলতি আর্থিক বছর জুড়ে পরিচালক পর্ষদের অনুষ্ঠিত সভার সংখ্যা এবং পরিচালকদের উপস্থিতির বিষয় "পরিচালক মন্ডলীর সভা ও উপস্থিতি" এই অধ্যায়ের মাধ্যমে প্রকাশ করা হয়েছে।
- xxiii. সর্বমোট শেয়ার সংখ্যা, শেয়ারের ধরন অনুযায়ী এনেস্কার-৩ এ প্রকাশ করা হয়েছে। বাংলাদেশ সিকিউরিটিজ এবং এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং বিএসইসি/ সিএমআরসিডি/২০০৯-১৯৩ /১০/এডমিন/১১৮ তারিখ ২২, মার্চ ২০২১ শর্ত নং ৪ অনুযায়ী লিয়েন ও প্লেজ সম্পর্কিত তথ্য এনেস্কার-৪ এ প্রকাশিত হয়েছে।
- xxiv. পরিচালকগণের নিয়োগ এবং পুনঃনিয়োগ: "পরিচালকবৃন্দেও নির্বাচন, নিয়োগ/পুনঃনিয়োগ" এই নামে একটি অধ্যায় পেশ করা হয়েছে। "পরিচালক বৃন্দের অভিক্ষেপ" এই অধ্যায়ে তাদের ও সংক্ষিপ্ত জীবন বৃত্তান্ত প্রকাশ করা হয়েছে। এসএপিএল এর পরিচালকবৃন্দ এসএপিএল ব্যতীত অন্য যে সমস্ত কোম্পানিতে পরিচালকের মর্যাদা ধারণ করছেন সে সমস্ত কোম্পানির নাম এনেস্কার-৮ এ সন্নিবেশিত করা হয়েছে।
- xxv. আর্থিক বিবরণীতে কিছু পরিবর্তন যা ব্যবস্থাপনা পরিচালক স্বাক্ষর করেছেন তা সহ অত্র কোম্পানির হাল নাগাদ অবস্থা এবং পরিচালন বিবরণ এনেস্কার - ৫ এ বর্ণিত আছে।
- xxvi. কর্পোরেট অনুশাসন কোড এর শর্ত ৩(৩) এর প্রয়োজনানুযায়ী ব্যবস্থাপনা পরিচালক এবং প্রধান অর্থ কর্মকর্তা কর্তৃক ঘোষণা অথবা সত্যায়ন এনেস্কার-৬ এ সন্নিবেশিত করা হয়েছে।
- xxvii. কর্পোরেট অনুশাসন কোড এর পরিপালন যা চার্টার্ড একাউন্ট্যান্ট কর্তৃক সত্যায়িত করে প্রতিবেদন এবং সনদ আকারে এনেস্কার-৭ এ সন্নিবেশিত হয়েছে।
- xxviii. পণ্য বা সেবা সম্পর্কিত ব্যবসায়িক কৌশল বা প্রযুক্তিগত সবিস্তার বিবরণী যার ব্যবসায়িক গোপনীয়তা রয়েছে তা অন্তর্ভুক্তিকরণ।
প্রযোজ্য নয়



পরিচালক মন্ডলী

* পরিচালক মন্ডলীর সভা ও উপস্থিতি

২০২৪ সনের ১লা জুলাই হতে ৩০শে জুন ২০২৫ইং পর্যন্ত পরিচালক পর্ষদের ০৫ (পাঁচ) টি সভা অনুষ্ঠিত হয়েছে। পরিচালক মন্ডলীর নাম ও সভায় তাদের উপস্থিতির বিবরণ নিম্নে প্রদান করা হলঃ

পরিচালকের নাম	উপস্থিতি	
জনাব মোহাম্মদ আজিজ খাঁন	০৫	
জনাবা আঞ্জুমান আজিজ খাঁন	০৪	
জনাব জওহর রিজভী	০৫	
জনাব আব্দুল মুয়ীদ চৌধুরী	০২	
জনাব লুৎফে মাওলা আইয়ুব	০৫	
জনাব হেলাল উদ্দিন আহমেদ	০৩	২৮.০১.২০২৫ ইং তারিখে রোর্ড থেকে আবসর নিয়েছেন
জনাব আনিস এ খান	০৫	
জনাব লতিফ খাঁন	০৪	
জনাবা আয়শা আজিজ খাঁন	০২	
জনাবা আজিজা আজিজ খাঁন	০৪	
জনাব ফয়সাল করিম খাঁন	০৪	
জনাব সৈয়দ ইয়াসের হায়দার রিজভী	০৫	
জনাব সৈয়দ নাসের হায়দার রিজভী	০১	
জনাব সৈয়দ ফজলুল হক	০৫	
ক্যাপ্টেন কামরুল ইসলাম মজুমদার	০৫	
জনাব জুনায়েদ আহমদ চৌধুরী	-	পদত্যাগ করেছেন: ৩০.০৪.২০২৫ ইং তারিখে রোর্ড তার পদত্যাগ অনুমোদন করেছে।

যে সকল পরিচালক সভায় উপস্থিত হতে পারেননি তাদের অনুপস্থিতির জন্য ছুটি মঞ্জুর করা হয়েছে।

* পরিচালকবৃন্দের নির্বাচন এবং নিয়োগ/পুনঃনিয়োগ:

কোম্পানির সংঘ স্বাকের ৪২ ধারা অনুযায়ী ২১তম বার্ষিক সাধারণ সভায় জনাব সৈয়দ ইয়াসের হায়দার রিজভী, জনাব সৈয়দ নাসের হায়দার রিজভী, জনাবা আজিজা আজিজ খাঁন, জনাব লতিফ এবং জনাব লুৎফে মাওলা আইয়ুব পর্যায়ক্রমে অবসর গ্রহণ করবেন এবং যোগ্যতা বিবেচনায় তাদের পুনঃনির্বাচনের জন্য প্রস্তাব দেওয়া হবে।

কোম্পানি বোর্ডের স্বাধীন পরিচালক এবং কোম্পানির অডিট কমিটির চেয়ারম্যান হিসেবে প্রত্যেক তিন বছর পরপর দুই মেয়াদ শেষ করার পর জনাব হেলাল উদ্দিন আহমেদ বিএসইসি এর ৩রা জুন ২০১৮ইং তারিখে জারিকৃত নটিফিকেশন এর শর্ত নং ১(২)(ই) অনুযায়ী অবসর গ্রহণ করেছেন।



অন্যদিকে জনাব জওহর রিজভী এর ৩১শে ডিসেম্বর ২০২৫ ইং তারিখে প্রধান নির্বাহী পরিচালকের মেয়াদ সমাপ্ত হতে যাচ্ছে। ১৯৯৪ সালের কোম্পানি আইনের ১১০ ধারা অনুযায়ী কোম্পানির পরিচালনা পর্ষদ জনাব রিজভীকে প্রধান নির্বাহী পরিচালকের মেয়াদ ১লা জানুয়ারী ২০২৬ ইং হতে আরো ৩ বছরের জন্য বৃদ্ধি করার সিদ্ধান্ত নিয়েছে।

নিরীক্ষা কমিটি:

নিরীক্ষা কমিটি নিম্নলিখিত বোর্ড সদস্য দ্বারা গঠিত হয়েছে:

০১	জনাব আনিস এ. খাঁন	স্বাধীন পরিচালক	সভাপতি
০২	জনাব আব্দুল মুয়ীদ চৌধুরী	অনির্বাহী পরিচালক	সদস্য
০৩	জনাব লুৎফে মাওলা আইয়ুব	অনির্বাহী পরিচালক	সদস্য
০৪	জনাব সৈয়দ ফজলুল হক, এফসিএ	অনির্বাহী পরিচালক	সদস্য

চলতি বছরে নিরীক্ষা কমিটির ০৪ (চারটি) সভা অনুষ্ঠিত হয়েছে।

নমিনেশন এন্ড রিমিউনারেশন কমিটি:

নমিনেশন এন্ড রিমিউনারেশন কমিটি নিম্নলিখিত বোর্ড সদস্য দ্বারা গঠিত হয়েছে:

০১	জনাব আনিস এ. খাঁন	স্বাধীন পরিচালক	সভাপতি
০২	জনাব সৈয়দ ফজলুল হক, এফসিএ	অনির্বাহী পরিচালক	সদস্য
০৩	জনাব লতিফ খান	অনির্বাহী পরিচালক	সদস্য

চলতি বছরে নিরীক্ষা কমিটির শুধুমাত্র ০১ (একটি) সভা অনুষ্ঠিত হয়েছে।

বিধিবদ্ধ নিরীক্ষক:

এস এফ আহমেদ এন্ড কোং, চার্টার্ড একাউন্ট্যান্টস আসন্ন বার্ষিক সাধারণ সভায় অবসর নিবেন এবং যোগ্যতার বিবেচনায় পুনঃনিয়োগের প্রস্তাব দেওয়া হবে পরবর্তী আর্থিক বছর ৩০ জুন ২০২৬ইং সাল পর্যন্ত। আপনাদের বোর্ড অবশ্য ২০২৫-২৬ইং আর্থিক বছরের জন্য এস এফ আহমেদ এন্ড কোং কে পুনঃনিয়োগ দিয়েছিলেন ২২তম বার্ষিক সাধারণ সভা অনুষ্ঠিত হওয়ার আগ পর্যন্ত তাদের অফিসের কার্যক্রম চালিয়ে যাওয়ার জন্য। অবশ্য এর জন্য আসন্ন ২১তম বার্ষিক সাধারণ সভায় শেয়ার হোল্ডারদের অনুমোদনের প্রয়োজন হবে।

ব্যবসা-বাণিজ্য সম্প্রসারণ:

১৯৮৬ সনের এপ্রিল মাসে ওসেন কন্টেইনারস লিমিটেড বেসরকারি পর্যায়ে প্রথম অফ-ডক হিসেবে বাণিজ্যিক কার্যক্রম শুরু করে। বর্তমানে অত্র কোম্পানিটি তার মূল কোম্পানিতে একীভূত হয়েছে। আপনাদের পরিচালনা পর্ষদ কোম্পানির সেবা প্রদান ও প্রত্যাহিক কার্যক্রমের মান এবং সেবার মান উন্নয়নে নিরলস প্রচেষ্টা চালিয়ে যাচ্ছেন যা সম্মানিত গ্রাহকদের বিশ্বাস ও উত্তরোত্তর আস্থা অর্জনে ভূমিকা পালন করে। চট্টগ্রামস্থ অফ-ডক স্থাপনা, ঢাকা বিভাগের মুন্সিগঞ্জ স্থাপনা এবং ভারতের কলকাতা স্থাপনা সমেত বর্তমানে

কোম্পানির মালিকানা ২২.৮৫ একরের ইজারাকৃত জমির পাশাপাশি ৭০.৩১ একর নিষ্কটক জমি রয়েছে। সম্প্রতি পণ্য মজুদের জন্য গুদাম ঘর এর সুবিধা অনেক বৃদ্ধি করা হয়েছে যার পরিমাণ ৮,৫১,২০০ (আট লক্ষ একাত্তর হাজার দুইশত) বর্গফুটের বেশী যা রপ্তানি আমদানি পণ্য হ্যান্ডেলিং এর কাজে ব্যবহৃত হবে।

ব্যবস্থাপনা কর্তৃপক্ষ দীর্ঘ কয়েক বছর ধরে দক্ষতা বৃদ্ধি ও ব্যয়-হাসমূলক পদক্ষেপ বাস্তবায়নের পাশাপাশি নতুন গ্রাহক আকৃষ্ট করার ওপর গুরুত্ব দিয়ে আসছে। এসব উদ্যোগের ফলে কোম্পানির বিদ্যমান অবকাঠামোর সক্ষমতা ব্যবহার এখন একটি সন্তোষজনক পর্যায়ে পৌঁছেছে। রপ্তানি এবং বিশেষত আমদানির পরিমাণে উৎসাহজনক প্রবৃদ্ধির প্রেক্ষিতে SAPL এর বাজারে নেতৃত্ব বজায় রাখার লক্ষ্যে ব্যবস্থাপনা কর্তৃপক্ষ বর্তমানে কোম্পানির চট্টগ্রামস্থ স্থানে সম্প্রসারণমূলক কার্যক্রমের সম্ভাব্যতা যাচাই করতে 'Feasibility studies' পরিচালনা করছে।

কোম্পানির মুক্তারপুর টার্মিনাল বান্ধ এবং ব্রেক-বান্ধ আকারে বাছাইকৃত ইস্পাত পণ্য হ্যান্ডেলিং এর জন্য জাতীয় রাজস্ব বোর্ডেও যথাযথ নিয়ন্ত্রক কর্তৃপক্ষের অনুমতির জন্য অপেক্ষা করছে, যা একটি প্রতিশ্রুতিশীল সেগমেন্ট যেটা আগামী বছর গুলোতে যথেষ্ট পরিমাণে ভলিউম বৃদ্ধির সহায়ক হবে।

চলমান আশঙ্কা:

আর্থিক বিবরণীর অনুমোদনের সময় অদূর ভবিষ্যতে যাতে নিরবিচ্ছিন্ন ভাবে সুদক্ষ পরিচালন ব্যবস্থা চলমান থাকে, যা তাৎপর্যপূর্ণ আর্থিক ও পরিচালন ব্যবস্থাপনা ও আরো অন্যান্য প্রভাব বিস্তারকারী বিষয়ের উপর নির্ভরশীল - এই দিকে দৃষ্টি দিয়ে পরিচালকবৃন্দ চুলচেরা অনুসন্ধান ও বিশ্লেষণ করেছেন। নিকট ভবিষ্যতেও নিরবিচ্ছিন্ন পরিচালনা অব্যাহত রাখতে পর্যাপ্ত সম্পদ ও সংগতি রয়েছে বলে পরিচালকবৃন্দ আশ্বস্ত এবং এই ব্যাপারে যথেষ্ট সচেতন আছেন। অতএব চলমান এই আশঙ্কাকে সামনে রেখে এই আর্থিক প্রতিবেদন প্রস্তুত করা হয়েছে।

কর্পোরেট অনুশাসন:

কর্পোরেট অনুশাসন হচ্ছে এমন একটি পদ্ধতি যার মাধ্যমে শেয়ার হোল্ডারদের প্রতি জবাবদিহিতার বিষয়টি বিবেচনায় রেখে পরিচালনা পর্ষদ কর্তৃক কোম্পানিগুলো নির্দেশিত, পরিচালিত এবং নিয়ন্ত্রিত হয়। আপনাদের কোম্পানি তার উপর প্রযোজ্য সকল প্রকার নিয়ম কানুন মেনে চলছে এবং সর্বোচ্চ সেবার মান বজায় রেখে ব্যবসা পরিচালনা করছে।

যেহেতু কর্পোরেট অনুশাসন কোনরূপ স্থির প্রক্রিয়া নয়, সেহেতু আমরা সবসময় উক্ত প্রক্রিয়াকে সময় উপযোগী করার চেষ্টা করি। কর্পোরেট অনুশাসন বিষয়টি অত্র বার্ষিক প্রতিবেদনে আলাদা ভাবে প্রতিবেদন আকারে দেয়া হয়েছে।

কর্পোরেট সামাজিক দায়বদ্ধতা:

সমাজ ও পরিবেশের প্রতি দায়বদ্ধতার নিরিখে কোম্পানি ব্যবসায়িক কার্যক্রম পরিচালনার জন্য অঙ্গীকারাবদ্ধ। সাম্প্রতিক দেশব্যাপী বন্যা কালীন সময়ে, এসএপিএল ক্ষতিগ্রস্তদের আর্থিক সহায়তা প্রদান করে স্থানীয় সম্প্রদায়ের পাশে দাঁড়িয়েছিলো। চলমান অঙ্গীকারের অংশ হিসেবে ভবিষ্যতেও কোম্পানি সমাজ এবং পরিবেশের উন্নয়নের স্বার্থে কার্যক্রম চালিয়ে যাবে।

পরিপালনের বর্তমান অবস্থা:

কমিশনের নোটিফিকেশন নং বিএসইসি /সিএমআরআরসিডি/২০০৬-১৫৮/২০৭/এডমিন/৮০ তারিখ ০৩ জুন ২০১৮ অনুযায়ী পরিপালনের বর্তমান অবস্থা এনেক্সার -১ এ সন্নিবেশিত হয়েছে।

মানব সম্পদ ব্যবস্থাপনা:

সাধারণ মানুষই সবচেয়ে গুরুত্বপূর্ণ সম্পদ এবং যেকোন প্রতিষ্ঠানের সাফল্যের জন্য ইহা একটি মূল চাবিকাঠি। কোম্পানিতে নিয়োজিত কর্মীদের দক্ষতা উন্নয়নে কোম্পানি যথেষ্ট গুরুত্ব দিচ্ছে এবং নিয়োগ প্রক্রিয়ার মাধ্যমে প্রনোদনা কমিটি জোর সুপারিশ করছে কোম্পানির মানব সম্পদ উন্নয়নের জন্য। তাদেরকে আমরা বিভিন্ন কোর্স ও ওয়ার্কশপে প্রশিক্ষণের জন্য দেশে বিদেশে প্রেরণের চেষ্টা করছি। এছাড়াও তাদের নিজ নিজ কর্মক্ষেত্রে দক্ষতা উন্নয়নের জন্য কোম্পানির অভ্যন্তরেও প্রশিক্ষণের ব্যবস্থা গ্রহণ করা হয়।

কৃতজ্ঞতা স্বীকার

অত্র কোম্পানির মূল্যবান গ্রাহকগণ আমাদের উপর আস্থা ও বিশ্বাস স্থাপন করেছেন যা আমাদের চালিকাশক্তি। এই অবস্থাকে আমরা পরম শ্রদ্ধার সাথে গ্রহণ করছি এবং তাদের প্রত্যাশা অনুযায়ী প্রচেষ্টা চালিয়ে যাবো। পরিচালনা পর্ষদ অন্তরের অন্তঃস্থল থেকে সকল স্টেক হোল্ডার যথা বিনিয়োগকারী, গ্রাহক, সরবরাহকারী, ব্যাংক ও আর্থিক প্রতিষ্ঠান, ইন্স্যুরেন্স কোম্পানি, সেবা প্রদানকারী, বিএসইসি, রেজিস্ট্রার অব জয়েন্ট স্টক কোম্পানিজ, সিডিবিএল, সিএসই, ডিএসই ও বিভিন্ন সরকারী প্রতিষ্ঠান এর নিকট কৃতজ্ঞতা জানাচ্ছে। যাদের সর্বাত্মক সাহায্য সহযোগীতায় আজ আমরা এতদূর এগিয়ে এসেছি।

আপনাদের পরিচালকগণ প্রতিষ্ঠানের কর্মচারীদের অবদানের কথা গভীর শ্রদ্ধার সাথে স্মরণ করছে। তাদের ব্যক্তিগত ও যৌথ অবদান কোম্পানিকে বর্তমান অবস্থানে আনতে সহায়তা করেছে। পরিচালনা পর্ষদ কোম্পানির কর্মকর্তা-কর্মচারীদের পরিবারবর্গের আন্তরিক সহযোগীতার কথাও স্বীকার করছে যার ফলে কর্মকর্তা-কর্মচারীগণ মনোযোগের সহিত তাদের দায়িত্ব পালনে সক্ষম হচ্ছেন।

পরিচালনা পর্ষদের পক্ষে



মোহাম্মদ আজিজ খাঁন
চেয়ারম্যান

Success Milestones



Compliance Report of Summit Alliance Port Limited

Status of Compliance with the conditions imposed by the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3 June 2018 and Notification No. BSEC/CMRRCD/2009-193/66/PRD/148 dated 16 October 2023 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

Annexure – 1

Condition No	Title	Compliance Status (Put \checkmark in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.	BOARD OF DIRECTORS:			
1(1)	Size of the Board of Directors			
	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).	\checkmark	-	
1(2)	Independent Directors			
	All companies shall have effective representation of independent directors on their Boards, so that the Board, as a group, includes core competencies considered relevant in the context of each company; for this purpose, the companies shall comply with the following: -			
1(2)(a)	At least 2(two) directors or one-fifth (1/5) of the total number of directors in the company's Board, whichever is higher, shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s); Provided that the Board shall appoint at least 1(one) female independent director in the Board of Directors of the company;	-	\checkmark	There are Two (02) Independent Directors in SAPL Board
1(2)(b)	Without contravention of any provision of any other laws, for the purpose of this clause, an "independent director" means a director -			
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;	\checkmark	-	
1(2)(b)(ii)	Who is not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his/her family members also shall not hold above mentioned shares in the company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members;	\checkmark	-	
1(2)(b)(iii)	who has not been an executive of the company in immediately preceding 2 (two) financial years;	\checkmark	-	
1(2)(b)(iv)	Who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary/ associated companies;	\checkmark	-	
1(2)(b)(v)	who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	\checkmark	-	
1(2)(b)(vi)	Who is not a shareholder, director excepting independent director or officer of any member of TREC holder of stock exchange or an intermediary of the capital market;	\checkmark	-	

Condition No	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
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 independent director in more than 5 (five) listed companies;	✓	-	
1(2)(b)(ix)	who has not been reported as a defaulter in the latest Credit Information Bureau (CIB) report of Bangladesh Bank for nonpayment of any loan or advance or obligation to a bank or a financial institution; and	✓	-	
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); Provided that the Board shall appoint the independent director, subject to prior consent of the Commission, after due consideration of recommendation of the Nomination and Remuneration Committee (NRC) of the company;	✓	-	
1(2)(d)	(d) The post of independent director(s) cannot remain vacant for more than 90(ninety) days;	-	✓	The position of Independent Director has remained vacant for more than 90 days.
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; Provided that a former independent director may be considered for reappointment for another tenure after a time gap of one tenure, i.e., three years from his or her completion of consecutive two tenures [i.e. six years]; Provided further that the independent director shall not be subject to retirement by rotation as per the (Companies Act, 1994).	✓	-	
	Explanation: For the purpose of counting tenure or term of independent director, any partial term of tenure shall be deemed to be a full tenure.			
1(3)	Qualification of Independent Director			
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)	Independent director shall have following qualifications:			
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 registered business association; or	✓	-	

Condition No	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
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 Explanation: Top level executive includes Managing Director (MD) or Chief Executive Officer (CEO), Additional or Deputy Managing Director (AMD or DMD), Chief Operating Officer (COO), Chief Financial Officer (CFO), Company Secretary (CS), Head of Internal Audit and Compliance (HIAC), Head of Administration and Human Resources or equivalent positions and same level or ranked or salaried officials of the company.	✓	-	
1(3)(b)(iii)	Former or existing 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; Provided that in case of appointment of existing official as independent director, it requires clearance from the organization where he or she is in service; or	✓	-	
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or	✓	-	
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 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 may be relaxed subject to prior approval of the Commission.	N/A	-	
1(4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer:-			
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 company shall be elected from among non-executive directors of the company;	✓	-	
1(4)(d)	The Board of Directors 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.	✓	-	
1(5)	The Director's Report to shareholders	✓	-	

Condition No	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
	The directors of the companies shall include the following additional statements in the Director's Report prepared under section 184 of the Companies Act, 1994 (Act No. XVIII of 1994): -			
1(5)(i)	An Industry outlook and possible future developments in the industry.	✓	-	
1(5)(ii)	The Segment-wise or product-wise performance.	✓	-	
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);	✓	-	
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.			N/A
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;			N/A
1(5)(ix)	An explanation on any significant variance occurs between Quarterly Financial Performance and Annual Financial Statements;	✓	-	
1(5)(x)	A statement of remuneration paid to the directors including independent directors;	✓	-	Only the executive Directors are paid monthly remuneration; others are paid meeting fee and related expenses
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)/Bangladesh Accounting Standards (BAS)/International Financial Reporting Standard (IFRS)/Bangladesh Financial Reporting Standards (BFRS), 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.	✓	-	

Condition No	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
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 are no significant doubts upon the issuer company's ability to continue as a going concern. If the issuer company is not considered to be a going concern, the fact along with reasons thereof should be disclosed.	✓	-	
1(5)(xviii)	An explanation that a significant deviation from the last year's operating results of the issuer company shall be highlighted and the reasons thereof should 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;		-	N/A
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;	✓	-	
1(5)(xxii)	The total number of Board meetings held during the year and attendance by each director;	✓	-	
1(5)(xxiii)	A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details were stated below) held by: -			
1(5)(xxiii)(a)	Parent/Subsidiary/Associated Companies and other related parties (name wise details);	✓	-	
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name wise details);	✓	-	
1(5)(xxiii)(c)	Executives; and	✓	-	
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name wise details); Explanation: For the purpose of this clause, the expression "Executive" means top 5 (five) salaried employees of the company, other than the Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer and Head of Internal Audit and Compliance.	✓	-	
1(5)(xxiv)	In case of the appointment/re-appointment of a director, a disclosure on the following information to the shareholders: -	✓	-	
1(5)(xxiv)(a)	a brief resume of the director;	✓	-	
1(5)(xxiv)(b)	nature of his/her expertise in specific functional areas; and	✓	-	
1(5)(xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committees of the board;	✓	-	
1(5)(xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:			
1(5)(xxv)(a)	accounting policies and estimation for preparation of financial statements;	✓	-	

Condition No	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(5)(xxv)(b)	changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	✓	-	
1(5)(xxv)(c)	comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	✓	-	
1(5)(xxv)(d)	compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	✓	-	
1(5)(xxv)(e)	briefly explain the financial and economic scenario of the country and the globe;	✓	-	
1(5)(xxv)(f)	risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company; and	✓	-	
1(5)(xxv)(g)	future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	✓	-	
1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-6 ;	✓	-	
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 Annexure-7 and Annexure-8 ;	✓	-	
1(5)(xxviii)	The Directors' report to the shareholders does not require to include the business strategy or technical specification related to products or services, which have business confidentiality.			
1(6)	Meetings of the Board of Directors			
	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)	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer			
1(7)(a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;	✓	-	
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency	✓	-	
2.	Governance of Board of Directors of Subsidiary Company.			

Condition No	Title	Compliance Status (Put \checkmark in the appropriate column)		Remarks (if any)
		Complied	Not complied	
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;	\checkmark	-	
2(b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;	\checkmark	-	
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;	\checkmark	-	
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;	\checkmark	-	
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	\checkmark	-	
3.	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS).			
3(1)	Appointment			
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);	\checkmark	-	
3(1)(b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	\checkmark	-	
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: Provided that CFO or CS of any listed company may be appointed for the same position in any other listed or non-listed company under the same group for reduction of cost or for technical expertise, with prior approval of the Commission: Provided further that the remuneration and perquisites of the said CFO or CS shall be shared by appointing companies proportionately;	\checkmark	-	
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	\checkmark	-	
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).	\checkmark	-	
3(2)	Requirement to attend Board of Directors' Meetings			
	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.	\checkmark	-	
3(3)	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)			
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:			

Condition No	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
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	✓	-	
3(3)(a)(ii)	these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	✓	-	
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	✓	-	
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	✓	-	
4.	Board of Directors' Committee.			
	For ensuring good governance in the company, the Board shall have at least following sub-committees:			
4(i)	Audit Committee; and	✓	-	
4(ii)	Nomination and Remuneration Committee.	✓	-	
5.	Audit Committee:			
5(1)	Responsibility to the Board of Directors.			
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 of Directors in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	✓	-	
5(1)(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	✓	-	
5(2)	Constitution of the Audit Committee:			
5(2)(a)	The Audit Committee shall be composed of at least 3 (three) members.	✓	-	
5(2)(b)	The Board of Directors shall appoint members of the Audit Committee who shall be non-executive directors of	✓	-	
	the company excepting Chairperson of the Board and shall include at least 1 (one) independent director.			
5(2)(c)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience.	✓	-	
	Explanation : The term "financially literate" means the ability to read and understand the financial statements like statement of financial position, statement of comprehensive income, statement of changes in equity and cash flows statement and a person will be considered to have accounting or related financial management expertise if he or she possesses professional qualification or Accounting or Finance graduate with at least 10 (ten) years of corporate management or professional experiences.			
5(2)(d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 60 (sixty) days from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;	✓	-	

Condition No	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5(2)(e)	The company secretary shall act as the secretary of the Committee;	✓	-	
5(2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	✓	-	
5(3)	Chairperson of the Audit Committee:		-	
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)	Chairman of the Audit Committee shall remain 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.			
5(4)	Meeting of the Audit Committee:			
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;	✓	-	
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)	Role of the Audit Committee:			
	The Audit Committee shall: -			
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/Letter of Internal Control weakness issued by statutory auditors;	✓	-	

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5(5)(l)	oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	√	-	
5(5)(m)	<p>oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission:</p> <p>Provided that the management shall disclose to the Audit Committee about the uses or applications of the proceeds by major category (capital expenditure, sales and marketing expenses, working capital, etc.), on a quarterly basis, as a part of their quarterly declaration of financial results:</p> <p>Provided further that on an annual basis, the company shall prepare a statement of the proceeds utilized for the purposes other than those stated in the offer document or prospectus for publication in the Annual Report along with the comments of the Audit Committee</p>			N/A
5(6)	Reporting of the Audit Committee			
5(6)(a)	Reporting to the Board of Directors			
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board of Directors.	√	-	
5(6)(a)(ii)	The Audit Committee shall immediately report to the Board of Directors on the following findings, if any: -			
5(6)(a)(ii)(a)	report on conflicts of interests;	-	-	No Such incident 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 incident arose
5(6)(a)(ii)(c)	suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and	-	-	No Such incident arose
5(6)(a)(ii)(d)	any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;	-	-	No Such incident arose
5(6)(b)	Reporting to the Authorities			
	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 incident arose
5(7)	Reporting to the Shareholders and General Investors			
	Report on activities carried out by the Audit Committee, including any report made to the Board of Directors 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.	√	-	
6.	Nomination and Remuneration Committee (NRC).			
6(1)	Responsibility to the Board of Directors			
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board;	√	-	

Condition No	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top-level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	✓	-	
6(1)(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b).	✓	-	
6(2)	Constitution of the NRC			
6(2)(a)	The Committee shall comprise of at least three members including an independent director;	✓	-	
6(2)(b)	At least 02 (two) members of the Committee shall be non-executive directors;	✓	-	
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board;	✓	-	
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;	✓	-	
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;	✓	-	
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;	✓	-	
6(2)(g)	The company secretary shall act as the secretary of the Committee;	✓	-	
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	✓	-	
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company.	✓	-	
6(3)	Chairperson of the NRC			
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 attend in 21st AGM
6(4)	Meeting of the NRC			
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;	✓	-	

Condition No	Title	Compliance Status (Put √ in the appropriate column)		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.	√	-	
6(5)	Role of the NRC			
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; and	√	-	
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.	√	-	
7.	External/Statutory Auditors :			
7(1)	The issuer company should not engage its external/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 systems design and implementation.	√	-	
7(1)(iii)	book-keeping or other services related to the accounting records or financial statements.	√	-	
7(1)(iv)	broker-dealer services.	√	-	

Condition No	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
7(1)(v)	actuarial services.	✓	-	
7(1)(vi)	internal audit services or special audit services.	✓	-	
7(1)(vii)	any other service that the Audit Committee determines.	✓	-	
7(1)(viii)	audit or certification services on compliance of corporate governance as required under condition No. 9(1); and	✓	-	
7(1)(ix)	any other service that creates conflict of interest.	✓	-	
7(2)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members.	✓	-	
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	✓	-	
8.	Maintaining a website by the Company			
8(1)	The company shall have an official website linked with the website of the stock exchange	✓	-	
8(2)	The company shall keep the website functional from the date of listing	✓	-	
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓	-	
9.	Reporting and Compliance of Corporate Governance.			
9(1)	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report. Explanation: "Chartered Accountant" means Chartered Accountant as defined in the Bangladesh Chartered Accountants Order, 1973 (President's Order No. 2 of 1973); "Cost and Management Accountant" means Cost and Management Accountant as defined in the Cost and Management Accountants Ordinance, 1977 (Ordinance No. LIII of 1977); "Chartered Secretary" means Chartered Secretary as defined in the (Chartered Secretaries Act, 2010).	✓	-	
9(2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting.	✓	-	
9(3)	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions or not.	✓	-	

Financial Highlights

Annexure-2

Taka in '000

	2024-25	2023-24	2022-23	2021-22	2020-21
<i>Consolidated</i>					
Asset Employed:					
Property Plant & Equipment	12,057,650	11,154,681	11,169,909	11,231,456	11,229,337
Asset in Transit	54,815	-	10,092	-	-
Capital Assets- Work in Progress	17,090	15,372	14,974	13,123	5,967
Right-of-Use Assets	35,118	-	-	-	-
Long-Term Investment	15,995	-	-	-	-
Goodwill	1,000	1,000	1,000	1,000	1,000
Intangible Asset	48				
Net Current Asset (Current Assets – Current Liabilities)	(996,060)	(1,069,296)	(868,417)	(357,391)	(161,882)
Total Asset Employed	11,185,656	10,101,757	10,327,558	10,888,188	11,074,422
Financed By:					
Share Capital	2,368,671	2,368,671	2,368,671	2,368,671	2,368,671
Share Premium	90,313	72,446	72,446	72,446	72,446
Revaluation Surplus	5,236,315	5,281,903	5,274,787	5,291,559	5,296,937
Tax Holiday Reserve			-	-	-
Financial Assets - Fair Value Reserve	(33,590)	(32,721)	(30,936)	(30,898)	(32,931)
Capital Reserve			-	-	-
Foreign exchange translation reserve	973,000				
Retained Earnings	605,716	282,379	150,619	427,528	229,153
Shareholders' Equity	8,268,398	7,972,678	7,835,587	8,129,306	7,934,276
Non-Controlling Interest	181,512	11,118	7,115	4,959	4,846
Long Term Borrowing & Non-Current Liabilities	2,735,746	2,117,962	2,484,856	2,753,923	3,135,300
Total Capital Employed	11,185,656	10,101,758	10,327,558	10,888,188	11,074,422
Revenue and Profit:					
Revenue Earned	7,280,994	2,149,370	1,820,850	1,767,444	1,646,774
Net Profit After Tax	841,298	417,604	292,027	282,078	190,436
Cash Generation from business:					
Net cash generated from operating activities	909,213	581,508	467,192	473,559	313,325
Net cash used in investment activities	(354,737)	(57,177)	(101,430)	(112,312)	(52,386)
Net cash generated from financing activities	(321,784)	(479,893)	(382,342)	(366,017)	(243,792)
Net Increase/(decrease) in cash and cash equivalents	232,692	44,438	(16,580)	(4,770)	17,147
Cash and cash equivalents at the end of the period	301,902	68,534	27,047	42,554	47,322
Ratios:					
Market Price per Share as at 30th June (Tk.10/- face value)	21.50	26	28.80	29.60	16.60
Earnings per Share (EPS)- Taka (Restated at Tk.10/- face value)	2.85	1.75	1.22	1.19	0.79
Price/ Earning (P/E) Ratio- Times	7.54	14.69	23.61	24.87	21.01
Net Asset Value per Share- Taka (Restated at Tk.10/- face value)	35.67	33.71	33.11	34.34	33.52
Net operating cash flow per share	3.84	2.45	1.97	2.00	1.32
Price/Equity Ratio - Times	0.60	0.76	0.87	0.86	0.50
Dividend per Share in %	18.00	15.00	12.00	15.00	10.00
Dividend Payout - %	63.16	85.71	98.36	126.05	126.58
Return on Shareholders' Equity - %	10.17	5.24	3.73	3.47	2.40
Current Ratio - Times	0.63	0.43	0.46	0.74	0.86

Shareholding Information

Annexure-3

As on 30th June 2025

Categories of Shareholders	No. of Shareholders	No. of Shares Held
Sponsors:		
Alliance Holdings Limited	1	55,617,015
Summit Holdings Limited	1	19,138,174
Mr. Muhammed Aziz Khan	1	16,659,507
Mrs. Anjuman Aziz Khan	1	12,268,592
Ms. Ayesha Aziz Khan	1	8,720,757

Directors, CEO, Company Secretary, CFO, Head of Internal Audit & Their spouses:

Mr. Syed Ali Jowher Rizvi, Managing Director	1	12,984,899
Mr. Syed Yasser Haider Rizvi, Addl. Managing Director	1	2,813,616
Mr. Syed Nasser Haider Rizvi, Dy. Managing Director	1	2,813,616
Ms. Azeeza Aziz Khan, Dy. Managing Director	1	8,720,757
Mr. Syed Fazlul Haque, Nominee Director of SHL	1	1,638
Captain Kamrul Islam Mazumder, Nominee Director of AHL	1	10,000
Mr. Abdul-Muyeed Chowdhury, Nominee Director of AHL	1	Nil
Mr. Lutfu M. Ayub, Nominee Director of AHL	1	Nil
Mr. Latif Khan, Nominee Director of SHL	1	Nil
Mr. Faisal Karim Khan, Nominee Director of SHL	1	Nil
Mr. Hassan Imam Patwary, CFO	1	Nil
Md. Abdullah Osman Shajid, Company Secretary	1	Nil
Pankoj Kumar Dey, Head of Internal Audit	1	Nil

Executives of the Company:

		Nil
--	--	-----

Shareholders Holding 10% or more voting rights:

Alliance Holdings Limited	1	55,617,015
---------------------------	---	------------

Share Pledge Information (By the Shareholder/s holding 10% or more shares of the Company)

Annexure-4

With reference to the condition No. 4 of Bangladesh Securities and Exchange Commission's Notification No. BSEC/CMRRCD/2009-193/10/Admin/118 dated 22 March 2021 we are pleased to provide herewith the shareholding information as on 30th June 2023 who hold 10% or more shares of the Company, Summit Alliance Port Limited (SAPORTL), have availed any loan or credit facility by lien or pledge of their shares to the lenders:

Name of Sponsor/Director who hold 10% or more shares of the Company	Shareholding percentage (%) by Sponsor/Director	Total number of share sheld as on 30.06.2025	Total number of Pledged shares as on 30.06.2024
Alliance Holdings Ltd. (AHL)	23.48%	55,617,015	50,696,843

Management Discussion Analysis

Annexure-5



TO WHOM IT MAY CONCERN

In compliance with Condition-1(5)(xxv) of the Corporate Governance Code as issued by BSEC vide its notification dated 3rd June 2018, a brief Management analysis is given on company's position on the operations and financial statements focusing, in particular, on the following issues:

- a. **Accounting Policies and estimation for preparation of financial statements:** Have been detailed in Note-2 & 3 on Financial Statements
- 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 for current financial year with immediate preceding five years explaining reasons thereof:** Any change in the accounting policies and estimation are dealt with provision of IAS-8
- c. **Comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flow for current year with immediately preceding five years:** Enclosed in Annexure-2
- d. **Compare such financial performance or results and financial position as well as cash flows with peer industry scenario:** Comparative Statement of performance of top five Companies is shown in the relevant pages of the Annual Report
- e. **Briefly explain the financial and economic scenario of the country and the globe:** The RMG Industry, being the primary Export contributor of the country, has unexpectedly benefited from the USA's recent trade policy of implementing high import tariffs, especially on countries that are Bangladesh's traditional competitors in the global RMG market such as China and India. Bangladesh is not only expected to maintain its earlier share of exports to the USA but is also seeing orders shifting to Bangladesh from the countries facing higher tariffs, with overall exports expected to increase due to this phenomenon.

Domestically, the upcoming National Elections are expected to bring in a more stable investment climate and that should lead to increased local and foreign investment.
- f. **Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company:** This issue has been elaborated in the Directors' Report as well as in Note-61 with management strategies for mitigation.
- 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:** Significant plans and decisions relating to corporate restructuring, business expansion and/or discontinuation of operation, as appropriate, future prospects, risks and uncertainties surrounding the company including plans for mitigation have been outlined under the related captions of Directors' Report as well as in the Notes on Financial Statements.

Jowher Rizvi

CORPORATE OFFICE

The Alliance Building
63 Pragati Sarani, Baridhara, Dhaka - 1212
Tel: +88 02 55048284-6
Fax: +88 02 55048367, 55048287,

OFF-DOCK

Katghar
South Patenga, Chattagram - 4204,
Tel: +88 02 333300067, 02-333300070-1
Fax: +88 02-333301190

RIVER TERMINAL

West Muktarpur
(Near 6th China-Bangladesh Friendship Bridge)
Panchashar, Munshiganj-1500

E-mail: info@saplbd.com

Website: www.saplbd.com

CEO and CFO's Declaration to the Board

Annexure-6



06 November 2025
The Board of Directors
Summit Alliance Port Limited
63 Pragati Sarani, Baridhara,
Dhaka-1212

Subject: Declaration on Financial Statements for the year ended on 30-06-2025.

Dear Sirs,
Pursuant to the condition No. 1(5) (xxvi) imposed vide the Commission's Notification No BSEC/CMR-RCD/2006-158/207/Admin/80 Dated 03 June 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

- (1). The Financial Statements of Summit Alliance Port Limited for the year ended on have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
- (2). The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
- (3). The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
- (4). To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
- (5). Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
- (6). The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exist no material uncertainty related to events or conditions that may cast significant doubt on the company ability to continue as a going concern.

In this regard, we also certify that: -

- (i). We have reviewed the financial statements for the year ended on 30 June 2025 and that to the best of our knowledge and belief:
 - (a). these statements do not contain any materially in true statement, or omit any material fact or contain statements that might be misleading;
 - (b). these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- (ii). There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,


Jowher Rizvi
Managing Director


Hassan Imam Patwary
Chief Financial Officer

CORPORATE OFFICE
The Alliance Building
63 Pragati Sarani, Baridhara, Dhaka - 1212
Tel: +88 02 55048284-6
Fax: +88 02 55048367, 55048287,

OFF-DOCK
Katghar
South Patenga, Chattagram - 4204,
Tel: +88 02 333300067, 02-333300070-1
Fax: +88 02-333301190

RIVER TERMINAL
West Muktarpur
(Near 6th China-Bangladesh Friendship Bridge)
Panchashar, Munshiganj-1500

E-mail: info@saplbld.com

Website: www.saplbld.com

Certification on Compliance of Corporate Governance

Annexure-7



BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS

বসু বাণার্জী নাথ ব্যাঙ্ক কোং

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

Report to the Shareholders of Summit Alliance Port Limited on compliance on the Corporate Governance Code

We have examined the compliance status to the Corporate Governance Code by **Summit Alliance Port Limited** for the year ended June 30, 2025. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03.06.2018 of the Bangladesh Securities and Exchange Commission.

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

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

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

- 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 as specify in compliance status check list.
- 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.
- Proper books and records have been kept by the company as required under the Companies Act, 1994, the securities laws and other relevant laws.
- The Governance of the company is satisfactory except as stated in the remark's column in the Corporate Governance Code Check list.

Place: Chittagong
Dated: November 06, 2025



Basu Banerjee Nath & Co.

For **Basu Banerjee Nath & Co.**
Chartered Accountants
Signed by : **Gobinda Chandra Paul, FCA,**
Partner
Membership No. **282** of The Institute of
Chartered Accountants of Bangladesh.

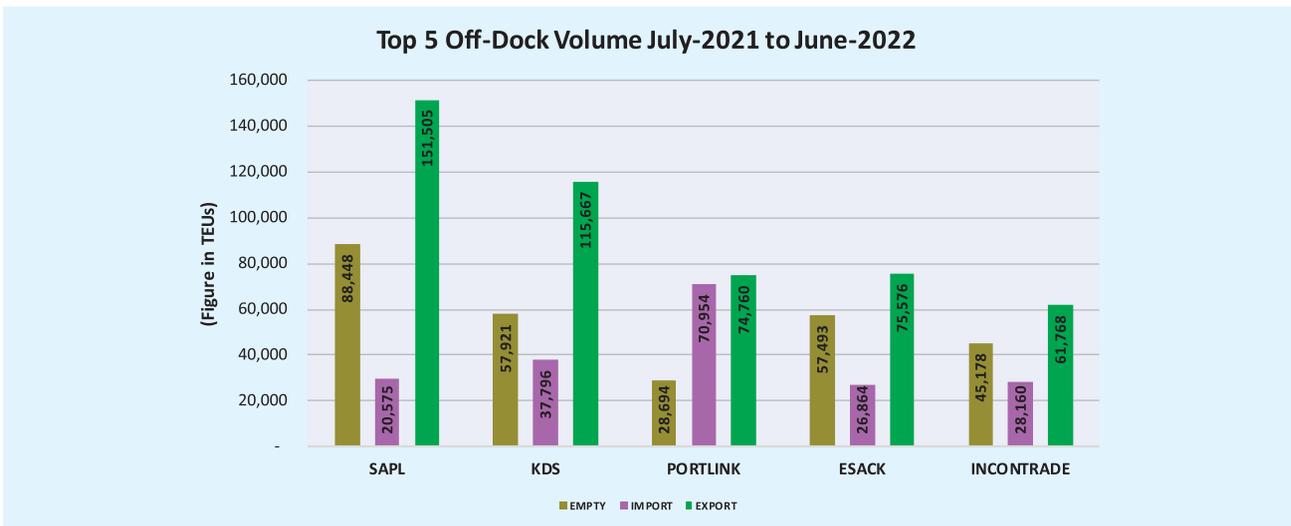
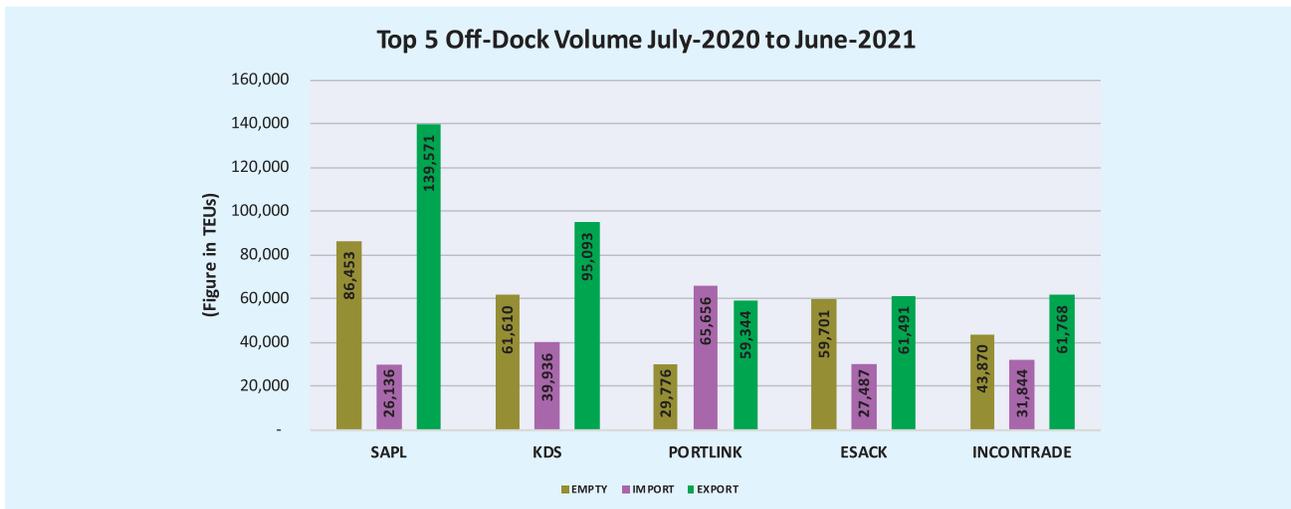
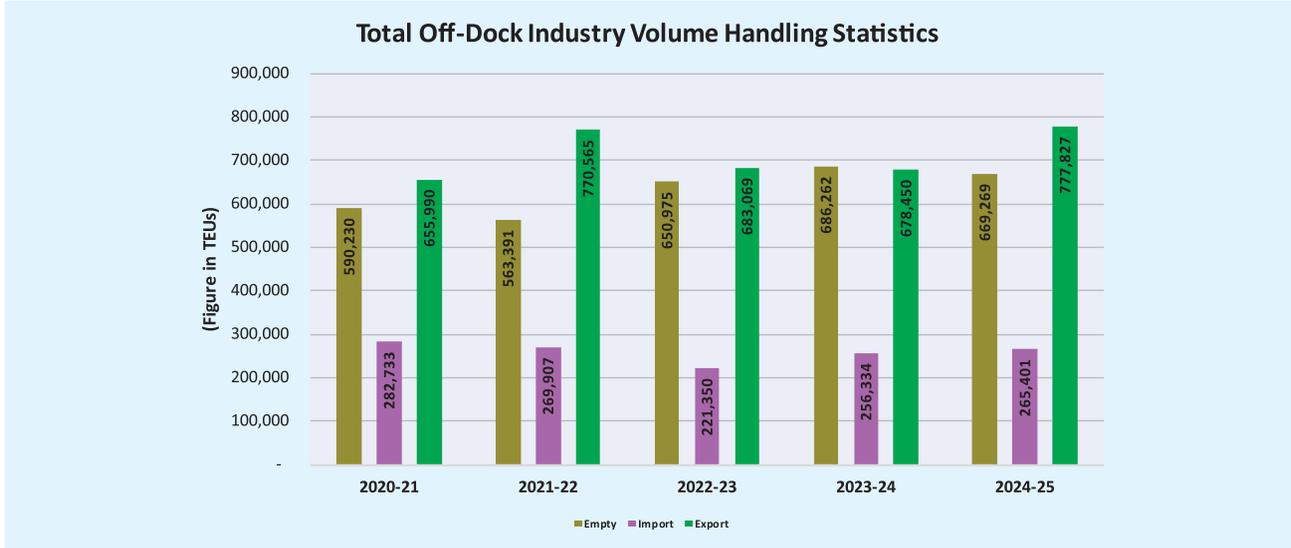
Head Office :
Dhaka Trade Centre (11th floor),
19 Kazi Nazimuddin Avenue,
Kamranhata, Dhaka-1218, Bangladesh. ☎ +88 02 971 62705 ☎ +88 02 552 2521-2 ☎ +88 02 330 2351

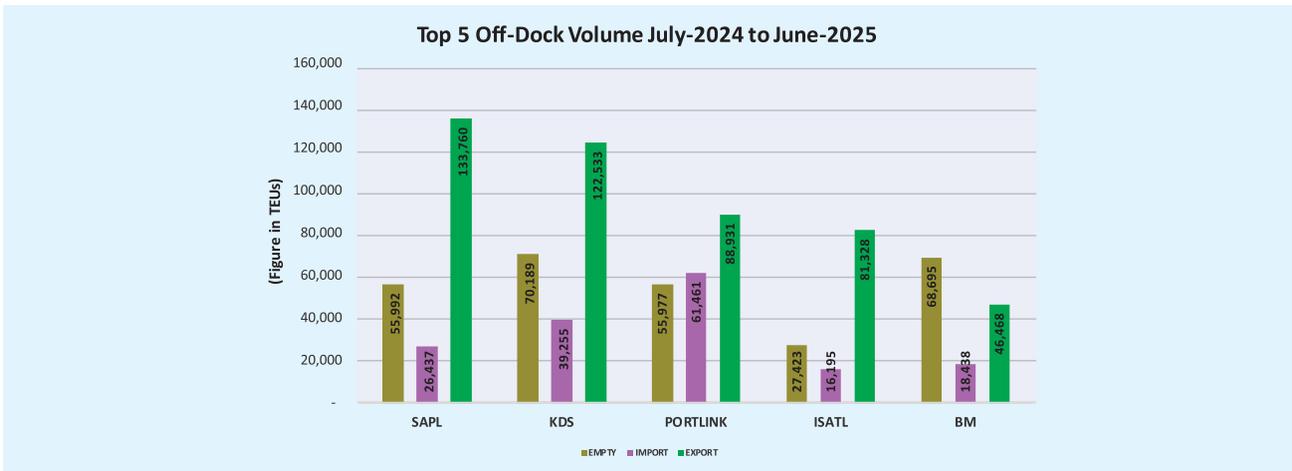
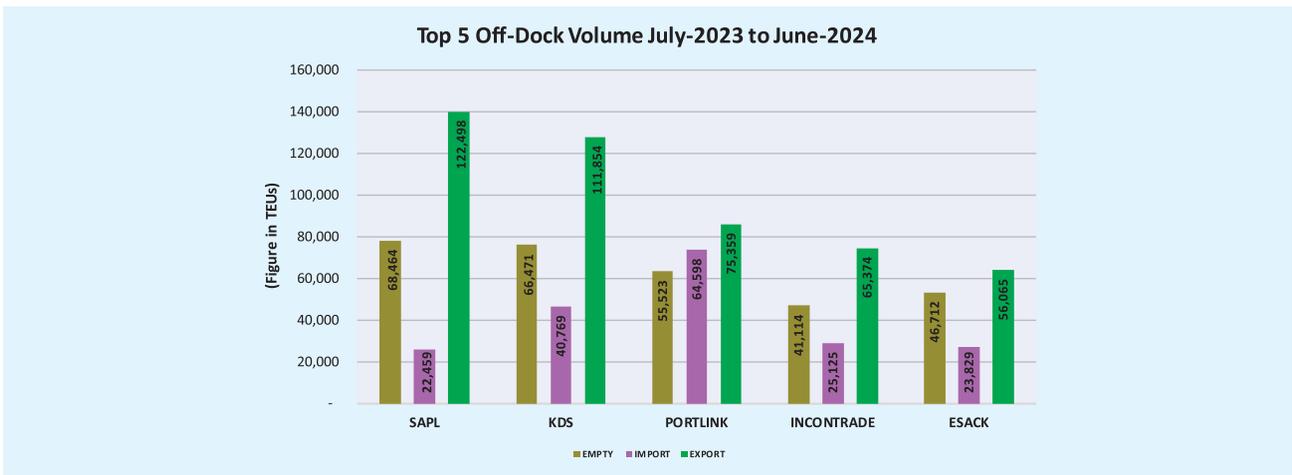
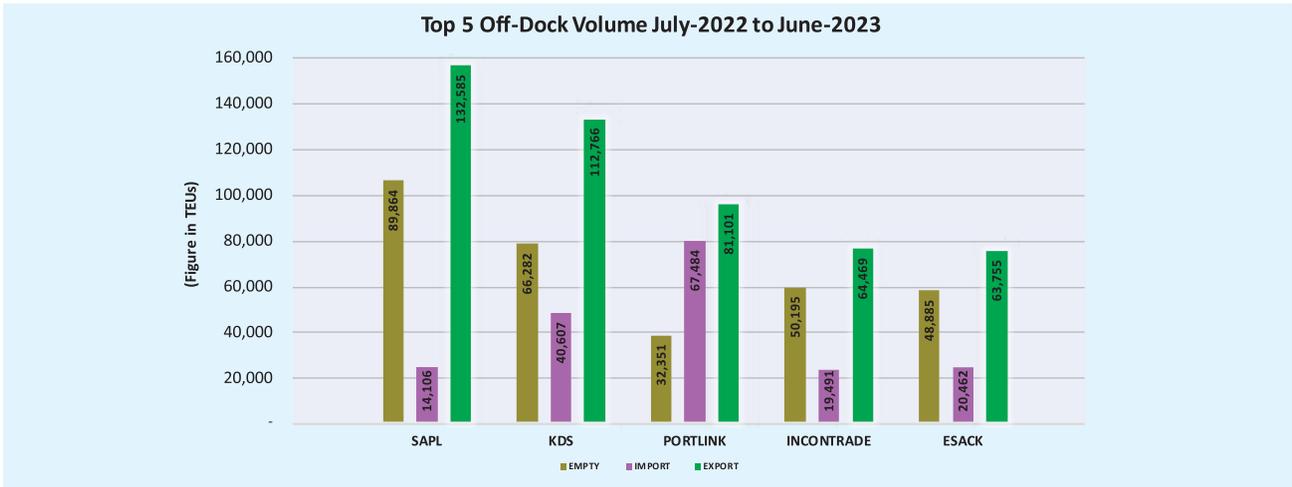
Branch Office:
Tina Chandra (Ground floor) Ashraf Ali,
Chattogram-4100, Bangladesh. ☎ +88 017 1804 136 ☎ +88 02 333 2138 ☎ +88 02 333 2298

info@bbnco.net www.bbnco.net

member firm of
safe
INSTITUTE

Off-Dock Industry Container Handling Statistics





SAPL	Summit Alliance Port Limited
KDS	KDS Logistics Limited
PORTLINK	Portlink Logistics Centre Limited
INCONTRADE	Incontrade Limited
ESACK	Esack Brothers Industries Limited
ISATL	Ispahani Summit Alliance Terminals Limited
BM	BM Container Depot Limited

Management Team



Mr. Jowher Rizvi
Managing Director



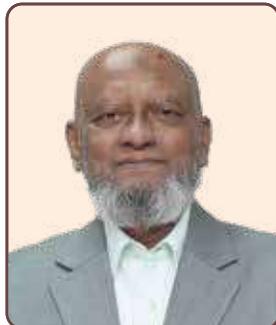
Mr. Syed Yasser Haider Rizvi
Additional Managing Director



Mr. Syed Nasser Haider Rizvi
Deputy Managing Director



Ms. Azeeza Aziz Khan, ACCA
Deputy Managing Director



Capt. Kamrul Islam Mazumder
Director & Chief Operating Officer (Off-Dock)



Mr. Hassan Imam Patwary
Executive Director & Chief Financial Officer



Mr. Md. Abdul Hakim
Senior General Manager & Chief Operating Officer,
(Muktarpur Terminal, Bangladesh & Kolkata & Patna Terminal, India)



Mr. Md. Mahinul Haque
Senior General Manager
Head of Operations (SAPL Off-Dock)



Mr. Tusharabrita Jiban Biswash
Senior General Manager
(Project Development)



Mr. Aman Ullah Al Kader
Deputy General Manager
Head of Operation (OCL Off-Dock)



Mr. Pankoj Kumar Dey
Deputy General Manager
Head of Internal Audit



Mr. Shimul Dey
Deputy General Manager
Head of IT



Ms. Rumi Sen Gupta
Asst. General Manager
Head of HR



Mr. Md. Abdullah Osman Shajid
Asst. General Manager &
Company Secretary



Mr. Md. Tariq Imam
Asst. General Manager,
Head of Compliance and Procurement



Mr. Tofayel Ahmed
Asst. General Manager
Head of Admin



Mr. Md. Anisur Rahman
Asst. General Manager,
Head of MDD



Adv. Abu Zafor Md. Obidullah Chowdhury
Consultant- Legal, Corporate
& Regulatory Affairs



Mr. Md. Moynul Islam
Sr. Manager, Head of HED



Mr. Swarup Kumar Das
Manager, Head of Electrical



Engr. Md. Jahidul Hasan
Manager, Head of Civil
(Muktarpur Terminal)



INTRODUCING THE SENIOR EXECUTIVES

Mr. Hassan Imam Patwary

Executive Director and Chief Financial Officer

Mr. Hassan Imam Patwary is a qualified Chartered Accounts with a Master of Commerce in Accounting from Dhaka University. Mr. Hassan started his career in 1984 as a financial consultant for the Bangladesh Telegraph & Telephone Board (BTTB) under an IDA project funded by the World Bank to design and implement a Modern Commercial Accounting System. In 1989, Mr. Hassan moved to Banglatel International Limited (BIL) as a Finance Manager. The BIL was a joint venture company with BTTB and Cable & Wireless, PLC, a British Owned Telecommunication Company. In 1993, Mr. Hassan joined as a Chief Accountant of Dynamic Textile Industries Ltd, a listed public limited Company, and served with this Company for 5 years. In 1997, Mr. Hassan joined as a chief financial officer with Maersk Bangladesh Limited, a 100% foreign owned by Maersk Shipping Lines, Denmark. Mr. Hassan served with Maersk Bangladesh Ltd for more than 17 years and took retirement from this Company on March 31, 2013. In April 2013, Mr. Hassan joined as Chief Financial Officer with GBX Logistics Ltd, the Shipping Agent of Hapag Lloyd, Germany in Bangladesh under a contract service and continued up to December 2019. Since then, Mr. Hassan engaged with various reputable organizations as a financial consultant such as McDonald Steel, Impress Textile Limited, etc. During his long career, Mr. Hassan attended many workshops, seminars, and short training courses in the Country and Abroad, mainly focused on

leadership, team building, Innovation, developing & implementing strategic concepts in Finance, and internal control procedures. In August 2023 Mr. Hassan joined as Executive Director and CFO of Summit Alliance Port Limited.

Mr. Md. Abdul Hakim

Senior General Manager & Chief Operating Officer
(Muktarpur Terminal, Bangladesh & Kolkata & Patna Terminal, India)

Md Abdul Hakim, Son of Late Jashem Uddin and Late Ashiya Khatun were born in 16th June 1964 at Magar Bari, Jamalpur. Mr. Hakim has completed his M. Com (Marketing) from University of Rajshahi. Thereafter he involved himself in Summit Industrial & Mercantile Corporation (Pvt.) Limited in 1994 and in 1997 he has transferred to Ocean Containers Limited (OCL) and was performing his responsibility as General Manager & Head of Operation up to 2012 at Ocean Containers Limited, Chattogram. In May 2012, Mr. Hakim was transferred to Summit Alliance Port Ltd. (Muktarpur Terminal) situated at Muktarpur under Munshiganj District & presently he is performing as Chief Operating Officer (COO) of the said Muktarpur Terminal. Mr. Hakim also took the responsibility of Kolkata & Patna Terminal, India as Chief Operating Officer from 1st February 2023 & 31st October 2025 respectively.

Mr. Md. Mahinul Hoque

Senior General Manager &
Head of Operation (Off – Dock)

Md Mahinul Hoque was born on 1973 and has completed his B.A. (Hons.) & Master's Degree from Chattogram University. Mr. Hoque started his career in 2000 with Airlines (GMG Airlines Pvt. Ltd) where he worked for two years as Asst. Manager. After that he joined in MGH Group (Shipping division) in 2002 and worked there for more than 10 years. Before leaving MGH, Mr. Hoque was working as Sr. Manager at Portlink Logistics Centre Ltd. (Operation & Sales), a sister concern of MGH Group. Mr. Hoque joined SAPL on 2nd December 2012 and now performing his responsibility as Senior General Manager & Head of Operation of Summit Alliance Port Limited.

Mr. Tusharabrita Jiban Biswas

Senior General Manager (Project Development)

Tusharabrita Jiban Biswas graduated from Dhaka University in 1975. He has managed business of commodity trading & shipping. Prior to joining SAPL he was Senior General Manager at Summit Oil & Shipping Co. Ltd.

Mr. Aman Ullah Al Kader

Deputy General Manager, Head of Operation (Off – Dock)

Aman Ullah Al Kader, Son of Late Md. Mahamudul Haque and Late Mrs. Umma Kulshum was born on 11th March 1971 in Agrabad, Chattogram. Mr. Kader has completed his B. Com (Hons.) degree from Govt. Commerce College under Chattogram University. Thereafter he involved himself in shipping related works for 16 years working in Birds Bangladesh for 5 years and then in Kuehne+Nagel multinational company for 5 years. In 2003 Mr. Kader joined Ocean Containers Limited as Asst. Manager; Mr. Kader is, at present, working as Deputy General Manager & Head of Operations of Summit Alliance Port Limited (OCL Depot).

Mr. Pankoj Kumar Dey

Deputy General Manager, Head of Internal Audit

“Mr. Pankoj Kumar Dey, son of Late Nripendra Lal Dey and Mrs. Niva Rani Dey, joined the company, Summit Alliance Port Ltd in 2005 after completion of Chartered Accountancy Course from Basu Banerjee Nath & Co. Chartered Accountants. He is still continuing at “Advanced Level” of the Chartered Accountancy study and completed 16 subjects out of 17. To boost up his knowledge and to contribute more for the company he was assigned to participate in various training programme in Bangladesh and abroad by the company. As part of his development program, Pankoj attended a short course on “International Training on Ports, Shipping and Container Terminal Management” in Bangkok, Thailand in 2009. Effective from January 2014 he has been performing his responsibility as Head of Internal Audit of the Company.

Mr. Shimul Dey

Deputy General Manager, Head of IT

Shimul Dey, son of Mr. Ranjit Dey and Mrs. Rina Dey, was born in 1982. He completed his BSc (Hons) in Computer Science & Engineering (CSE) in November 2005 from Chittagong University of Engineering & Technology (CUET), one of the most prestigious public engineering universities in Bangladesh. He secured 5th place in the combined admission test of CUET, KUET, and RUET (formerly known as BIT – Bangladesh Institute of Technology). He is a life member of the Institute of Engineers Bangladesh (IEB), holding membership number M26452.

Mr. Shimul began his professional career in May 2006 at Summit Alliance Port Limited (SAPL) as an Executive in the IT Department. Over the years, he has demonstrated exceptional leadership and technical expertise, leading to his promotion to Deputy General Manager (DGM) in July 2025. He currently serves as the Head of IT and oversees the entire IT Department for SAPL, Ispahani Summit Alliance Terminals Limited (ISATL), and the Inland Water Container Terminal (IWCT). Additionally, he manages IT and software-related activities for Summit Alliance Port East Gateway (I) Pvt. Limited in Kolkata. In pursuit of



higher education, he completed the Commonwealth Executive Master of Business Administration (CEMBA) program in September 2015 under Bangladesh Open University, in collaboration with The Commonwealth of Learning (COL), Canada.

Throughout his career as Head of IT, Mr. Shimul has gained extensive knowledge across multiple domains of information technology, particularly in software design, development, and system architecture. Under his leadership, SAPL successfully established an in-house software development team. Together with his team, he developed comprehensive software systems to manage all operational and financial activities of the Off-Dock and River Terminal facilities. He continues to guide and lead the in-house development team in creating robust, automated, and paperless software solutions to enhance organizational efficiency. He is also planning to further improve operational processes by developing mobile applications and integrating AI-driven solutions across various functions.

Ms. Rumi Sen Gupta

Asst. General Manager, Head of HR

Ms. Rumi Sen Gupta, daughter of Mr. Ranjit Sen Gupta and Mrs. Rita Sen Gupta was born in Anwara, Chittagong. She completed her Master Degree with Honors in Economics from Chittagong University. She accomplished her Higher Secondary from Chittagong Govt. College and School Certificate from St. Scholastica's Girls' High School, Chittagong. Ms. Gupta had also achieved the professional degrees on post graduate diploma in Personnel Management from Bangladesh Institute of Personnel Management and Diploma in Social Compliance with Bangladesh Labor Law and Human Resource Management-from Bangladesh Institute of Fashion and Technology, Directed by BGMEA, Chittagong. She had participated in a training on ISO 9000:2000 series QMS Lead Auditor, organized by DETNORSKE VERITAS (DNV) and honored with a Lead Auditor Certificate. Ms. Gupta also successfully completed Environmental Management Lead Auditor Training Course (Based on ISO 14001:2015) , organized by TUV NORD and she is Certified Human Resource Professional (CHRP) from The Institute of Strategic Management and Finance (ISMF). Ms. Rumi Sen Gupta started her career with KDS Accessories Division (a sister Concern of KDS Group). She Joined Summit Alliance Port Limited (Former OCL Depot) in 2006 as Asst. Manager – HR Department and currently she is leading Human Resources Department of Summit Alliance Port Limited as Head of HR.



Md. Abdullah Osman Shajid

Asst. General Manager & Company Secretary

Md Abdullah Osman Shajid is working with Summit Alliance Port Limited since February 2008. He is holding the position of Company Secretary since 26th April 2018. Before he was elevated to the position of Company Secretary, he contributed his expertise serving the Corporate Affairs Department, Finance Department and Share Department during his long tenure of service with Summit Alliance Port Limited. He completed his M. Com under National University in the year 2007 and completed his Chartered Accountancy Course in the same year. Besides Summit Alliance Port Limited, he is also involved with Ispahani Summit Alliance Terminals Limited.

Mr. Md. Tariq Imam

Asst. General Manager
Head of Compliance & Procurement

Md. Tariq Imam, Son of Late Hassan Imam was born in year 1973. He completed his graduation (B.A.) from Jagannath University, Dhaka under National University in the year 1993. Mr. Md. Tariq Imam started his professional career in the field of Shipping in July 1994 with Cho Yang Line in Chattogram, a global

network of Seoul-based shipping company as an Executive (Equipment Control).

Later he worked for some other shipping company as well. In 2002 Mr. Md. Tariq Imam involved himself in the Off-Dock Industry and joined K&T Logistics Limited, a renowned and Singapore-Bangladesh joint venture private off-dock and worked there for about five years. Initially he has joined in the operation department, later he was made “Head of Sales Team” and continued till his departure. As a part of his career development he participated in various training courses of which notable courses are Human Resource Management Competencies (HRMC) course organized by the Institute of Business Administration (IBA), University of Dhaka in 2021. Successfully completed IRCA UK approved five days Lead Auditor course on Environmental Management System ISO 14001:2015 organized by TUV NORD in 2016. Underwent a four days training course on International Port Security Program under International Ship & Port Facility Security (ISPS) Code, jointly hosted by the United States Coast Guard and Chittagong Port Authority in 2015 and “International Training on Port Management, Shipping Management & Container Terminal Management” jointly hosted by Bangladesh Resource Improvement Trust, Port de Barcelona and CG-Consulting Group Spain in 2008. Md. Tariq Imam has joined “Summit Alliance Port Limited” in the year 2007 as Asst. Manager (Operations). Later he was transferred to Compliance Department in the year 2010 and assigned to look after Sales, Customer Service & Claims handling alongside Compliance activity of the company. Recently Management of the Summit Alliance Port

has assigned responsibility of “Procurement” department of the company in addition to his previous responsibilities. Currently he is leading the Compliance & Procurement Department as “Head of Compliance & Procurement” with a position of Asst. General Manager and delegated to oversee Procurement of Summit Alliance Port Ltd., and overall Compliance activities such as Supply Chain Security (SCS) and Social Compliance for Summit Alliance Port Ltd. (East, West & North) and Ispahani Summit Alliance Terminals Ltd., Chattogram & Summit Alliance Port Ltd -River Terminal (IWCT), Muktarpur, Dhaka.

Mr. Tofayel Ahmed

Asst. General Manager, Head of Admin

Tofayel Ahmed son of Md. Harej Uddin & Mrs. Noorjahan Begum was born in 1975, at Godagari in Rajshahi. Mr. Ahmed having his career obtained Master’s Degree (Political science) from Rajshahi University. He has also completed Certificate Course on “Civil Drafting” from Rajshahi Technical Training Center (TTC). Therefore, he involved at “Friends Book Corner “in Dhaka as Marketing Manager from 2003 to 2004. Meanwhile he has joined the company (Summit Alliance Port Limited) in 12th June 2004 as Junior Executive in Maintenance and Development Department (MDD) up to 2012 and interim one year in Operation Department as an In-charge of Export & Import. He served as Assistant General Manager, Head of Admin & Procurement Department from 2012 to 30th 2023. Currently, he is serving as Assistant General Manager, Head of Admin.





Mr. Md. Anisur Rahman

Asst. General Manager, Head of MDD

Engr. Md. Anisur Rahman, son of Md. Shyed Ali and Rokeya Begum, was born in 1979. He obtained his Bachelor of Science degree in Civil Engineering from Southern University. In 1999, he successfully completed a professional training course on construction work under the Chattogram Development Authority.

He began his career with Alpha Consulting and Construction Firm, gaining valuable experience before joining Summit Alliance Port Limited (SAPL) in 2003 as an Executive. Over the years, through dedication and expertise, he has grown within the organization and is currently serving as Assistant General Manager & Head of the Maintenance and Development Department (MDD).

Abu Zafor Md. Obidullah Chowdhory

Consultant, Legal, Corporate & Regulatory Affairs

Abu Zafor Md. Obidullah Chowdhory, Head of Legal Affairs joined Summit Alliance Port Limited in September 2017. He is responsible for taking care of Legal, Corporate, and Regulatory Affairs of the Summit Alliance Port Limited as well as assisting with concerns and new projects. Mr. Chowdhory possesses comprehensive knowledge of legal issues including Documentation, Acquisition, ADR, Compliance issues, Labour issues, Property-related issues, Litigation, and Access to Justice.

Prior to joining Summit Alliance Port Limited he served as a Divisional Officer in Deutsche Gesellschaft für International Zusammenarbeit (giz),

Bangladesh under the Rule of Law programme for 3 years. He started his legal profession as an Associate with a very renowned corporate law firm namely HBA Consortium in Dhaka. He underwent training and attended various conferences and study tour in Team Building, Code of Conduct, Access to Justice, and Legal Service Delivery both at national and international level.

Mr. Chowdhory is a postgraduate in law & holds a PGD in International Relations from the University of Dhaka. He also studied a PGDHRM course at the Bangladesh Institute of Management (BIM). Mr. Chowdhory is an enrolled Advocate of the Bangladesh Supreme Court (High Court Division) with around eleven years of experience in the legal profession. He is also an enlisted member of the Chattogram District Bar and Taxes Bar Association. He is the winner of the prestigious Lex-Falcon Award 2024 to be conferred at the LexTalk World's Global Hybrid Conference which will be held in 2024 in Delhi, India, for his impactful contribution to the legal industry.

Engr. Md. Moynul Islam

Senior Manager, Head of HED

Engr. Md. Moynul Islam, son of Late Haji Md. Rafiqul Islam Chy and Mrs. Rokeya Begum born in July, 1982 at Haliashahar, Bandar, Chattogram. He achieved Post graduate diploma degree in project Management from (ABP) Edupro, UK. He completed his BSc (Hons) in Mechanical engineering from a reputed private university in (UCT) Chittagong. Also Diploma engineering in Power (Automobile) technology from Chittagong Polytechnic Institute in 2000, and

completed a training on world class maintenance management from IBC in 2009. Then he completed a short training on “HYDRAULIC LUBRICATING SYSTEM” from BNO in 2014. He started his career with SANKO Optical Co. (BD) Ltd as a sub-assistant engineer (Mechanical) for five years (2001-2005). Then he joined as a sub-assistant engineer at TK Chemical Complex, Kalurghat I/A, Chattogram, for 01 year (2006- 2007). After that, he joined Summit Alliance Port Limited as an Executive (HED) in 2007 and at present working as Senior Manager, Head of Heavy Equipment Department of SAPL (East, West & North).

Mr. Swarup Kumar Das

Manager, Head of Electrical Dept.

Mr. Swarup Kumar Das, Son of Narayan Kanti Das and Asru Kana Das was born in 1985. Mr. Swarup Kumar Das completed his Elect. Engineering from Chittagong Polytechnic Institute, Chittagong under Bangladesh Technical Education Board, Dhaka in the year 2007. Mr. Swarup Kumar Das started his professional career in the field of Engineering in March 2009 with Energypac Power Generation Ltd, Chattogram as a sales & Service Engineer. Later he worked for some other company as well. As a part of his career development, he participated in various training courses such as “The Industrial Training programme on HT & LT cable hosted by Eastern Cables Ltd. He has completed a training on “Lubricating oil for Hydraulic system” organized by Lub-rref (Bangladesh) Ltd. Mr. Swarup Kumar Das has joined “Summit Alliance Port Limited” in the year 2011 as an Executive (Electrical Maintenance). Currently, he is leading the Electrical Department as “Head of Electrical” with the position of Deputy Manager

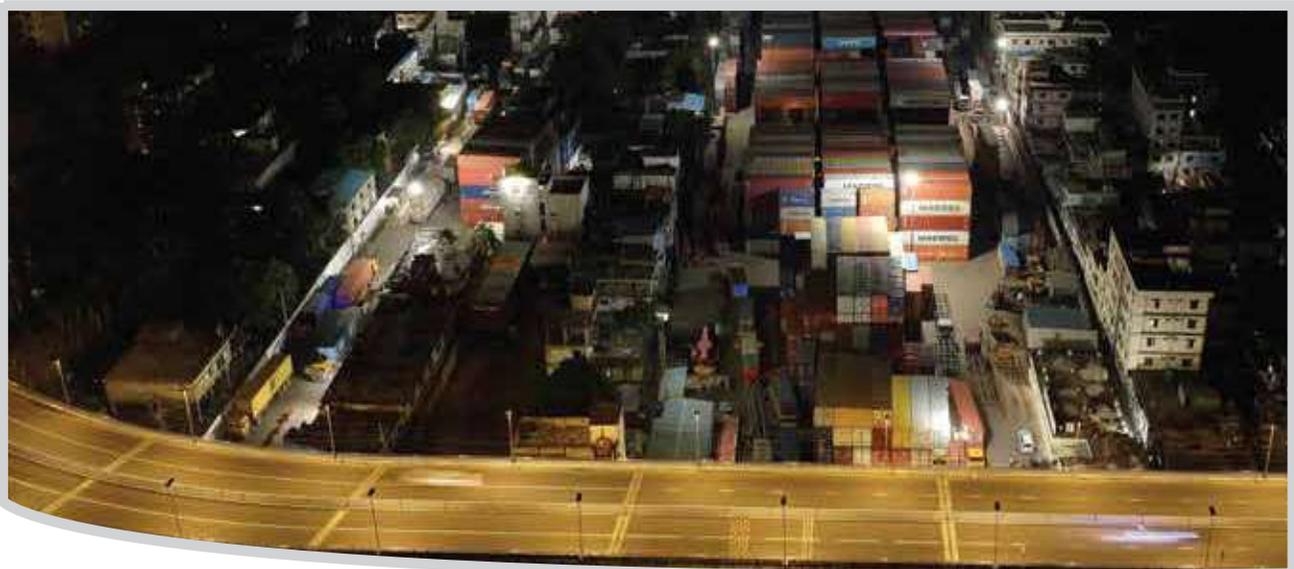
and assigned to oversee overall Electrical activities for Summit Alliance Port Ltd, SAPL-RT & Summit Alliance Port East Gateway (I) Pvt. Ltd.

Engr. Md. Jahidul Hasan

Manager, Head of Civil (Muktarpur Terminal)

Engr. Md. Jahidul Hasan, Son of Md. Sirajul Islam and Ferdowski Begum was born on 1st December 1988 in Faridganj, Chandpur. Mr. Hasan has completed his B.Sc (Civil Engineering) degree from Bangladesh University of Engineering & Technology (BUET) on 2010. Thereafter he worked as Design engineer for Idea Living & Housing Ltd., Hoq Real Estate Ltd. and Noha Design Consultant. In October, 2013 Mr. Hasan joined Summit Alliance Port Limited, as Sr. Executive for Inland Water Container Terminal project at Munshiganj. Presently he is working as Project Engineer for Inland Water Container Terminal, Munshiganj and as well as Garden Reach Terminal, Kolkata.

Under his direct supervision, the facilities of Summit Alliance Port Limited were successfully built. In addition, he continues to play a key role in monitoring and supervising SAPL RT operations.



Various Committees

SAPL Grievance Redressal Committee (GRC)

Captain Kamrul Islam Mazumder	Chairman
Mr. Mahinul Hoque	Vice Chairman
Mr. Aman Ullah Al Kader	Member Secretary
Mr. Md. Abdullah Osman Shajid	Member
Ms. Rumi Sen Gupta	Member
Mr. Tofayel Ahmed	Member
Mr. Md. Tariq Imam	Member
Mr. Abu Zafor Md. Obaidullah Chy (Sadi)	Member
Mr. Abu Sayed Md. Abdullah	Member
Ms. Shahanur Begum	Member (Community Representative)
Mr. Md. Giash Uddin	Member (Stakeholder Representative)

Participation Committee (SAPL_OCL Depot)

Mr. Md. Shofiq Ullah	Chairman	Representative of the employer
Mr. Md. Mohiuddin	Vice Chairman	Representative of the workers
Mr. Md. Shawkat	Member Secretary	Representative of the employer
Mr. Md. Muslim Uddin	Member	Representative of the employer
Mr. Md. Shahidul Islam	Member	Representative of the employer
Mr. Badrul Hakim	Member	Representative of the employer
Mr. Azadul Hoque	Member	Representative of the workers
Mr. Md. Mostafizur Rahman	Member	Representative of the workers
Mr. Soni Barua	Member	Representative of the workers
Mr. Suman Nandee	Member	Representative of the workers

Participation Committee (SAPL East & West Depots)

Mr. Ashfaq Mazhar	Chairman	Representative of the employer
Mr. Md. Ibrahim Hossain Jafor	Vice Chairman	Representative of the workers
Mr. Md. Razaul Karim	Member Secretary	Representative of the employer
Mr. A K M Ariful Haque	Member	Representative of the employer
Mr. Md. Alauddin	Member	Representative of the employer
Mr. Md. Abu Taher	Member	Representative of the employer
Mr. Md. Rony	Member	Representative of the workers
Mr. Md. Shahanoor	Member	Representative of the workers
Mr. Md. Iqram	Member	Representative of the workers
Mr. Md. Masudul Alam	Member	Representative of the workers

Safety Committee (SAPL East & West Depots)

Mr. A K M Ariful Haque	Chairman	Representative of the employer
Mr. Mohan Nandy	Vice Chairman	Representative of the workers
Mr. Md. Saiful Islam	Member Secretary	Representative of the employer
Mr. Md. Alauddin	Member	Representative of the employer
Mr. Jashed Hossain	Member	Representative of the employer
Mr. Md. Jamal Uddin	Member	Representative of the workers
Mr. Khalilur Rahman	Member	Representative of the workers
Mr. Swapon Meah	Member	Representative of the workers
Mr. Md. Nayem Uddin	Member	Representative of the workers
Mr. Md. Monsur Alam	Member	Representative of the workers

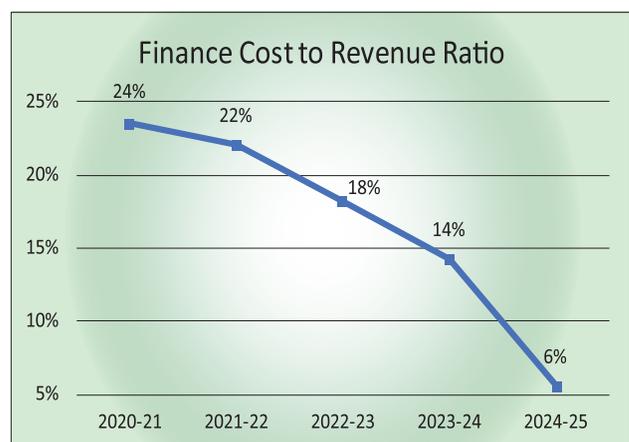
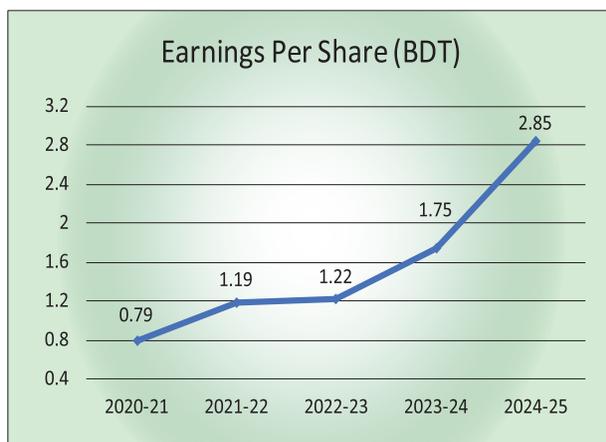
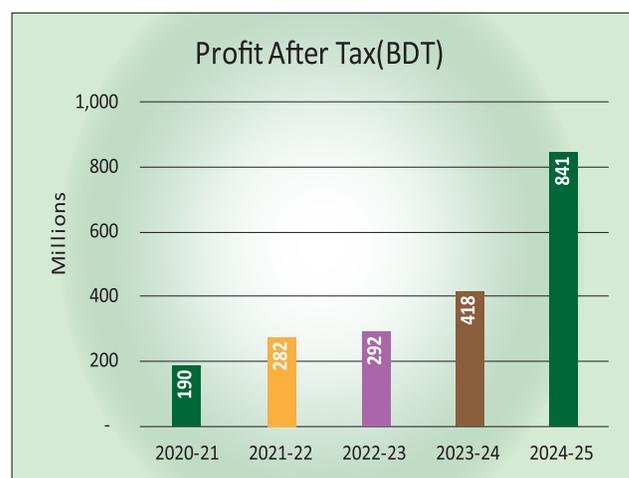
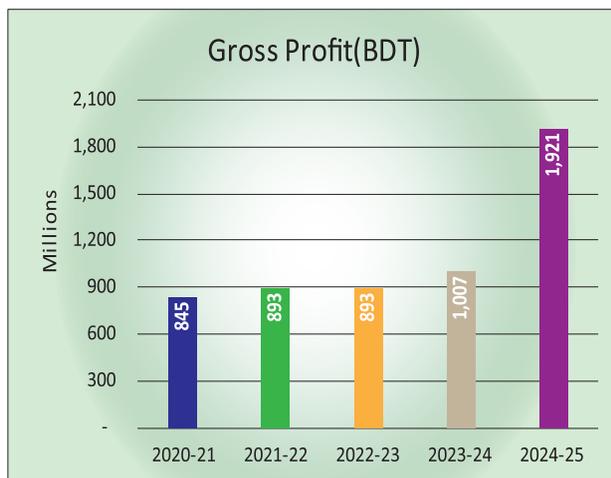
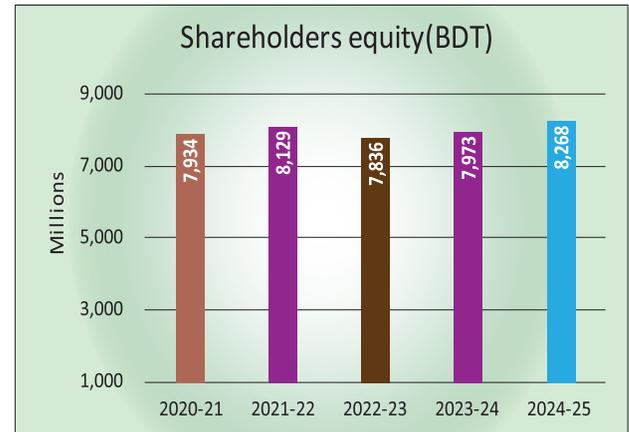
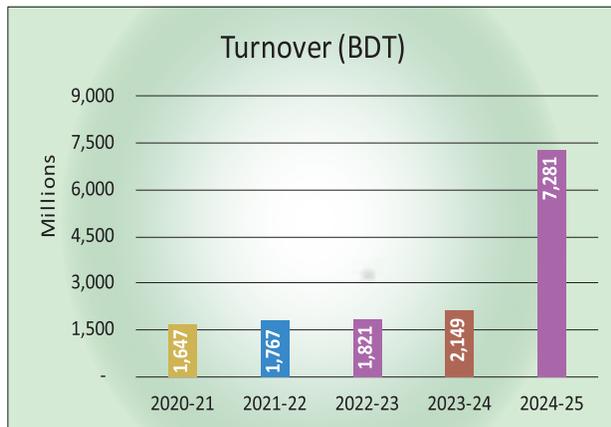
Safety Committee (SAPL_OCL Depot)

Mr. Shofiq Ullah	Chairman	Representative of the employer
Mr. Md. Delowar Hossen	Vice Chairman	Representative of the workers
Mr. Md. Shahidul Islam	Member Secretary	Representative of the employer
Mr. Md. Muslim Uddin	Member	Representative of the employer
Mr. Md. Nazim Uddin	Member	Representative of the workers
Mr. Kamal Uddin	Member	Representative of the workers
Mr. Sohel	Member	Representative of the workers
Mr. Md. Rafiq	Member	Representative of the workers

Cross Functional Covid-19 Committee

Mr. Md. Tariq Imam	Chairman
Mr. Md. Razaul Karim	Vice Chairman
Mr. Ashfaq Mazhar	Member
Mr. Tofayel Ahmed	Member
Mr. Md. Shofiq Ullah	Member
Mr. Jashed Hossain	Member
Mr. Badrul Hakim	Member
Mr. Md. A K M Ariful Haque	Member
Mr. Md. Alauddin	Member
Mr. Md. Shahidul Islam	Member
Mr. AKM Sahidul Haque	Member

Financial Performance at a glance



Declaration of Status of Unclaimed Dividend

[PURSUANT TO DIRECTIVE NO. BSEC/CMMRCD/2021-386/03, DATED: JANUARY 14, 2021 OF THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION]

The company shall pay off cash dividend directly to the bank account of the entitles shareholder as available in the BO account maintained with the depository participant (DP) through Bangladesh Electronic Funds Transfer Network (BEFTN), Bank Transfer and Dividend Warrant (if necessary).

SUMMARY OF THE UNCLAIMED DIVIDEND

As on 30th June 2025

(Balance Remaining with the Company and as per the Audited Financial Statements)

PARTICULARS	AMOUNT IN TAKA
Dividend for 2021-22	1,345,965
Dividend for 2022-23	1,433,772
Dividend for 2023-24	55,129,464
Total	57,909,201

Transferred to CAPITAL MARKET STABILIZATION FUND (CMSF):

Pursuant to Capital Market Stabilization Fund (CMSF) Rules 2021 of Bangladesh Securities and Exchange Commission and BSEC Directive No. BSEC/CMRRC/2021-386/03 dated, January 14, 2021, the Company has transferred all the unclaimed dividend amount to CMS Fund other than those remains unclaimed for 3 (three) years from the date of declaration or approval or record date, as the case may be as directed by the Commission.



Terms of Reference (ToR) of Nomination and Remuneration Committee (NRC)

Introduction:

The Nomination and Remuneration Committee (NRC, or “the Committee”) is formed by the Board of Directors of Summit Alliance Port Limited in its Meeting held on 29th October 2020 in pursuance of Bangladesh Securities and Exchange Commission’s notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated June 03, 2018 on Corporate Governance Code (CGC). The NRC is a sub-committee of the Board, and the Board of Directors of Summit Alliance Port Limited (SAPL) has decided that the Terms of Reference of the NRC shall be determined as per the CGC and other directives, issued by the Bangladesh Securities and Exchange Commission, from time to time.

Objective:

The objective of the Terms of Reference of the NRC is to determine the scope of work, and guide the operations of the NRC, in consonance with those encapsulated in the Corporate Governance Code.

Composition of NRC:

- a. The NRC shall comprise of at least three members including an independent director.
- b. All members of the Committee shall be non-executive directors;
- c. Members of the Committee shall be nominated and appointed by the Board;
- d. The Board shall have authority to remove and appoint any member of the Committee;
- e. In case of death, resignation, disqualification, or removal of any member of the Committee or in any other such cases, the board shall fill the vacancy within 180 (one hundred eighty) days of such a situation arising in the Committee;
- f. The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor, who shall be a non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;

Chairperson

- a. The Board shall select 1 (one) member of the NRC to be the Chairperson of the Committee, who shall be an independent director;
- b. In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;
- c. The Chairperson of the NRC shall attend the Annual General Meeting (AGM) to answer the queries of the shareholders;
- d. In the absence of Chairperson of the NRC, any other member from the NRC shall be selected to be present in the Annual General Meeting (AGM) for answering the shareholder’s queries, and reason for absence of the Chairperson of the NRC shall be recorded in the minutes of the AGM.

Secretary to the Committee:

The Company Secretary shall act as the Secretary of the Committee;

Meetings:

- a. The NRC shall conduct at least one meeting in a financial year;
- b. The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;
- c. The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;
- d. 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 mandatory, as required under condition No. 6(2)(h) of the CGC;

Minutes:

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.

Voting:

Every member of the committee shall have one vote and in case of equality of votes, the Chairman shall have a casting vote.

Attendance Fees:

No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Attendance fee, equal to Director's fees or honorarium, from the company.

Reporting by the committee:

- a. The NRC shall report on its activities to the Board. 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. The NRC shall immediately report to the Board if any material issue arises out of the meetings of the committee.

Roles and responsibilities of the committee

- a. NRC shall be independent and responsible or accountable to the Board and to the shareholders;
- 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 executives, as well as a policy for formal process of considering remuneration of directors and top-level executives;
- c. NRC shall oversee, among others, the following matters and make reports with recommendation to the Board:
 - 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 executives, considering the following:
 - a. the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;
 - b. the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - c. remuneration to directors, 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;
 - ii. devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;
 - iii. identifying persons who are qualified to become directors and who may be appointed to top level executive positions, in accordance with the criteria laid down, and recommend their appointment and removal to the Board;
 - iv. formulating the criteria for evaluation of performance of independent directors and the Board;
 - v. identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and
 - vi. developing, recommending and reviewing annually the company's human resources and training policies;

Review of the Terms of Reference (ToR):

The Board of Directors may modify these Terms of Reference from time to time. The Corporate Governance Code and other directives, orders, notifications etc. issued by Bangladesh Securities and Exchange Commission shall prevail over these Terms of Reference.

Nomination and Remuneration Committee Report

The Nomination and Remuneration Committee (NRC) of Summit Alliance Port Limited (SAPL) plays a pivotal role as a sub-committee of the Board. It is instrumental in formulating policies regarding the qualifications, attributes, experience, and remuneration of the company's directors and top-level executives.

This Committee was established by the Board of Directors on October 29, 2020, following the conditions set by the Bangladesh Securities and Exchange Commission (BSEC) under its notification on the Corporate Governance Code. The Committee, in strict adherence to the Corporate Governance Code, comprises three members: one Independent Director and two Non-Executive Directors. The Company Secretary of SAPL also serves as the Secretary of the NRC. Meetings of the Committee are attended by the Managing Director, Additional Managing Director, and Head of HR, as necessary. The External Advisors may also participate in all or part of the meetings by invitation.

Composition of the Committee

The current Committee Members, nominated by the Board, are:

Mr. Anisuddin Ahmed Khan (Anis A. Khan)	Independent Director	Chairman
Mr. Latif Khan	Non-Executive Director	Member
Mr. Syed Fazlul Haque	Non-Executive Director	Member

Meetings and Attendance

The Committee met once during the year under review.

Mr. Anis A. Khan, Mr. Syed Fazlul Haque, and Mr. Latif Khan attended the meeting.

Primary Responsibilities of the NRC

The Nomination and Remuneration Committee operates as an independent sub-committee of the Board, with a strong commitment to transparency and responsibility. It is accountable to the Board and the shareholders, ensuring that it discharges its responsibilities and oversees functions as defined in the "Terms of Reference (ToR)" in line with the Corporate Governance Code 2018.

Activities of the NRC during the Reporting Period

The NRC carried out the following activities during the year:

- Reviewed the Terms of Reference of the Nomination & Remuneration Committee, as approved by the Board of Directors.
- The NRC demonstrated its commitment to upholding ethical standards by conducting a thorough Review of the Code of Conduct for the Chairperson, Board members, and Chief Executive Officer, per clause 1(7) of the BSEC Corporate Governance Code 2018.
- Reviewed the Policy for the Nomination and Remuneration Committee.
- Reviewed and recommended compensation packages for the Managing Director, Additional Managing Director, Deputy Managing Directors, and other Senior Management personnel.
- Reviewed policies related to the remuneration and perquisites of the Executive Directors and Senior Management.
- Reviewed and recommended to the Board for re-appointment of Mr. Syed Ali Jowher Rizvi as Managing Director of the company for a further period of three (3) years commencing from January 2026.
- Recommended to the Board for the appointment of Col. Md. Ainul Azim (Retd.) and Barrister Sk. Jenefa K Jabbar as Independent Directors on the Board of the Company for a term of three years, to fill casual vacancies, and in compliance with the BSEC Corporate Governance Code.

On Behalf of the Nomination and Remuneration Committee



Anisuddin Ahmed Khan

Chairman of the Nomination and Remuneration Committee

CSR Activities

Financial Assistance

The Management of Summit Alliance Port Limited provides financial assistance to under privileged children as education scheme, supported with a monthly allocation of Tk. 5,500.00 for each child, up to the age of 18 years

LOCAL MOSQUES

The Management of SAPL financially supported 40 local mosques at Katghar, South Patenga, Chattogram



Contribution to local Mosque and Community at Katghar, North Patenga, Chattogram

Audit Committee Report

The Audit Committee, accountable to the Board of Directors of Summit Alliance Port Limited (SAPL), was appointed in accordance with the company's internal control framework and the guidelines set by the Bangladesh Securities and Exchange Commission (BSEC) as per its notification on the Corporate Governance Code. The current committee comprises four members: one Independent Director and three Non-Executive Directors. The Company Secretary also serves as the committee's secretary. Meetings are attended by the Managing Director, Additional Managing Director, CFO, and Head of Internal Audit, with the Engagement Partner from External Audit invited as needed. All committee members are financially literate and capable of interpreting financial statements and assessing the adequacy of internal control processes.

Committee Members

Mr. Anis A. Khan	Independent Director	Chairman
Mr. Abdul Mueyed Chowdhury	Non-Executive Director	Member
Mr. Lutfu Mawla Ayub	Non-Executive Director	Member
Mr. Syed Fazlul Haque, FCA	Non-Executive Director	Member

A total of five meetings have been held since the last Audit Committee Report for 2023-24, dated October 28, 2024, with the most recent meeting on November 03, 2025.



Role of the Committee

The Audit Committee's authority, duties, and responsibilities derive from the Board's oversight function, as detailed in the Committee Charter approved by the Board. The primary responsibilities include:

- The committee meticulously reviews quarterly, half-yearly, and annual financial statements, ensuring their accuracy and recommending them to the Board for approval upon satisfactory review.
- Monitoring and assessing the adequacy and effectiveness of the company's financial reporting processes, internal controls, and risk management systems.
- Ensuring the objectivity and effectiveness of both external and internal audit functions, examining audit findings, identifying material weaknesses, and monitoring the implementation of audit action plans.
- Recommending the appointment, reappointment, or removal of external auditors to the Board.
- Recommending the appointment, reappointment, or removal of professional firms (CA/CMA/CS) for certification in compliance with the Corporate Governance Code.
- The committee is dedicated to reviewing and monitoring the company's ethical standards and procedures, ensuring they are in line with regulatory and financial reporting requirements, thereby upholding the company's integrity.

Activities of the Committee Regarding the Company's Affairs

In accordance with the Audit Committee Charter and the BSEC notifications on the Corporate Governance Code, the committee has diligently addressed various matters throughout the financial period. Key activities include:

- Reviewing quarterly and half-yearly financial statements and recommending their adoption and circulation following BSEC requirements.
- Assessing the external auditors' report on critical accounting policies and significant judgments used in the preparation of financial statements.
- The Committee recommended that the retiring auditor S. F. Ahmed & Co. Chartered Accountants be eligible to the Board for appointments as the Statutory Auditors of the Company for the next financial year ending on 30th June 2026.

- After completing the Corporate Governance Code Audit for 2024-2025, recommending Basu Banerjee Nath & Co., Chartered Accountants, to the Board for appointment as the Compliance Auditor for the next financial year ending June 30, 2026.
- Recommending Basu Banerjee Nath & Co. as the Independent Scrutinizer and custodian of electronic data and other relevant records to ensure fair and transparent e-voting in the upcoming AGM, as directed in BSEC directives dated March 10 and March 31, 2021.
- Reviewing the effectiveness of the internal financial control system and internal audit procedures.
- Assessing recurrent related party transactions to ensure they were conducted at arm's length and in compliance with applicable laws and regulations, safeguarding the interests of the company and its minority shareholders.
- Reviewing findings from external auditors, particularly management comments and responses.
- Ensuring compliance with BSEC requirements and implementing necessary corrections to maintain adherence is a key focus of the committee's work.

The committee firmly believes that the company has put in place adequate controls and procedures to provide reasonable assurance that its assets are safeguarded and its financial position is managed appropriately.

On Behalf of the Committee

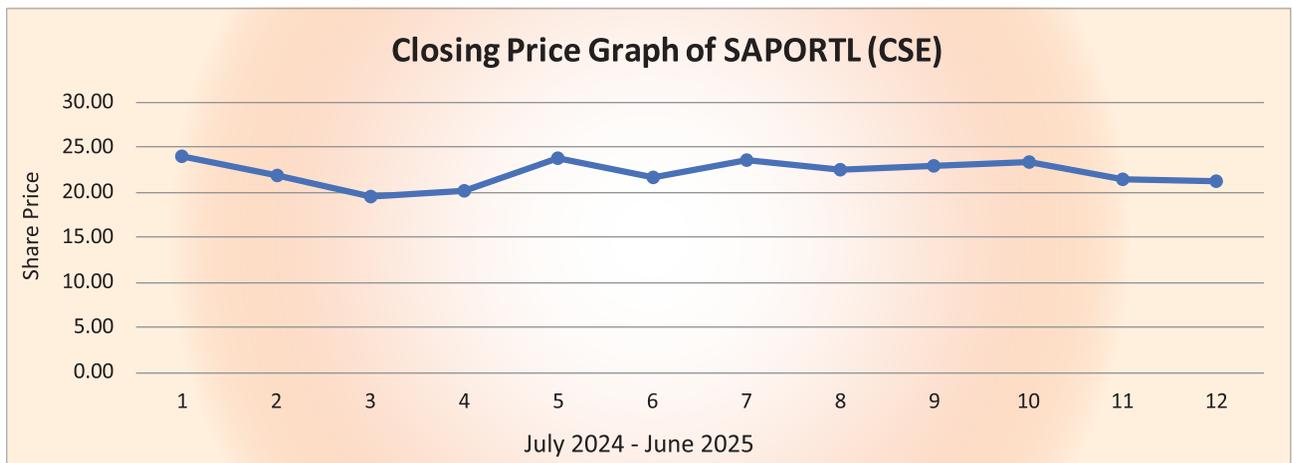
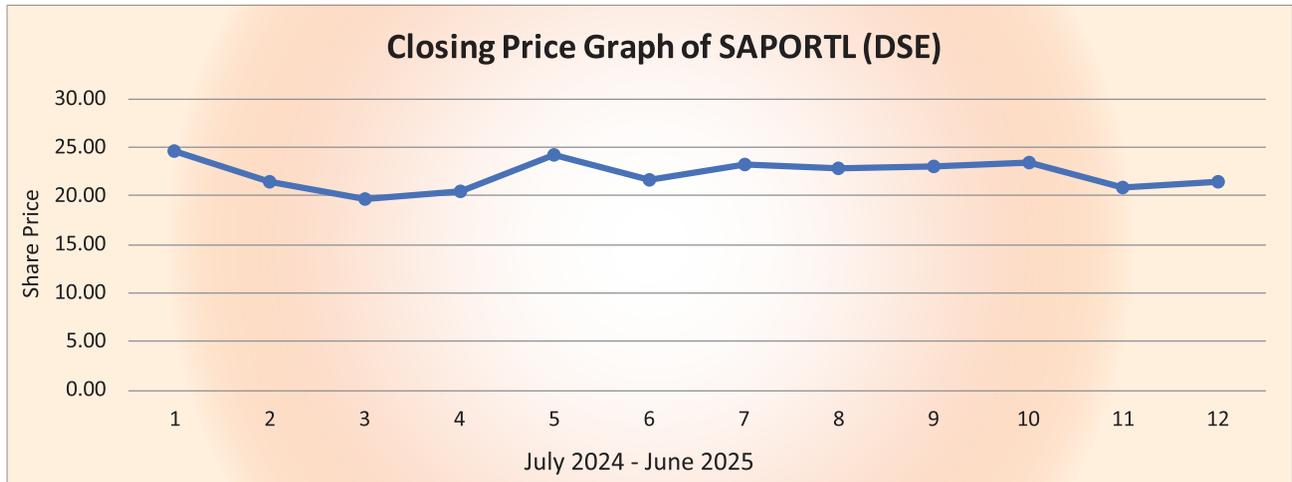


Anisuddin Ahmed Khan
Chairman of the Audit Committee



SAPL Share Performance During July 2024 - June 2025

Months	Dhaka Stock Exchange PLC			Chittagong Stock Exchange PLC		
	High (BDT)	Low (BDT)	Close (BDT)	High (BDT)	Low (BDT)	Close (BDT)
Jul-24	27.50	24.20	24.60	28.10	24.10	24.10
Aug-24	25.30	20.30	21.40	25.50	20.50	21.90
Sep-24	21.70	19.60	19.80	21.80	19.30	19.50
Oct-24	20.60	17.30	20.50	20.90	17.30	20.20
Nov-24	24.60	21.30	24.20	24.60	21.40	23.70
Dec-24	24.40	21.70	21.70	24.50	21.60	21.60
Jan-25	23.50	19.90	23.30	23.70	20.50	23.50
Feb-25	23.20	22.20	22.90	23.60	22.00	22.50
Mar-25	21.70	26.50	23.00	23.30	20.60	23.00
Apr-25	23.90	22.20	23.40	23.80	22.00	23.30
May-25	24.10	20.80	20.90	24.20	20.60	21.40
Jun-25	22.00	20.80	21.50	21.90	21.00	21.30



Credit Rating Report



Ref: AGL/RCM/250312/2025 -11140

24 March, 2025

Mr. Syed Ali Jowher Rizvi
 Managing Director
 Summit Alliance Port Limited
 Corporate Office:
 The Alliance Building
 63, Pragati Sarani, Baridhara
 Dhaka-1212.

Subject: Credit Rating (Surveillance) – Summit Alliance Port Limited.

Dear Sir,

We are pleased to inform you that Credit Rating Agency of Bangladesh Ltd. (**CRAB**) has assigned the following ratings to Summit Alliance Port Limited:

Particular	Rating	Remark
Summit Alliance Port Limited	AA ₂	-
BDT 1,940.4 million Long Term Outstanding	AA ₂ (Lr)	Vide Appendix - 1
BDT 1,470.0 million Short Term funded limit	ST-2	
Outlook	Stable	-

Lr - Loan Rating; ST - Short Term

The rating is valid up to 31 March, 2026. The rating may be changed or revised prior to expiry, if warranted by extraordinary circumstances in the management, operations and/or performance of Summit Alliance Port Limited.

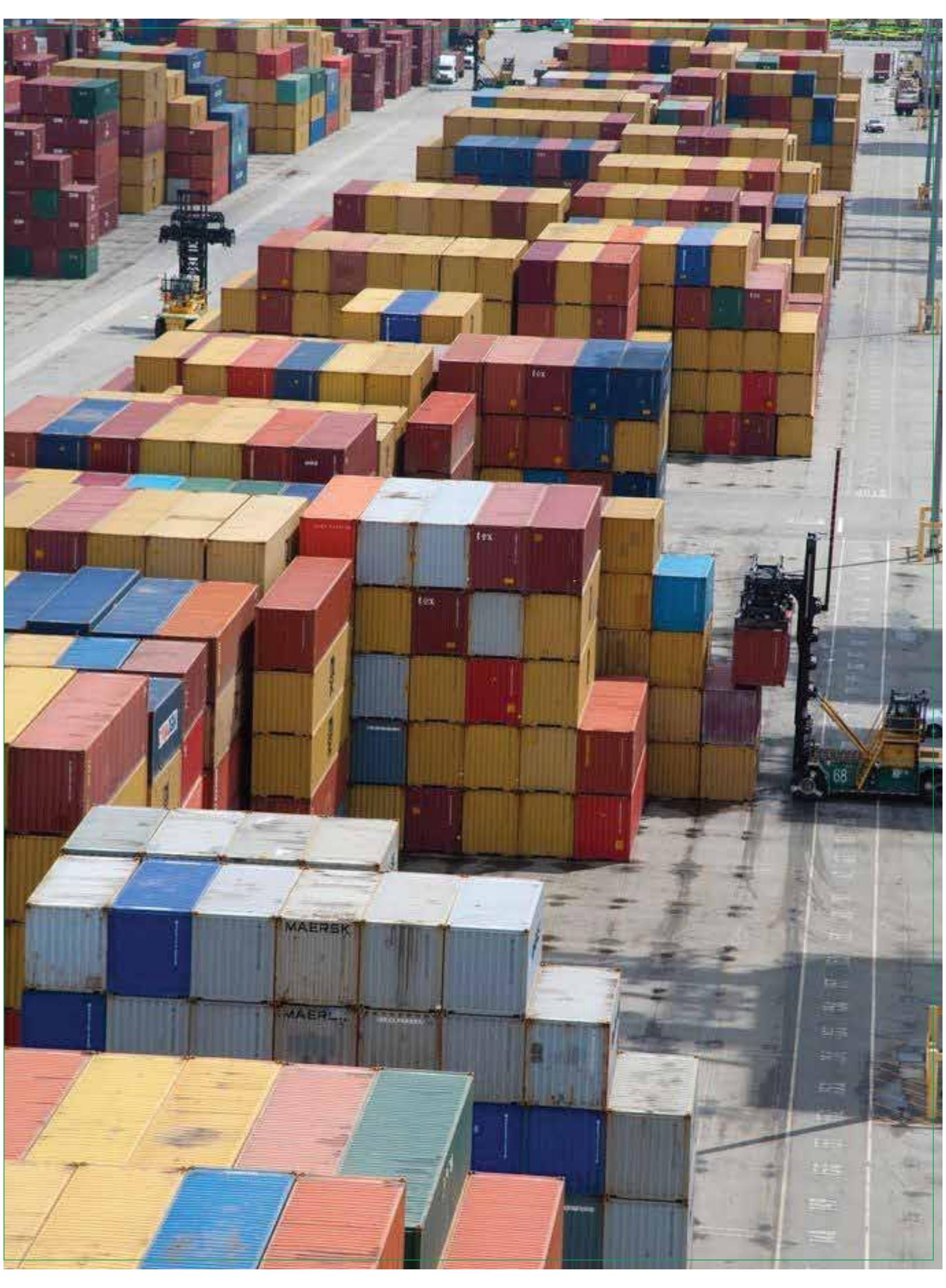
We hope this rating, which will be followed by a detailed report, will serve the intended purpose of your organization.

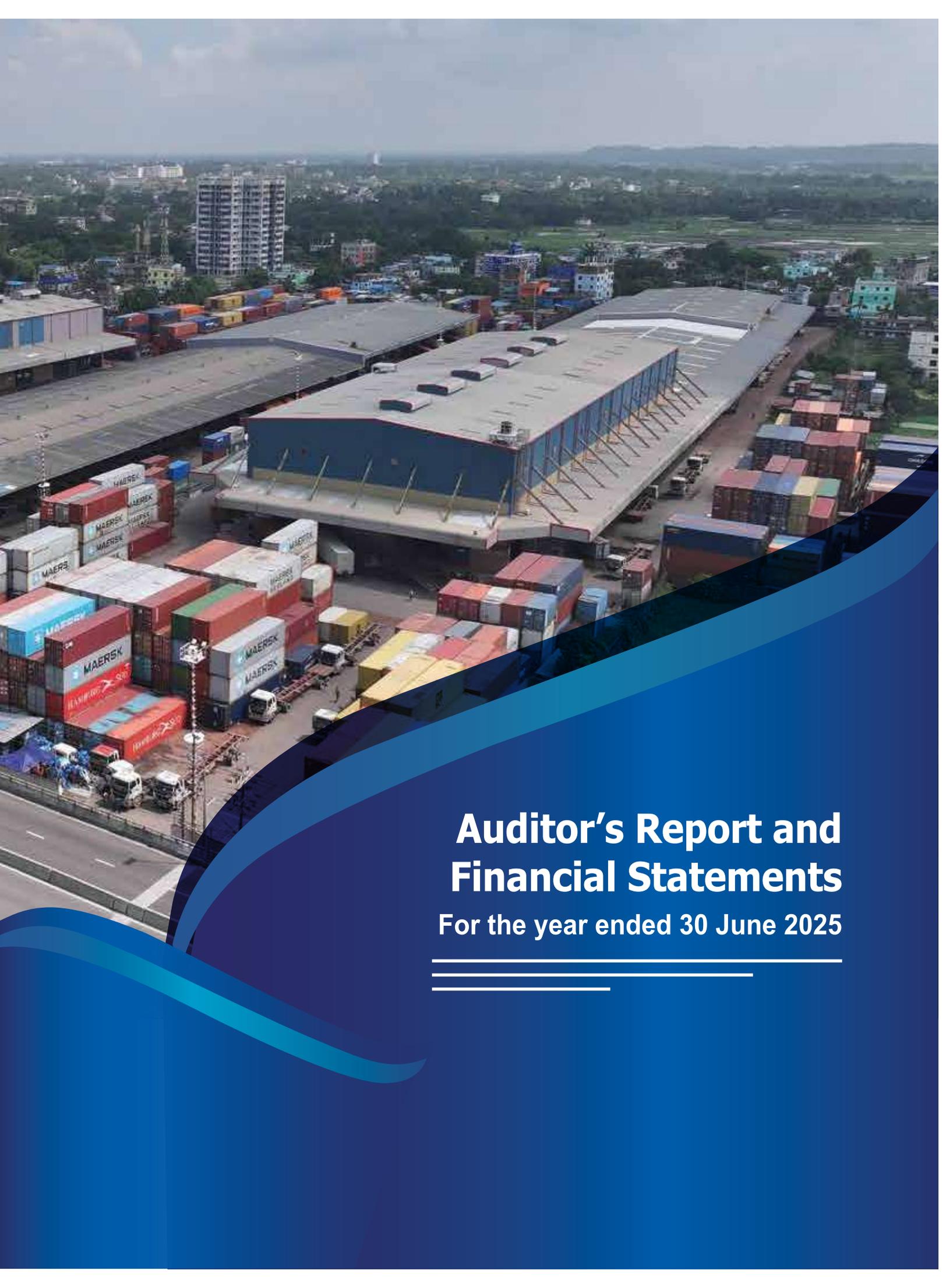
Yours Sincerely,

Shahed Shams Azad
 Managing Director & CEO

DH Tower, level-15, 6 Panthapath, Dhaka-1215: Web: crab.com.bd
 Phone +88-02-55013681, P-Phone (Hunting): 06913000011; E-mail: info@crab.com.bd







Auditor's Report and Financial Statements

For the year ended 30 June 2025

**Independent Auditor's Report
To the Shareholders of Summit Alliance Port Limited**

Report on the Audit of the Consolidated and Separate Financial Statements

Opinion

We have audited the consolidated financial statements of Summit Alliance Port Limited and its subsidiaries ("the Group"), which comprise the consolidated and separate statements of financial position as at 30 June 2025, and the consolidated and separate statements of profit or loss and other comprehensive income (profit and loss statements), consolidated and separate statements of changes in equity and consolidated and separate statements of cash flows for the year then ended, and notes to the consolidated and separate financial statements including a summary of significant accounting policies. The financial statements of subsidiaries namely, (1) Cemcor Limited (2) Container Transportation Services Limited (3) Container Transportation Support Limited (4) Summit Alliance Port East Gateway (India) Private Limited and, (5) Summit Alliance Port Pte Limited were not audited by us.

In our opinion, the accompanying consolidated and separate financial statements give a true and fair view of the financial position of the Group Company as at 30 June 2025, and of its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements section of our report. We are independent of the Group and 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 IESBA code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

1. We draw attention to the consolidated financial statements, which have been prepared based on the audited financial statements of the Company and its subsidiaries, except for one subsidiary, Summit Alliance Port Pte. Ltd. (SAPPL), whose audit is reportedly still in progress. Therefore, the management accounts of SAPPL have been used for the purpose of consolidation of group financial statements.
2. We further draw attention to note 31.1.3 to the financial statements, an amount of BDT 26,097,600 has been reported as an advance for land purchase. The status of this advance has remained unchanged since long, and the legal title to the said land has not yet been obtained. However, the lands are being used for company's existing operational purposes. In accordance with IFRS 9, the Company is required to assess whether there has been a significant potential credit risk associated with this advance, considering the risk of default that may have arisen over time. Consequently, management should evaluate whether an expected credit loss (ECL) needs to be recognized in respect of this long-outstanding advance, taking into consideration the factors like the duration of non-settlement, the recoverability of the amount, and any other relevant credit risk indicators.
3. In note 58 to the financial statements it is disclosed that the Company has filed an appeal and obtained a stay order against the decision of the Customs, Excise, and VAT Appellate Tribunal. In accordance with the requirements of IAS 37 – Provisions, Contingent Liabilities and Contingent Assets, management is required to periodically assess the outcome and likelihood of the related appeal and recognize prescribed impact in line with the provisions of the said standard.



**Independent Auditor's Report
To the Shareholders of Summit Alliance Port Limited**

4. In note 39 to the financial statements, where a provision for retirement benefit obligations (gratuity) of BDT 165,624,169 has been recognized. In accordance with IAS 19 – Employee Benefits, an entity is required to perform an actuarial valuation to determine the present value of defined benefit obligations, taking into account factors such as employee demographics, salary growth, and discount rates.

Despite the above requirements, the Company did not perform an actuarial valuation to ascertain the actual liability for the gratuity obligations. As a result, the provision recognized may not represent the accurate present value of the defined benefit obligation, which could lead to misstatement of liabilities and employee benefit expense in the financial statements.

5. The Company has not yet amended its name from “Limited (Ltd.)” to “Public Limited Company(PLC)” as required under Section 11(ka) of the Companies Act, 1994 (Second Amendment in 2020), which mandates that every public limited company shall include the words “Public Limited Company” or the abbreviation “PLC” at the end of its registered name to properly reflect its legal status.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

(1) Revenue

The Company’s revenue arises from container handling, storage, transportation, and related off-dock services. Given the large volume of daily transactions, the complexity of billing arrangements, and the involvement of multiple service components, there is a risk of revenue being misstated due to errors in recognition, measurement, or cut-off at year-end.

Audit response

- Evaluated revenue recognition policies and tested compliance with accounting standard.
- Tested internal controls over invoicing and revenue recording.
- Verified a sample of transactions with invoices, challans, and receipts.
- Performed cut-off testing around year-end.
- Assessed adequacy of disclosures in the financial statements.

(2) Property, plant and equipment

Property, plant and equipment (PPE) represent a significant portion of the Company’s total assets and include container yards, handling equipment, and river terminals. The valuation and impairment assessment of these assets require significant management judgment, particularly in determining useful lives, residual values, and fair value estimates under the revaluation model. Changes in these assumptions could materially affect the carrying amounts of PPE.

Audit response

- Reviewing methodologies used for depreciation and revaluation.
- Testing samples of PPE additions, disposals, and revaluations.
- Conducting physical verification of selected assets for existence and condition.
- Assessing assumptions used by management in impairment reviews.
- Evaluating adequacy of related disclosures.



Independent Auditor's Report To the Shareholders of Summit Alliance Port Limited

(3) Consolidation

The Company prepares consolidated financial statements that include several subsidiaries. The consolidation process involves significant management judgment in determining control, assessing the completeness and accuracy of financial information of subsidiaries, translating foreign operations into the reporting currency, and eliminating intercompany balances and transactions. These complexities increase the risk of misstatements in the consolidated financial statements.

Audit response

- Assessed the consolidation process and related controls.
- Verified subsidiary financial data included in consolidation.
- Tested elimination of intercompany balances and transactions.
- Reviewed adjustments for foreign exchange translation and others.

(4) Related party transactions

The Company has significant transactions with subsidiaries and related parties. Ensuring completeness, accuracy, and disclosure of related party balances and transactions is critical and subject to management judgment.

Audit response

- Obtained a list of related parties and assessed identification controls.
- Tested transactions on a sample basis with supporting documentation and approvals.
- Reviewed board minutes for related party approvals.
- Evaluated the adequacy of disclosures in line with accounting standard.

(5) Contingent liabilities – VAT & Customs disputes

The Company is involved in ongoing VAT and customs disputes before appellate tribunals and the High Court. The outcomes of these cases are inherently uncertain and require significant management judgment in assessing whether a provision should be recognized or a contingent liability disclosed in the financial statements.

Audit response

- Reviewing management's assessment process for contingent liabilities.
- Examining legal correspondences and consulting with legal advisors.
- Discussing case developments with management.
- Assessing disclosures against accounting standard requirements.

(6) Deferred tax

The deferred tax assets and liabilities arising from temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax bases. The recognition of deferred tax assets, in particular, involves significant management judgment regarding the probability of future taxable profits against which these assets can be utilized, as well as assumptions about future tax rates and tax legislation.

- Reviewed the Company's deferred tax calculations, including temporary differences and tax rates applied.
- Tested the accuracy and completeness of supporting schedules and reconciliations.
- Considered the impact of changes in tax laws or rates and assessed whether any adjustments or disclosures were necessary.
- Evaluated the appropriateness of disclosures in the financial statements in accordance with applicable accounting standards.



Independent Auditor's Report (continued)

Other information

Management is responsible for other information. The other information consists of the information included in the Company's 30 June 2025 year ended Annual Report other than the financial statements and our auditor's report thereon. We obtained the Director's Report, Management Discussion and Analysis, Financial information, and Corporate Governance report prior to the date of our auditor's report, and we expect to obtain the remaining reports of the Annual Report after the date of our auditor's report.

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

In connection with our audit of the consolidated and separate financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. Based on the work we have performed; we conclude that we have nothing to report in this respect.

Responsibilities of management and those charged with governance for the consolidated and separate financial statements

Management is responsible for the preparation of the consolidated and separate financial statements that give a true and fair view in accordance with IFRSs, the Companies Act, 1994, the Securities and Exchange Rules, 2020, and for such internal control as management determines is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, management is responsible for assessing the Group's and 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 Group and the Company or to cease operations, or has no realistic alternative but to do so. Those charged with governance are responsible for overseeing the Group's and the Company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated and separate financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 consolidated and separate 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 consolidated and separate 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.



Independent Auditor's Report (continued)

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and 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 auditors' report to the related disclosures in the consolidated and separate 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 auditors' report. However, future events or conditions may cause the Group and the Company to cease to continue as going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate 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 Group and the Company to express an opinion on the consolidated and separate financial statements. We are responsible for the direction, supervision and performance of the Group and Company's 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 consolidated and separate financial statements of the current period and are therefore the key audit matters. We described 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 Qualified consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Independent Auditor's Report (continued)**Report on other legal and regulatory requirements**

In accordance with the Companies Act, 1994 (amendment in 2020) and the Securities and Exchange Rules, 2020 and relevant notifications issued by Bangladesh Securities and Exchange Commission, 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 account as required by law have been kept by the Group and the Company so far as it appeared from our examination of those books;
- (c) the consolidated and separate statement of financial position (balance sheet) and statement of profit or loss and other comprehensive income (profit and loss statement) dealt with by the report are in agreement with the books of account and returns; and
- (d) the expenditures incurred were for the purposes of the Group's and the Company's business.

Auditor's Signature	:	
Name of Engagement Partner	:	Md. Moktar Hossain, FCA, Senior Partner
Enrolment No.	:	728
Firm's Name	:	S. F. AHMED & CO., Chartered Accountants
Firm's Reg No.	:	10898 E.P. under Partnership Act 1932

Document Verification Code (DVC) : 2511110720AS492727

Chattogram, Bangladesh
Dated, 11 NOV 2025

Statement of Financial Position (Balance Sheet)

As at 30 June 2025

	Notes	30 June 2025		30 June 2024	
		Consolidated BDT	The Company BDT	Consolidated BDT	The Company BDT
Assets					
Non-current assets					
Property, plant and equipment	19	12,057,650,461	11,962,185,826	11,154,681,421	11,083,967,773
Assets-in-transit	20	54,814,629	54,814,629	-	-
Capital works-in-progress	21	17,090,296	8,846,120	15,371,990	8,126,120
Right-of-use assets	22	35,118,077	-	-	-
Investment in subsidiaries (see auditor's opinion)	23	-	195,417,591	-	193,427,591
Goodwill	24	999,975	-	999,975	-
Intangible assets	25	48,037	-	-	-
Investment in fixed deposit (non-current portion)	26	15,995,000	-	-	-
Total non-current assets		12,181,716,475	12,221,264,166	11,171,053,386	11,285,521,484
Current assets					
Inventories	27	10,850,494	9,976,939	10,206,117	9,286,457
Accounts receivable	28	738,858,079	308,138,039	351,202,743	324,074,243
Other receivable	29	151,742,078	150,140,620	176,518,320	176,117,331
Intercompany account receivable	30	-	138,169,018	-	138,763,341
Advances, deposits and prepayments	31	308,768,419	178,223,692	196,998,393	170,830,190
Financial instruments (quoted shares)		5,450,169	5,450,169	6,446,931	6,446,931
Investment in fixed deposit (current portion)	26	154,051,365	-	-	-
Cash and cash equivalents	32	301,902,290	73,108,628	68,533,814	29,994,566
Total current assets		1,671,622,893	863,207,105	809,906,318	855,513,059
Total assets		13,853,339,368	13,084,471,271	11,980,959,706	12,141,034,543
Equity and liabilities					
Equity					
Share capital	33	2,368,671,230	2,368,671,230	2,368,671,230	2,368,671,230
Share premium	34	90,312,569	72,445,920	72,445,920	72,445,920
Revaluation surplus on PPE	35	5,236,315,012	5,226,103,051	5,281,903,056	5,270,617,670
Fair value reserve against financial instruments (quoted shares)	36	(33,590,044)	(33,590,044)	(32,721,243)	(32,721,243)
Foreign exchange translation reserve	37	973,403	-	-	-
Retained earnings	38	605,716,318	613,493,545	282,378,915	531,707,897
		8,268,398,488	8,247,123,702	7,972,677,878	8,210,721,473
Non-controlling interest	38 A	181,511,501	-	11,117,542	-
Total equity		8,449,909,989	8,247,123,702	7,983,795,420	8,210,721,473
Liabilities					
Non-current liabilities					
Retirement benefit obligations (gratuity)	39	170,842,467	165,624,169	155,796,685	155,796,685
Deferred tax liability	40	1,204,413,003	1,205,252,033	250,284,330	249,277,778
Term loan	41	1,338,426,756	1,337,172,932	1,711,880,908	1,710,653,388
Lease liability	42	22,063,289	-	-	-
Total non-current liabilities		2,735,745,516	2,708,049,135	2,117,961,923	2,115,727,851
Current liabilities					
Short term borrowings	43	1,878,969,049	1,874,943,599	1,549,643,600	1,545,702,600
Accounts payable	44	231,879,934	11,750,224	14,268,884	10,311,529
Un-claimed dividend	45	57,909,201	57,909,201	4,771,800	4,771,800
Income tax payable	46	156,738,488	11,805,996	16,769,995	954,186
Workers' profit participation fund (WPPF)	47	58,597,980	30,204,326	25,751,812	25,751,812
Lease liability	42	14,501,887	-	-	-
Other payables	48	269,087,325	142,685,089	267,996,273	227,093,292
Total current liabilities		2,667,683,863	2,129,298,434	1,879,202,363	1,814,585,219
Total liabilities		5,403,429,379	4,837,347,568	3,997,164,286	3,930,313,070
Total equity and liabilities		13,853,339,368	13,084,471,271	11,980,959,706	12,141,034,543
Net asset value (NAV) per share		35.67	34.82	33.71	34.66
Contingent liabilities	58	113,334,344	113,334,344	113,334,344	113,334,344

These financial statements should be read in conjunction with annexed notes

For and behalf of Board of Directors of Summit Alliance Port Limited



Company Secretary



Chief Financial Officer



Director



Managing Director

Signed in the terms of our report of even date annexed



Chattogram, Bangladesh
Dated, 11 NOV 2025



S. F. AHMED & CO.
Chartered Accountants
DVC : 2511110720AS492727

Statement of Profit or Loss and Other Comprehensive Income (Profit and Loss Statement)

For the year ended 30 June 2025

	Notes	30 June 2025		30 June 2024	
		Consolidated	The Company	Consolidated	The Company
		BDT	BDT	BDT	BDT
Revenue	49	7,280,993,592	2,048,665,781	2,149,370,003	1,994,423,742
Operating expenses	50	(5,360,307,372)	(908,998,568)	(1,142,823,413)	(1,020,487,892)
Gross profit		1,920,686,220	1,139,667,214	1,006,546,590	973,935,850
General and administrative expenses	51	(353,007,012)	(173,621,018)	(182,536,945)	(173,365,056)
Advertisement and sales promotion	52	(8,173,235)	(1,084,355)	(1,298,533)	(1,139,958)
Operating profit		1,559,505,973	964,961,840	822,711,112	799,430,836
Other income	53	46,097,923	9,513,935	8,775,548	8,696,151
Profit/(Loss) on sale of assets	54	1,876,211	1,876,211	(217,831)	(217,831)
Finance costs	55	(402,269,356)	(338,294,742)	(297,878,456)	(290,154,706)
Profit/(Loss) from RT operation	56	(33,970,726)	(33,970,726)	(2,718,208)	(2,718,208)
Profit before contribution to (WPPF)		1,171,240,024	604,086,518	530,672,165	515,036,242
Contribution to WPPF		(58,597,980)	(30,204,326)	(25,751,812)	(25,751,812)
Profit before tax		1,112,642,045	573,882,192	504,920,353	489,284,430
Income tax expense					
Current tax	46	259,984,225	126,886,177	107,546,322	100,871,165
Deferred tax	40	11,359,695	13,226,845	(20,230,201)	(20,480,701)
		271,343,920	140,113,023	87,316,121	80,390,464
Profit for the year		841,298,124	433,769,170	417,604,232	408,893,966
Net change in fair value of financial instruments (quoted shares)		(996,762)	(996,762)	(1,804,170)	(1,804,170)
Exchange gain/(loss) on translation of foreign business operation		973,403	-	5,230,565	2,951,012
Revaluation of PPE made during the year		901,680,723	901,680,723	-	-
Deferred tax on revaluation of land		(945,519,948)	(945,519,948)	-	-
Deferred tax on revaluation of other assets and financial instruments (quoted shares)		(2,772,539)	(2,772,539)	-	-
Total comprehensive income for the year		794,663,002	386,160,644	421,030,627	410,040,808
Profit attributable to:					
Equityholders of the company		674,963,344	433,769,170	413,561,561	408,893,966
Non-controlling interest	38	166,334,780	-	4,042,671	-
Earnings per share (EPS)	60	2.85	1.83	1.75	1.73

These financial statements should be read in conjunction with annexed notes

For and behalf of Board of Directors of Summit Alliance Port Limited


Company Secretary


Chief Financial Officer


Director


Managing Director

Signed in the terms of our report of even date annexed



Chattogram, Bangladesh
Dated, 11 NOV 2025



S. F. AHMED & CO.
Chartered Accountants
DVC: 2511110720AS492727

Statement of consolidated and separate Changes in Equity - Consolidated

For the year ended 30 June 2025

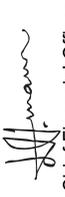
Particulars	Share capital BDT	Share premium BDT	Revaluation surplus BDT	Retained earnings BDT	Financial assets fair value reserve BDT	Reserve on foreign exchange translation BDT	Non-controlling interest BDT	Total BDT
Company position as on 30 June 2025	2,368,671,230	72,445,920	5,226,103,051	613,493,544	(33,590,044)	-	-	8,247,123,702
Share premium received-CTSL	-	17,866,649	-	-	-	-	-	17,866,649
Revaluation surplus-CTSL	-	-	10,211,961	-	-	-	-	10,211,961
Balance of non-controlling interest in WSMML	-	-	-	-	-	-	100	100
Balance of non-controlling interest in Cemcor Ltd.	-	-	-	-	-	-	400	400
Balance of non-controlling interest in CTSL	-	-	-	-	-	-	169,551,909	169,551,909
Balance of non-controlling interest in CTSL	-	-	-	-	-	-	(115,099)	(115,099)
Balance of non-controlling interest in SAPEGIPL	-	-	-	-	-	-	12,074,191	12,074,191
Loss in Cemcor Ltd.	-	-	-	(219,697,349)	-	-	-	(219,697,349)
Loss in SAPEGL	-	-	-	(27,661,340)	-	-	-	(27,661,340)
Profit in SAPEGIPL	-	-	-	33,920,030	-	-	-	33,920,030
Loss in Container Transport Support Ltd.	-	-	-	(24,894,752)	-	-	-	(24,894,752)
Profit in Container Transportation Services Ltd.	-	-	-	243,113,633	-	-	-	243,113,633
Exchange gain/(loss) on translation of foreign business operation	-	-	-	-	-	973,403	-	973,403
Excess payment over face value of Cemcor Ltd.'s share	-	-	-	(12,557,450)	-	-	-	(12,557,450)
Balance as on 30 June 2025	2,368,671,230	90,312,569	5,236,315,012	605,716,317	(33,590,044)	973,403	181,511,501	8,449,909,989
Company position as on 30 June 2024	2,368,671,230	72,445,920	5,270,617,669	531,707,897	(32,721,243)	-	-	8,210,721,473
Share premium received-CTSL	-	-	11,285,387	-	-	-	-	11,285,387
Balance of non-controlling interest in WSMML	-	-	-	-	-	-	100	100
Balance of non-controlling interest in Cemcor Ltd.	-	-	-	-	-	-	400	400
Balance of non-controlling interest in CTSL	-	-	-	-	-	-	(187,207)	(187,207)
Balance of non-controlling interest in SAPEGIPL	-	-	-	-	-	-	11,304,249	11,304,249
Adjustment for exchange loss in retained earnings	-	-	-	(5,779,280)	-	-	-	(5,779,280)
Loss in Cemcor Ltd.	-	-	-	(219,668,599)	-	-	-	(219,668,599)
Loss in SAPEGL	-	-	-	(21,273,813)	-	-	-	(21,273,813)
Profit in SAPEGIPL	-	-	-	33,433,571	-	-	-	33,433,571
Balance of non-controlling interest in CTSL	-	-	-	(23,483,411)	-	-	-	(23,483,411)
Excess payment over face value of Cemcor Ltd.'s share	-	-	-	(12,557,450)	-	-	-	(12,557,450)
Balance as on 30 June 2024	2,368,671,230	72,445,920	5,281,903,056	282,378,915	(32,721,243)	-	11,117,542	7,983,795,420

For and behalf of Board of Directors of Summit Alliance Port Limited


Company Secretary



Chattogram, Bangladesh
Dated, 11 NOV 2025


Chief Financial Officer


Director


Managing Director

Statement of Changes in Equity - The Company

For the year ended 30 June 2025

Particulars	Share capital	Share premium	Revaluation surplus	Fair value reserve	Retained earnings	Total
	BDT	BDT	on PPE BDT	against financial instruments (quoted shares) BDT	BDT	BDT
Balance at 1 July 2024	2,368,671,230	72,445,920	5,270,617,669	(32,721,243)	531,707,896	8,210,721,472
Profit for the year	-	-	-	-	433,769,170	433,769,170
Revaluation on PPE-land	-	-	901,680,723	-	-	901,680,723
Depreciation on revalued amount	-	-	(3,319,971)	-	3,319,971	-
Dividend (cash) -15% against 2023-2024	-	-	-	-	(355,300,685)	(355,300,685)
Un-claimed dividend paid against 2013-2014	-	-	-	-	(2,808)	(2,808)
Deferred tax on revaluation of land	-	-	(945,519,948)	-	-	(945,519,948)
Exchange gain/(loss) on translation of foreign business operation	-	-	-	-	-	-
Deferred tax adjustment on revaluation/fair value of PPE-land and financial instruments (quoted shares)	-	-	2,644,578	127,961	-	2,772,539
Net change in fair value of financial instruments (quoted shares)	-	-	-	(996,762)	-	(996,762)
Balance as at 30 June 2025	2,368,671,230	72,445,920	5,226,103,051	(33,590,044)	613,493,544	8,247,123,702
Balance at 1 July 2023	2,368,671,230	72,445,920	5,274,786,622	(30,935,815)	400,588,956	8,085,556,913
Profit for the year	-	-	-	-	408,893,966	408,893,966
Depreciation on revalued amount	-	-	(3,514,887)	-	3,514,887	-
Dividend (cash) -12% against 2022-2023	-	-	-	-	(284,240,547)	(284,240,547)
Adjustment for sale of assets	-	-	(1,181,299)	-	-	(1,181,299)
Un-claimed dividend paid against 2013-2014	-	-	-	-	(378)	(378)
Exchange gain/(loss) on translation of foreign business operation	-	-	-	-	2,951,012	2,951,012
Deferred tax adjustment on revaluation/fair value of PPE-land and financial instruments (quoted shares)	-	-	527,233	18,742	-	545,975
Net change in fair value of financial instruments (quoted shares)	-	-	-	(1,804,170)	-	(1,804,170)
Balance as at 30 June 2024	2,368,671,230	72,445,920	5,270,617,669	(32,721,243)	531,707,896	8,210,721,472

For and behalf of Board of Directors of Summit Alliance Port Limited


Chief Financial Officer


Company Secretary



Chattogram, Bangladesh

Dated, 11 NOV 2025


Managing Director

Statement of Cash Flows

For year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated BDT	The Company BDT	Consolidated BDT	The Company BDT
A. Cash flow from operating activities				
Cash received from customers and others	6,758,378,440	2,188,707,547	2,222,932,338	2,069,572,615
Cash paid to suppliers and employees	(5,282,787,767)	(1,218,142,402)	(1,252,199,821)	(1,121,437,603)
Dividend income	165,618	165,618	139,680	139,680
Other income	30,917,498	9,006,164	8,556,471	8,556,471
Financial expenses	(399,283,151)	(338,294,742)	(297,790,842)	(290,154,706)
Income tax paid	(198,178,036)	(116,034,367)	(100,130,119)	(100,130,119)
Net cash generated from/(used in) operating activities	909,212,603	525,407,818	581,507,707	566,546,338
B. Cash flow from investment activities:				
Acquisition of property, plant and equipment	(116,170,937)	(78,512,163)	(79,472,644)	(76,578,947)
Proceeds from sale of PPE	3,300,000	3,300,000	3,352,560	3,352,560
Capital works-in-progress	(720,000)	(720,000)	(720,000)	(720,000)
Assets-in-transit	(54,814,629)	(54,814,629)	-	-
Investment in shares	10,000	-	-	-
Investment in subsidiaries	-	(1,990,000)	(2,970,000)	(2,970,000)
Investment in fixed deposit	(170,046,365)	-	-	-
Advance, deposits and prepayments	(16,295,034)	(7,422,252)	22,633,299	22,102,991
Net cash from/(used in) investment activities	(354,736,965)	(140,159,043)	(57,176,785)	(54,813,396)
C. Cash flow from financing activities:				
Proceeds from right issue of shares (CTSL)	21,315,486	-	-	-
Short term loan	324,508,882	324,508,882	168,897,524	168,897,524
Term loan	(368,748,339)	(368,748,339)	(360,803,364)	(360,803,364)
Intercompany account receivable	3,305,612	4,270,838	3,000,000	(4,856,912)
Dividend paid	(302,166,092)	(302,166,092)	(290,986,824)	(290,986,824)
Net cash generated from/(used in) financing activities	(321,784,453)	(342,134,713)	(479,892,664)	(487,749,576)
Increase/(decrease) in cash and cash equivalents (A+B+C)	232,691,185	43,114,062	44,438,258	23,983,366
Cash and cash equivalents at beginning of the year	68,533,816	29,994,566	27,046,568	8,962,212
Exchange gain/(loss) on translation of foreign business operation	677,291	-	(2,951,012)	(2,951,012)
Cash and cash equivalents at end of the year	301,902,290	73,108,628	68,533,814	29,994,566
Net operating cash flow per share	3.84	2.22	2.45	2.39

For and behalf of Board of Directors of Summit Alliance Port Limited


Company Secretary



Chattogram, Bangladesh

Dated, 11 NOV 2025


Chief Financial Officer


Director


Managing Director

Notes to the Financial Statements

For the year ended on 30 June 2025

1 Reporting Entity

1.1 About the company

Summit Alliance Port Limited (hereinafter referred to as "The Company/SAPL"), initially incorporated as a private limited company under the Companies Act, 1994 on 06 December 2003, converted into a public limited company on 06 March 2008. The Company's Registered office is located at Katghar, South Patenga, Chattogram-4204 with Corporate Office at 'The Alliance Building', 63 Pragati Sarani, Baridhara, Dhaka-1212. The Company is listed with both the bourses of the country and trading of its shares commenced from 16 October 2008.

Subsequently Ocean Containers Limited (OCL) was acquired and merged with SAPL effective from 1 October 2012 pursuant to the order passed by the Hon'ble High Court Division of the Supreme Court of Bangladesh in the Company Matter No. 225 of 2012 submitted by SAPL and OCL under Section 229, read in conjunction with Section 228 of the Companies Act 1994. OCL was since dissolved and ceased to exist and its undertaking was merged and being continued under the name and title of Summit Alliance Port Limited.

Profiles of the subsidiaries of the Company:

- 1.1.a** Cemcor Limited (Cemcor) is a private limited company incorporated in Bangladesh under the Companies Act, 1994. Cemcor, in turn acquired 100% shares of Wahid Spinning Mills Limited (WSML) from its promoters on 19 September 1999. WSML was incorporated in Bangladesh as a private limited company on 06 September 1999 under the Companies Act, 1994. SAPL acquired Cemcor on 24 August 2009 in order to build a riverine port. Initially at the initiative of SAPL, the parent company, establishment of a River Terminal was taken in hand by Cemcor on the 14 acres of contiguous land, owned by Cemcor and WSML, on the bank of river Sitolakkha in Mukterpur under Munshigonj district but subsequently the land with the structures so far built was acquired by SAPL at mutually agreed price. The two subsidiaries are non-operative.
- 1.1.b** The Company also formed another 99% owned Subsidiary under the name of "Container Transportation Services Limited (CTSL)" for transportation of containers (empty/laden) from/to depot. CTSL was incorporated as private limited company on 25 November 2013 under the Companies Act 1994 and started its commercial operation from July 2014. In order to pursue only freight forwarding business for smooth monitoring its operation under the Container Transportation Services Limited (CTSL), the Board has decided to cease the container carrying activities in its board meeting and subsequent approved in general meeting as per advice from legal expert to transfer all assets and liabilities including accumulated losses as shown as on June 30, 2024 to a newly formed company named "Container Transport Support Limited" in order to cease the container carrying activities effective from July 10, 2024 to continue its transport business separately. Subsequently, the CTSL has entered into a Shareholders agreement with Hellmann Worldwide Logistics International (HWLI), GmbH, Germany, to make the CTSL a joint venture company in order to develop and enhance the freight forwarding activities to/from Bangladesh by Sea and Air. Pursuant to the Shareholders' Agreement, the HWLI subscribed to 333,333 Ordinary shares of BDT 10 each for a total consideration of BDT 21,199,978.80 and the proceeds from the issued shares have been recognized in equity as at 30 June 2025. Present shareholding of SAPL in CTSL now stands at 59.40%
- 1.1.c** Summit Alliance Port Pte. Limited, Singapore: In order to maintain close liaison with different multinational clients, both existing and prospective, as well as to expand Company's activities beyond Bangladesh Border, with the approval of the Board in its meeting held on 14 November 2016, the company was incorporated in Singapore with registered office- 18 Cross Street, 14-01 Cross Street Exchange, Singapore 048423. Besides current activities, the Company, in spite to expand horizon of business activities, has a plan to diversify in related services such as Chartering of Ships & Barges and Freight Forwarding.



Notes to the Financial Statements

For the year ended on 30 June 2025

1.1.d Summit Alliance Port East Gateway (India) Private Ltd: The another foreign Subsidiary Company of SAPL established on 20 November 2017. Its registered office is located in Kolkata. The company has already obtained three river ports from Indian Govt. through international tender. One port is already in operation at Kolkata and another two ports will be delivered with in next two years at Patna. The main objective is to establish the company to make connectivity the ports of India with the SAPL, IWCT. The share of SAPL in this Company is 73.80%.

1.1.e The Company also formed another 99.5% owned Subsidiary under the name of "Container Transport Support Limited (CTSL)" for transportation of containers (empty/ladden) from/to depot. CTSL was incorporated as a private limited company on 9 July 2024 under the Companies Act 1994 and started its commercial operation from that date.

1.2 Nature of business

The principal activity of the Company/Group 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.

Besides, establishment of the company's River Terminal on its 15 acres of freehold land on the bank of river Dhaleswary in Mukhterpur under Munshigonj district, the first of its kind in the country's private sector, is complete. The River Terminal being similar in certain respect to the off-dock establishment, has the bonded warehouse facilities with required handling equipment for container freight station to handle export and import cargo as well as for storage of empty containers. In addition the company provides container vessels for transportation of cargo to and from Chattogram Port. This facility shall help the exporters and importers to be competitive by transporting cargo by less costly river transportation as well as it will help ease the pressure on the already overburdened Dhaka-Chattogram highway. Company started trial operation of the facilities from 28 December 2016 and commercial operation was commenced from 1 January 2019.

2 Basis of preparation

2.1 Statement of compliance

The following International Financial Reporting Standards(IFRSs) and International Accounting Standards(IASs) have been considered while preparing these financial statements:

<u>Title of IASs and IFRSs</u>	<u>Status</u>
IAS 1: Presentation of Financial Statements	Complied
IAS 2: Inventories	Complied
IAS 7: Statement of Cash Flows	Complied
IAS 8: Accounting Policies, Changes in Accounting Estimates and Errors	Complied
IAS 10: Events After the Reporting Period	Complied
IAS 12: Income Taxes	Complied
IAS 16: Property, Plant and Equipment	Complied
IAS 19: Employee Benefits	Complied
IAS 20: Accounting for government grants and disclosure of government	Not Applicable
IAS 21: The Effects of Changes in Foreign Exchange Rates	Complied
IAS 23: Borrowing Costs	Complied
IAS 24: Related Party Disclosures	Complied
IAS 26: Accounting and Reporting by Retirement Benefits Plans	Not Applicable
IAS 27: Separate Financial Statements	Complied
IAS 28: Investment in Associates and Joint Ventures	Not Applicable



Notes to the Financial Statements

For the year ended on 30 June 2025

IAS 29: Financial Reporting in Hyperinflationary Economies	Not Applicable
IAS 32: Financial Instruments: Presentation	Complied
IAS 33: Earnings Per Share	Complied
IAS 34: Interim Financial Reporting	Complied
IAS 36: Impairment of Assets	Complied
IAS 37: Provisions, Contingent Liabilities and Contingent Assets	Complied
IAS 38: Intangible Assets	Complied
IAS 40: Investment Property	Not Applicable
IAS 41: Agriculture	Not Applicable
IFRS 1: First-time Adoption of International Financial Reporting Standards	Not Applicable
IFRS 2: Share-based Payment	Not Applicable
IFRS 3: Business Combination	Not Applicable
IFRS 4: Insurance Contracts	Not Applicable
IFRS 5: Non-current Assets Held for Sale and Discontinued Operations	Not Applicable
IFRS 6: Exploration for and Evaluation of Mineral Resources	Not Applicable
IFRS 7: Financial Instrument: Disclosures	Complied
IFRS 8: Operating Segments	Complied
IFRS 9: Financial Instruments	Complied
IFRS 10: Consolidated Financial Statements	Complied
IFRS 11: Joint Arrangements	Not Applicable
IFRS 12: Disclosures of Interests in Other Entities	Complied
IFRS 13: Fair Value Measurement	Complied
IFRS 14: Regulatory Deferral Accounts	Not Applicable
IFRS 15: Revenue from contracts with customers	Complied
IFRS 16: Leases	Not Applicable

2.2 Regulatory compliance

The Company is also required to comply with the following major laws and regulations along with the Companies Act 1994 so far those apply to the Company:

- (i) The Companies Act, 1994 amended 2020
- (ii) The Customs Act, 1969 as amended in 2023
- (iii) The Income Tax Act and Rules 2023
- (iv) The Value Added Tax and Supplementary Duty Act, 2012
- (v) The Value Added Tax and Supplementary Duty Rules, 2016
- (vi) The Securities and Exchange Ordinance, 1969
- (vii) The Securities and Exchange Rules, 2020
- (viii) The Financial Reporting Act, 2015

2.3 Basis of measurement

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

2.4 Use of estimates and judgments

The preparation of financial statements in conformity with IASs/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.



Notes to the Financial Statements

For the year ended on 30 June 2025

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 Equipment, 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.

2.5 Comparative information and general

Comparative information has been disclosed in respect of the period from July 2023 to June 2024 for all numeric information in the financial statements and the narrative and descriptive information where it is relevant for understanding of the current periods's financial statements.

2.6 Going concern

The Company has adequate resources to continue its operations in the foreseeable future. The Directors therefore continue to adopt going concern basis in preparing the financial statements. Resources of the Company and its ready access to credit facilities ensure sufficient fund to meet the present requirements of its existing business and operations.

2.7 Level of precision

All financial figures expressed in Bangladesh Taka have been rounded off to its nearest value/integer.

3 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

3.1 Basis of consolidation

Subsidiaries are entities controlled by the parent Company and their accounts are fully consolidated. The accounting policies of Subsidiaries have been changed where necessary to align with the policies adopted by the Group. The financial statements of the subsidiaries have been consolidated with those of Summit Alliance Port Limited in accordance with IFRS 10: Consolidated Financial Statements. Intra-group balances and transactions as well as any unrealized income and expenses arising from intra-group transactions are eliminated in preparing consolidated financial statements.

4 Property, plant & equipment

4.1 Recognition and measurement

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.

4.2 Subsequent costs

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



Notes to the Financial Statements

For the year ended on 30 June 2025

4.3 Revaluation

Following the current cost accounting method, Company's Land are revalued at periodical interval in compliance with IAS-16: Property, Plant & Equipment read in conjunction with BSEC Notification SEC/CMRRCD/2009-193/150/Admin, dated 18 August 2013. Last revaluation was carried out in 30 June 2025. The revaluation work was done by independent valuer M/s. Shafiq Bashak & co. Chartered Accountants.

4.4 Depreciation

Depreciation of an asset begins when it is available for use, i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Depreciation for an asset ceases at earlier of the date that the asset is classified as held for sale in accordance with IFRS-5 and the date that the asset is derecognized. The depreciation method used reflects the pattern in which the asset's economic benefits are consumed by the entity. After considering the useful life of assets as per IAS-16 "Property, plant and equipment", the annual depreciation have been calculated on diminishing balance method over the estimated useful lives of assets which is considered reasonable by the management. The Company charges full-year depreciation in the year of acquisition, irrespective of the date of purchase. Land development costs are treated as non-depreciable assets.

Category of asset	Rate(%)
Construction- 1st class	2.5
Construction other than 1st class	10
Container handling equipment	10
Electrical equipment	20
Furniture and fixtures	15
Office equipment	20
Steel structures	2.5
Vehicle	20

Upon retirement of assets, the cost and related accumulated depreciation are eliminated from the accounts and resulting gain or loss is credited or charged to statement of profit or loss and other comprehensive income.

4.5 Gain or loss on disposal

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognized in the statement of comprehensive income.

5 Intangible asset: Goodwill

Intangible asset has been recognized in compliance with IAS 38: Intangible Asset. The goodwill is the excess of cost of investments over value of assets acquired and software is the cost of acquisition.

5.1 Recognition and measurement

Intangible assets that are acquired by the company and have finite useful lives are measured initially at cost. After initial recognition, it is carried at its cost less accumulated amortization and accumulated impairment loss, if any. Intangible assets are recognized as per IAS 38-Intangible Assets.



Notes to the Financial Statements

For the year ended on 30 June 2025

6 Lease assets

IFRS 16 is effective for annual reporting periods beginning on or after 1 January 2019. The objectives of IFRS 16 is to report information that (a) faithfully represents lease transactions and (b) provides a basis for users of financial statements to assess the amount, timing and uncertainty of cash flows arising from leases. To meet the objective, a lessee should recognise assets and liabilities arising from a lease. IFRS 16 introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. A lessee is required to recognise a right of use asset representing its rights to use the underlying leased asset and a leased liability representing its obligation to make lease payments. During the period the Company (SAPL) has no lease obligation.

7 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 are recognized in the period in which the related revenue is recognized.

8 Foreign currency transactions:

Foreign currency transactions are translated into Bangladesh Taka at the rate ruling on the transaction date. All monetary assets and liabilities, except inter-company receivable, at the statement of financial position date are retranslated using rates prevailing on that date. In accordance with Schedule-XI of the Companies Act 1994 all differences arising on outstanding foreign currency loans are adjusted against the project/asset cost for which such foreign currency borrowing took place. Recognition of un-realised loss or gain on foreign currency translation has been duly considered and reflected in the Statements of Comprehensive Income and Statement of Cash Flows.

9 Employee benefits

9.1 Provident fund

The Company operates a contributory provident fund for all its permanent employees duly recognized by Commissioner of Taxes, Taxes Zone-2, Chattogram 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 accounts for the year ended 30 June 2025 was audited by Basu Banerjee Nath & Co., Chartered Accountants.

9.2 Gratuity scheme

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

9.3 Workers' profit participation fund (WPPF)

In terms of amendment in the Bangladesh Labor (Amendment) Act 2013, with the approval of Board of Directors, the Company has introduced WPPF effective from 2014 and accordingly due provisions at 5% of the Net Profit before Tax is made by the company. The Company has also formed Trustee Board for the management of the fund. This fund was audited upto the year ended 30 June 2024 was audited by Basu Banerjee Nath & Co Chartered Accountants.



Notes to the Financial Statements

For the year ended on 30 June 2025

10 Revenue from Contracts with customers

Revenue from service is measured at the fair value of the consideration received or receivable, net of allowances, discounts and rebates, if any. Revenue is recognised in compliance with the requirements of IFRS-15 Revenue from Contracts with customers, when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs can be estimated reliable and there is no continuing management involvement with the service.

11 Income tax expense

Income tax expense comprises current and deferred tax. Income tax expense is recognised in the statement of profit or loss and other comprehensive income account except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

11.1 Current tax:

Current tax is the expected tax payable on the taxable income for the year, using the tax rates enacted or substantially enacted at the reporting date, and any adjustment to the tax payable in respect of previous years. The applicable tax rate for the company is 22.5%. Provision for taxation has been made on the basis of the Finance Act, 2024.

11.2 Deferred tax

Deferred tax liabilities are the amount of income tax payable in the future periods in respect of taxable temporary differences. On the other hand deferred tax assets are the amount of income taxes recoverable in future periods in respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditures and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantially enacted on the Statement of Financial Reporting date the reporting date. Impact of changes on the account due to deferred tax assets and liabilities have also been recognized in the statement of profit or loss and other comprehensive income as per IAS-12: "Income Taxes".

12 Provisions

A provision is recognized on the date of Statement of Financial Position 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 outflow of economic benefit will be required to settle the obligation.

13 Financial income & expenses:

Finance income comprises interest income and dividend income on funds invested. Interest income is recognized on maturity.

Finance expense comprises interest expenses on loan, overdraft and bank charges. All borrowing costs are recognized in the Statement of Comprehensive Income using effective interest method except to the extent that are directly attributable to the construction of plants which is capitalized in accordance with **IAS 23: Borrowing Cost**.



Notes to the Financial Statements

For the year ended on 30 June 2025

14 Financial instruments

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

14.a Financial assets

Financial assets carried in the statement of financial position include cash and cash equivalents, trade and other receivable and deposits.

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

The Group derecognises a financial asset when the contractual rights or probabilities of receiving cash flows from the asset expires or it transfers the right to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred.

14.b Transactions with Related Parties

The objective of IAS 24 "Related Party Disclosure" is to ensure that an entity's financial statements contain the disclosures necessary to draw attention to the possibility that its financial position and profit or loss may have been affected by the existence of related parties and by transactions and outstanding balances with such parties.

Parties are considered to be related if one party has the ability to control the other party or to exercise significant influence or joint control over the other party in making financial and operating decisions.

A party is related to an entity if: [IAS 24.9] directly, or indirectly through one or more intermediaries, controls, is controlled by, or is, under common control with, the entity has an interest in the entity that gives it significant influence over the entity, has joint control over the entity, the party is a member of the key management personnel of the entity or its parent, the party is a close member of the family of any individual, the party is an entity that is controlled, jointly controlled or significantly influenced by or for which significant voting power in such entity resides with, directly or indirectly, any individual and the party is a postemployment benefit plan for the benefit of employees of the entity.

The company transacts with related parties and recognize as per IAS 24 'Related Party Disclosures'. Related party transactions have been disclosed under Note-59

14.1 Cash and cash equivalents

This comprises cash in hand and at banks which are available for use of the Company without any restrictions. For the purpose of cash flow statement, cash and cash equivalents comprise cash in hand, deposits held at financial institutions and short term highly liquid investments. Bank overdrafts that are repayable on demand and form integral part of the Company's cash management are included as a component of cash and cash equivalent for the purpose of Cash Flow Statement. Cash flows from operating activities have been presented under direct method.

14.2 Trade receivables

Trade receivable consists of unpaid bill by the receivers of off-dock an terminal services and are initially recognized at original invoice amount. However, receivables are subsequently measured at the remaining amount less allowances for doubtful debts, discount, if any, at the period end.



Notes to the Financial Statements

For the year ended on 30 June 2025

14.3 Available-for-sale of financial assets

Available-for-sale of financial assets that are non-derivative financial assets are designed as available for sale by the Company. Subsequent to initial recognition at cost, the assets are measured at fair value and changes therein, other than impairment losses, are recognized in other comprehensive income and presented under Equity as 'Financial Assets-Fair Value Reserve'. When an investment is derecognised, the gain or loss accumulated in equity is reclassified as profit or loss.

14.4 Financial liabilities:

Other than debt securities and subordinated liabilities those are recognized on the date they originate, the company recognizes all other financial liabilities initially on the transaction date at which the Company becomes a party to the contractual provisions of the liability. The Company derecognizes a financial liability when its contractual obligations are discharged, cancelled or expired.

Financial liabilities include loans & borrowings, finance lease obligation, accounts payables and other payables.

15 Earnings per share

15.1 Basic EPS

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

15.2 Diluted EPS

Diluted earnings per share is calculated by dividing the net profit/loss for the year attributable to ordinary shareholders by the weighted number of ordinary shares outstanding during the period after adjustment for the effects of all dilutive potential ordinary shares. In this reporting year, there was no diluted EPS.

16 Events after the reporting period

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



Notes to the Financial Statements

For the year ended on 30 June 2025

17 Dividend policy

Company has not yet formulated any specific dividend policy but maintaining a sustainable distribution of profit through cash dividend and stock dividend for the last few years. Details of preceding years' dividend payments are given below:

<u>Year</u>	<u>Cash Dividend</u>	<u>Stock Dividend(Bonus shares)</u>
2009	20%	10%
2010	50%	25%
2011	10%	10%
2012	10%	10%
2013	15%	Nil
2014	10%	5%
2015	NIL	10%
2016-2017	15%	Nil
2017-2018	12.50%	Nil
2018-2019	6%	4%
2019-2020	8%	2%
2020-2021	10%	0% (For General Shareholders only.)
2021-2022	15%	0%
2022-2023	12%	0%
2023-2024	15%	0%

18 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 Statement of Financial Position date are shown separately under note no. 58



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	<u>Consolidated</u>	<u>The Company</u>	<u>Consolidated</u>	<u>The Company</u>
	BDT	BDT	BDT	BDT
19. Property, plant and equipment				
Revalued amount:				
Opening balance	12,448,857,316	12,316,671,007	12,369,917,095	12,240,947,004
<u>Add:</u> Addition during the year	1,114,838,137	980,192,887	89,886,934	86,670,716
	13,563,695,453	13,296,863,894	12,459,804,029	12,327,617,720
<u>Less:</u> Adjustment/Disposal during the year	(113,659,969)	(17,168,218)	(10,946,713)	(10,946,713)
Closing balance (A)	13,450,035,484	13,279,695,676	12,448,857,316	12,316,671,007
Accumulated depreciation:				
Opening balance	1,294,175,895	1,232,703,234	1,188,722,354	1,133,495,967
<u>Add:</u> Charge for the year	110,647,944	97,245,433	111,648,565	105,402,291
	1,404,823,840	1,329,948,667	1,300,370,919	1,238,898,258
<u>Less:</u> Adjustment during the year	(12,438,817)	(12,438,817)	(6,195,024)	(6,195,024)
Closing balance (B)	1,392,385,023	1,317,509,850	1,294,175,895	1,232,703,234
Written down value (A-B)	12,057,650,461	11,962,185,826	11,154,681,421	11,083,967,773
Details are in Annex A.				
20. Assets-in-transit				
Container handling equipment	42,823,933	42,823,933	-	-
Equipment for fire alarm systems	11,990,696	11,990,696	-	-
	54,814,629	54,814,629	-	-
21. Capital works-in-progress				
Opening balance	15,371,990	8,126,120	14,974,410	7,406,120
<u>Add:</u> Cost incurred during the year	1,718,306	720,000	720,000	720,000
	17,090,296	8,846,120	15,694,411	8,126,120
<u>Less:</u> Capitalized during the year	-	-	(322,421)	-
Closing balance	17,090,296	8,846,120	15,371,990	8,126,120
22. Right-of-use assets				
Opening balance	-	-	-	-
<u>Add:</u> Addition during the year	51,192,605	-	-	-
	51,192,605	-	-	-
<u>Less:</u> Depreciation charge during the year	16,074,528	-	-	-
Closing balance	35,118,077	-	-	-
23. Investment in subsidiaries				
Cemcor Ltd. (Note 23.1)	-	188,387,050	-	188,387,050
Container Transportation Services Ltd. (Note 23.2)	-	4,950,000	-	4,950,000
Container Transportation Support Ltd. (Note 23.3)	-	1,990,000	-	-
Summit Alliance Port East Gateway (India) Private Ltd (Note 23.4)	-	90,479	-	90,479
Summit Alliance Port Pte. Ltd. (Note 23.5)	-	62	-	62
	-	195,417,591	-	193,427,591



Notes to the Financial Statements

For the year ended on 30 June 2025

23.1 Investment in Cemcor Ltd.

Cemcor Ltd. is a subsidiary of Summit Alliance Port Limited. Its total number of shares is 1,758,300 @ Tk.100 each where SAPL owns 99.9997%.

23.2 Investment in Container Transportation Services Ltd.

Container Transportation Services Ltd. is a subsidiary of SAPL. Its total number of shares is 833333 @ Tk.10/- each where SAPL owns 59.40% of its total paid up shares.

23.3 Investment in Container Transportation Support Ltd.

Container Transportation Support Ltd. is a subsidiary of SAPL. Its total number of shares is 200,000 @ Tk.10/- each where SAPL owns 99.5% of its total paid up shares.

23.4 Investment in Summit Alliance Port East Gateway (India) Private Ltd.

Summit Alliance Port East Gateway (India) Private Ltd. is a subsidiary of SAPL. Its total number of Share is 10,000 @.10.00 each where SAPL owns 73.80% of its total paid up shares.

23.5 Investment in Summit Alliance Port Pte. Ltd.

Summit Alliance Port Pte Ltd. is a subsidiary of Summit Alliance Port Limited. It is registered in Singapore. SAPL owns 100% of its paid up shares.

24. Goodwill

The goodwill has been recognised on acquisition of shares of Wahid Spinning Mills Ltd. and this has been carried forward since 2010. Break-down is given below:

	30 June 2025		30 June 2024	
	Consolidated BDT	The Company BDT	Consolidated BDT	The Company BDT
Cost of Investment	4,999,875	-	4,999,875	-
<u>Less: Face value of shares</u>	(3,999,900)	-	(3,999,900)	-
	999,975	-	999,975	-
25. Intangible assets				
Opening balance	-	-	-	-
<u>Add: Addition during the year</u>	48,037	-	-	-
	48,037	-	-	-
<u>Less: Amortization charge during the year</u>	-	-	-	-
	48,037	-	-	-
26. Investment in fixed deposit				
Opening balance	-	-	-	-
<u>Add: Addition during the year</u>	170,046,365	-	-	-
	170,046,365	-	-	-
<u>Less: Encashment during the year</u>	-	-	-	-
Closing balance	170,046,365	-	-	-
Encashment within 1 year	154,051,365			
Encashment after 1 year	15,995,000			
27. Inventories				
Hydraulic oil	4,355,824	4,355,824	3,937,429	3,937,429
Diesel and motor oil	3,882,974	3,009,419	3,831,860	2,912,200
Electrical goods	882,468	882,468	956,501	956,501
Tyres and tools	1,729,228	1,729,228	1,480,327	1,480,327
	10,850,494	9,976,939	10,206,117	9,286,457



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
28. Accounts receivable				
Opening balance	351,202,743	324,074,243	288,960,885	273,509,202
Add: Addition during the year	7,280,993,592	2,048,665,781	2,149,370,003	1,994,423,742
Addition during the year-RT	98,128,851	98,128,851	114,319,929	114,319,929
	7,730,325,185	2,470,868,875	2,552,650,817	2,382,252,873
Less: Collection/Adjustment during the year	(6,991,467,106)	(2,162,730,836)	2,201,448,075	2,058,178,630
Closing balance	738,858,079	308,138,039	351,202,743	324,074,243
28.1 Accounts receivable				
Atlantic International	1,528,817	1,528,817	1,073,738	1,073,738
APM Global Logistics Ltd.	72,716,812	72,716,812	59,365,154	59,365,154
Akij Foods & Beverage	6,697,862	6,697,862	9,104,579	9,104,579
Amigo Bangladesh Ltd.	4,805,516	-	-	-
Alvi Line BD Ltd.	966,959	966,959	1,142,949	1,142,949
Bangla Trident Ltd.	31,638,765	31,638,765	19,119,496	19,119,496
Baridhi Shipping Lines	831,782	831,782	1,669,153	1,669,153
BS Cargo Agency	1,271,606	1,271,606	2,362,920	2,362,920
CMA CGM (BD) Shipping Ltd.	12,113,546	12,113,546	20,635,438	20,635,438
Columbia Enterprise Ltd.	1,271,079	1,271,079	1,775,930	1,775,930
Continental Traders BD Ltd.	3,507,124	3,507,124	3,157,698	3,157,698
Container Worldwide Express	659,837	659,837	998,830	998,830
Cosco BD Ltd.	4,884,855	4,884,855	4,509,918	4,509,918
Cross Freight Ltd.	-	-	1,597,913	1,597,913
Crown Cement Ltd.	1,431,091	1,431,091	9,485,828	9,485,828
DSV Air & Sea Ltd.	1,340,121	1,340,121	212,643	212,643
Denimach Ltd.	10,765,728	-	-	-
Everbest Shipping Agencies Ltd.	4,664,427	4,664,427	1,461,382	1,461,382
Expeditors Ltd.	3,051,026	3,051,026	2,601,794	2,601,794
Expo Freight Ltd.	15,755,595	15,755,595	12,744,746	12,744,746
EURO Denim and Fashion Ltd.	9,281,735	-	-	-
Freight Options Ltd.	963,069	963,069	411,369	411,369
Famfa Solution Ltd.	2,513,172	2,513,172	1,321,294	1,321,294
GBX Logistics Ltd.	10,859,591	10,859,591	6,423,970	6,423,970
GP Shipping Lines Ltd.	90,027	90,027	54,082	54,082
Globelink Associates Ltd.	404,974	404,974	454,413	454,413
Hanjin Shipping BD Ltd.	-	-	3,006,345	3,006,345
Hellmann Worldwide Ltd-Germany	224,579,279	-	-	-
Hellmann Worldwide Ltd-UAE	17,801,594	-	-	-
Hellmann Worldwide Ltd-Poland	17,472,171	-	-	-
Hellmann Worldwide Ltd-Canada	13,046,991	-	-	-
Strait Air-Sweden	12,847,737	-	-	-



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
Hellmann Worldwide Ltd-USA	9,429,472	-	-	-
Holcim Cement Ltd.	162,331	162,331	3,507,837	3,507,837
JBS Associates	191,810	191,810	37,304	37,304
Kuehne + Nagel Ltd.	18,697,296	18,697,296	22,319,169	22,319,169
Maersk Bangladesh Ltd.	40,535,935	40,535,935	47,107,627	47,107,627
Marco Shipping Lines Ltd.	10,166,179	10,166,179	11,865,795	11,865,795
Mazumder Agrotech International Ltd	-	-	5,508	5,508
Nippon Express BD Ltd.	598,831	598,831	634,086	634,086
NEEDLE WORKS BD Ltd.	2,856,830	-	-	-
Ocean International Ltd.	1,112,457	1,112,457	444,653	444,653
One Network Ltd.	4,405,115	4,405,115	2,495,508	2,495,508
OOCL Logistics Ltd.	2,304,717	2,304,717	1,587,898	1,587,898
PIL BD Ltd.	1,025,446	1,025,446	741,602	741,602
Pran Dairy Ltd.	4,482,788	4,482,788	-	-
Panagea Fashion Wear Ltd.	3,550,049	-	-	-
Rapid Digital Corporation	2,196,967	2,196,967	15,868,850	15,868,850
Scan Global Logistics Ltd.	1,257,977	1,257,977	1,342,876	1,342,876
Schenker Logistics BD Ltd.	10,871,015	10,871,015	5,195,295	5,195,295
Shah Cement Ltd.	5,806,893	5,806,893	-	-
Shodesh Shipping	870,491	870,491	2,465,368	2,465,368
Transmarine Logistics Ltd.	903,833	903,833	1,874,534	1,874,534
Trident Shipping Ltd.	472,381	472,381	861,775	861,775
Kalitimex Energy (Singapore) Pte	2,719,583	-	-	-
IFL Factory Ltd.	2,603,038	-	-	-
Refat Garments Ltd.	2,282,865	-	-	-
Ispahani Summit Alliance Terminals Ltd.	5,945,899	-	11,425,814	-
Others	113,644,994	22,913,441	56,729,663	41,026,977
	738,858,080	308,138,039	351,202,744	324,074,244



Notes to the Financial Statements

For the year ended on 30 June 2025

	As on 30 June 2025	Up to 3 months	3 to 6 months	Above 6 months
28.2 Aging of accounts receivable				
Atlantic International	1,528,817	1,528,817		
APM Global Logistics Ltd.	72,716,812	68,319,627	4,397,185	-
Akij Foods & Beverage	6,697,862	5,886,505	811,357	-
Alvi Line BD Ltd.	966,959	966,959	-	
Bangla Trident Ltd.	31,638,765	31,616,321	-	22,444
Baridhi Shipping Lines	831,782	831,782	-	-
BS Cargo Agency	1,271,606	1,271,606	-	-
CMA CGM (BD) Shipping Ltd.	12,113,546	11,888,487	100,510	124,549
Columbia Enterprise Ltd.	1,271,079	1,271,079	-	-
Continental Traders BD Ltd.	3,507,124	3,507,124	-	-
Container Worldwide Express	659,837	659,837	-	-
Cosco BD Ltd.	4,884,855	3,188,095	1,696,760	-
Crown Cement Ltd.	1,431,091	-	-	1,431,091
DSV Air & Sea Ltd.	1,340,121	1,340,121	-	-
Everbest Shipping Agencies Ltd.	4,664,427	1,175,058	925,340	2,564,029
Expeditors Ltd.	3,051,026	3,051,026	-	-
Expo Freight Ltd.	15,755,595	15,755,595	-	-
Freight Options Ltd.	963,069	963,069	-	-
Famfa Solution Ltd.	2,513,172	2,513,172	-	-
GBX Logistics Ltd.	10,859,591	10,859,591	-	-
GP Shipping Lines Ltd.	90,027	90,027	-	-
Globelink Associates Ltd.	404,974	404,974	-	-
Holcim Cement Ltd.	162,330	162,330	-	-
JBS Associates	191,810	168,553	23,257	-
Kuehne + Nagel Ltd.	18,697,296	18,697,296	-	-
Maersk Bangladesh Ltd.	40,535,935	39,921,484	614,451	-
Marco Shipping Lines Ltd.	10,166,179	10,166,179	-	-
Nippon Express BD Ltd.	598,831	598,831	-	-
Ocean International Ltd.	1,112,457	601,223	511,234	-
One Network Ltd.	4,405,115	4,405,115	-	-
OOCL Logistics Ltd.	2,304,717	2,303,531	1,186	-
PIL BD Ltd.	1,025,446	796,089	229,357	-
Pran Dairy Ltd.	4,482,788	4,482,788	-	-
Rapid Digital Corporation	2,196,967	421,368	737,805	1,037,794
Scan Global Logistics Ltd.	1,257,977	1,257,977	-	-
Schenker Logistics BD Ltd.	10,871,015	10,864,431	6,584	-
Shah Cement Ltd.	5,806,893	5,806,893	-	-
Shodesh Shipping	870,491	121,322	32,200	716,969
Transmarine Logistics Ltd.	903,833	903,833	-	-
Trident Shipping Ltd.	472,381	472,381	-	-
Others	22,913,441	12,147,641	9,584,900	1,180,900
	308,138,039	281,388,136	19,672,126	7,077,776



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
29. Other receivable				
Receivable from Crystal Logistics Ltd.	42,699,180	42,699,180	59,492,800	59,492,800
Receivable from Sea Glory Shipping (Note 29.1)	107,405,804	107,405,804	116,238,847	116,238,847
Others	1,637,094	35,636	786,673	385,684
	151,742,078	150,140,620	176,518,320	176,117,331
29.1 Receivable from Sea Glory Shipping.				
Opening Balance	116,238,847	116,238,847	126,985,594	126,985,594
<u>Less:</u> Received during the year	8,833,043	8,833,043	(10,746,747)	(10,746,747)
	107,405,804	107,405,804	116,238,847	116,238,847
30. Intercompany account receivable				
Container Transportation Services Limited	-	-	-	70,863,329
Summit Alliance Port East Gateway (India) Private Ltd.	-	16,309,276	-	15,967,123
Summit Alliance Port Pte Limited-Singapore	-	7,094,415	-	7,094,415
Container Transport Support Ltd	-	69,898,103	-	-
Cemcor Limited	-	44,867,224	-	44,838,474
	-	138,169,018	-	138,763,341
31. Advances, deposits and prepayments				
Advances (Note 31.1)	246,160,601	145,644,484	169,364,435	152,559,903
Deposits (Note 31.2)	53,347,293	29,436,102	20,575,125	14,349,410
Prepayments (Note 31.3)	9,260,525	3,143,106	7,058,833	3,920,877
	308,768,419	178,223,692	196,998,393	170,830,190
31.1 Advances				
Against expenses- Off-dock (Note 31.1.1)	92,107,737	87,638,047	73,541,503	67,546,373
Against expenses- RT Project (Note 31.1.2)	432,531	432,531	156,672	156,672
Against salary	11,406,219	11,296,466	13,487,919	13,268,469
For car loan facility	1,186,701	1,186,701	386,697	386,697
For land purchase (Note 31.1.3)	26,067,900	26,067,900	29,497,440	29,497,440
For VAT (Appeal and Tribunal)	15,394,309	15,394,309	15,394,309	15,394,309
Income tax deducted at source by clients	99,565,204	3,628,530	36,899,895	26,309,943
	246,160,601	145,644,484	169,364,435	152,559,903



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
31.1.1 Against expenses-off-dock				
Land rental	36,303,980	36,303,980	32,625,220	32,625,220
Advance for port expenses	18,770,182	18,770,182	342,783	342,783
Others	15,494,779	12,347,646	15,410,339	10,383,820
IOU against expenses	7,671,952	6,349,395	6,791,598	5,822,987
Parking yard rent	6,699,982	6,699,982	2,099,986	2,099,986
Diesel purchase and others	3,756,383	3,756,383	4,757,338	4,757,338
Kuehne and Nagel employee salary	1,215,000	1,215,000	699,000	699,000
Patenga electronics	1,133,374	1,133,374	1,983,370	1,983,370
Advance for CPA expenses	342,783	342,783	-	-
Dhaka office petty cash	323,817	323,817	276,500	276,500
Construction and other works	307,727	307,727	2,412,465	2,412,465
Spare parts purchase	38,362	38,362	63,525	63,525
Advance for pick-up truck purchase	25,000	25,000	-	-
APL logistics employee salary and others	24,416	24,416	201,487	201,487
Kamal and Sons-for construction works	-	-	5,862,392	5,862,392
Law Valley-for consultancy	-	-	15,500	15,500
	92,107,737	87,638,047	73,541,503	67,546,373
31.1.2 Against expenses-RT Project				
Advance for RT expenses	432,531	432,531	156,672	156,672
	432,531	432,531	156,672	156,672
31.1.3 Advance for land purchase				
Mr. Akbar Ali	16,470,000	16,470,000	16,470,000	16,470,000
Mr. Mofizur Rahman	8,067,400	8,067,400	8,067,400	8,067,400
Mr. Abdur Noor/Mofizur Rahman	750,000	750,000	750,000	750,000
Mr. Abdul Hakim	600,000	600,000	600,000	600,000
Mr. Nurul Alam	180,500	180,500	180,500	180,500
Mr. Mamunur Rashid for land registration	-	-	19,980	19,980
Mr. Faiz Ahmed	-	-	1,000,000	1,000,000
Mr. Yusuf and others	-	-	1,500,000	1,500,000
Mr. Abdul Aziz	-	-	699,505	699,505
Mr. Ibrahim Munshi	-	-	120,055	120,055
Mrs. Morium Begum	-	-	60,000	60,000
Mr. Lokman	-	-	30,000	30,000
	26,067,900	26,067,900	29,497,440	29,497,440



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	<u>Consolidated</u> BDT	<u>The Company</u> BDT	<u>Consolidated</u> BDT	<u>The Company</u> BDT
31.2 Deposits				
Margin against bank guarantee	13,000,000	13,000,000	2,488,635	2,488,635
Security deposit with Bangladesh Army	6,212,140	-	-	-
VAT current account	6,095,607	3,302,984	5,991,380	3,302,984
Security deposit for bond license and others	5,832,430	4,072,430	2,827,603	1,067,603
Miscellaneous deposits-for CPA/Ctg.Club and others	12,631,929	1,845,000	1,051,819	274,500
Security deposit with PDB and DPDC	3,421,110	3,421,110	3,421,110	3,421,110
Security deposit to CSR centre trust	2,500,000	2,500,000	2,500,000	2,500,000
Security deposit-office rent	2,359,500	-	-	-
Security deposit with Ansar VDP	564,711	564,711	564,711	564,711
Security deposit with CDBL	400,000	400,000	400,000	400,000
Security deposit with T&T	329,867	329,867	329,867	329,867
Security deposit for fuel supply	-	-	1,000,000	-
	53,347,293	29,436,102	20,575,125	14,349,410
31.3 Prepayments				
Pre-paid insurance	2,234,099	908,886	1,574,356	1,054,833
Pre-paid office rent	780,624	780,624	1,140,912	1,140,912
Pre-paid expenses-deferred (Note 31.3.1)	4,362,007	-	3,631,583	1,013,150
Pre-paid renewal of license	1,883,795	1,453,596	711,982	711,982
	9,260,525	3,143,106	7,058,833	3,920,877
31.3.1 Pre-paid expenses-deferred				
Tyre consumption	4,104,342	-	2,522,648	-
Legal fee/professional fee/consultancy fee	-	-	1,013,150	1,013,150
Others	257,665	-	95,785	-
	4,362,007	-	3,631,583	1,013,150



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
32. Cash and cash equivalents				
Cash In hand	1,903,340	1,372,472	2,021,090	1,581,219
Cash at bank (Note 32.1)	299,998,950	71,736,157	66,512,724	28,413,347
	301,902,290	73,108,628	68,533,814	29,994,566
32.1 Cash at bank				
Jamuna Bank PLC.	153,062,150	53,142	6,144,939	99,893
Dutch Bangla Bank PLC.	57,830,987	57,822,578	24,947,149	24,942,642
Eastern Bank PLC.	33,629,906	4,369,122	545,072	545,072
Punjab National Bank	23,787,946	-	31,168,906	-
Citi Bank	21,363,815	-	-	-
Uttara Bank PLC. (*)	6,452,071	6,452,071	1,254,773	1,254,773
United Commercial Bank PLC.	1,828,010	1,828,010	1,382	1,382
Janata Bank PLC.	1,096,814	1,096,814	484,358	484,358
Dutch Bangla Bank PLC.	832,831	-	843,810	-
Standard Chartered Bank	64,759	64,759	1,014,442	1,014,442
One Bank PLC.	-	-	37,108	-
Sonali Bank PLC.	29,093	29,093	43,602	43,602
Trust Bank PLC.	11,543	11,543	14,706	14,706
Mutual Trust Bank PLC.	4,460	4,460	5,840	5,840
Dhaka Bank PLC.	1,948	1,948	1,948	1,948
Standard Bank PLC.	1,397	1,397	3,185	3,185
Pubali Bank PLC.	989	989	-	-
IFIC Bank PLC.	230	230	575	575
Agrani Bank PLC.	-	-	27	27
NCC Bank PLC.	-	-	902	902
	299,998,950	71,736,157	66,512,724	28,413,347

(*) Transactions restricted

	30 June 2025	30 June 2024
	BDT	BDT
33. Share capital		
Authorised capital		
300,000,000 ordinary shares of Tk 10 each	3,000,000,000	3,000,000,000
Issued, subscribed and paid-up capital:		
236,867,123 Ordinary shares of Tk. 10 each	2,368,671,230	2,368,671,230



Notes to the Financial Statements

For the year ended on 30 June 2025

Shareholding position of the company:

Name of shareholder	Percentage of shareholdings		Face value of shares	
	30 June 2025	30 June 2024	30 June 2025	30 June 2024
Mr. Muhammed Aziz Khan	7.0333	7.0333	166,595,070	166,595,070
Mrs. Anjuman Aziz Khan	5.1795	5.1795	122,685,920	122,685,920
Mr. Syed Ali Jowher Rizvi	5.4819	5.4819	129,848,990	129,848,990
Ms. Ayesha Aziz Khan	3.6817	3.6817	87,207,570	87,207,570
Ms. Azeeza Aziz Khan	3.6817	3.6817	87,207,570	87,207,570
Mr. Syed Yasser Haider Rizvi	1.1878	1.1878	28,136,160	28,136,160
Mr. Syed Nasser Haider Rizvi	1.1878	1.1878	28,136,160	28,136,160
Captain Kamrul Islam Mazumder	0.0042	0.0042	100,000	100,000
Alliance Holdings Limited (Rep. by Mr. Syed Yasser Haider Rizvi)	23.4803	23.4803	556,170,150	556,170,150
Summit Holdings Limited (Rep. by Mr. Syed Fazlul Haque)	8.0797	8.0797	191,381,740	191,381,740
Ms. Adeeba Aziz Khan (other then Sponsor/Director)	3.6817	3.6817	87,207,570	87,207,570
Shareholders (other then Sponsor/Director)	37.3204	37.3204	883,994,330	883,994,330
	100.000	100.0000	2,368,671,230	2,368,671,230

Clarification of shareholders by holding:

Holdings	30 June 2025		30 June 2024	
	Number of shareholders	Number of Shares	Number of shareholders	Number of Shares
Less than 500 shares	6,202	1,098,271	6,684	1,211,887
501 to 5,000 shares	5,671	10,458,299	6,146	11,301,548
5,001 to 10,000 shares	881	6,565,354	940	7,020,223
10,001 to 20,000 shares	519	7,739,158	570	8,403,763
20,001 to 30,000 shares	195	4,907,329	192	4,811,783
30,001 to 40,000 shares	100	3,535,821	110	3,891,892
40,001 to 50,000 shares	54	2,491,083	52	2,397,577
50,001 to 100,000 shares	111	7,762,579	119	8,334,920
100,001 to 1,000,000 shares	103	27,667,447	100	28,339,298
1,000,001 to above	22	164,641,782	22	161,154,232
	13,858	236,867,123	14,935	236,867,123

34. Share premium

The share premium arose from the issue of right shares as per approval letter from Bangladesh Securities and Exchange Commission vide its letter no. BSEC/CI/RI-103/2015/32 dated 18 January 2016. Details are given below:

Opening balance	72,445,920	72,445,920	72,445,920	72,445,920
Received during the year	17,866,649	-	-	-
Closing balance	90,312,569	72,445,920	72,445,920	72,445,920



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
35. Revaluation surplus on PPE				
Opening balance	5,281,903,057	5,270,617,670	5,274,786,622	5,274,786,622
Revaluation of PPE made during the year	901,680,723	901,680,723	11,285,387	-
Adjustment on downward valuation of assets	30,235	-	-	-
Deferred tax against other assets	2,644,578	2,644,578	527,233	527,233
Adjustment of sale of assets	-	-	(1,181,299)	(1,181,299)
Deferred tax against revaluation of land	(945,519,948)	(945,519,948)	-	-
Depreciation for the year on revalued amount (Annex)	(4,423,632)	(3,319,971)	(3,514,887)	(3,514,887)
Closing balance	5,236,315,012	5,226,103,051	5,281,903,056	5,270,617,670
36. Fair value reserve against financial instruments (quoted shares)				
Opening balance	(32,721,243)	(32,721,243)	(30,935,815)	(30,935,815)
Net positive change in fair value of financial assets	(996,762)	(996,762)	(1,804,170)	(1,804,170)
Benefits against deferred tax on changes in the fair value of financial instruments	127,961	127,961	18,742	18,742
Closing balance	(33,590,044)	(33,590,044)	(32,721,243)	(32,721,243)
37. Foreign exchange translation reserve				
Opening balance	-	-	-	-
<u>Add:</u> Addition during the year	973,403	-	-	-
	973,403	-	-	-
<u>Less:</u> Adjustment during the year	-	-	-	-
Closing balance	973,403	-	-	-



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated BDT	The Company BDT	Consolidated BDT	The Company BDT
38. Retained Earnings				
Retained earnings-Off- Dock (Note 38.1)	869,472,020	877,249,247	512,163,891	761,492,873
Retained earnings-River Terminal (Note 38.2)	(263,755,702)	(263,755,702)	(229,784,976)	(229,784,976)
	605,716,318	613,493,545	282,378,915	531,707,897
38.1 Retained earnings-Off- Dock				
Opening balance	512,163,891	761,492,873	377,686,061	627,655,724
Profit for the year	874,671,608	467,739,896	420,322,441	411,612,175
Share of (profit)/loss of non-controlling in CTSL (Note 38H)	(166,168,577)	-	-	-
Share of (profit)/loss of non-controlling in CTSL (Note 38I)	6,496	-	70,056	-
Share of (profit)/loss of non-controlling in CTSL (Note 38E)	(118,603)	-	-	-
Share of (profit)/loss of non-controlling in SAPEGIPL (Note 38G)	(172,699)	-	(4,042,671)	-
Dividend (Cash) -15%- 2023-2024	(355,300,685)	(355,300,685)	(284,240,547)	(284,240,547)
Un-claimed dividend paid-2013 and 2014	(2,808)	(2,808)	(378)	(378)
Adjustment for exchange loss in retained earnings-SAPPL	-	-	(6,376,523)	-
Adjustment for downward valuation of assets	(30,235)	-	-	-
Depreciation on revaluation surplus (Annex-A)	4,423,632	3,319,971	3,514,887	3,514,887
Translation gain/(loss)	-	-	5,230,565	2,951,012
	869,472,020	877,249,247	512,163,891	761,492,873
38.2 Retained earnings-River Terminal				
Opening balance	(229,784,976)	(229,784,976)	(227,066,768)	(227,066,768)
Profit or loss for the year	(33,970,726)	(33,970,726)	(2,718,208)	(2,718,208)
Closing balance	(263,755,702)	(263,755,702)	(229,784,976)	(229,784,976)
38.A Non-controlling interest				
Wahid Spinning Mills Ltd.	100	-	100	-
Cemcor Ltd.	400	-	400	-
Container Transportation Services Ltd. (Note 38B)	169,551,909	-	(187,207)	-
Container Transportation Support Ltd. (Note 38C)	(115,099)	-	-	-
Summit Alliance Port East Gateway India Pvt Ltd. (Note 38D)	12,074,191	-	11,304,249	-
	181,511,501	-	11,117,542	-



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated BDT	The Company BDT	Consolidated BDT	The Company BDT
38.B Non-controlling interest of Container Transportation Services Ltd.				
Share capital-40.60% of Tk. 8,333,330	3,383,332	-	-	-
Share of current year's profit-CTSL (Note 38H)	166,168,577	-	-	-
	169,551,909	-	-	-
38.C Non-controlling interest of Container Transportation Support Ltd.				
Share capital-.5% of Tk.20,00,000	10,000	-	50,000	-
Share of retained earning sason 01.07.2024 (Note 38E)-1%	(118,603)	-	(167,151)	-
Share of current year's profit (Note 38I)	(6,496)	-	(70,056)	-
	(115,099)	-	(187,207)	-
38.D Non-controlling interest of SAPEGIPL				
Share capital-26.20% of Tk.122,600	32,121	-	32,121	-
Share of retained earning sason 01.07.2024 (Note 38F)	11,869,371	-	7,229,457	-
Share of current year's profit (Note 38G)-26.20%	172,699	-	4,042,671	-
	12,074,191	-	11,304,249	-
38.E Non-controlling Interest of retained earnings in CTSL				
Total retained earnings of CTSL as on 01.07.2024	(23,720,618)	-	(16,715,054)	-
Less: Share of retained earnings of majority-99.5%	(23,602,015)	-	(16,547,903)	-
Share of retained earnings of 30.06.2025 of non-controlling	(118,603)	-	(167,151)	-
38.F Non-controlling Interest of retained earnings in SAPEGIPL				
Total retained earnings of SAPEGIPL as on 01.07.2024	45,302,942	-	27,593,348	-
Less: Share of retained earnings of majority -73.80%	33,433,571	-	20,363,891	-
Share of retained earnings of 30.06.2025 of Non-controlling	11,869,371	-	7,229,457	-
38.G Non-controlling interest in current year's profit in SAPEGIPL				
Total profit of SAPEGIPL for the period/year	659,158	-	15,430,041	-
Less: Majority portion-73.80%	486,459	-	11,387,370	-
Non-controlling portion of profit of current year	172,699	-	4,042,671	-



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
38.H Non-controlling interest in current year's profit in Container Transportation Services Ltd:				
Total profit of CTSL for the year	409,282,210	-	-	-
<u>Less:</u> Majority portion-59.40%	243,113,633	-	-	-
Non-controlling portion of profit of current year	166,168,577	-	-	-
38.I Non-controlling interest in current year's profit in Container Transportation Support Ltd:				
Total profit of CTSL for the year	(1,299,233)	-	(7,005,563)	-
<u>Less:</u> Majority portion-99.5%	(1,292,737)	-	(6,935,507)	-
Non-controlling portion of profit of current year	(6,496)	-	(70,056)	-
39. Retirement benefit obligations (gratuity)				
Opening balance	155,796,685	155,796,685	141,182,170	141,182,170
<u>Add:</u> Provision for the year	35,543,678	30,265,380	30,267,235	30,267,235
	191,340,363	186,062,065	171,449,405	171,449,405
<u>Less:</u> Paid/Transferred during the year	(20,497,896)	(20,437,896)	(15,652,720)	(15,652,720)
Closing balance	170,842,467	165,624,169	155,796,685	155,796,685
40. Deferred tax liability				
Opening balance	250,284,330	249,277,778	271,060,505	270,304,454
<u>Add:</u> Provision for deferred tax (Note 40.1)	11,359,695	13,226,845	(20,230,201)	(20,480,701)
Benefits against deferred tax on changes in the fair value of financial instruments	(106,392)	(127,961)	(18,742)	(18,742)
Provision for deferred tax against revaluation of land	945,519,948	945,519,948	-	-
Provision made on revaluation surplus (other assets)	(2,644,578)	(2,644,578)	(527,233)	(527,233)
	1,204,413,003	1,205,252,033	250,284,330	249,277,778

40.1 Provision for deferred tax liability for tax based depreciation

Property, plant and equipment
Gratuity provision

Deferred tax liability @ 22.5% as at 30 June 2025

As at 30 June 2025		
Accounting base	Tax base	Temporary difference
5,669,278,880	4,301,786,078	1,367,492,802
165,624,169	-	165,624,169
5,834,903,050	4,301,786,078	1,201,868,632
		270,420,442



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
Impacts have been given on the following dates				
1 January 2014				98,817,565
January to December 2014				16,286,714
January to December 2015				13,204,283
30 January to June 2016				5,716,771
July 2016 to June 2017				16,967,758
July 2017 to June 2018				19,247,882
July 2018 to June 2019				28,633,090
July 2019 to June 2020				(5,062,379)
July 2020 to June 2021				15,020,049
July 2021 to June 2022				29,330,823
July 2022 to June 2023				39,511,742
July 2023 to June 2024				(20,480,701)
July 2024 to June 2025				13,226,845
				270,420,442
41. Term loan				
Local:				
Dutch Bangla Bank PLC.	830,209,391	830,209,391	892,910,094	892,910,094
Pubali Bank PLC.	603,501,479	603,501,479	723,549,115	723,549,115
Eastern Bank PLC.	327,660,418	327,660,418	513,660,418	513,660,418
Director loan- SAPEGIPL	1,253,824	-	1,227,520	-
	1,762,625,112	1,761,371,288	2,131,347,147	2,130,119,627
<u>Less: Current portion (Note 43.3)</u>	<u>(424,198,356)</u>	<u>(424,198,356)</u>	<u>(419,466,239)</u>	<u>(419,466,239)</u>
	1,338,426,756	1,337,172,932	1,711,880,908	1,710,653,388
41.1 The make up of the long term loan outstanding is as under:				
i) The term loan received from Eastern Bank PLC for 7 years to pay off the bridge loan and time loan from Dutch Bangla Bank PLC.				
ii) The term loan received from Dutch Bangla Bank for 10 years to pay off the bridge loan and all other time loan.				
iii) The term loan received from Pubali Bank PLC @ 7.50% to pay-off the IDCOL loan.				
42. Lease Liability				
Opening balance	-	-	-	-
<u>Add: Addition during the year</u>	<u>36,565,176</u>	<u>-</u>	<u>-</u>	<u>-</u>
	36,565,176	-	-	-
<u>Less: Payment made during the year</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
	36,565,176	-	-	-
Payment within 1 year	14,501,887			
Payment after 1 year	22,063,289			



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
43. Short term borrowings				
SOD-Secured overdraft (Note 43.1)	1,199,111,278	1,199,111,278	776,907,114	776,907,114
Time loan (Note 43.2)	207,084,757	207,084,757	309,080,231	309,080,231
Loan from beneficiaries profit participation fund	44,549,208	44,549,208	40,249,016	40,249,016
Others	4,025,450	-	3,941,000	-
	1,454,770,693	1,450,745,243	1,130,177,361	1,126,236,361
<u>Add: Current portion of term loan (Note 43.3)</u>	424,198,356	424,198,356	419,466,239	419,466,239
	1,878,969,049	1,874,943,599	1,549,643,600	1,545,702,600
43.1 SOD-Secured overdraft				
Jamuna Bank PLC.	231,077,904	231,077,904	110,789,992	110,789,992
Pubali Bank PLC.	500,335,043	500,335,043	496,600,707	496,600,707
Dutch Bangla Bank PLC.	148,797,637	148,797,637	149,560,031	149,560,031
Dhaka Bank PLC.	298,267,539	298,267,539	-	-
Eastern Bank PLC.	20,633,155	20,633,155	19,956,384	19,956,384
	1,199,111,278	1,199,111,278	776,907,114	776,907,114
43.2 Time loan				
NCC Bank PLC.	-	-	309,080,231	309,080,231
Jamuna Bank PLC.	207,084,757	207,084,757	-	-
	207,084,757	207,084,757	309,080,231	309,080,231
43.3 Current portion of term loan				
Term loan from Eastern Bank PLC.	186,500,000	186,500,000	186,000,000	186,000,000
Term loan from Pubali Bank PLC.	170,000,000	170,000,000	170,000,000	170,000,000
Term loan from Dutch Bangla Bank PLC.	67,698,356	67,698,356	63,466,239	63,466,239
	424,198,356	424,198,356	419,466,239	419,466,239
44. Accounts payable				
Aeromate Services Ltd.	29,189,336	-	-	-
Others	118,077,687	2,133,135.56	3,733,663	3,297,052
Hellmann Worldwide-Germany	11,875,140	-	-	-
Emirates Sky Cargo	10,690,590	-	-	-
Oryx Aviation Ltd.	9,806,446	-	-	-
Inland Waterways Authority of India	6,424,810	-	-	-
Hellmann Worldwide-China	5,646,237	-	-	-
Customs house of Dhaka	5,082,127	-	-	-
Air Galaxy Ltd.	4,972,406	-	-	-
Suad Hamja logistics	4,180,322	-	-	-
Freight care aviation	4,005,530	-	-	-
Ace Aviation Services Ltd.	3,955,562	-	-	-
Bangladesh Power Development Board	2,120,614	2,120,614.00	2,147,552	2,147,552
Hellmann Worldwide-USA	1,969,162	-	-	-
Jaheda Enterprise	1,842,207	1,842,207.00	-	-
Passion Cargo Ltd.	1,791,979	-	-	-



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
Oriental Oil Company Ltd.	1,698,480	1,698,480.00	358,320	358,320
Mother Shipping and Trading Agency	1,423,554	1,423,554.00	-	-
Sinthea Traders	1,346,914	1,346,914.00	1,809,864	1,809,864
Speedy International Ltd.	1,324,248	-	-	-
G Logistics	1,013,962	-	992,690	-
Aheli Management Services	778,147	-	1,124,967	-
JMD Enterprise	538,035	-	526,747	-
HI-Tech Construction	517,627	517,627.00	242,627	242,627
PSIS Security and Management Services Pvt. Ltd.	418,851	-	410,064	-
APS Container Pvt Ltd.	357,577	-	350,076	-
Solex Security Ltd.	239,071	239,071.00	631,656	631,656
EYE Q Surveillance Force Ltd.	167,129	167,129.00	438,866	438,866
Banglalink	143,549	143,549.00	141,324	141,324
Shristi Event and Promotions	118,690	-	116,200	-
Ocean Securities	117,943	117,943.00	308,243	308,243
Paragon Logistics Ltd.	46,002	-	-	-
Hazrat Khoaz Khizir	-	-	936,025	936,025
	231,879,934	11,750,224	14,268,884	10,311,529
45. Un-claimed dividend				
For 2020-2021	-	-	1,392,288	1,392,288
For 2021-2022	1,345,965	1,345,965	1,433,459	1,433,459
For 2022-2023	1,433,772	1,433,772	1,946,053	1,946,053
For 2023-2024	55,129,464	55,129,464	-	-
	57,909,201	57,909,201	4,771,800	4,771,800
46. Income tax payable				
Opening balance	16,769,995	954,186	9,353,792	213,140
Add: Provision for the year (Note 46.1)	259,984,225	126,886,177	107,546,322	100,871,165
	276,754,220	127,840,363	116,900,114	101,084,305
Less: Paid during the year	(120,015,733)	(116,034,367)	(100,130,119)	(100,130,119)
	156,738,488	11,805,996	16,769,995	954,186
46.1 Taxable Profit for the year				
Business Income for the year	1,095,808,852	554,785,185	453,928,491	438,263,818
Add: Dividend on investment	165,618	165,618	139,680	139,680
Interest on FDR/STD	760,965	760,965	137,282	137,282
Misc. income	8,245,199	8,245,199	8,419,189	8,419,189
	1,104,980,634	563,956,967	462,624,642	446,959,969
Provision for the year				
On Business income	257,924,715	124,826,667	105,593,180	98,918,023
On Misc. income	33,124	33,124	1,894,318	1,894,318
On FDR/STD	171,217	171,217	30,888	30,888
On Dividend income	1,855,170	1,855,170	27,936	27,936
	259,984,225	126,886,177	107,546,322	100,871,165



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
47. Workers' profit participation fund (WPPF)				
Opening balance	25,751,812	25,751,812	22,489,689	22,489,689
Add: Payable for the year	58,597,980	30,204,326	25,751,812	25,751,812
	84,349,792	55,956,138	48,241,501	48,241,501
Less: Paid/Transferred during the year	(25,751,812)	(25,751,812)	(22,489,689)	(22,489,689)
Closing balance	58,597,980	30,204,326	25,751,812	25,751,812
48. Other payables				
Provision for expenses (Note 48.1)	75,672,287	72,356,896	96,866,919	89,793,841
VAT account	50,176,331	48,268,910	91,376,670	91,376,670
Miscellaneous payable	22,094,700	189,725	23,072,175	1,167,200
Salary, holiday, leave allowance and bonus payable	11,083,370	2,069,938	5,796,363	1,897,965
Security deposit - for construction works - others	12,981,661	8,406,391	13,929,861	8,678,192
VDS and TDS-party and staff	10,195,368	8,071,157	8,977,075	7,443,644
System Service Fee Payable to Hellmann Worldwide Inc Ltd	74,503,900	-	-	-
Provident fund trustee A/C	10,414,848	2,629,231	1,866,399	1,816,453
Advanced received from customers	1,065,264	-	1,068,344	-
Un-claimed salary, bonus and leave allowance	899,598	692,841	351,451	228,311
Security deposit-Bangla Trident Ltd.	-	-	24,691,016	24,691,016
	269,087,325	142,685,089	267,996,273	227,093,292
48.1 Provision for expenses				
Transport bill-May and June-2025 others	26,953,478	26,953,478	54,346,922	54,346,922
BIWTC jetty charges payable	35,177,643	35,177,643	28,274,759	28,274,759
Commission for OTC/import/export	5,023,702	5,023,702	6,888,661	1,297,900
Labour bill	2,562,664	2,562,664	2,942,025	2,942,025
Others	5,954,800	2,639,409	2,776,435	1,294,118
Tyre purchase bill	-	-	1,638,117	1,638,117
	75,672,287	72,356,896	96,866,919	89,793,841



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
49. Revenue				
Import income (Note 49.1)	254,664,979	254,664,979	262,557,334	262,557,334
Export income (Note 49.2)	1,421,180,651	1,421,180,651	1,373,736,314	1,373,736,314
ICD income (Note 49.3)	372,820,152	372,820,152	358,130,094	358,130,094
Forwarding revenue-Container Transportation Services Ltd.	5,066,147,980	-	-	-
Container haulage revenue-CTSL (Note 49.4)	83,927,755	-	82,376,611	-
Summit Alliance Port Pte Ltd. (Note 49.5)	-	-	1,409,400	-
Terminal charges-SAPEGIPL (Note 49.6)	82,252,076	-	71,160,250	-
	7,280,993,592	2,048,665,781	2,149,370,003	1,994,423,742
49.1 Import income				
Cargo handling- Import	157,254,857	157,254,857	136,265,882	136,265,882
Ground rent- Import	85,572,818	85,572,818	111,217,764	111,217,764
Movement- Import	8,543,090	8,543,090	9,844,372	9,844,372
Weighment bridge charges	2,579,614	2,579,614	4,546,616	4,546,616
Exit entry fee- Import	714,600	714,600	682,700	682,700
	254,664,979	254,664,979	262,557,334	262,557,334
49.2 Export income				
Laden container stuffing & transportation	1,287,902,801	1,287,902,801	1,245,807,269	1,245,807,269
VGM weighing charges	118,259,715	118,259,715	110,874,074	110,874,074
Laden holding, doc. and palletize cargo charges	13,902,634	13,902,634	16,916,593	16,916,593
Reefer plug electricity charges	1,115,500	1,115,500	138,378	138,378
	1,421,180,651	1,421,180,651	1,373,736,314	1,373,736,314
49.3 ICD income				
Ground rent- empty container	218,611,714	218,611,714	207,628,282	207,628,282
Transportation- empty container	113,850,039	113,850,039	112,929,215	112,929,215
Lift on/off- empty container	25,425,417	25,425,417	23,377,584	23,377,584
Documentation- empty container	14,795,840	14,795,840	14,098,880	14,098,880
Entry and exit charges	137,142	137,142	96,133	96,133
	372,820,152	372,820,152	358,130,094	358,130,094
Forwarding Revenue-Container Transportation Services Ltd.				
Air and sea freight- Import	119,965,537	-	-	-
Air and sea freight- Export	4,946,182,443	-	-	-
	5,066,147,980	-	-	-
49.4 Container haulage revenue-CTSL				
Container haulage charges	83,927,755	-	82,376,611	-
	83,927,755	-	82,376,611	-



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
49.5 Summit Alliance Port Pte Ltd.				
Service revenue	-	-	1,409,400	-
	-	-	1,409,400	-
49.6 Terminal charges-SAPEGIPL				
Cargo handling charges	46,786,295	-	42,956,255	-
Terminal charges (loading & unloading)	19,169,048	-	20,388,606	-
Mooring/Berthing assistance charges	8,538,530	-	1,878,100	-
Parking/Entry fees	2,972,041	-	1,502,830	-
Yard/Storage rent	2,441,734	-	2,531,663	-
Truck weighment charges	2,317,315	-	1,879,780	-
Fuel bunkering charges	27,113	-	23,016	-
	82,252,076	-	71,160,250	-
50. Operating expenses				
Air and sea freight expenses	4,208,431,171	-	-	-
Salary and allowances	267,099,775	240,674,418	247,248,761	222,538,117
Container transportation	241,656,421	241,656,421	312,578,348	312,578,348
Cargo handling labour charges	137,166,018	125,224,767	167,184,684	167,026,484
Fuel consumption	113,625,822	70,926,890	124,145,615	78,972,165
Depreciation	63,354,246	55,155,279	65,812,517	59,599,756
Repair works including yard	120,364,328	26,673,171	49,288,094	29,091,293
Electricity expenses	38,016,857	24,234,532	36,529,635	26,267,246
Security charges	40,370,148	27,310,941	39,326,901	29,242,385
Gratuity expenses	33,806,448	28,528,150	28,901,155	28,901,155
Festival bonus	22,848,249	21,037,640	20,518,958	18,829,612
Revenue sharing with IWAI	20,779,615	-	-	-
Employer's contribution to PF	12,575,051	11,705,043	11,399,694	10,697,287
Truck parking yard rent and land hire	10,765,256	9,806,816	9,714,418	9,714,418
Holiday and night allowances	7,320,050	7,320,050	7,297,743	7,297,743
Container entrance fee - Ctg. port	4,373,665	4,373,665	4,578,194	4,578,194
Electrical installation repair	4,309,134	4,309,134	4,778,268	4,778,268
Insurance premium	3,412,340	1,923,247	3,375,242	1,607,923
Renewal fee	2,793,473	1,707,128	3,254,029	2,202,252
Repair works including yard	-	-	-	-
Leave encashment	2,387,324	2,353,090	2,554,283	2,512,496
Water expenses	2,068,279	1,980,160	2,314,841	2,097,760
Customs documentation expenses	1,313,400	1,313,400	1,264,600	1,264,600
Pontoon hiring charges	618,618	-	-	-
Uniform/Rainy goods expenses	592,175	584,075	447,671	439,291
Vehicle tracking charge	259,508	200,550	309,762	251,100
	5,360,307,372	908,998,568	1,142,823,413	1,020,487,892



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
51. General & administrative expenses				
Salary and allowances	162,500,126	58,502,714	53,719,475	53,719,475
General expenses	1,736,893	1,612,296	2,186,905	1,893,327
Office rent	16,516,699	10,711,325	10,718,787	10,718,787
Directors' remuneration (Note 51.1)	27,459,720	25,572,120	27,832,248	25,984,248
Festival bonus	24,560,599	14,343,816	12,066,011	12,066,011
Vehicle running expenses	13,725,626	6,068,157	7,467,756	7,467,756
Entertainment	13,359,046	8,164,532	9,473,141	8,589,729
Depreciation	29,182,793	8,715,939	9,245,440	9,211,930
Employer's contribution to PF	9,261,916	3,582,373	3,448,671	3,448,671
Rent revenue and taxes	7,703,443	7,703,443	6,691,163	6,499,851
Printing and stationery	6,583,062	5,403,088	6,754,715	6,643,207
Professional fee	6,532,318	2,988,550	6,094,300	4,947,036
Traveling expenses	5,381,653	1,215,664	2,471,250	2,082,110
Donation and gift	3,018,449	3,011,299	6,186,909	6,165,909
Bad debt written off	3,018,235	3,006,345	2,476,011	-
Conveyance	2,982,263	2,417,970	3,006,192	2,924,053
Telephone and cell phone	2,911,859	1,777,673	1,667,724	1,597,280
Board meeting attendance fees	2,643,600	1,465,200	1,569,600	1,371,600
Communication expenses	2,553,919	1,013,649	1,177,174	904,740
Medical expenses	2,460,196	431,471	301,903	131,811
Audit fee	1,562,550	867,250	1,409,998	862,500
Leave encashment	1,692,559	442,594	913,503	913,503
Listing and other fee	1,794,795	1,200,000	1,874,807	1,446,218
Subscription to BICDA and club	1,288,169	1,288,169	1,815,930	1,815,930
Holiday and night allowances	1,022,867	607,993	512,902	512,902
Meeting expenses including AGM	1,019,284	1,019,284	978,923	978,923
Quality certification - C-TPAT	189,061	189,061	268,138	268,138
Corporate social responsibilities	160,000	160,000	-	-
Postage	119,742	75,033	78,872	70,914
Newspaper, books and periodicals	36,572	35,010	40,054	40,054
HR development cost	29,000	29,000	88,443	88,443
	353,007,012	173,621,018	182,536,945	173,365,056
51.1 Directors' Salary/Remuneration				
Ms. Azeeza Aziz Khan	8,401,320	8,401,320	7,925,448	7,925,448
Mr. Muhammed Aziz Khan	6,370,800	6,370,800	6,010,200	6,010,200
Mr. S.A.J. Rizvi	3,600,000	3,600,000	4,848,600	4,848,600
Mr. Syed Yasser Haider Rizvi	3,600,000	3,600,000	3,600,000	3,600,000
Mr. Syed Nasser Haider Rizvi	3,600,000	3,600,000	3,600,000	3,600,000
Mr. Ashok Chakrabarti	1,887,600	-	1,848,000	-
	27,459,720	25,572,120	27,832,248	25,984,248



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated BDT	The Company BDT	Consolidated BDT	The Company BDT
52. Advertisement and sales promotion expenses				
Advertisement and sales promotion	2,125,253	1,084,355	1,298,533	1,139,958
Commission on export	6,047,982	-	-	-
	8,173,235	1,084,355	1,298,533	1,139,958
53. Other income				
Miscellaneous income (Note 53.1)	45,590,152	9,006,164	8,635,868	8,556,471
Dividend on investment (Note 53.2)	165,618	165,618	139,680	139,680
Foreign exchange gain on intercompany account receivable	342,153	342,153	-	-
	46,097,923	9,513,935	8,775,548	8,696,151
53.1 Miscellaneous income				
Interest on FDR/STD	8,413,838	760,965	137,282	137,282
Miscellaneous received (Note 53.1.1)	37,176,314	8,245,199	8,498,586	8,419,189
	45,590,152	9,006,164	8,635,868	8,556,471
53.1.1 Miscellaneous received				
Others CFS related services	34,032,451	5,101,336	5,115,426	5,036,029
Reimbursement of salary from clients	1,637,035	1,637,035	1,387,885	1,387,885
Moisture checking	906,000	906,000	909,800	909,800
Forfeited accounts-SAPL PF	319,482	319,482	550,917	550,917
Space rent-IFAD	281,346	281,346	534,558	534,558
	37,176,314	8,245,199	8,498,586	8,419,189
53.2 Dividend on investment				
Exim Bank Ltd.	63,558	63,558	63,558	63,558
S Alam Cold Roll Mills Ltd.	-	-	44,000	44,000
Power Grid Ltd.	-	-	25,300	25,300
United Insurance Co Ltd.	-	-	6,822	6,822
United Finance Ltd.	102,060	102,060	-	-
	165,618	165,618	139,680	139,680
54. Profit/Loss on sale of fixed assets				
Sale of other fixed assets (Note 54.1)	1,876,211	1,876,211	(217,831)	(217,831)
	1,876,211	1,876,211	(217,831)	(217,831)
54.1 Profit/(Loss) on sale of other fixed assets				
Cost of the assets	7,687,817	7,687,817	9,428,313	9,428,313
Less: Accumulated Depreciation	(6,264,028)	(6,264,028)	(5,857,922)	(5,857,922)
WDV of the Asset	1,423,789	1,423,789	3,570,391	3,570,391
Sales proceeds	3,300,000	3,300,000	3,352,560	3,352,560
Profit/(Loss) on assets sale	1,876,211	1,876,211	(217,831)	(217,831)



Notes to the Financial Statements

For the year ended on 30 June 2025

	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
55. Finance costs				
Interest on/charged on				
Bank overdraft and others	159,311,669	159,311,669	57,271,742	57,271,742
Bank charge	1,939,944	845,782	1,122,658	1,035,044
Term loan	199,871,560	199,871,560	197,419,133	197,419,133
Time loan	25,732,713	25,732,713	36,073,202	36,073,202
Commission on bank guarantee	1,627,986	1,186,386	1,072,417	1,072,417
Workers' profit participation fund	5,954,891	5,954,891	4,919,304	4,919,304
Interest on CTSL Loan-transport unit	-	(8,933,254)	-	(7,636,136)
Interest on CTSL loan-forwarding unit	-	(45,675,005)	-	-
Others	7,830,593	-	-	-
Total interest	402,269,356	338,294,742	297,878,456	290,154,706
Details of finance expenses				
Interest on term loan-DBBL	96,364,995	96,364,995	79,684,834	79,684,834
Interest on SOD-PBL	62,537,741	62,537,741	23,986,015	23,986,015
Interest on term loan-EBL	53,604,201	53,604,201	59,035,277	59,035,277
Interest on term loan-Pubali Bank PLC	49,902,364	49,902,364	58,699,022	58,699,022
Interest on SOD-JBL	40,864,232	40,864,232	18,914,650	18,914,650
Interest on SOD-Dhaka Bank PLC	37,023,162	37,023,162	-	-
Interest on time loan-JBL	24,905,472	24,905,472	11,259,256	11,259,256
Interest on SOD-DBBL	16,454,934	16,454,934	12,263,812	12,263,812
Interest on loan of BPPF	5,954,891	5,954,891	4,919,304	4,919,304
Bank charges	1,939,944	845,782	1,122,658	1,035,044
Interest on SOD-EBL	2,431,600	2,431,600	1,724,226	1,724,226
Commission on bank guarantee	1,627,986	1,186,386	1,072,417	1,072,417
Interest on time loan-NCC Bank PLC	827,241	827,241	24,813,946	24,813,946
Interest on time loan-DBBL	-	-	383,039	383,039
Interest income from CTSL-transport unit	-	(8,933,254)	-	(7,636,136)
Interest on CTSL loan-forwarding unit	-	(45,675,005)	-	-
Others	7,830,593	-	-	-
	402,269,356	338,294,742	297,878,456	290,154,706

56. Profit/(Loss) from RT operation

Revenue:

CFS service (Note 56.1)

Import/Project cargo (Note 56.2)

Empty services (Note 56.3)

Terminal service charge

Total revenue:

Less: Operating expenses (Note 56.4)

Net profit/(loss) from operation

Net profit/(loss) from RT and vessel operation

56.1 CFS service:

Bulk cargo handling



01 July 2024 to 30 June 2025 BDT	01 July 2023 to 30 June 2024 BDT
27,779,742	49,428,407
-	830,078
70,349,109	64,031,406
-	30,038
98,128,851	114,319,929
(132,099,577)	(117,038,137)
(33,970,726)	(2,718,208)
(33,970,726)	(2,718,208)
27,779,742	49,428,407
27,779,742	49,428,407

Notes to the Financial Statements

For the year ended on 30 June 2025

	01 July 2024 to 30 June 2025 BDT	01 July 2023 to 30 June 2024 BDT
56.2 Import/Project cargo:		
Ground rent	-	708,834
Handling charge	-	121,244
	-	830,078
56.3 Empty services:		
Other Income (Note 55.3.1)	35,195,462	41,628,926
Coil and wood transportation	35,153,647	22,295,200
Ground rent- empty	-	100,800
Lift on/off- empty	-	3,600
Documentation- empty	-	2,880
	70,349,109	64,031,406
56.3.1 Others Income		
Space rent and warehouse rent	34,427,792	38,296,766
Others	767,670	3,332,160
	35,195,462	41,628,926
56.4 Operating expenses- RT		
Depreciation	33,374,215	36,590,607
Salary and allowance	28,642,889	25,218,830
Cargo handling labour expense	12,025,184	14,166,644
Transportation expenses	9,594,728	4,721,696
Port charges	9,373,164	-
General expenses	7,022,030	6,368,581
Ansers' salary	5,272,522	4,861,110
Gas, electricity and water Bill	4,842,799	5,299,906
Vehicle maintenance	3,347,606	2,418,964
Repair works includ ing yard	2,510,807	2,588,699
Fuel consumption	2,582,244	1,440,361
Festival bonus	2,105,990	2,121,450
Gratuity expenses	1,737,230	1,366,080
Consultancy/Professional fee	1,685,955	2,243,590
Renewal fee	1,558,843	1,210,712
Electrical installation repair	1,506,464	1,321,972
Employers contribution to PF	1,348,362	1,240,160
Insurance premium	1,054,833	896,786
Donation and gift	527,900	850,125
Rent, revenue and taxes	294,000	243,450
Stationery	285,305	246,849
Travelling expense	253,293	176,172
Entertainment	226,628	489,741
Communication expenses	201,093	162,000
Leave allowance	186,467	319,397



Notes to the Financial Statements

For the year ended on 30 June 2025

	01 July 2024 to 30 June 2025 BDT	01 July 2023 to 30 June 2024 BDT
Holiday and night allowance	163,300	200,466
Mobile expenses	152,405	137,554
Conveyance	136,880	104,900
Bad debt written off	35,843	-
Bank charges	17,966	7,808
Postage	13,865	8,170
Medical expense	12,729	15,357
Training expense	6,038	-
	132,099,577	117,038,137

57. Reconciliation of Net Profit with cash flow from operating activities

(As per notification No BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018)

	30-Jun-25	30-Jun-24
Net profit before tax	573,882,191	489,284,431
Adjustments:		
Depreciation	97,245,434	105,402,291
Finance costs	338,294,742	290,154,706
Other income	(11,390,146)	(8,478,320)
Increase in inventories	(690,480)	1,112,330
Increase in accounts receivable	15,936,204	(50,565,041)
Decrease in other receivable	25,976,711	11,484,287
Decrease in Advance, deposits and prepayments	-	1,193,532
Decrease in Intercompany Payable	-	2,922,261
Increase in Retirement benefit obligations (gratuity)	9,827,484	14,614,515
Decrease in accounts payable	1,438,695	(2,255,746)
Increase in Workers' profit participation fund (WPPF)	4,452,514	3,262,123
Increase in other payable	(84,408,204)	90,003,643
	396,682,954	458,850,581
	970,565,145	948,135,012
Cash generated from operations		
Dividend income	165,618	139,680
Income tax paid	(116,034,367)	(100,130,119)
Financial expenses (Cash)	(338,294,742)	(290,154,706)
Other income (Cash)	9,006,164	8,556,471
Net cash generated from operations	525,407,818	566,546,338



Notes to the Financial Statements

For the year ended on 30 June 2025

58. Contingent liability	30 June 2025		30 June 2024	
	Consolidated	The Company	Consolidated	The Company
	BDT	BDT	BDT	BDT
Claim of VAT authority challenged before the higher authority				
i. Case No. 54/musak/aniom/2000 dated 27.07.02 challenged by writ petition before High Court vide No. 6214 of 2005	16,768,340	16,768,340	16,768,340	16,768,340
ii. Case No. 4th/A(12)/39/musak/OCL/2002/1181 dated 09-04-06 pending before High Court against Writ No.8442 of 2006	5,397,670	5,397,670	5,397,670	5,397,670
iii. Case No. 156/musak/aniom/05 dated 29-12-05 pending before Customs, Excise & VAT Appellate Tribunal, Dhaka	19,882,591	19,882,591	19,882,591	19,882,591
iv. Case No. 4th/A(12)/39/musak/OCL/2002/1845 dated 22-01-07 pending hearing in Appeal	62,110,224	62,110,224	62,110,224	62,110,224
V. Case No. 08 (Audit)/2022 dated- 05-04-2022 pending before Customs, Excise & VAT Appellate Tribunal, Dhaka	9,175,519	9,175,519	9,175,519	9,175,519
	<u>113,334,344</u>	<u>113,334,344</u>	<u>113,334,344</u>	<u>113,334,344</u>



Notes to the Financial Statements

For the year ended on 30 June 2025

59. Related party transactions:

The Company carried out a number of transactions with related parties in the normal course of business on 'arms length basis'. The name of these related parties, nature of transactions and their total value have been set in accordance with the provisions of IAS 24: Related party disclosures.

a) Transaction with ultimate parent

Particulars	Company			
	Transaction during the year		Closing Balance	
	30-Jun-25	30-Jun-24	30-Jun-25	30-Jun-24
Payment on behalf	-	-	-	-

b) Transaction with key management personnel

In accordance with IAS-24 : Related Party Disclosures, key management personnel of the company are those persons having the authority and responsibility for planning, directing and controlling the activities of the company, directly or indirectly

The key management personnel compensation included as part of staff costs are as follows:

Name	Relationship	Nature of transaction	Amount in BDT	
			Transaction during the year	Closing balance
Mr. Muhammed Aziz Khan	Chairman	Honorarium	6,370,800.00	-
Mr. S.A.J Rizvi	MD	Remuneration	3,600,000.00	-
Mr. Syed Yasser Haider Rizvi	Addl. MD	Remuneration	3,600,000.00	-
Mr. Syed Nasser Haider Rizvi	Director	Remuneration	3,600,000.00	-
Ms. Azeeza Aziz Khan	Director	Remuneration	8,401,320.00	-

Note: Remuneration has been paid to Directors for looking after the company's affairs regularly. Honorarium has been paid only for holding the position of Chairman.

Key management personnel and director transactions:

A number of key management personnel, or their related parties, hold positions in other entities that result in them having control, joint control or significant influence over the financial or operating policies of these with the company during the year. The terms and conditions of the transactions with key management personnel and their related entities. A number of these entities transacted parties were no more favourable than those available, or which might reasonably be expected to be available.

Particulars	Company			
	Transaction during the year		Closing balance	
	30-Jun-25	30-Jun-24	30-Jun-25	30-Jun-24
Loan from Director	-	-	-	-
Share sale of non-power companies	-	-	-	-
Dividend to shareholders	-	-	-	-



Notes to the Financial Statements

For the year ended on 30 June 2025

c) Other related party transactions:			Amount in BDT	
Name of related party	Relationship	Nature of transaction	Transaction during the year	Closing balance
Cemcor Limited (Receivable)	Subsidiary	For purchase of land and other assets and audit fee	28,750	44,867,224
Container Transportation Services Ltd. (receivable)	Subsidiary	Advance for service received	(70,863,329)	-
Container Transportation Support Ltd. (receivable)	Subsidiary	Advance for service received	69,898,103	69,898,103
Summit Alliance Port East Gateway India Pvt Ltd.	Subsidiary	Remittance		16,309,276
Summit Alliance Port Pte. Limited	Subsidiary	Remittance per FERA equivalent to US\$30,000/- to meet expenses of the Singapore office which on conversion was equal to S\$40,833.	-	7,094,415

60. Consolidated and Separate basic Earning Per Share (EPS), Net Asset Value (NAV) per share and Net Operating Cash Flow Per Share (NOCFPS):

	Amount in BDT			
	As at 30 June 2025		As at 30 June 2024	
	Consolidated	The Company	Consolidated	The Company
Earning Per Share (EPS)	2.85	1.83	1.75	1.73
Net Assets Value (NAV) per share	35.67	34.82	33.71	34.66

60.1 Basic earnings per share

The computation of EPS is given below

a) Profit attributable to equity holders	674,963,344	433,769,170	413,561,561	408,893,966
b) Number of Shares outstanding	236,867,123	236,867,123	236,867,123	236,867,123
Earnings per share (EPS) (a÷b)	2.85	1.83	1.75	1.73

During the reporting year, SAPL experienced an increase in volume handling across its Export, Import, and ICD segments. In addition, its subsidiary, Container Transportation Services Ltd. (CTSL), introduced a new freight forwarding business. Consequently, the consolidated Earnings Per Share (EPS) increased accordingly.

60.2 Net Asset Value (NAV) per share

The computation of NAV is given below:

a) Net Asset Value	8,449,909,989	8,247,123,702	7,983,795,420	8,210,721,473
b) Number of shares outstanding	236,867,123	236,867,123	236,867,123	236,867,123
Net Asset Value (NAV) per share (a÷b)	35.67	34.82	33.71	34.66

The increased volume handling at SAPL and the introduction of the new freight forwarding business by CTSL led to higher profits for both entities. Consequently, the Net Asset Values (NAV) of SAPL and CTSL have also increased compared to the previous year.



Notes to the Financial Statements

For the year ended on 30 June 2025

60.3 Net Operating Cash Flow Per Share (NOCFPS)

The computation of NAV is given below:

a) Net Operating Cash Flow	909,212,603	525,407,818	581,507,707	566,546,338
b) Number of shares outstanding	236,867,123	236,867,123	236,867,123	236,867,123
Net Operating Cash Flow Per Share (NOCFPS) (a÷b)	3.84	2.22	2.45	2.39

Increased finance expenses and higher income tax payments reduced the Net Operating Cash Flow per Share (NOCFPS) for SAPL. However, the introduction of the new freight forwarding business and improved client collections contributed to an increase in the consolidated Net Operating Cash Flow per Share.

61. Risk management

The company continuously evaluates all risk that affect the company affairs including following Financial Risk.

1. Credit risk
2. Liquidity risk
3. Market risk

In this respect, both Audit Committee and internal audit department assist the Board by submitting periodic report.

61.1 Credit risk

Credit risk is the risk of financial loss of the company if a client fails to meet its contractual obligation and arises principally from client and investment securities. The main clients of the company are well reputed international companies, such as, Maersk Bangladesh Limited, APM Global Logistics Ltd., APL (Bangladesh) Pvt. Ltd., APL Logistics Limited, Kuehne & Nagel Ltd, Continental Traders (Bangladesh) Ltd., Birds Bangladesh Agencies Limited, PIL (Bangladesh) Limited, NYK Line (Bangladesh) Limited, K Line (Bangladesh) Limited etc. All claims of the company are settled on regular basis as per terms of Agreement. We consider that receivables of the All claims of the company are settled on regular basis as per terms of Agreement. We consider that receivables of the company are good, though unsecured and the risk of bad debts is minimum.

61.2 Liquidity risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The approach of the company is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due under both normal and stressed condition, without incurring unacceptable losses or risking damage to the Company's reputation. In this connection, company exercises cash forecast based on sufficient information on regular basis and accordingly arrange for sufficient liquidity to make the expected payment within due date.

61.3 Market risk

Market risk is the risk that changes in market prices such as foreign exchange rates and interest rates will affect the Company's income or the value of its holding of financial instruments. The objectives of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return. The company considers this type of risk when evaluating risk management.

62. Container handling capacity in TUES

Items	Tues	
Empty container	8,000	at any given time
Export container	150,000	Per annum
Import container	40,000	Per annum



Notes to the Financial Statements

For the year ended on 30 June 2025

63. Share premium:

The Share premium was arisen from the issue of right shares as per approval letter from Bangladesh Securities and Exchange Commission vide their letter no. BSEC/CI/RI-103/2015/32, dated January 18,2016. Details are given below.

No. of Shares	Premium per share (Tk.)	Total Premium (Tk.)
34,352,466	5	171,762,330
Share Premium Trasferred:		
Share Premium as on 01.07.2019		171,762,330
Transferred to Retained Earnings during 2019-20		89,316,410
Share Premium as on 01.07.2020		82,445,920
Transferred to Retained Earnings during 2020-21		10,000,000
		72,445,920

64. General

All the 956 regular employees of the Company as on 30 June 2025 have been receiving annual salary in excess of Tk. 120,096/-.

65. Interpretation of few heads of Accounts:

65.1 Cargo handling labour charge

All Cargo handling works have been done through daily labourer.

65.2 Container transportation expenses:

The transportation of containers have been done through company's own transport vehicles.

65.3 Maintenance of electrical installation:

It includes the payment to casual labour against regular maintenance work.

65.4 Repair & maintenance including yard, trailer and other repair works

It includes the payment to casual and daily labourer against regular maintenance of shed, building, yard, equipment, prime mover etc.

65.5 Entertainment expenses

It includes the payment to employees for entertainment on the basis of their presence.

65.6 General expenses

It includes the expense for Customs officials overtime and their transportation expenses.

65.7 Vehicle running expenses

It includes drivers salary and allowance and maintenance of vehicles are done at depot by casual worker and their wages.

65.8 Building and other construction expenses

It includes the payments to labourers for construction works under the supervision of Company's own employed engineers.

65.9 Procurement of necessary goods from market through procurement department:

The company has its own procurement department. All the necessary items like stationery, spare parts and other goods have been procured by them during the year.

65.10 Furniture:

Company makes necessary furniture at the depot premises by daily labour and carpenter and also conduct it's repair at the same way.



Details of Property, plant and equipment

As at 30 June 2025

Separate

Particulars	Amounts in BDT							Total
	Land	Building and other construction	Electrical equipment	Container handling equipment	Furniture and fixtures	Office equipment	Motor vehicles	
Cost as on 1 July 2024	1,748,996,704	3,512,819,057	255,306,781	1,117,516,272	50,067,212	76,895,290	61,788,946	6,823,390,262
Additions during the year / Transferred from	248,888	59,613,503	-	7,052,530	917,141	1,961,160	8,718,942	78,512,164
Disposal during the year / Transfer to	-	-	-	(9,480,401)	-	-	(7,687,817)	(17,168,218)
Total cost	1,749,245,592	3,572,432,560	255,306,781	1,115,088,401	50,984,353	78,856,450	62,820,071	6,884,734,208
Revalued as on 30 June 2019	5,401,785,600	61,524,453	379,743	26,071,400	-	844,000	2,675,549	5,493,280,745
Revalued as on 30 June 2025	901,680,723	-	-	-	-	-	-	901,680,723
Total revaluation	6,303,466,323	61,524,453	379,743	26,071,400	-	844,000	2,675,549	6,394,961,468
Total at 30 June 2025	8,052,711,915	3,633,957,013	255,686,524	1,141,159,801	50,984,353	79,700,450	65,495,620	13,279,695,676
Rates (%)	-	2.50%	20%	10.00%	15%	20.00%	20%	-
Accumulated depreciation up to 1 July 2024	-	-	-	-	-	-	-	-
On cost	-	315,867,825	206,460,024	473,166,243	37,498,763	57,266,169	39,788,047	1,130,047,070
On revaluation	-	79,113,487	360,482	19,864,372	-	827,459	2,490,364	102,656,164
Total	-	394,981,312	206,820,506	493,030,615	37,498,763	58,093,628	42,278,411	1,232,703,234
Depreciation charged during the year:	-	-	-	-	-	-	-	-
On cost	-	27,977,695	9,769,351	45,231,116	2,022,839	4,318,056	4,606,405	93,925,462
On revaluation	-	2,655,071	3,852	620,703	-	3,308	37,037	3,319,971
Total	-	30,632,766	9,773,204	45,851,819	2,022,839	4,321,364	4,643,442	97,245,433
Accumulated Depreciation written off during the year:	-	-	-	-	-	-	-	-
On cost	-	-	-	6,174,789	-	-	6,264,028	12,438,817
On revaluation	-	-	-	-	-	-	-	-
Total	-	-	-	6,174,789	-	-	6,264,028	12,438,817
Total Accumulated Depreciation to 30 June 2025	-	343,845,520	216,229,375	512,222,570	39,521,601	61,584,225	38,130,424	1,211,533,715
On cost	-	81,768,558	364,334	20,485,075	-	830,767	2,527,401	105,976,135
On revaluation	-	425,614,078	216,593,709	532,707,645	39,521,601	62,414,992	40,657,825	1,317,509,850
Written down value at 30 June 2025	-	-	-	-	-	-	-	-
At Cost	1,749,245,592	3,228,587,040	39,077,406	602,865,831	11,462,752	17,272,225	24,689,647	5,673,200,493
Revalued	6,303,466,323	(20,244,105)	15,409	5,586,325	-	13,233	148,148	6,288,985,333
Total at 30 June 2025	8,052,711,915	3,208,342,935	39,092,814	608,452,156	11,462,752	17,285,458	24,837,795	11,962,185,826
Total at 30 June 2024	7,150,782,304	3,179,362,186	48,866,020	650,557,061	12,568,451	19,645,665	22,186,086	11,083,967,773



Details of Property, plant and equipment

Consolidated

Particulars	Land	Building and other construction	Electrical equipment	Container handling equipment	Furniture and fixtures	Office equipment	Motor vehicles	Total	Annex-A	
									Amounts in BDT	
Cost as on 01 July 2024										
SAPL	1,748,996,704	3,512,819,057	255,306,781	1,117,516,272	50,067,212	76,895,290	61,788,946	6,823,390,262		
Container Transportation Services Ltd	-	-	-	84,855,098	245,066	106,200	-	85,206,364		
SAPEGIPL	-	5,242,164	7,252,292	19,711,278	824,807	1,353,382	1,310,635	35,694,558		
Total	1,748,996,704	3,518,061,221	262,559,073	1,222,082,648	51,137,085	78,354,872	63,099,581	6,944,291,184		
Additions during the year-SAPL	248,888	59,613,503	-	7,052,530	917,141	1,961,160	8,718,942	78,512,164		
Additions during the year-Container Transportation Support Ltd	-	-	-	89,270,292	216,637	104,394	-	89,591,323		
Additions during the year-Container Transportation Services Ltd	-	-	-	-	2,565,426	23,755,787	-	26,321,213		
Additions during the year-SAPEGIPL	-	4,117,451	339,859	2,396,513	90,214	333,709	139,347	7,417,092		
Disposal during the year / Transfer to - SAPL	-	-	-	(9,480,401)	-	-	(7,687,817)	(17,168,218)		
Disposal during the year / Transfer to (CTSL -Services)	-	-	-	(84,855,098)	(245,066)	(106,200)	-	(85,206,364)		
Total cost	1,749,245,592	3,581,792,175	262,898,932	1,226,466,484	54,681,437	104,403,722	64,270,053	7,043,758,394		
Revaluation as on 30 June 2019-SAPL	5,401,785,600	61,524,453	379,743	26,071,400	-	844,000	2,675,549	5,493,280,745		
Revaluation as on 30 June 2025 -SAPL	901,680,723	-	-	-	-	-	-	901,680,723		
Revaluation as on 30 June 2019 -Container Transportation Services Ltd	-	-	-	11,315,622	(28,429)	(1,806)	-	11,285,387		
Revaluation as on 1 July 2024-Container Transportation Support Ltd	-	-	-	11,315,622	-	-	-	11,315,622		
Transferred to / Disposal During the year (Revalued)- Container Transportation Services Ltd	-	-	-	(11,315,622)	(28,429)	(1,806)	-	(11,285,387)		
Total revaluation as on 30.6.2025	6,303,466,323	61,524,453	379,743	37,387,022	(56,858)	840,388	2,675,549	6,406,277,090		
Total at 30 June 2025	8,052,711,915	3,643,316,628	263,278,675	1,263,853,506	54,624,579	105,244,110	66,945,602	13,450,035,484		
Rates(%)	-	2.50%	20%	10%	15%	20%	20%			
Accumulated depreciation up to 1 July 2024										
On cost										
SAPL	-	315,867,825	206,460,024	473,166,243	37,498,763	57,266,169	39,788,047	1,130,047,070		
Container Transportation Services Ltd	-	-	-	52,420,720	91,638	79,394	-	52,591,752		
SAPEGIPL	-	540,006	1,829,817	4,480,097	168,803	826,826	1,035,361	8,880,910		
On revaluation-SAPL	-	79,113,487	360,482	19,864,372	-	827,459	2,490,364	102,656,164		
Total	-	395,521,318	208,650,323	549,931,432	37,759,204	58,999,848	43,313,772	1,294,175,895		



Details of Property, plant and equipment

Annex-A

Amounts in BDT

Particulars	Land	Building and other construction	Electrical equipment	Container handling equipment	Furniture and fixtures	Office equipment	Motor vehicles	Total
Depreciation charged during the year:								
On cost								
SAPL	-	27,977,695	9,769,351	45,231,116	2,022,839	4,318,056	4,606,405	93,925,462
Container Transportation Services Ltd	-	-	-	-	180,101	4,045,197	-	4,225,298
Container Transport Support Ltd	-	-	-	3,594,094	18,044	4,877	-	3,617,015
SAPEGIPL	-	323,274	895,472	2,570,777	98,876	304,349	263,789	4,456,538
On Revaluation-Container Transport Support Ltd.	-	-	-	1,103,661	-	-	-	1,103,661
On revaluation-SAPL	-	2,655,071	3,852	620,703	-	3,308	37,037	3,319,971
Total	-	30,956,040	10,668,675	53,120,351	2,319,860	8,675,787	4,907,231	110,647,944
Accumulated depreciation transferred during the year:								
On cost - SAPL	-	-	-	6,174,789	-	-	6,264,028	12,438,817
On cost - Container Transport Support Limited	-	-	-	52,420,720	91,638	79,394	-	52,591,752
On cost - Container Transportation Services Ltd.	-	-	-	52,420,720	91,638	79,394	-	52,591,752
Total	-	-	-	111,016,229	183,276	158,788	6,264,028	117,622,321
Written down value at 30 June 2025								
At cost-SAPL	1,749,245,592	3,228,587,040	39,077,406	602,865,831	11,462,752	17,272,225	24,689,647	5,673,200,493
At cost-Container Transportation Services Ltd.	-	-	-	-	2,385,325	19,710,590	-	22,095,915
At cost-Container Transport Support Limited	-	-	-	33,255,478	106,955	20,123	-	33,382,556
At cost-SAPEGIPL	-	8,496,334	4,866,862	15,056,917	647,342	555,916	150,831	29,774,202
Revaluated-SAPL	6,303,466,323	(20,244,105)	15,409	5,586,325	-	13,233	148,148	6,288,985,333
Revaluated-Container Transportation Services Ltd	-	-	-	-	-	-	-	-
Revaluated-Container Transport Support Limited	-	-	-	10,211,961	-	-	-	10,211,961
Total at 30 June 2025	8,052,711,915	3,216,839,269	43,959,677	666,976,512	14,602,374	37,572,087	24,988,628	12,057,650,461
Total at 30 June 2024	7,150,782,304	3,184,064,344	54,288,495	709,538,241	13,349,455	20,197,222	22,461,360	11,154,681,421



Financial assets available for sale and its fair value

As at 30 June 2025

Particulars	Investments in shares (cost)	Investment in shares (number) as on 30 June 2025	Investment in shares (cost) as on 30 June 2025	Market price of investment as on 30 June 2025	Fair value of investment as on 30 June 2025	Fair value of investment as on 30 June 2024	Changes in fair value as on 30 June 2025 since 30 June 2024
	BDT	BDT	BDT	BDT	BDT	BDT	BDT
Exim Bank PLC.	2,053,440	63,558	2,053,440	5.50	349,569	521,176	(171,607)
People Leasing Limited	30,999,945	617,216	30,999,945	2.00	1,234,432	2,036,813	(802,381)
Power Grid PLC	2,274,401	25,300	2,274,425	32.00	809,600	989,230	(179,630)
S Alam Cold Roll Mills Limited	3,378,038	44,000	3,378,038	20.00	880,000	893,200	(13,200)
United Finance PLC	9,049,794	170,102	9,049,791	11.40	1,939,163	1,752,051	187,112
United Insurance Limited	764,610	6,822	764,605	34.80	237,406	254,461	(17,055)
MK Footwear Limited	90,300	9,030	90,300	-	-	-	-
Web Coats	35,040	3,504	35,040	-	-	-	-
	48,645,568	939,532	48,645,584	106	5,450,169	6,446,931	(996,762)





**Container
Transportation
Services Limited**
Financial Statements
For the year ended 30 June 2025

Independent Auditor's Report to the Shareholders of Container Transportation Services Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Container Transportation Services Limited (the "Company"), which comprise the statement of financial position as at 30 June 2025, and 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 material accounting policy information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 30 June 2025, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) as explained in note 3.

Basis for Opinion

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

Emphasis of Matter

We draw attention to:

- i. Note 1.04 of the financial statements, which describes that, pursuant to Board decision, the assets and liabilities of the Company have been transferred to a newly formed company named Container Transport Support Limited, effective from 10 July 2024.
- ii. Note 4 to the financial statements, which describes that the Company has acquired certain assets pursuant to a restructuring arrangement and accounted for in accordance with IAS 16. No gain or loss was recognized from the transaction.

Our opinion is not modified in respect of these matters.

Other matters

The financial statements of Container Transportation Services Limited for the year ended 30 June 2024, were audited by another auditor who expressed an unmodified opinion on those statements on 23 October 2024.



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 and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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



our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

Report on other Legal and Regulatory Requirements

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

- (i) 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;
- (ii) in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of these books; and
- (iii) the statement of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of account.



For and on behalf of
Hoda Vasi Chowdhury & Co
Chartered Accountants

Showkat Hossain FCA
Senior Partner
Enrolment No. 0137

Dhaka, 30 OCT 2025

DVC: 2510300137AS351771

Statement of Financial Position

As at 30 June 2025

PARTICULARS	Note(s)	30 June 2025 Taka	30 June 2024 Taka
Assets			
Non-current assets			
Property, plant and equipment	4.00	22,095,915	43,900,000
Intangible assets	5.00	48,037	-
Right of Use Asset	6.00	35,118,077	-
Long Term Investment (FDR)	12.01	15,995,000	-
Deferred Tax Assets	13.00	1,839,623	-
Total Non-current assets		75,096,652	43,900,000
Current assets			
Trade Receivable	8.00	408,893,823	11,425,814
Other receivable	9.00	1,393,458	400,989
Advances, deposits & prepayments	10.00	95,158,247	10,045,142
Cash and Cash Equivalents	11.00	203,834,105	6,088,458
Inventory-Stock of Fuel		-	919,660
Short Term Investment (FDR)	12.02	154,051,365	-
Total Current assets		863,330,998	28,880,063
Total assets		938,427,650	72,780,063
Equity & Liabilities			
Equity			
Paid up Capital	14.00	8,333,330	5,000,000
Share Premium	15.00	17,866,649	-
Revaluation Surplus		-	11,285,387
Retained Earnings	16.00	409,282,209	(23,720,618)
Total equity		435,482,188	(7,435,231)
Non Current Liabilities			
Lease Liability-non current	7.00	22,063,289	-
Liability for gratuity	17.00	5,218,298	-
Total Non-current liabilities		27,281,587	-
Current liabilities			
Lease Liability-current	7.00	14,501,887	-
Short term loan	18.00	-	70,863,329
Trade and other payables	19.00	210,159,207	-
Net current tax liabilities	20.00	132,036,847	494,260
Workers' profit participation fund	21.00	28,393,654	-
Other payables	22.00	90,572,280	8,857,705
Total Current liabilities		475,663,875	80,215,294
Total liabilities		502,945,462	80,215,294
Total equity and liabilities		938,427,650	72,780,063

The annexed notes 1 to 31 and Annexure A to D form an integral part of these financial statements.


Managing Director


Director

Signed in terms of our annexed report of even date.




Chief Financial Officer
For and on behalf of
Hoda Vasi Chowdhury & Co
Chartered Accountants

Showkat Hossain FCA
Senior Partner
Enrolment No: 0137

Dhaka, 30 OCT 2025

DVC No: 2510300137AS351771

Statement of Profit or Loss and other Comprehensive Income

For the year ended on 30 June 2025

PARTICULARS	Note(s)	2024-2025 Taka	2023-2024 Taka
Revenue	23.00	5,066,147,980	82,376,611
Less: Cost of sales	24.00	(4,208,431,172)	(80,253,148)
Gross profit		857,716,808	2,123,463
Less: Administrative expenses	25.00	(272,921,610)	(998,631)
Operating profit		584,795,198	1,124,832
Less: Financial Expenses	26.00	(53,505,598)	(7,636,136)
Net finance income	28.00	36,583,487	-
Profit before contribution to WPPF		567,873,087	(6,511,304)
Less: Contribution to WPPF	21.00	(28,393,654)	-
Profit/ (Loss) before income tax		539,479,433	(6,511,304)
Less: Income tax expense	27.00	(132,036,847)	(494,260)
Deferred tax income/(expense)	13.00	1,839,623	-
Profit/ (Loss) after income tax		409,282,209	(7,005,564)
Other comprehensive income for the year		-	-
Total comprehensive income for the year		409,282,209	(7,005,564)

The annexed notes 1 to 31 and Annexure A to D form an integral part of these financial statements.


Managing Director


Director


Chief Financial Officer

Signed in terms of our annexed report of even date.



For and on behalf of
Hoda Vasi Chowdhury & Co.
Chartered Accountants

Showkat Hossain FCA
Senior Partner
Enrolment No: 0137

Dhaka, 30 OCT 2025

DVC No: 2510300137AS351771

Statement of Changes in Equity

For the year ended on 30 June 2025

	Share Capital Taka	Share Premium Taka	Revaluation Surplus Taka	Retained Earnings Taka	Total Equity Taka
Balance at 1 July 2024	5,000,000	-	11,285,387	(23,720,618)	(7,435,231)
Transferred to Container Transport Support Limited	-	-	(11,285,387)	23,720,618	12,435,231
Adjusted Opening Balance	5,000,000	-	-	-	5,000,000
Capital Issued During the year	3,333,330	17,866,649	-	-	21,199,979
Profit for the year	-	-	-	409,282,209	409,282,209
Dividends	-	-	-	-	-
Balance at 30 June 2025	13,333,330	17,866,649	-	409,282,209	440,482,188
Balance at 1 July 2023	2,000,000	-	-	(16,715,054)	(14,715,054)
Capital Issued During the year	3,000,000	-	-	-	3,000,000
Revaluation Surplus	-	-	11,285,387	-	11,285,387
Profit for the year	-	-	-	(7,005,564)	(7,005,564)
Dividends	-	-	-	-	-
Balance at 30 June 2024	5,000,000	-	11,285,387	(23,720,618)	(7,435,231)

The annexed notes 1 to 31 and Annexure A to D form an integral part of these financial statements.


Managing Director


Director





Chief Financial Officer

Statement of Cash Flows

For the year ended on 30 June 2025

PARTICULARS	Note(s)	2024-2025 Taka	2023-2024 Taka
A. Cash Flow from Operating Activities			
Cash Received from Customers & Others		4,397,867,394	82,376,611
Cash Paid to Suppliers & Employees		(3,911,289,287)	(78,771,931)
Finance Income		21,910,832	-
Income Tax Paid		(77,636,520)	-
Net Cash Generated from Operating Activities		430,852,419	3,604,680
B. Cash Flow from Investment Activities			
Acquisition of Property, Plant & Equipment	4.00	(26,513,358)	(80,000)
Advance, Deposits & Prepayments		-	530,311
Investment on FDR	12.00	(170,046,365)	-
Net Cash Used in Investment Activities		(196,559,723)	450,311
C. Cash Flow from Financing Activities			
Short Term Loan-SAPL		-	4,856,912
Proceed from Share Allotment		21,315,486	3,000,000
Financial Expenses		(51,774,077)	(7,636,136)
Net Cash Generated from Financing Activities		(30,458,591)	220,776
Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)		203,834,105	4,275,767
Cash & Cash Equivalents at the Beginning of the year		-	1,812,691
Cash & Cash Equivalents at the End of the year	11.00	203,834,105	6,088,458

The annexed notes 1 to 31 and Annexure A to D form an integral part of these financial statements.


Managing Director


Director


Chief Financial Officer



Notes to the financial statements

As at and for the year ended on 30 June 2025

1.00 Reporting entity

1.01 Formation and legal status

Container Transportation Services Limited (CTSL or the 'Company'), a private limited company limited by shares, was incorporated in Bangladesh on 25 November 2013 under the Companies Act, 1994 (Registration No. C-112555/13) and commenced commercial operations on 1 July 2014. It is a subsidiary of Summit Alliance Port Limited (SAPL). The register office of the Company is situated at OCL Depot, Khaghar, North Patenga, Chattogram.

The Company was originally established with principal objectives of carrying business of containers handling by prime Mover with trailer to / from Port & Depots. Subsequently the Company has entered into a joint venture agreement with Hellmann Worldwide Logistics International (HWLI) GmbH, Germany and started its freight forwarding business such as airfreight, Sea freight, ground handling, dispatch and clearance of cargo in harbor areas, custom clearance, warehousing and any other services by ceasing container carrying activities effective from July 2024.

1.02 Nature of business

The primary objectives of the Company are to carry out the business of transportation, freight forwarding, warehousing, contact logistics, customs brokerage etc.

1.03 Transfer of Assets and Liabilities of Container Transportation Services Ltd to Container Transport Support Limited

In order to streamline operations and enable focused monitoring of its freight forwarding business, the Board of Directors of Container Transportation Services Limited (CTSL), in its board meeting and subsequent general meeting, resolved to transfer all assets and liabilities, including accumulated losses related to its transport division, to a newly formed company named Container Transport Support Limited, effective July 10, 2024.

This decision was taken to allow CTSL to exclusively pursue freight forwarding operations, while the newly formed entity will independently continue the transport business. The transfer has been executed based on the legal opinion dated 7 October 2024, provided by Md. Anwar Hossen, Barrister-at-Law and Advocate of the Supreme Court of Bangladesh. The transaction has also been audited by Basu Banerjee Nath & Co., Chartered Accountants.

Accordingly, the following assets and liabilities, including accumulated losses as of 30 June 2024 have been transferred to Container Transport Support Limited.

Particulars	Opening balance 01 July 2024	Transferred to Container Transport Support Ltd.	Closing balance 10 July 2024
Property, Plant & Equipment	43,900,000	(43,900,000)	-
Current assets	23,880,064	(23,880,064)	-
Total assets	67,780,064	(67,780,064)	-
Revaluation surplus	11,285,387	(11,285,387)	-
Retained earnings	(23,720,618)	23,720,618	-
Other payable	8,857,705	(8,857,705)	-
Intercompany transaction-SAPL	70,863,329	(70,863,329)	-
Provision for income tax	494,260	(494,260)	-
Total liabilities	67,780,063	(67,780,063)	-

This restructuring does not affect the going concern status of CTSL and has been accounted for in accordance with applicable financial reporting standards and relevant legal and regulatory requirements.

All balances transferred are derecognized from the books of CTSL and no gain or loss has been recognized from the restructuring.

Comparative figures for the previous year have not been restated as the transfer was effective after the balance sheet date of 30 June 2024.



2 Statement of compliance

The following International Financial Reporting Standards/International Accounting Standards have been considered while preparing these financial statements:

Title of IASs/IFRSs,

IAS 1: Presentation of Financial Statements
IAS 7: Statement of Cash Flows
IAS 8: Accounting Policies, Changes in Accounting Estimates and Errors
IAS 10: Events after the Reporting Period
IAS 12: Income Taxes
IAS 16: Property, Plant and Equipment
IAS 19: Employee Benefits
IAS 21: The Effects of Changes in Foreign Exchange Rates
IAS 24: Related Party Disclosures
IAS 27: Separate Financial Statements
IAS 28: Investment in Associates and Joint Venture
IAS 32: Financial Instruments: Presentation
IAS 34: Interim Financial Reporting
IAS 36: Impairment of Assets
IAS 37: Provisions, Contingent Liabilities and Contingent Assets
IAS 38: Intangible Assets
IFRS 9: Financial Instruments
IFRS 11: Joint Arrangements
IFRS 13: Fair Value Measurement
IFRS 15: Revenue From Contracts with Customers
IFRS 16: Leases

The Company is also required to comply with the following major laws and regulations along with the Companies Act 1994.

- i) The Income Tax Act, 2023
- ii) The Value Added Tax & Supplementary duty Act, 2012
- iii) The Value Added Tax & Supplementary duty rule, 2016
- iv) The Customs Act, 1969
- v) The Bangladesh Labor Act, 2006 (Amended 2013 & 2018)

2.01 Basis of measurement

The financial statements have been prepared on historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Financial assets and financial liabilities have been stated at "fair value".

2.02 Use of estimates and judgments

The preparation of financial statements in conformity with IASs/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 Note 4.00 (Property, Plant and Equipment), Note 10.00 (Prepayments), Note 17.00 (Liability for Gratuity), and Note 20.00 (Provision for Income Tax).

The financial statements are presented in Bangladesh Taka which is the Company's functional and presentational currency and have been prepared in vertical form.



2.03 Comparative information and general

Comparative information has been presented for the period from July 2023 to June 2024 in respect of all numerical data in the financial statements, as well as narrative and descriptive information where relevant for understanding the current period's financial statements. However, as the Company's nature of business has changed during the current period, certain comparative figures may not be directly comparable and may show significant variances.

2.04 Going concern

The Company has adequate resources to continue its operations in the foreseeable future. The Directors therefore continue to adopt going concern basis in preparing the financial statements. Resources of the Company and its ready access to credit facilities ensure sufficient fund to meet the present requirements of its existing business and operations.

2.05 Authorization

The financial statements were authorized for issue by the Company's Board of Directors in its meeting held on 11 November 2025.

3.00 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

3.01 Property, plant & equipment

Property, plant and equipment is stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment. The cost of property, plant and equipment includes directly attributable incremental costs incurred in their acquisition and installation.

i. Recognition and measurement

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.

ii. Subsequent costs

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

iii. Depreciation

Depreciation of an asset begins when it is available for use, i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Depreciation of an asset ceases at earlier of the date that the asset is classified as held for sale in accordance with IFRS-5 and the date that the asset is derecognized. The depreciation method used reflects the pattern in which the asset's economic benefits are consumed by the entity. After considering the useful life of assets as per IAS-16 "Property, plant and equipment", the annual depreciation have been calculated on straight line method over the estimated useful lives of assets which is considered reasonable by the management.

<u>Name of the assets</u>	<u>Useful Life (Month)</u>
Office Furniture	156
Other IT Equipment	36
Leasehold Improvements	120
Office Equipment	36
Computers & Laptops	36
IT Servers & Datacenter	60
Other Material Handling Equipment	84



Upon retirement of assets, the cost and related accumulated depreciation are eliminated from the accounts and resulting gain or loss is credited or charged to statement of profit or loss and other comprehensive income.

iv. Gain or loss on disposal

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognized in the statement of comprehensive income.

v. Impairment

The carrying value of the Company's assets, other than inventories, are reviewed at each statement of financial position date to determine whether there is any indication of impairment as per IAS 36: Impairment. If any such indication exists, the recoverable amount of the asset is estimated. An impairment loss is recognized whenever the carrying amount of the asset or its cash-generating unit exceeds its recoverable amount. Impairment losses, if any, are recognized in the statement of comprehensive income.

3.02 i. Recognition and measurement

Intangible assets that are acquired by the company and have finite useful lives are measured initially at cost. After initial recognition, it is carried at its cost less accumulated amortization and accumulated impairment loss, if any. Intangible assets are recognized as per IAS 38-Intangible Assets.

ii. Subsequent expenditure

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognized in profit or loss as incurred.

iii. Amortization

Amortization is calculated to write off the cost of intangible assets less their estimated residual values using the straight-line method over their estimated useful lives, and is generally recognized in profit or loss. Amortization methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

iv. Derecognition

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from its continued use. Gains or losses on disposals are determined by comparing the disposal proceeds with the carrying amounts and are recognized net.

3.03 Right of use assets

IFRS 16 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognizes a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments.

A lessee may elect not to apply the requirements of IFRS 16 if it is:

- i) short term lease
- ii) leases for which the underlying asset is of low value

The lessee shall recognize the lease payments associated with those leases as an expense on either a straight line basis over the lease term or another systematic basis.

The Company has adopted IFRS 16 Leases in its reporting from 1 July 2024, recognizing all leases on its balance sheet upon transition to IFRS 16, except for short-term leases (less than a year) and leases for low-value assets. The impact of adopting IFRS 16 on the organization's financial statements is further detailed in note 6.

3.04 Foreign currency transactions

Foreign currency transactions are translated into Bangladesh Taka at the rate ruling on the transaction date. All monetary assets and liabilities, except inter-company receivable, at the statement of financial position date are retranslated using rates prevailing on that date. Recognition of un-realized loss or gain on foreign currency translation have been duly considered and reflected in the Statements of Comprehensive Income and Statement of Cash Flows.

3.05 Revenue from Contracts with customers

Revenue from services is recognized in accordance with IFRS 15- Revenue from Contracts with Customers when control of the service is transferred to the customer, either over time or at a point in time, depending on the nature of the service. Revenue is measured at the fair value of consideration received or receivable, net of discounts, rebates and value-added tax.

For freight forwarding and transportation services, revenue is recognized over time based on the stage of completion of the shipment, as customers simultaneously receive and benefit from the service.

Revenue from customs brokerage, documentation and other ancillary services is recognized at the point in time when the service is completed and delivered.

Warehousing and storage service income is recognized over time based on the duration of service provided under contractual terms.



3.06 Income tax expenses

Income tax expenses comprises current and deferred tax. Income tax expenses is recognized in the statement of profit or loss and other comprehensive income account except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

i. Current tax

Current tax is the expected tax payable on the taxable income for the year, using the tax rates enacted or substantially enacted at the reporting date, and any adjustment to the tax payable in respect of previous years. The applicable tax rate for the company is 25%.(2023-24:27.5%). Provision for taxation has been made on the basis of the Finance Act, 2025.

ii. Deferred tax

Deferred tax liabilities are the amount of income tax payable in the future periods in respect of taxable temporary differences. On the other hand deferred tax assets are the amount of Income taxes recoverable in future periods In respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditures and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantially enacted on the Statement of Financial Reporting date the reporting date. Impact of changes on the account due to deferred tax assets and liabilities have also been recognized in the statement of profit or loss and other comprehensive Income as per IAS-12: "Income Taxes".

3.07 Employee benefits**i. Defined contribution plan (Provident fund)**

The Company operates a contributory Provident Fund for its eligible employees, which is treated as a defined contribution plan. Under this scheme, employees and the Company each contribute an equal amount, equivalent to 7% of the employee's basic salary.

The Provident Fund is administered internally by the Company and is currently unrecognized for tax purposes by the National Board of Revenue (NBR). Employees become eligible to participate in the fund from the month their service is confirmed.

ii. Defined benefit plan (Gratuity fund)

The Company maintains a Gratuity Scheme for its permanent employees in accordance with the provisions of the Bangladesh Labor Act, 2006. Provision for gratuity is made based on the latest applicable basic salary and the length of service of the employees with the Company, as per the Company's Gratuity Rules.

Gratuity is calculated as follows:

For every completed year of service, or for a period of service exceeding six (6) months, an employee is entitled to at least thirty (30) days' wages at the rate of the wages last drawn.

For employees with service exceeding ten (10) years, gratuity is calculated at the rate of forty-five (45) days' wages for each completed year of service.

The scheme is currently unfunded, and the Company is in the process of establishing a trustee to manage the gratuity fund.

iii. Workers' profit participation fund

The Company has made the provision 5% of its net profit before tax in accordance with the Bangladesh Labor (Amendment) Act, 2013.

iv. Leave encashment

The Company recognizes a liability for the unutilized earned leave of its employees in accordance with the Bangladesh Labor Act 2006. This is a provision for the present obligation arising from employees' services up to the reporting date.

The provision for leave encashment is calculated based on the number of unutilized leave days and the wages last drawn by the employees. As per legal provisions, an employee is entitled to encash up to 50% of their earned leave balance at the end of the year and such encashment is permitted only once per year.



3.08 Provisions

A provision is recognized on the date of Statement of Financial Position 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 outflow of economic benefit will be required to settle the obligation.

3.09 Financial instruments

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

3.10 Financial assets

Financial assets carried in the statement of financial position include cash and cash equivalents, trade and other receivable and deposits. All financial assets are recognized initially on the date at which the Group becomes a party to the contractual provisions of the transaction.

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

3.11 Financial liabilities

All financial liabilities are recognized initially on the transaction date at which the Company becomes a party to the contractual provisions of the liability.

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

Financial liabilities include loans (Intercompany account:SAPL), accounts payables and other payables.

3.12 Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

3.13 Transactions with Related Parties

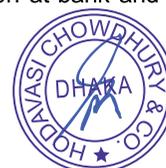
The objective of IAS 24 "Related Party Disclosure" is to ensure that an entity's financial statements contain the disclosures necessary to draw attention to the possibility that its financial position and profit or loss may have been affected by the existence of related parties and by transactions and outstanding balances with such parties. Parties are considered to be related if one party has the ability to control the other party or to exercise significant influence or joint control over the other party in making financial and operating decisions.

A party is related to an entity if: [IAS 24.9] directly, or indirectly through one or more intermediaries, controls, is controlled by, or is, under common control with, the entity has an interest in the entity that gives it significant influence over the entity, has joint control over the entity, the party is a member of the key management personnel of the entity or its parent, the party is a close member of the family of any individual, the party is an entity that is controlled, jointly controlled or significantly influenced by or for which significant voting power in such entity resides with, directly or indirectly, any individual and the party is a postemployment benefit plan for the benefit of employees of the entity

The company transacts with related parties and recognize as per IAS 24 'Related Party Disclosures'. Related party transactions have been disclosed under Note-29.

3.14 Cash and cash equivalents

This comprises cash in hand and at banks which are available for use of the Company without any restrictions. For the purpose of cash flow statement, cash and cash equivalents comprise cash in hand, cash at bank and short term highly liquid investments.



3.15 Trade receivables

Trade receivable consists of unpaid bill by the customers and are initially recognized at original invoice amount. However, receivables are subsequently measured at the remaining amount less allowances for doubtful debts, discount, if any, at the period end.

3.16 Contingencies**i. Contingent liability**

Contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Contingent liability should not be recognized in the financial statements, but may require disclosure. A provision should be recognized in the period in which the recognition criteria of provision have been met. Details have been shown in note 30.

ii. Contingent assets

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

A contingent asset must not be recognized. Only when the realization of the related economic benefits is virtually certain should recognition take place provided that it can be measured reliably because, at that point, the asset is no longer contingent. However, there is no contingent asset at the reporting date.

3.17 Statement of cash flows

Cash flows from operating activities are presented under direct method as per IAS 7: Statement of Cash Flows.

3.18 Events after the reporting period

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



4.00 Property, plant and equipment FY 2024-2025

Particulars	Cost		Depreciation		WDV as at 30 June 2025
	Opening Balance	Closing balance 30-06-2025	Opening Balance	Closing balance 30-06-2025	
Office equipment	-	17,295,333	-	2,114,736	15,180,597
Hardware	-	4,226,682	-	1,445,198	2,781,484
Communication Equipment	-	1,335,158	-	376,238	958,920
Operational Equipment	-	898,614	-	109,025	789,589
Furniture & Fixtures	-	2,565,426	-	180,101	2,385,325
Total as at 30 June 2025	-	26,321,213	-	4,225,298	22,095,915

During the year, total additions to Property, Plant and Equipment amounted to BDT 26,321,213 of which BDT 19,001,353 represents the written down value of assets transferred from Container Transportation Services Limited (CTSL) as part of the operational restructuring and separation of the transport division, effective from 10 July 2024 (refer to Note 1.03) and BDT 7,319,860 pertains to new acquisitions made during the year. The transferred assets have been recognized at their respective carrying amounts as of the date of transfer. No gain or loss was recognized from the transaction.

FY 2023-2024

Particulars	Cost		Depreciation		WDV as at 30 June 2024
	Opening Balance	Addition for revaluation 30-06-2024	Opening Balance	Charged During the year	
Computer & Accessories	106,200	-	72,692	6,702	25,000
Furniture & Fixtures	135,266	(18,157)	42,870	9,240	64,999
Air Conditioner	109,800	(10,272)	21,960	17,568	60,000
Trailers	26,231,802	4,716,585	14,805,785	1,142,602	15,948,387
Prime Movers	58,543,296	6,599,037	34,020,004	2,452,329	28,750,000
Total as at 30 June 2024	85,126,364	11,285,387	96,491,751	3,628,441	43,900,000

5.00 Intangible assets

Particulars	Cost		Amortization		WDV as at 30 June 2025
	Opening Balance	Closing balance 30-06-2025	Opening Balance	Closing balance 30-06-2025	
Freight Forwarding License	-	192,145	-	144,108	48,037
Total as at 30 June 2025	-	192,145	-	144,108	48,037



	Note(s)	Amount in BDT	
		30-Jun-25	30-Jun-24
6.00 Right of Use Asset			
Opening balance		-	-
Addition during the year		51,192,605	-
Less: Depreciation charge during the Year		(16,074,528)	-
		35,118,077	-
6.01 Right of Use Asset - Nafi Tower			
Opening balance		-	-
Addition during the year		33,786,944	-
Less: Depreciation charge during the Year		(7,371,697)	-
Closing		26,415,247	-
6.02 Right of Use Asset - Tongi warehouse			
Opening balance		-	-
Addition during the year		17,405,662	-
Less: Depreciation charge during the year		(8,702,831)	-
Closing		8,702,831	-
7.00 Lease Liability			
Opening balance		-	-
Add: Addition during the year		48,833,105	-
Add: Interest addition during the year		5,710,315	-
Less: Payment during the year		(17,978,244)	-
		36,565,176	-
Current		14,501,887	-
Non Current		22,063,289	-
		36,565,176	-
7.01 Lease Liability - Nafi Tower			
Opening		-	-
Add: Addition During the Year		31,427,444	-
Add: Interest addition During the Year		3,882,470	-
Less: Payment During the Year		(8,258,244)	-
Closing		27,051,670	-
7.02 Lease Liability - Tongi Warehouse			
Opening		-	-
Add: Addition During the Year		17,405,662	-
Add: Interest addition During the Year		1,827,844	-
Less: Payment During the Year		(9,720,000)	-
Closing		9,513,506	-
8.00 Trade Receivable			
Opening Balance		11,425,814	5,661,664
Less: Transferred to Container Transport Support Ltd		(11,425,814)	-
		-	5,661,664
Sales During the Year- Local		599,522,414	82,376,611
Sales During the Year- Inter-company		4,466,625,566	-
Add: Total Sales During the Year	23.00	5,066,147,980	82,376,611
Collection During the Year- Local		(528,629,255)	(76,612,461)
Collection During the Year- Inter-company		(4,128,624,901)	-
Less: Total Collection During the Year		(4,657,254,156)	(76,612,461)
Closing Balance-Local Receivable		70,893,159	-
Closing Balance-Inter-company Receivable		338,000,664	-
		408,893,823	11,425,814



Details of Local receivables and Inter-company receivables are presented in Annexure A & B and its aging is provided in note 8.01

8.01 Aging of Trade receivable			
Up to 3 months		401,972,432	-
3 to 6 months		5,363,318	-
Above 6 months		1,558,073	-
		408,893,823	-
9.00 Other receivable			
Receivable from Various Vendor		-	225,161
Employee Advance		-	175,828
Interest receivable on FDR		1,393,458	-
		1,393,458	400,989
10.00 Advances, deposits & prepayments			
Advances	10.01	82,818,461	4,375,044
Deposit	10.02	11,314,494	2,760,000
Prepayments	10.03	1,025,292	2,910,098
		95,158,247	10,045,142
10.01 Advance			
Employee Advance		75,661	-
Advance for car fuel		43,000	-
General Advance for Tongi Warehouse renovation		805,097	-
Petty Cash in Chittagong office		44,787	-
Advance Income Tax	10.01.1	81,849,916	4,080,000
Advance Against IOU		-	242,544
Advance to Supplier		-	52,500
		82,818,461	4,375,044
10.01.1 Advance Income Tax			
Opening		4,080,000	-
Less: Transfer to Container Transportation Support Ltd		(4,080,000)	-
Add: Payment during the year (AY 2025-2026)		81,849,916	4,080,000
Less: Adjustment during the year		-	-
Closing balance		81,849,916	4,080,000
10.02 Deposit			
Security Deposit-Bangladesh Army		6,212,140	-
Security Deposit-Warehouse Tongi, Dhaka		2,700,000	-
Security Deposit-Chaldal		42,854	-
Security Deposit-Office Rent-Nafi Tower		2,359,500	-
Security Deposit-CPA		-	760,000
Security Deposit-BFFA		-	1,000,000
Security Deposit -Hakkani Filling Station		-	1,000,000
		11,314,494	2,760,000
10.03 Prepayments			
ALICO for Group Insurance		1,025,292	-
Prepaid Insurance		-	387,450
Deferred Expense		-	2,522,648
		1,025,292	2,910,098
11.00 Cash and Cash Equivalents			
Cash in Hand	11.01	210,000	1,797
Cash at Bank	11.02	203,624,105	6,086,661
		203,834,105	6,088,458

The opening balance of Advance Income Tax (AIT) included amounts attributable to both the transport and freight forwarding operations of the Company. During the year, the AIT relating to the transport segment was transferred to Container Transportation Support Ltd. (CTSL) following the decision to reorganize the businesses.



11.01 Cash in Hand				
Cash		-		1,797
Stamp		210,000		-
		210,000		1,797
11.02 Cash at Bank				
Jamuna Bank PLC - 1001001610817		24,483,613		-
Nagad - 01713114889		265,460		-
Eastern Bank PLC - 1041360001683		29,260,784		-
Jamuna Bank PLC - 1601000013601		128,250,433		-
City Bank PLC - 1104363235001		21,363,815		-
Jamuna Bank PLC-CD-6488		-		6,045,046
Dutch Bangla Bank PLC-5862		-		4,507
One Bank PLC-A/C-2113		-		5,975
One Bank PLC-A/C-2121		-		5,975
One Bank PLC-A/C-2497		-		4,473
One Bank PLC -CTG Revolving		-		6,895
One Bank PLC -Pangaon Revolving		-		6,895
One Bank PLC -Dhaka ICD Revolving		-		6,895
		203,624,105		6,086,661
Cash and cash equivalent represent cash-in-hand and cash-at-bank which are free for use by the entity without any restriction.				
12.00 Fixed Deposit Reserve (FDR)				
Long Term	12.01	15,995,000		-
Short Term	12.02	154,051,365		-
		170,046,365		-
12.01 Long Term				
Jamuna Bank FDR (Bank Guarantee)		15,995,000		-
12.02 Short Term				
Jamuna Bank FDR (Others)		154,051,365		-
13.00 Deferred Tax Assets				
Opening Balance		-		-
Provision for deferred tax asset for tax base depreciation	13.01	(1,839,623)		-
		(1,839,623)		-
13.01 Provision for deferred tax asset for tax base depreciation				
	Accounting Base	Tax Base		Temporary Difference
Property, plant and equipment	22,095,915	22,789,010		(693,095)
Intangible asset	48,037	48,037		-
ROU Asset	35,118,077	-		35,118,078
Lease Liability	(36,565,176)	-		(36,565,176)
Gratuity provision	(5,218,298)	-		(5,218,298)
	15,478,555	22,837,047		(7,358,491)
Deferred tax asset @25% as at 30 June 2025				(1,839,623)
14.00 Share Capital				
Authorized				
3,000,000 Ordinary shares of Taka 10 each		30,000,000		5,000,000
Issued, subscribed and paid up				
833,333 Ordinary shares of Taka 10 each		8,333,330		5,000,000
		8,333,330		5,000,000



On January 17, 2025, Container Transportation Services Limited ("the Company") entered into a Share Subscription Agreement with Hellmann Worldwide Logistics International GmbH ("the Purchaser") and Summit Alliance Port Limited ("SAPL").

Pursuant to the Agreement, the Purchaser subscribed to 333,333 ordinary shares of BDT 10 each, for a total consideration of BDT 21,199,978.80. These shares, representing approximately 40% of the issued share capital of the Company, have been allotted to the Purchaser and the proceeds have been recognized in equity as at 30 June 2025.

The subscription proceeds are designated solely for use as working capital of the Company in accordance with the terms of the Agreement and applicable laws. The completion of regulatory formalities with the Registrar of Joint Stock Companies and Firms (RJSC) for issuance and approval of the allotment is in progress and remains pending as at the reporting date.

14.01 Share Holdings Position

The composition of share holders at financial position date were as follows:

Name of Shareholders	Percentage	Number	Shares	
			Face Value (Tk.) 30.06.2025	Face Value (Tk.) 30.06.2024
Summit Alliance Port Limited	59.40%	495,000	4,950,000	4,950,000
Hellmann Worldwide Logistics International GmbH	40.00%	333,333	3,333,330	-
Asif Mahmood	0.30%	2,500	25,000	25,000
Kamrul Islam Mazumder	0.30%	2,500	25,000	25,000
Total	100.00%	833,333	8,333,330	5,000,000
			17,866,649	-
			17,866,649	-

15.00 Share Premium

Premium @ Tk 53.6 per share, Total share 333,333

Pursuant to the Agreement, the Hellmann subscribed to 333,333 ordinary shares of BDT 10 each for a total consideration of BDT 21,199,978.80. The nominal value of the shares amounts to BDT 3,333,330 and the excess of the consideration received over the nominal value, amounting to BDT 17,866,648.80, has been recognized as share premium in the equity section of the Company's financial statements as at 30 June 2025. The completion of regulatory formalities with the Registrar of Joint Stock Companies and Firms (RJSC) for issuance and approval of the allotment is in progress and remains pending as at the reporting date.

16.00 Retained Earnings

Opening Balance		(23,720,618)	(16,715,054)
Transferred to Container Transport Support Ltd		23,720,618	-
Profit or Loss for the year		409,282,209	(7,005,564)
Closing Balance		409,282,209	(23,720,618)

17.00 Liability for Gratuity

Opening Balance		-	-
Add: Provision for the year		5,278,298	-
Less: Paid/Transferred during the year		(60,000)	-
Closing Balance		5,218,298	-

18.00 Short Term Loan

Summit Alliance Port Limited Loan	18.01	-	70,863,329
Alliance Holdings Limited Loan	18.02	-	-
		-	-
		-	70,863,329

18.01 Summit Alliance Port Limited Loan

Opening Balance		70,863,329	66,006,417
Less: Transferred to Container Transportation Support Limited		(70,863,329)	-
Add: Loan taken during the year		599,810,075	36,247,550
Add: Interest during the year		45,675,005	-
Less: Paid during the year		(645,485,080)	(31,390,638)
		-	70,863,329

18.02 Alliance Holdings Limited Loan

Opening Balance		-	-
Add: Loan Taken during the year		80,000,000	-
Add: Interest during the year		2,120,278	-
Less: Paid during the year		(82,120,278)	-
		-	-

During the year, the company obtained a loan from its related intercompany at an interest rate of 14.55 to 15.50% per annum. The loan was sanctioned and terms approved by the Board of Directors. The principal and interest are repayable as per the mutually agreed schedule. The purpose of the loan is to meet the company's operational and working capital requirements. The loan is unsecured and carries no additional guarantees.

19.00 Trade and other payables

Opening Balance		-	-
Cost of Sales During the Year- Local		3,971,607,549	-
Cost of Sales During the Year- Inter-company		236,823,623	-
Total Cost of Sales During the Year		4,208,431,172	-
Payment During the Year- Local		(3,785,055,296)	-
Payment During the Year- Inter-company		(213,216,669)	-
Total Payment During the Year		(3,998,271,965)	-
Closing Balance- Local Payables		186,552,253	-
Closing Balance- Intercompany Payables		23,606,954	-
		210,159,207	-

Details of trade payables are presented in Annexure C & D.



20.00 Income Tax Payable

Opening Balance		494,260	-
Transferred to Container Transport Support Ltd		(494,260)	-
Add: Provision for the year	27.00	132,036,847	494,260
Less: Paid for the year (AIT)		-	-
Closing Balance		<u>132,036,847</u>	<u>494,260</u>

The provision for tax has been recognized in the financial statements based on management's best estimate of the Company's tax liability in accordance with applicable tax laws and regulations. Management believes that the provision is sufficient to cover the Company's tax obligations for the reporting period. The Company will continue to review its tax provisions periodically and adjust them as necessary based on changes in tax laws and assessments orders.

21.00 Workers' Profit Participation Fund (5%)

Opening Balance		-	-
Add: Provision for the year		28,393,654	-
Less: Paid/Transferred during the year		-	-
Closing Balance		<u>28,393,654</u>	<u>-</u>

22.00 Others Payable

Salary Payable		141,291	3,209,523
Liability for Provident Fund		7,725,125	-
Liability for Leave Encashment		950,411	-
Excess Freight Collection		1,419,378	5,590,761
TAX Liabilities-WHT		1,955,965	43,921
Monthly VAT payments		748,430	13,500
System Services Fees payable to HWLI	22.01	70,053,540	-
Utilities Bill		226,586	-
GP Mobile & Internet		90,397	-
Lawyer Fees & Consultants		2,397,749	-
Bonus		4,547,158	-
Audit fee		316,250	-
		<u>90,572,280</u>	<u>8,857,705</u>

22.01 System Services Fees payable to HWLI

Admin		25,153,054	-
MS 365		529,700	-
IT Charges payable to HWLI		5,498,873	-
Netting Application Fee payable to HWLI		279,578	-
Transportation Management System (TMS)		38,592,335	-
		<u>70,053,540</u>	<u>-</u>



	Note(s)	Amount in BDT	
		2024-2025	2023-2024
23.00 Revenue			
Import Income			
Air Freight		70,726,098	-
Sea Freight		49,239,439	-
Container Transportation		-	3,798,235
		119,965,537	3,798,235
Air Freight		4,065,546,885	-
Sea Freight		880,635,558	-
Container Transportation		-	73,753,424
Subtotal		4,946,182,443	73,753,424
Empty Income			
Transport Freight		-	4,669,002
Subtotal		-	4,669,002
Other Income			
Container Placement		-	155,950
Subtotal		-	155,950
Total Revenue		<u>5,066,147,980</u>	<u>82,376,611</u>
24.00 Operating expenses			
Import Expense			
Air Freight		50,720,199	-
Sea Freight		35,187,604	-
Subtotal		85,907,803	-
Export Expense			
Air Freight		3,610,379,867	-
Sea Freight		512,143,502	-
Subtotal		4,122,523,369	-
Other Expense			
Salary & Allowances		-	15,104,770
Festival Bonus		-	823,855
Holiday and night allowances		-	371,688
Insurance Premium		-	287,732
Uniform Exp		-	8,380
Leave encashment		-	41,787
Iftar expenses		-	200,025
Electricity exp		-	3,932
Fuel Consumption		-	45,173,450
Repair & Maintenance		-	13,571,783
Renewal Fee		-	1,012,153
Service Charge For Vehicle Tracking		-	58,662
Depreciation		-	3,594,931
Subtotal		-	80,253,148
Total Operating Expense		<u>4,208,431,172</u>	<u>80,253,148</u>

Certain expense items have been reclassified from Operating Expenses to General and Administrative Expenses to better present their nature.



	Note(s)	Amount in BDT	
		2024-2025	2023-2024
25.00 General & administrative expenses			
Salary and allowances		82,474,129	-
Salary and allowances-Boxon		21,523,283	-
Professional fee		2,595,249	105,638
Security Maintenance		3,166,759	-
Entertainment		3,258,616	52,343
Communication expenses		1,217,137	-
Conveyance		474,465	82,139
Depreciation & Amortization	4.00 & 5.00	4,369,406	33,510
Depreciation on ROU	6.00	16,074,528	-
Employer's contribution to PF		5,679,543	-
Festival bonus		10,216,783	-
General expenses		-	131,384
IT Expense		79,361,926	-
Holiday and night allowances		414,874	-
Leave encashment		1,249,965	-
Listing and other fee		204,808	-
Medical expenses		1,979,209	170,092
Office rent		5,805,374	-
Postage		34,999	-
Printing & stationery		1,080,384	22,023
Telephone & cell phone		1,065,209	70,445
Traveling expenses		3,833,409	-
Vehicle running expenses		7,522,360	-
Gratuity expenses		5,278,298	-
Board meeting attendance fees		663,600	198,000
Meal Expense		1,500,055	-
Parking Rent		958,440	-
Bad Debt Written Off		11,891	-
Insurance Expense		484,388	-
Gas & electricity		3,163,402	-
Sales commission		4,339,690	-
Advertisement and sales promotion		906,525	-
Escrow Agent Fee		122,061	-
Audit fee		488,750	103,500
Excise Duty		125,000	-
Bank Guarantee Fee		441,600	-
Remittance Charge		698,426	-
Bank Charge		137,069	29,557
		272,921,610	998,631
Certain expense items have been reclassified from Operating Expenses to General and Administrative Expenses to better present their nature.			
26.00 Financial Expenses			
Interest on borrowing		47,795,283	7,636,136
Lease interest- Nafi Tower		3,882,471	-
Lease interest- Tongi Warehouse		1,827,844	-
		53,505,598	7,636,136
27.00 Current tax expense			
AY 2025-2026 (FY 2024-2025)	27.01	132,036,847	-
		132,036,847	-
27.01 Computation of Current tax			
i. Tax charges as per tax computation		132,036,847	-
ii. Minimum tax @ 1% of gross receipts as per section 163 (5) of ITA 2023		51,027,315	-
iii. Tax Deducted at Source (TDS) as per Section 163 (2) of ITA 2023		31,849,916	-
Applicable Income Tax expenses for the year (Higher of i, ii or iii above)		132,036,847	-
28.00 Finance income			
Realized exchange gain		28,852,684	-
Interest on FDR/STD		7,652,873	-
Miscellaneous income		77,930	-
		36,583,487	-



29.00 Related party transactions

The company carried out a number of transactions with related parties in the normal course of business on 'arms length basis'. The name of these related parties nature of transactions and their total value have been set in accordance with the provisions of IAS 24: Related Party Disclosure.

a) Transaction with holding company

Name	Nature of Transaction	Amounts in BDT	
		Transaction During the Year	Closing Balance
Summit Alliance Port Limited (SAPL)-Loan	Loan (Principal & Interest)	645,485,080	-

b) Transaction with key management personnel

In accordance with IAS-24: Related Party Disclosure, key management personnel of the company are those persons having the authority and responsibility. The key management personnel compensation included as part of staff costs are as follows:

Name	Relationship	Nature of transaction	Amounts in BDT	
			Transaction during the year	Closing balance
Mr. Safi Omar	MD	Remuneration	9,047,502	-
Mr. Mir.Ashique Uz Zaman	COO	Remuneration	10,613,202	-
Mr. Rafi Omar	Advisor	Remuneration	4,311,180	-
Mr. Syed Yasser Haider Rizvi	Advisor	Remuneration	3,000,000	-

Key Management personnel and director transactions:

A number of key management personnel, or their related parties, hold positions in other entities that result in them having control, joint control or significant influence over the financial or operating policies of these entities. A number of these entities transacted with the company during the year. The terms and conditions of the transaction with the key management personnel and their related parties were no more favorable than those available, or which might reasonably be expected to be available.

Name	Relationship	Nature of transaction	Amounts in BDT	
			Transaction during the year	Closing balance
Captain Asif Mahmud	Director	Board Meeting Attendance Fee	64,800	-
Captain Kamrul Islam Mazumder	Director	Board Meeting Attendance Fee	64,800	-
Mr. Anisuddin Ahmed Khan	Director	Board Meeting Attendance Fee	64,800	-
Hassan Imam Patwary	Director	Board Meeting Attendance Fee	64,800	-

c) Other related party transactions:

Name of related party	Relationship	Nature of transaction	Amounts in BDT	
			Transaction during the year	Closing balance
Alliance Holdings Limited	other	Loan received (Principal & Interest)	82,120,278	-
Peb Steel Alliance Limited	other	Car service	817,894	-
Ispahani Summit Alliance Terminals Limited	other	CFS Off Dock Services	12,211,633	-

d) Intercompany transactions:

Name of related party	Amounts in BDT		
	Transaction During the Year		Closing balance
	Debit	Credit	
Intercompany Receivables	4,466,625,566	4,128,624,901	338,000,664
Intercompany Payables	213,216,669	236,823,623	23,606,954

30.00 Commitment and Contingent Liability**Commitment**

At the reporting date, the Company had no capital expenditure commitments, purchase obligations or other contractual commitments, apart from those already recognized in these financial statements.

Contingent Liability

Bank Guarantee- Jamuna Bank PLC



	Amount in BDT	
	30-Jun-25	30-Jun-24
	32,000,000	-
	32,000,000	-

Schedule of Local Receivables

As at 30 June 2025

Annexure - A

SL	Name of Customers	Opening (Taka)	Sales During the Year (Taka)	Collection During the Year	Closing as at 30 June 2025 (Taka)
1	Denimach Limited	-	17,486,919	6,721,191	10,765,728
2	Euro Denim & Fashion Limited	-	10,429,265	1,147,530	9,281,735
3	Amigo Bangladesh Limited	-	71,808,045	67,002,529	4,805,516
4	Panagea Fashion Wear Limited	-	10,524,269	6,974,220	3,550,049
5	Needle Works Bd Limited	-	2,866,830	10,000	2,856,830
6	Kalitimex Energy (Singapore) Pte.	-	11,424,498	8,704,915	2,719,583
7	Iffl Factory Limited	-	8,030,138	5,427,100	2,603,038
8	Refat Garments Limited	-	2,391,225	108,360	2,282,865
9	Mitali Fashions Limited	-	5,571,795	3,468,323	2,103,473
10	Interloop Bd Limited	-	2,579,154	563,260	2,015,894
11	Jaroms Industries Limited	-	6,625,548	5,135,040	1,490,508
12	Unihealth Limited	-	3,288,974	2,224,158	1,064,816
13	Concorde Garments Limited	-	997,036	5,770	991,266
14	Ecofab Limited	-	21,132,865	20,190,316	942,549
15	Jita Limited	-	931,879	-	931,879
16	The Acme Laboratories Limited	-	1,944,088	1,180,766	763,322
17	Mawna Fashions Limited	-	1,184,620	463,600	721,020
18	Star Resources Limited	-	1,099,508	431,400	668,108
19	Akij Blax Films Limited	-	578,280	-	578,280
20	Rizq Sourcing	-	643,051	151,280	491,771
21	Jinnat Knitwears Limited	-	19,164,699	18,677,962	486,737
22	Dekko Garments Limited	-	1,188,563	704,376	484,187
23	Unimed Limited	-	34,845,254	34,379,405	465,849
24	Janata Jute Mills Limited	-	22,470,445	22,006,845	463,600
25	Humana Apparels Pvt. Limited	-	1,833,755	1,377,005	456,750
26	Croydon Kowloon Designs Limited	-	1,972,918	1,533,481	439,436
27	Edison Footwear Limited	-	8,775,114	8,357,114	418,000
28	Omrn Healthcare Bangladesh Limited	-	2,356,525	1,984,665	371,860
29	Cotton Club (Bd) Limited	-	657,090	297,029	360,061
30	Kenpark Bangladesh Apparel Pvt Limited	-	1,018,042	789,406	228,636
31	Pakiza Knit Composite Limited	-	1,749,620	1,522,310	227,309
32	Rs Micromedia International	-	624,867	447,945	176,922
33	Explore Garments Limited	-	156,275	-	156,275
34	United Healthcare Services Limited	-	787,781	644,951	142,830
35	Emon Fashion	-	663,316	525,565	137,751
36	Sonia & Sweaters Limited	-	576,329	450,972	125,357
37	Reomed Bangladesh	-	551,535	435,533	116,002
38	Nht Fashions Limited	-	448,111	354,318	93,793
39	Shams Styling Wears Limited	-	91,182	-	91,182
40	Masihata Sweaters Limited	-	4,096,336	4,012,042	84,293
41	Ispahani Agro Limited	-	538,737	455,596	83,142
42	Crown Wears (Pvt) Limited	-	228,841	149,376	79,465
43	Ha-Meem Design Limited	-	11,933,420	11,873,878	59,542
44	Icddr. b	-	561,824	506,824	55,000
45	Sams Attire Limited	-	4,255,054	4,202,960	52,094
46	Rangs Workshop Limited	-	47,581	-	47,581
47	Tusuka Fashions Limited	-	62,000	34,000	28,000



SL	Name of Customers	Opening (Taka)	Sales During the Year (Taka)	Collection During the Year*	Closing as at 30 June 2025 (Taka)
48	J.S. Knitting & Garments Limited	-	854,497	826,964	27,533
49	Incepta Pharmaceuticals Limited	-	316,700	289,200	27,500
50	Kalimex Energy Bangladesh (Pvt)	-	3,017,457	2,990,597	26,860
51	Connect Healthcare Bangladesh Limited	-	446,424	420,057	26,367
52	Aysha Clothing Co., Limited	-	301,870	275,710	26,160
53	Biotech Services	-	324,362	298,375	25,987
54	Young Smart Fashions Limited	-	88,000	66,000	22,000
55	Euro Appliances Limited	-	27,142,912	27,142,912	21,279
56	Uranus Freight Logistics Limited	-	63,440	43,920	19,520
57	Popular Pharmaceuticals Limited	-	220,000	203,500	16,500
58	Officer In Charge	-	82,500	66,000	16,500
59	Square Hospital Limited	-	58,162	41,662	16,500
60	Pantex Dress Limited	-	690,000	675,000	15,000
61	Knit Plus Limited	-	2,402,951	2,388,963	13,988
62	SZL Fashion Pvt. Limited	-	180,830	168,000	12,830
63	Snowtex Apparels Limited	-	14,640	1,830	12,810
64	Square Fashions Limited	-	14,479,349	14,467,407	11,942
65	Mas Intimate Bangladesh (Pvt)	-	44,800	33,140	11,660
66	Sparrow Apparels Limited	-	41,250	30,250	11,000
67	Square Denims Limited	-	27,500	16,500	11,000
68	Advanced Lab Services	-	49,500	38,500	11,000
69	Section Seven International Limited	-	34,000	24,000	10,000
70	Youngone (Cepz) Limited	-	40,982	31,760	9,222
71	Eco Couture Limited	-	21,424,764	21,416,764	8,000
72	Cutting Edge Industries Limited	-	452,603	445,103	7,500
73	Paragon Dress Limited	-	6,325	-	6,325
74	Fabrica Knit Composite Limited	-	98,231	92,231	6,000
75	Modhu Haji Tannery	-	451,000	445,500	5,500
76	United Hospital Limited	-	105,324	99,824	5,500
77	Universal Menswear Limited	-	11,000	5,500	5,500
78	Eskayef Pharmaceuticals Limited	-	5,500	-	5,500
79	Experience Clothing Company Limited	-	5,000	-	5,000
80	New Era Fashions Mrfs Limited	-	12,016	7,136	4,880
81	Echoknits Limited	-	150,005	145,583	4,421
82	Aba Fashions Limited	-	40,000	36,000	4,000
83	Vision Garments Limited	-	8,000	4,000	4,000
84	Thats It Knit Limited	-	3,705	-	3,705
85	Mbm Garments Limited	-	762,006	758,346	3,660
86	Kadena Sportswear Limited	-	34,578	31,382	3,196
87	Karnaphuli Shoes Incls. Limited	-	16,856	13,660	3,196
88	M.S. Dyeing Printing & Finishing	-	3,196	-	3,196
89	Sag Fashion Limited	-	2,041,010	2,038,510	2,500
90	Denitex Limited	-	956,716	954,216	2,500
91	Univogue Garments Company Limited	-	54,820	52,320	2,500
92	Ananta Denim Technology Limited	-	5,634,330	5,631,830	2,500
93	Ananta Garments Limited	-	47,000	45,000	2,000
94	Indesore Sweater Limited	-	2,000	-	2,000
95	Apparel 21 Limited	-	12,000	10,000	2,000
96	B.H.I.S. Apparels Limited	-	2,000	-	2,000
97	Knit Bazaar (Pvt) Limited	-	6,000	4,000	2,000
98	P.Y. Garments Manufacturing	-	78,846	77,264	1,582
99	Knitex Dresses Limited	-	33,560	32,920	640
100	Other Parties	-	12,818,814	-	12,818,814
	Total	-	399,413,808	328,520,650	70,893,159

NB : This annexure represent only the figures related to customers with outstanding balances as at 30 June 2025.



Container Transportation Services Limited Schedule of Inter-company Receivables As at 30 June 2025

Annexure - B

1	HWL-Germany	-	2,242,972,324	2,018,393,045	224,579,279
2	HWL-UAE	-	304,552,874	286,751,280	17,801,594
3	HWL-Poland	-	164,640,611	147,168,440	17,472,171
4	HWL-Canada	-	37,544,425	24,497,434	13,046,991
5	Strait Air-Sweden	-	195,965,359	183,117,622	12,847,737
6	HWL-USA	-	95,581,037	86,151,565	9,429,472
7	HWL-Netherlands	-	181,878,496	174,179,600	7,698,896
8	HWL-Belgium	-	242,188,268	236,564,445	5,623,823
9	HWL-Spain	-	194,248,760	188,707,468	5,541,292
10	HWL-Chile	-	14,285,544	8,816,642	5,468,902
11	HWL-Great Britain	-	262,158,040	257,214,208	4,943,832
12	HWL-Argentina	-	4,993,725	78,153	4,915,572
13	HWL-Italy	-	68,525,370	65,351,452	3,173,919
14	HWL-Mexico	-	126,545,482	125,115,940	1,429,542
15	HWL-Switzerland	-	49,153,352	48,251,445	901,907
16	HWL-Turkey	-	73,168,765	72,565,524	603,241
17	HWL-Austria	-	1,955,315	1,456,924	498,391
18	HWL-Pakistan	-	699,399	224,848	474,550
19	HWL-Slovenia	-	38,303,672	37,877,955	425,717
20	HWL-Sri Lanka	-	1,201,689	868,460	333,229
21	HWL-Hong Kong	-	1,729,709	1,457,942	271,767
22	HWL-Czech Republic	-	668,166	524,051	144,115
23	HWL-India	-	18,207,431	18,070,593	136,838
24	HWL-Peru	-	3,062,709	2,992,559	70,150
25	HWL-Denmark	-	38,782,972	38,725,707	57,265
26	HWL-Israel	-	48,784	-	48,784
27	Flying Wheels Spedition GmbH	-	22,015	-	22,015
28	HWL-Malaysia	-	233,896	194,223	39,673
	Total	-	4,363,318,188	4,025,317,524	338,000,664

NB : This annexure represent only the figures related to customers with outstanding balances as at 30 June 2025.



Schedule of Local Payables

Annexure - C

As at 30 June 2025

SL	Name of Customers	Opening (Taka)	Purchase During the Year (Taka)	Payment During the Year (Taka)	Closing as at 30 June 2025 (Taka)
1	Aeromate Services Limited	-	712,387,799	683,198,463	29,189,336
2	Emirates Sky Cargo	-	215,717,335	205,026,745	10,690,590
3	Oryx Aviation Limited	-	691,443,745	681,637,299	9,806,446
4	Customs House Of Dhaka	-	11,712,933	6,630,806	5,082,127
5	Air Galaxy Limited	-	101,670,194	96,697,788	4,972,406
6	Suad Hamja Logistics	-	40,252,901	36,072,579	4,180,322
7	Freight Care Aviation Services Limited	-	56,908,630	52,903,100	4,005,530
8	Ace Aviation Services Limited	-	230,543,996	226,588,434	3,955,562
9	Aps Cargo Services	-	30,240,671	27,480,071	2,760,600
10	Bengal Friends & Co.	-	3,186,067	770,519	2,415,548
11	Maruf International	-	2,989,842	656,022	2,333,820
12	Nic Logistic Service	-	32,699,749	30,758,881	1,940,868
13	Passion Cargo Limited	-	44,124,557	42,332,577	1,791,979
14	Bengal Airlift Aviation Limited	-	130,970,058	129,183,166	1,786,892
15	Tuv Sud Bangladesh (Pvt.) Limited	-	9,441,507	7,750,716	1,690,791
16	Everbest Logistics Limited	-	7,362,000	5,732,100	1,629,900
17	Boxon Ap	-	21,690,358	20,139,807	1,550,551
18	Reliable Logistics Limited	-	5,446,122	4,080,762	1,365,360
19	Speedy Int.L Limited	-	334,920,060	333,595,812	1,324,248
20	Gbx Logistics Limited	-	28,719,871	28,707,871	12,000
21	Marco Shipping Company (Bd) Ltd (Msc).	-	7,240,754	7,128,754	112,000
22	Afs Consolidation Limited	-	65,792,307	65,607,376	184,932
23	Unique Sports	-	3,649,436	3,599,816	49,620
24	Speedway Freight System	-	757,000	672,000	85,000
25	Retail Technology Limited	-	1,194,363	1,128,658	65,705
26	Bangladesh Freight Forwarders	-	448,721	409,881	38,840
27	Ocean Network Express (Bangladesh)	-	8,474,655	8,034,107	440,548
28	Baei Wwl Limited	-	1,580,833	996,382	584,451
29	Wings Spence Aviation Limited	-	136,187,655	136,027,476	160,179
30	Transplace Logistics Limited	-	8,693	8,692	1
31	Baei Limited	-	9,128,349	9,052,948	75,401
32	Biman Bd Limited	-	3,628,296	3,150,607	477,688
33	Aamra Network Limited	-	562,892	562,679	213
34	Alwayson Network Bangladesh	-	90,100	82,047	8,053
35	Elite Security Services Limite	-	1,237,990	1,126,120	111,870
36	Harun Tongi Warehouse	-	10,525,610	9,634,470	891,140
37	Green Bangla Shipping	-	417,608	417,608	1
38	Asian Network	-	70,800	70,516	284
39	Summit Alliance Port Limited	-	209,615	189,615	20,000
40	Maersk Bangladesh Limited	-	23,577,109	23,573,589	3,520
41	Precious Logistics (Bd) Limited	-	3,095,891	3,095,890	1
42	Rhythm Tours & Travels Ltd	-	379,444	345,849	33,595
43	Nafi Tower Ap	-	11,322,068	11,224,255	97,813
44	Redwan Trading Corporation	-	3,168,077	2,790,740	377,337
45	Mcdry Desiccant Limited	-	1,798,658	1,761,178	37,480
46	Zowa Cars Service	-	3,348,044	2,975,157	372,887
47	National Board Of Revenue (Nbr Vat)	-	337,099	301,647	35,452
48	Oz Catering	-	1,328,183	1,044,935	283,248
49	Trust Cargo Services Limited	-	160,929,366	160,466,877	462,490
50	Eastern Logistics Limited	-	80,730	31,850	48,880
51	Mako Shipping	-	893,595	838,845	54,750
52	Farad Traders	-	7,200,018	6,523,360	676,658
53	Elite Construction	-	825,652	745,615	80,037
54	Homebound Packers & Shippers Ltd	-	465,762	465,761	1
55	Cma Cgm Bangladesh Shipping Limited	-	36,600	-	36,600
56	Cosco (Bd) Shipping Lines Limited	-	1,373,000	891,700	481,300
57	Braconet Limited	-	13,488	13,431	57
58	Itsa Total Logistics Limited	-	399,709	-	399,709
59	Airborne Cargo Services Limited	-	2,009,459	1,850,547	158,912
60	Safe Intl Corporation Limited	-	269,711	40,439	229,272
61	Sajan Transport	-	454,159	223,130	231,029
62	Oia Global Logistics	-	17,798,261	16,733,270	1,064,991
63	Other Parties	-	85,595,436	-	85,595,436
	Total	-	3,290,333,588	3,103,781,335	186,552,253

NB : This annexure represent only the figures related to customers with outstanding balances as at 30 June 2025.



Schedule of Inter-company Payables

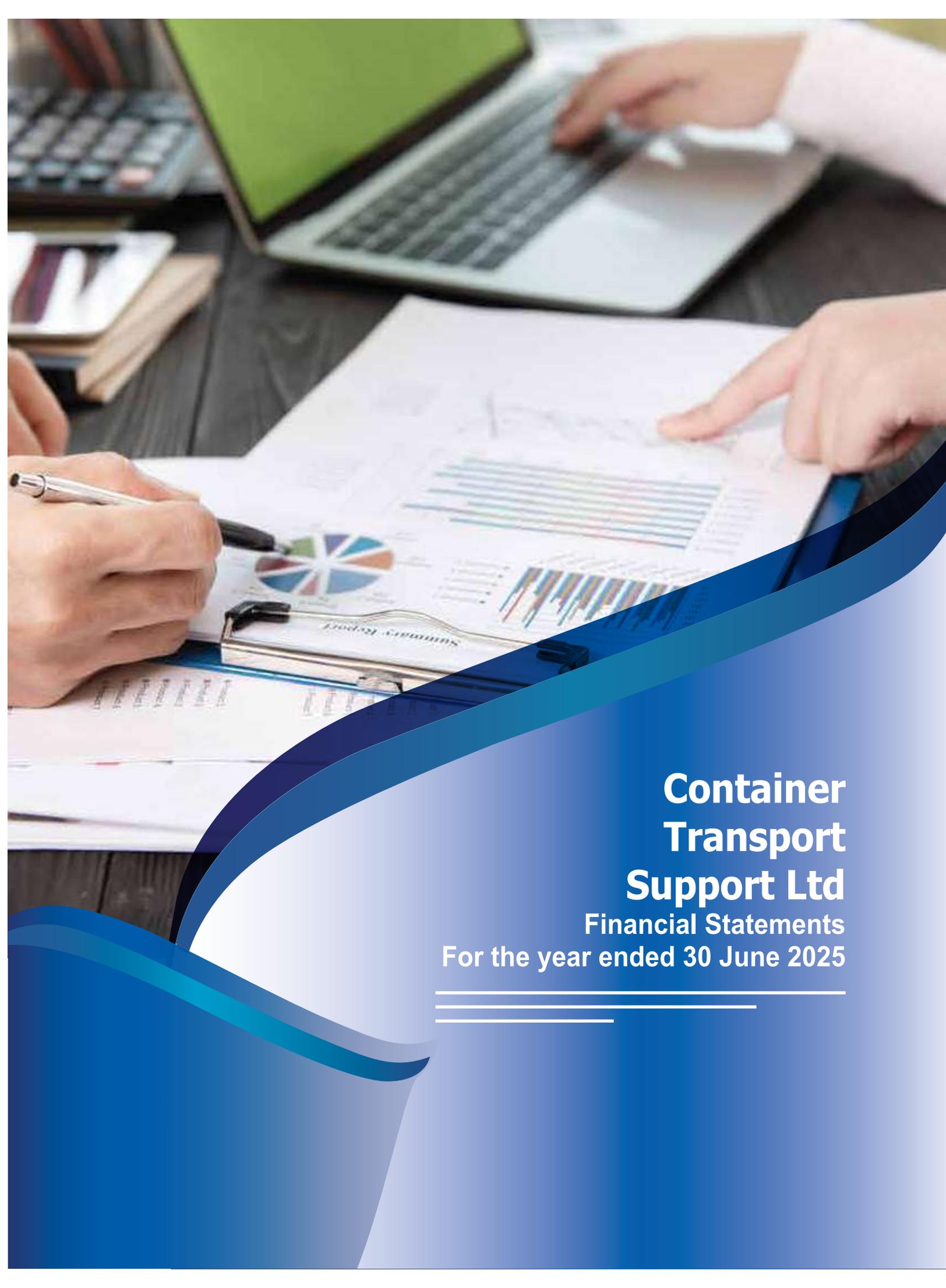
As at 30 June 2025

Annexure - D

SL	Name of Customers	Opening (Taka)	Purchase During the Year (Taka)	Payment During the Year (Taka)	Closing as at 30 June 2025 (Taka)
1	HWL-Germany	-	75,299,749	63,424,609	11,875,140
2	HWL-China	-	16,946,239	11,300,001	5,646,237
3	HWL-USA	-	37,224,310	35,255,148	1,969,162
4	HWL-Singapore	-	8,889,364	7,364,878	1,524,486
5	HWL-Denmark	-	1,860,543	1,085,247	775,296
6	HWL-France	-	3,359,946	2,627,841	732,105
7	HWL-Netherlands	-	3,260,046	3,249,818	10,228
8	HWL-UAE	-	38,814,208	38,584,966	229,242
9	HWL-Hong Kong	-	3,386,103	3,362,457	23,646
10	HWL-Japan	-	1,789,308	1,448,012	341,296
11	HWL-South Korea	-	1,095,170	1,033,379	61,791
12	HWL-Great Britain	-	1,199,499	1,171,499	28,000
13	HWL-Turkey	-	682,048	617,901	64,146
14	HWL-Thailand	-	216,535	212,935	3,600
15	HWL-India	-	2,062,059	1,993,529	68,530
16	HWL-Peru	-	59,990	-	59,990
17	HWL-Belgium	-	579,710	544,011	35,699
18	HWL-Sweden	-	3,183,644	3,087,948	95,696
19	HWL-Austria	-	796,349	743,731	52,618
20	HWL-Brazil	-	9,594	-	9,594
21	Pelorus Shipping Line Limited	-	3,950,993	3,950,540	453
	Total	-	204,665,407	181,058,452	23,606,954

NB : This annexure represent only the figures related to customers with outstanding balances as at 30 June 2025.





Container Transport Support Ltd

Financial Statements
For the year ended 30 June 2025

Reference No. BBNC/157/2025-2026

Independent Auditor's Report To the Shareholders of **CONTAINER TRANSPORT SUPPORT LIMITED**

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **CONTAINER TRANSPORT SUPPORT LIMITED** ("the Company"), which comprise the Statement of financial position as of June 30, 2025 and 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.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as of June 30, 2025, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994 and other applicable laws and regulations.

Basis for Opinion

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.



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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk if not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

Report on Other Legal and Regulatory Requirements

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

- a) we have obtained all the information and explanation which to the best of our knowledge and believe necessary for the purpose of our audit and made due verification thereof;
- b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of those books; and
- c) the statement of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of account.

Place: Chattogram
Dated: October 08, 2025



A handwritten signature in black ink, appearing to read "G. Paul".

Gobinda Chandra Paul, FCA
Enrolment No. 0282
Partner of
BASU BANERJEE NATH & CO.
Chartered Accountants
DVC: 2510080282AS821952

Statement of Financial Position

As of June 30, 2025

PARTICULARS	NOTES	30-Jun-25 TAKA
ASSETS:		
Non-Current Assets:		
Property, Plant and Equipment	02	43,594,517
Total Non-Current Assets		43,594,517
Current Assets:		
Advance, deposits and prepayments	03	11,898,838
Inventory-Stock of Fuel	04	873,555
Accounts Receivable- ISATL	05	5,945,899
Other Receivable	06	208,000
Cash and Cash Equivalents	07	298,868
Total Current Assets		19,225,161
Total Assets		62,819,678
EQUITY & LIABILITIES:		
Equity		
Issued, subscribed and paid up	08	2,000,000
Revaluation Surplus	09	10,211,961
Retained Earnings	10	(25,019,851)
Total Equity		(12,807,890)
Current liabilities:		
Other Payable	11	4,890,187
Inter Company Transaction with SAPL	12	69,898,103
Provision for Income Tax	17	839,278
Total Current Liabilities		75,627,568
Total Equity and Liabilities		62,819,678

The annexed notes 1 to 17 form an integral part of these financial statements.


Managing Director


Director

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - October 08,2025




Gobinda Chandra Paul, FCA
Enrolment No. 0282
Partner of
BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS
DVC: 2510080282AS821952

Statement of Profit or Loss and Other Comprehensive Income

For the period From July 10,2024 to June 30,2025

PARTICULARS	NOTES	30-Jun-25 TAKA
Service Revenue	13	83,927,754
Less: Operating expenses	14	75,230,649
Gross Profit		8,697,105
Less: Administrative expenses	15	1,297,232
Operating Profit		7,399,873
Less: Financial expenses	16	8,933,254
Profit/ (Loss) before income tax		(1,533,381)
Less: Provision for Income Tax	17	839,278
Net Profit/(Loss) after income tax transferred to retained earnings		(2,372,659)

The annexed notes 1 to 17 form an integral part of these financial statements.



Managing Director



Director

Signed in terms of our annexed report of even date.



Gobinda Chandra Paul, FCA
Enrolment No.0282

Partner of
BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS
DVC: 2510080282AS821952



Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - October 08,2025

Statement of Changes in Equity

As on June 30, 2025

PARTICULARS	Share Capital (Taka)	Revaluation Surplus (Taka)	Retained Earnings (Taka)	Total (Taka)
Balance at July 01, 2024	2,000,000	-	-	2,000,000
Transfer from Container Transport Service Ltd. (As on 10.07.2024)	-	11,285,387	(23,720,618)	(12,435,231)
Net Profit/ (Loss) for the year (From Statement of Profit or Loss Account and other Comprehensive Income)	-	-	(2,372,659)	(2,372,659)
Depreciation on revalued amount		(1,103,661)	1,103,661	
Adjustment on last year downward valuation on fixed asset		30,235	(30,235)	
Balance at June 30, 2025	2,000,000	10,211,961	(25,019,851)	(12,807,890)



Managing Director



Director

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - October 08,2025



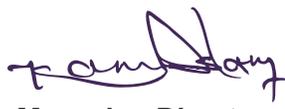

Gobinda Chandra Paul, FCA
Enrolment No.0282

Partner of
BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS
DVC: 2510080282AS821952

Statement of Cash Flows

For the period From July 10,2024 to June 30,2025.

PARTICULARS	30-Jun-25 TAKA
A. CASH FLOW FROM OPERATING ACTIVITIES :	
Cash Received From Customer	89,600,658
Cash Paid to Suppliers and Employees	(75,134,420)
Net Cash Provided From Operating Activities	14,466,238
B. CASH FLOWS FROM INVESTING ACTIVITIES :	
Acquisition of Property, Plant & Equipment	(4,415,194)
Advance, Deposit and Prepayments	(1,853,696)
Net Cash Used in Investing Activities	(6,268,890)
C. CASH FLOWS FROM FINANCING ACTIVITIES :	
Capital issued during the year	2,000,000
Inter Company Transaction	(965,226)
Financial Expenses	(8,933,254)
Net Cash Provided From Financing Activities	(7,898,480)
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	298,868
Cash and Cash Equivalents at Beginning of The Year	-
Cash and Cash Equivalents at End of The Year	298,868


Managing Director


Director

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
 10, Agrabad Commercial Area
 Chattogram-4100
 Date - October 08,2025




Gobinda Chandra Paul, FCA
 Enrolment No.0282
 Partner of
BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS
 DVC: 2510080282AS821952

NOTES TO THE FINANCIAL STATEMENTS, INCLUDING A SUMMARY OF SIGNIFICANT

ACCOUNTING POLICIES

As on June 30, 2025

01. Legal form of the Company:

Container Transport Support Limited, a Private Limited Company, Limited by Shares, was incorporated in Bangladesh on 9th, July 2024 under the Companies Act, 1994. Vide Registration No CH-15904/2024. The Company has started its commercial operation from July 10, 2024. It is a Subsidiary Company of Summit Alliance Port Limited.

01.1. Registered Office & Location of the Company

The registered office of the Company is situated at (OCL Depot) Katghar, North Patenga, Chattogram.

01.2. Activities

The Company was established with the principal objective of carrying business of container carrying by Prime Mover with Trailer and for which purpose to acquire Prime Mover, Trailer, Other necessary vehicles or any equipments and to acquire or purchase land or otherwise and implements as may be required by the Company.

01.3. Authorized Capital

The authorized capital of the company is Tk 5,000,000 divided into 500,000 ordinary shares of Tk 10 each.

01.4. Issued, Subscribed & Paid-Up Capital

The Issued, Subscribed & Paid-Up capital is Tk 2,000,000 divided into 200,000 ordinary shares of Tk 10 each.

01.5. Accounting Convention and Basis:

These accounts have been prepared on a going concern concept under historical cost convention and no inflationary effect has been reflected on the accounts. These statements have been prepared in accordance with applicable accounting standards and were relevant with presentational requirements of the law on mercantile basis.

01.6. General:

- i) Figures in the financial statements have been rounded off to the nearest Taka.
- ii) As this is the first time of audit hence no comparative amount is required.
- iii) Books of accounts are maintained as Mercantile system.

01.7. The Company has followed the following International Accounting Standards (IASs)

- i) IAS 1 - Presentation of Financial Statements.
- ii) IAS 7 - Statement of Cash Flows.
- iii) IAS 8 - Accounting Policies, Changes in Accounting Estimates and Errors.
- iv) IAS 12- Income taxes.



BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS

Tk. 43,594,517

2. Property, Plant and Equipment:

This represents the written down value as on 30-06-2025. Addition of 29 NOS prime movers tk. 1,109,582 against ownerships transfer fee paid to BRTA (Bangladesh Road Transport Authority). Depreciation are charged at normal rates varying from 10% to 20%. Details of the Property, Plant and Equipment are given below:-

PARTICULARS	C O S T						D E P R E C I A T I O N						Written Down Values as on 30.06.2025	Written Down Values as on 30.06.2025	Rate
	Transfer from CTSL (Service) Balance as on 10.07.2024	Transfer from SAPL	Addition during the period	Transfer from CTSL (Service) Revaluation as on 10.07.2024	Total as on 30.06.2025	Transfer from CTSL (Service) Balance as on 10.07.2024	Charged during the period on cost	Charged during the period on revaluation	Total as on 30.06.2025	Revaluation Depreciation Total as on 30.06.2025	Written Down Values as on 30.06.2025	Written Down Values as on 30.06.2025			
	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka			
Computer & Accessories	104,394	-	-	-	104,394	79,394	4,877	-	84,271	-	20,123	-	20,123	20%	
Furniture & Fixtures	117,109	-	-	-	117,109	52,110	6,340	-	58,450	-	58,659	-	58,659	10%	
Air Conditioner	99,528	-	-	-	99,528	39,528	11,704	-	51,232	-	48,296	-	48,296	20%	
Trailers	26,231,802	914,172	-	4,716,585	31,862,559	15,948,387	1,092,148	460,029	17,040,535	460,029	10,105,439	4,256,556	14,361,995	10%	
Prime Movers	58,623,296	2,391,440	1,109,582	6,599,037	68,723,355	36,472,333	2,501,947	643,632	38,974,280	643,632	23,150,038	5,955,405	29,105,443	10%	
Total as of 30.06.2025	85,176,129	3,305,612	1,109,582	11,315,622	100,906,945	52,591,752	3,617,016	1,103,661	56,208,768	1,103,661	33,382,555	10,211,961	43,594,517		

Note 2.01 : Depreciation has been charged for 356 days because the company started its commercial operation from 10 July 2024.

Depreciation Charged to Statement of Comprehensive Income:

	Amount (Tk.)
Operating Expenses	4,697,756
Administrative Expenses	22,920
	<u>4,720,676</u>



		30-Jun-25 Taka
Other Explanatory Information		
03. <u>Advance, Deposits and Prepayments:</u>		
Prepaid Insurance & Renewal Fee		430,199
Advance Income Tax	(Note:03.01)	4,281,740
Advance Against IOU	(Note:03.02)	1,322,557
Security Money	(Note:03.03)	1,760,000
Deferred Expense	(Note:03.04)	4,104,342
03.01 Advance Income Tax	TOTAL TAKA:	11,898,838
Opening		4,080,000
Add: Paid during the year		696,000
		4,776,000
Less: Adjust during the year		494,260
03.02 Advance Against IOU		4,281,740
JM Enterprise for prime mover cabin purchase		1,202,000
Advance for regular operation		120,557
		1,322,557
03.03 Security Money:		
Security Deposite-CPA		760,000
Security Deposite-Freight Forwarder		1,000,000
		1,760,000
03.04 Deferred Expense:		
Tyre		4,104,342
		4,104,342
04. <u>Inventory-Stock of Fuel</u>		
Stock of Diesel in the Prime Mover - SAPL		248,255
Stock of Diesel in the Prime Mover - ISATL		625,300
		873,555
5. <u>Accounts Receivable -ISATL</u>		
Opening (Transfer from Container Transportation Service Ltd)		11,425,814
Add: Paid during the year		116,125,241
		127,551,055
Less: Adjust during the year		121,605,156
		5,945,899
6. <u>Other Receivables:</u>		
Ibrahim		17,000
Raid		48,000
Sakhawat Hossain		15,000
Abdul Hannan		17,000
Jafor		74,000
Didarul Alam		6,000
Other Receivables		31,000
Total		208,000



		30-Jun-25 Taka	
07. <u>Cash and Cash Equivalents:</u>			
Cash in hand		15,498	
Cash at Bank			
Jamuna Bank Limited-CD-A/C No.# 0195		274,961	
Dutch Bangla Bank Limited-CD-A/C No# 7001		8,409	
TOTAL TAKA:		298,868	
08. <u>Share Capital:</u>			
Authorized:			
500,000 Ordinary shares of Taka 10 each		5,000,000	
Issued, subscribed and paid up:			
200,000 Ordinary shares of Taka 10 each (Note.08.01)		2,000,000	
TOTAL TAKA:		2,000,000	
8.01 <u>Share Holding Position:</u>			
The composition of share holders at financial position date were as follows:			
Name of Shareholders	Shares		Face Value Tk.
	Percentage	Number	30.06.2025
Summit Alliance Port Limited	99.50%	199,000	1,990,000
Kamrul Islam Mazumder	0.50%	1,000	10,000
TOTAL :	100%	200,000	2,000,000
09. <u>Revaluation Reserve:</u>			
Opening Balance (Transfer from Container Transportation Service Ltd.)			11,285,387
Adjustment on last year downward valuation on fixed asset			30,235
Depreciation on revalued			11,315,622
			(1,103,661)
			10,211,961
10. <u>Retained Earnings:</u>			
Opening Balance (Transfer from Container Transportation Service Ltd.)			(23,720,618)
Net Profit/ (Loss) for the year			(2,372,659)
Adjustment of downward valuation on fixed asset			(30,235)
Transfer from revaluation reserve			1,103,661
TOTAL TAKA:			(25,019,851)
11. <u>Other Payable:</u>			
Provision for Expenses			178,571
Salary and Allowance Payable			1,500,572
Un-Paid Salary			206,757
Accounts Payable (Note.11.01)			2,841,446
VDS-Others			19,500
AIT- Syed Abbas Ali			10,600
AIT- Others			34,341
TDS- Board Meeting			51,600
VDS- Board Meeting			46,800
TOTAL TAKA:			4,890,187



		30-Jun-25 Taka
11.01	<u>Accounts Payable</u>	
	Data Cliff	13,252
	Ureka Motors	4,760
	Bismillah Automobiles	9,450
	Nahar Mortors	14,300
	Rupali Motors	13,600
	Royle Engineering works	20,700
	Nur Technocracy Center	24,700
	Aldan Tech	77,226
	ACI Motors Limited	730,896
	Parvez Disel Service	32,600
	Zaker Enterprise	49,310
	Allahar Dan Abdullah Eng.Workshop	1,000
	DT Traders Ltd	658,056
	Global Software Architecs	9,405
	Alif Lam Enterprise	49,590
	MD. Jahangir Alam	15,000
	Basu Banerjee Nath & Co.	72,000
	Others	1,045,601
		2,841,446
12.	<u>Inter Company Transaction with SAPL:</u>	
	Opening Balance (Transfer from Container Transportation Service Ltd.)	70,863,329
	Add: Fund received from SAPL during this year	33,686,976
	Lees: Paid to SAPL during the year	34,652,202
	Closing Balance	69,898,103
13.	<u>Service Revenue:</u>	
	Export Transportation	77,272,066
	Import Transportation	4,250,791
	Empty Transportation	2,290,798
	Placement Transportation	114,099
	TOTAL TAKA:	83,927,754
14.	<u>Operating Expenses:</u>	
	Salary & Allowances	15,549,583
	Festival Bonus	861,183
	Trip Allowance	369,099
	Fuel Consumption	42,698,932
	Insurance Premium	387,450
	Repair & Maintenance	9,310,931
	Renewal Fee	1,057,454
	Service Charge For Vehicle Tracking	58,958
	Uniform Expenses	8,100
	Electricity Expenses	6,919
	Ifter Expenses	190,050
	Leave Encashment-Opt	34,234
	Depreciation	4,697,756
	TOTAL TAKA:	75,230,649



		30-Jun-25
		Taka
15. <u>Administrative Expenses:</u>		
Conveyance		88,568
Printing & Stationery		26,471
Medical Expenses		49,515
Entertainment		57,818
Telephone & Mobile Bill		68,978
Audit Fee		69,000
Professional Fee		80,500
Board Meeting Fees		514,800
Bank Charges		69,560
General Expenses		124,597
Travelling Expenses		33,272
Fees & Others		91,233
Depreciation		22,920
TOTAL TAKA:		1,297,232
16. <u>Financial Expenses:(As Per IAS-23)</u>		
Interest on Loan from SAPL		8,933,254
TOTAL TAKA:		8,933,254
17. Provision of income Tax		
Opening Balance (Transfer from Container Transportation Service Ltd.)		494,260
Add.Provision During the year (Note 17.01)		839,278
		1,333,538
Less:Adjust with Advance income tax paid		494,260
		839,278
17.01 Provison for Income Tax duraing the year		
Gross revenue		83,927,755
Minimum tax 1% on Gross revenue		839,278
Advance Tax paid on renewal of fitness		696,000
Which one is higher		839,278


Managing Director


Director





05

Cemcor Ltd
Financial Statements
For the year ended 30 June 2025

Reference No. BBNC/144/2025-2026

Independent Auditor's Report To the Shareholders of CEMCOR LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the (consolidated) financial statements of **CEMCOR LIMITED** ("the Company"), which comprise the (consolidated) Statement of financial position as of June 30, 2025 and the (consolidated) Statement of profit or loss and other comprehensive income, Statement of changes in equity and Statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying (consolidated) financial statements give a true and fair view of the (consolidated) financial position of the Company as of June 30, 2025, and of its (consolidated) financial performance and its (consolidated) cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994 and other applicable laws and regulations.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the (consolidated) 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 ethical requirements that are relevant to our audit of the (consolidated) financial statements in Bangladesh, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the (consolidated) Financial Statements

Management is responsible for the preparation of (consolidated) financial statements that give a true and fair view in accordance with IFRSs, the Companies Act 1994 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of (consolidated) financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the (consolidated) Financial Statements

Our objectives are to obtain reasonable assurance about whether the (consolidated) 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 (consolidated) financial statements.



The image shows a handwritten signature in black ink over a circular purple stamp. The stamp contains the text "Basu Banerjee Nath & Co." around the top edge, "Chittagong" in the center, and "Chartered Accountants" around the bottom edge.

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 (consolidated) 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 if not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the (consolidated) financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

Report on Other Legal and Regulatory Requirements

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

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

Place: Chattogram
Dated: October 07, 2025




Gobinda Chandra Paul, FCA
Enrolment No. 0282
Partner
BASU BANERJEE NATH & CO.
Chartered Accountants
DVC: 2510070282AS408748

Consolidated Statement of Financial Position

As of June 30, 2025

PARTICULARS	NOTES	Consolidated 30.06.2025	WSML 30.06.2025	Cemcor 30.06.2025	Consolidated 30.06.2024	WSML 30.06.2024	Cemcor 30.06.2024
ASSETS AND PROPERTIES:							
		999,975	-	4,999,875	999,975	-	4,999,875
Investment in Subsidiary	06	-	-	4,999,875	-	-	4,999,875
Goodwill	05	999,975	-	-	999,975	-	-
Current Assets		-	-	215,553,599	-	-	215,553,599
Receivable from SAPL		-	-	-	-	-	-
Intercompany Transaction	10	-	-	215,553,599	-	-	215,553,599
Total Assets and Properties		999,975	-	220,553,474	999,975	-	220,553,474
EQUITY AND LIABILITIES:							
Shareholder's Equity							
Issued and Paid up Share Capital	08	175,830,000	4,000,000	175,830,000	175,830,000	4,000,000	175,830,000
Retained Earnings	11	(219,697,349)	(219,553,599)	(143,750)	(219,668,599)	(219,553,599)	(115,000)
Minority Interest		100	-	-	100	-	-
Current Liabilities		44,867,224	215,553,599	44,867,224	44,838,474	215,553,599	44,838,474
Payable to SAPL	12	44,867,224	-	44,867,224	44,838,474	-	44,838,474
Intercompany Transaction		-	215,553,599	-	-	215,553,599	-
Total Equity and Liabilities		999,975	-	220,553,474	999,975	-	220,553,474

The annexed notes 01 to 12 form an integral part of the consolidated statement of financial position.



Managing Director



Director

This is the consolidated statement of financial position to in our separate report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date- October 07,2025




Gobinda Chandra paul, FCA
Enrolment No. 0282
Partner of
BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS
DVC: 2510070282AS408748

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For The Year Ended June 30, 2025

PARTICULARS	NOTES	Consolidated 30-06-2025 TAKA	WSML 30-06-2025 TAKA	Cemcor 30-06-2025 TAKA	Consolidated 30-06-2024 TAKA
Revenue		-	-	-	-
Less: Operating Expenses		-	-	-	-
GROSS PROFIT		-	-	-	-
Less: Administrative & Other Expenses					
Audit Fees		28,750	-	28,750	28,750
Net Profit/(loss) before Tax		(28,750)	-	(28,750)	(28,750)
Provision for Income Tax		-	-	-	-
Net Profit/(loss) after Tax		(28,750)	-	(28,750)	(28,750)
(Transferred to Retained Earnings)					



Managing Director



Director

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date- October 07,2025




Gobinda Chandra paul, FCA
Enrolment No. 0282
Partner of
BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS
DVC: 2510070282AS408748

Consolidated Statement of Changes in Equity

For The Year Ended June 30, 2025

Particulars	Share Capital Tk.	Revaluation Surplus Tk.	Retained Earnings Tk.	Minority Interest Tk.	Total Tk.
Balance as of July 01, 2024	175,830,000	-	(219,668,599)	100	(43,838,499)
Net Profit/(Loss) for the year	-	-	(28,750)	-	(28,750)
Balance as of June 30, 2025	175,830,000	-	(219,697,349)	100	(43,867,249)

Consolidated Statement of Changes in Equity For The Year Ended June 30, 2024

Particulars	Share Capital Tk.	Revaluation Surplus Tk.	Retained Earnings Tk.	Minority Interest Tk.	Total Tk.
Balance as of July 01, 2023	175,830,000	-	(219,639,849)	100	(43,809,749)
Net Profit/(Loss) for the year	-	-	(28,750)	-	(28,750)
Balance as of June 30, 2024	175,830,000	-	(219,668,599)	100	(43,838,499)


Managing Director

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date- October 07, 2025


Director

Signed in terms of our annexed report of even date.



Gobinda Chandra Paul, FCA
Enrolment No. 0282
Partner of
BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS
DVC: 2510070282AS408748

Consolidated Statement of Cash Flows

For The Year Ended June 30, 2025

Particulars	30-06-2025 TAKA	30-06-2024 TAKA
Net Profit	-	-
<u>A. CASH FLOWS FROM OPERATING ACTIVITIES:</u>		
Decrease in the value of advance, deposit and prepayment	-	-
Decrease in the value of other payables	-	-
Increase in the value of receivable from WSML	-	-
Increase in the value of other payables with Cemcor Ltd.	-	-
Adjustment for Items not involving movement of cash	-	-
Depreciation	-	-
Changes in working capital components	-	-
Increase/(Decrease) in provision for tax	-	-
Net cash from Operating Activities	-	-
<u>B. CASH FLOWS FROM INVESTING ACTIVITIES:</u>		
Decrease in the value of property, plant & equipment	-	-
Decrease in the value of capital work in progress	-	-
Net cash used in Investing Activities	-	-
<u>C. CASH FLOWS FROM FINANCING ACTIVITIES:</u>		
Intercompany A/C-SAPL	-	-
Net cash used in Financing Activities	-	-
Net Cash Increase/(Decrease) in Cash & Cash Equivalents for the year (A+B+C)	-	-
Cash and Cash Equivalents at the beginning of the Year	-	-
Cash and Cash Equivalents at the end of the Year	-	-


Managing Director

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date- October 07,2025

Signed in terms of our annexed report of even date.




Director

Gobinda Chandra paul, FCA
Enrolment No. 0282
Partner of
BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS
DVC: 2510070282AS408748

Statement of Financial Position

As of June 30, 2025

Particulars	NOTES	As of 30.06.2025 TAKA	As of 30.06.2024 TAKA
<u>ASSETS AND PROPERTIES:</u>			
Non-Current Assets		4,999,875	4,999,875
Property, Plant and Equipment	3A	=	=
Capital Work in Progress	4A	-	-
Investment in shares (WSML)	09	4,999,875	4,999,875
Current Assets		215,553,599	215,553,599
Receivable from WSML	10	215,553,599	215,553,599
Cash and Cash Equivalents		-	-
Total Assets and Properties		220,553,474	220,553,474
<u>EQUITY AND LIABILITIES:</u>			
Shareholder's Equity		175,686,250	175,715,000
Issued and Paid up Share Capital	08	175,830,000	175,830,000
Retained Earnings	11	(143,750)	(115,000)
Current Liabilities		44,867,224	44,838,474
Payable to SAPL	12	44,867,224	44,838,474
Total Equity and Liabilities		220,553,474	220,553,474

The annexed notes 1 to 12 form an integral part of the consolidated statement of financial position.



Managing Director



Director

This is the consolidated statement of financial position to in our separate report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date- October 07,2025




Gobinda Chandra paul, FCA
Enrolment No. 0282
Partner of
BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS
DVC: 2510070282AS408748

Statement of Profit or Loss and other Comprehensive Income

For The Year Ended June 30, 2025

PARTICULARS	NOTES	30-06-2025	30-06-2024
		TAKA	TAKA
Revenue		-	-
Less: Operating Expenses		-	-
GROSS PROFIT		-	-
Less: Administrative & Other Expenses			
Audit Fees		28,750	28,750
		(28,750)	(28,750)
Less: Financial Expenses		-	-
Net Profit/(loss) before Tax		(28,750)	(28,750)
Provision for Income Tax		-	-
Net Profit/(loss) after Tax		-	-
(Transferred to Retained Earnings)	11A	(28,750)	(28,750)



Managing Director



Director

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date- October 07,2025




Gobinda Chandra paul, FCA
Enrolment No. 0282
Partner of
BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS
DVC: 2510070282AS408748

Statement of Changes in Equity

For The Year Ended June 30, 2025

Particulars	Share Capital Tk.	Revaluation Surplus Tk.	Retained Earnings Tk.	Total Tk.
Balance as of July 01, 2024	175,830,000	-	(115,000)	175,715,000
Net Profit/(Loss) for the year	-	-	(28,750)	(28,750)
Balance as of June 30, 2025	175,830,000	-	(143,750)	175,686,250

Statement of Changes in Equity For The Year Ended June 30, 2024

Particulars	Share Capital Tk.	Revaluation Surplus Tk.	Retained Earnings Tk.	Total Tk.
Balance as of July 01, 2023	175,830,000	-	(86,250)	175,743,750
Net Profit/(Loss) for the year	-	-	(28,750)	(28,750)
Balance as of June 30, 2024	175,830,000	-	(115,000)	175,715,000



Managing Director

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - October 07, 2025



Director



Gobinda Chandra Paul, FCA
Enrolment No. 0282
Partner of
BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS
DVC: 2510070282AS408748

Signed in terms of our annexed report of even date.

Statement of Cash Flows

For The Year Ended June 30, 2025

Particulars	30-06-2025	30-06-2024
	TAKA	TAKA
Net Profit	-	-
<u>A. CASH FLOWS FROM OPERATING ACTIVITIES:</u>		
Decrease in the value of advance, deposit and prepayments	-	-
Increase in the value of receivable from WSML	-	-
Decrease in the value of other payables	-	-
Decrease in provision for tax	-	-
Adjustment for Items not involving movement of cash:	-	-
Depreciation	-	-
Net cash from Operating Activities	-	-
<u>B. CASH FLOWS FROM INVESTING ACTIVITIES:</u>		
Decrease in the value of property, plant & equipment	-	-
Decrease in the value of capital work in progress	-	-
Net cash used in Investing Activities	-	-
<u>C. CASH FLOWS FROM FINANCING ACTIVITIES:</u>		
Loan from SAPL	-	-
Net cash used in Financing Activities	-	-
Net Cash Increase/(Decrease) in Cash & Cash Equivalents for the year (A+B+C)	-	-
Cash and Cash Equivalents at the beginning of the Year	-	-
Cash and Cash Equivalents at the end of the Year	-	-



Managing Director



Director

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date- October 07,2025




Gobinda Chandra paul, FCA
Enrolment No. 0282
Partner of
BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS
DVC: 2510070282AS408748

Notes to the financial statements, Including a summary of significant accounting policies For The Year Ended June 30, 2025.

1. Formation and activities of the entity

Cemcor Limited is a public company limited by shares, incorporated in Bangladesh under the Companies Act, 1994 on 26 February 1998. The company has obtained a Certificate for Commencement of Business from the Registrar of Joint Stock Companies & Firms on the same date. Originally, Cemcor Limited was a joint venture company formed under a Joint Venture Agreement signed between Holder fin B.V. a special purpose subsidiary of Holcim Ltd. of Switzerland and Transcom Ltd. of Bangladesh. Under the said agreement the equity of the company was initially subscribed as to 60% by Holder fin B.V. and 40% by Transcom Ltd. In 2000, Transcom Limited transferred 30% of its shareholdings to Holder fin B.V. and the said ratios changed to 90% for Holder fin B.V. and 10% for Transcom. In early 2001, Holder fin B.V. and Transcom Ltd. sold their holdings to Holcim (Bangladesh) Limited. On 30 April 2001, the company changed its status to that of a private company limited by shares.

On 24th August 2009 the entire shareholdings of Holcim (Bangladesh) Limited (1,758,294 shares of Tk. 100/- each out of 1,758,300 shares) were purchased by Summit Alliance Port Limited (SAPL) and further 2 shares were transferred to SAPL in 2013. At present the shareholdings of the company stands as under

<u>Name of Shareholders</u>	<u>No. of Shares</u>
Summit Alliance Port Ltd.	1,758,296
Muhammed Aziz Khan	1
Syed Ali Jowher Rizvi	1
Syed Yasser Rizvi	1
Azeeza Aziz Khan	1
	<u>1,758,300</u>

The consolidated financial statements as at and for the year ended June 30, 2024 comprise of the company and its subsidiary, Wahid Spinning Mills Limited, the profile of which is given below.

Wahid Spinning Mills Ltd. (WSML) is a subsidiary company of Cemcor Limited. Cemcor Limited holds 39,999 shares out of 40,000 shares. During 2013, all but 4 shares of Cemcor Limited has been acquired by Summit Alliance Port Limited. Subsequently, WSML has also become the subsidiary of SAPL.

The principal activity originally intended for the company was the manufacturer and marketing of cement. But it did not materialize and neither Cemcor nor its subsidiary, WSML is operative. SAPL acquired the Cemcor and through it the WSML, with the purpose of establishing a Riverine port on the 14 acres of contiguous land of both Cemcor Limited and its subsidiary, Wahid Spinning Mills Limited (WSML), situated on the bank of river Dhaleswari in Mukterpur, Munshigonj. The work of development was taken in hand with the financial support from the parent, SAPL. However subsequently for the comfort of the lenders in providing finance for the project, it was mutually agreed between SAPL, Cemcor Limited and WSML that project should be taken over by the ultimate parent, Summit Alliance Port Limited and accordingly the land along with structure developed and facilities so far built was sold to SAPL at mutually agreed price in April 2013. From 01-01-2019 River Terminal has been set up on the said 14 acres of land by the parent company, SAPL.

1.1 Registered Office:

Katghar, North Patenga, Chattogram.



2 Significant Accounting Policies

2.1 Statement of compliance

These financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by Institute of Chartered Accountants of Bangladesh (ICAB). The other regulation to be complied with includes Companies Act 1994; Income Tax Act 2023 and VAT act 1991.

2.2 Basis of Financial statements

These financial statements have been prepared on going concern basis and the elements of Financial Statements have been measured at 'Historical Cost'. Revenues and expenses are recognized on accrual basis in accordance with International Accounting Standards as adopted in Bangladesh.

2.3 Use of estimates and judgements

The preparation of financial statements in conformity with IASs/IFRSs requires management to make judgements, 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.

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

2.4 Property, plant and equipment

Items of property, plant and equipment are initially measured at cost as per IAS: 16 "Property, Plant & Equipment". 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 construction of plants are included in the cost of those plants in compliance with IAS 23: Borrowing Costs. Subsequent cost of replacement of property, plant & equipment is recognized in the carrying amount of the item if it is measured reliably that future economic benefits embodied will flow to the company/group. However the cost of day to day servicing if the assets are recognized in the comprehensive income as and when incurred.

Depreciation is 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:

<u>Name of PPE</u>	<u>Rate of Depreciation (%)</u>
Building	10%
Furniture & Fixtures	10%
Electric equipment	20%
Vehicle	20%
Office equipment	20%

No depreciation is charged on the occupying land & land development.

The company sold its assets to the parent company Summit Alliance Port Limited at a mutually agreed price and presently hold no fixed assets.



2.5 Intangible asset: Goodwill

Intangible asset has been recognized in compliance with IAS 38: Intangible Asset. The intangible asset as booked is the excess cost of investments over value of assets acquired.

2.6 Basis of consolidation

Subsidiaries are the entities controlled by the parent company and are fully consolidated. The accounting policies of subsidiaries have been changed where necessary to align with the policies adopted by the Group. The financial statements of the subsidiary have been consolidated with that of Cemcor Limited in accordance with IAS 27: Consolidated and Separate Financial Statements. Intra-group balances and transactions and any unrealized income and expenses arising from intra-group transactions are eliminated in preparing consolidated financial statements.

2.7 Related party disclosure

As per IAS-24 "Related-Party Disclosures" parties are considered to be related if one of the parties has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions.

<u>Nature of transaction</u>	<u>Name of the Party</u>	<u>Relationship</u>	<u>Amount</u>
Payable (Note-12)	SAPL	Common Directorship	44,867,224
Receivable (Note-10)	WSML	Common Directorship	215,553,599

2.8 Reporting period

3 These Financial Statements cover 12 months starting from 1 July 2024 to 30 June 2025 for twelve months.

General

i) Figures in the financial statements have been rounded off to the nearest Taka.



	Notes	As of 30.06.2025 TAKA	As of 30.06.2024 TAKA
3 Property, Plant and Equipment (Consolidated) (Annexure-A)			
(i) Cost:	3A		
Cemcor Limited		-	-
Wahid Spinning Mills Limited		-	-
(ii) Accumulated Depreciation:	3A		
Cemcor Limited		-	-
Wahid Spinning Mills Limited		-	-
Written Down Value (i) -(ii)		-	-
3A Property, Plant and Equipment (Cemcor Limited) (Annexure-A)			
(i) Cost:	3A		
Opening Balance		-	-
Add: Addition during the year		-	-
Less: Written off Revaluation Value		-	-
Less: Transfer made during the year		-	-
Written Down Value (i) -(ii)		-	-
(ii) Accumulated Depreciation:	3A		
Opening Balance		-	-
Add: Charged for the year		-	-
Less: Transfer made during the year		-	-
Written Down Value (i) -(ii)		-	-
4 Capital Work in Progress (Consolidated):			
Opening Balance		-	-
Add: Addition during the year	4.1	-	-
Less: Development Cost transferred to SAPL		-	-
		-	-
4.1 Capital Work in Progress (Consolidated):			
Add: Addition during the year		-	-
Financial Cost		-	-
Allocation of Revenue Expenses		-	-
Expenses of various construction works		-	-
		-	-
4.A Capital Work in Progress (Cemcor Limited):			
Opening Balance		-	-
Addition during the year	4.A.1	-	-
Less: Development cost transferred to WSML		-	-
Less: Development cost transferred to SAPL		-	-
		-	-
4.A.1 Capital Work in Progress (Cemcor Limited):			
Opening Balance		-	-
Addition during the year		-	-
Financial Cost	4.A.1	-	-
Allocation of Revenue Expenses		-	-
		-	-
		-	-



* All project expenses of 2012 was included in the property, plant and equipment in the statement of financial position of the company for the year 2012. Since the project was under construction; the same has been shown in the capital work in progress in the statement of financial position for the year 2013. In 2013 all work in progress amount was transferred to Summit Alliance Port Limited accounts due to the sale of related land to SAPL.

	Notes	As of 30.06.2025 TAKA	As of 30.06.2024 TAKA
5 Goodwill			
Opening Balance		999,975	999,975
Add: Adjustment for Goodwill		-	-
Closing Balance		999,975	999,975
As per management decision, Cemcor Limited has rearranged and shown separately the value of goodwill of Tk.999,975 in the statement of financial position for the year ended 31 December, 2013. In Financial year 2012 the same was included in revaluation surplus.			
6 Investment in Shares			
Opening Balance		4,999,875	4,999,875
Add: Adjustment for Goodwill		-	-
Closing Balance		4,999,875	4,999,875
7 Retained Earnings (Consolidated):			
Opening Balance		(219,668,599)	(219,639,849)
Add: Profit/(Loss) during the year-Consolidated		(28,750)	(28,750)
Transferred to Capital Work-in-Progress			
Closing Balance		(219,697,349)	(219,668,599)
8 Issued, Subscribed and Paid-Up Capital:			
	Name of Shareholders	No. of Shares	As of 30.06.2025 Taka
			As of 30.06.2024 Taka
	1. Summit Alliance Port Ltd.	1,758,296	175,829,600
	2. Muhammed Aziz Khan	1	100
	3. Syed Ali Jower Rizvi	1	100
	4. Syed Yaser Rizvi	1	100
	5. Azzeza Aziz Khan	1	100
		1,758,300	175,830,000
			175,830,000
9 Investment in Shares to WSML			
Opening Balance		4,999,875	4,999,875
Add: Adjustment for the period		-	-
Closing Balance		4,999,875	4,999,875
10 Receivable from WSML			
Opening Balance		215,553,599	215,553,599
Add: Payment of General Expenses		-	-
Add: Development Cost transferred to WSML		-	-
Add: Payment for opening of bank account		-	-
Less: Transfer to inter company transaction with SAPL		-	-
Closing Balance		215,553,599	215,553,599
11 Retained Earnings (Cemcor Limited):			
Opening Balance		(115,000)	(86,250)
Add: Profit/(Loss) during the year		(28,750)	(28,750)
Transferred to Capital Work-in-Progress (Note-4A.1)		-	-
Closing Balance		(143,750)	(115,000)
12 Payable to SAPL			
Opening Balance		44,838,474	44,809,724
Payable for Audit Fee		28,750	28,750
Closing Balance		44,867,224	44,838,474





**Summit Alliance Port
East Gateway (I)
Pvt. Ltd. (SAPEGIPL)**
Financial Statements
For the year ended 30 June 2025

AUDITOR'S REPORT

TO THE MEMBERS OF SUMMIT ALLIANCE PORT EAST GATEWAY (INDIA) PRIVATE LIMITED

Report of Financial Statements

- 1 We have audited the accompanying financial statements of SUMMIT ALLIANCE PORT EAST GATEWAY (INDIA) PRIVATE LIMITED ("the Company"), which comprise the Balance Sheet for the period from 01/07/2024 to 30/06/2025, the Statements of Profit and Loss Statement for the period ended on that date and summary of significant accounting policies and other explanatory information.

Management's Responsibility for the (standalone) Financial Statements

- 2 The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act 2013 (the Act) with respect to the preparation of these (standalone) financial statements that give a true and fair view of the financial position, financial performances and cash flow of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and applications of appropriate accounting policies, making judgment and estimates that are reasonable and prudent and design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

- 3 Our responsibility is to express an opinion on these (Standalone) financial statements based on our audit.
- 4 We have taken into account the provision of the Act, the accounting and auditing standard and matters which are required to be included in the audit report under the provision of the Act and the Rules made there under.
- 5 We conducted our audit in accordance with the Standards on auditing specified under Section 143(10) of the Act. Those Standards required that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.



6. An audit involves performing procedure to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depends on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting polices used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the (standalone) financial statements.

Opinion

8. In our opinion and to the best of our information and according to the explanation given to us the aforesaid (standalone) financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.
 - (a) In the case of Balance Sheet, of the state of affairs of the Company as at June 30, 2025 and
 - (b) In case of the statement of Profit and Loss of the "Profit" for the year ended on that date.

Report on Other Legal and Regulatory Requirements

9. As required by the Companies (Auditor's Report) Order 2020 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section(11) of Section 143 of the Act, we give in the Annexure A, a statement on the matters specified in paragraph 3 and 4 of the Order.
10. As required by section 143(3) of the Act, we report that.
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - (b) In our opinion proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid (standalone) financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.



- (e) On the basis of written representations received from the directors as on June 30, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on June 30, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rule, 2014, the same are given in "Annexure-A".
- (h) In our opinion and to the best of our information and according to the explanations given to us :-
- (i) The Company does not have any pending litigations which would impact its financial position.
 - (ii) The Company did not have any long-term contracts including derivative contracts for which there was any material foreseeable loss.
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Date: 30.08.2025
Place: Cuttack



FOR SAMANTARAY & Co.
Chartered Accountants
FRN-31155E

A handwritten signature in black ink, followed by the date "30-8-2025" written below it.

(C. S. SAMANTARAY)
Partner
M. No. 051265

Annexure – “A” to Auditors’ Report

Referred to in paragraph 9 of the Independent Auditors, Report of even date to the members of SUMMIT ALLIANCE PORT EAST GATEWAY (INDIA) PRIVATE LIMITED on the standalone financial statements as of and for the year ended June 30, 2025.

- i. a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.

In respect of the Company’s Property, Plant and Equipment and Intangible Assets:

- a. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- b. The Company does not have any intangible assets in its Book of Accounts and thus paragraph (a)(B) of the Order is not applicable.
- The management has carried out physical verification of Property, Plant & Equipment during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- The company does not have any immovable property. Thus, paragraph (c) of the Order is not applicable.
- The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
- No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.)

b) The fixed assets are physically verified by the Management in a phased manner with the programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.

- ii. There is no Inventory since it is a Service Sector Company.
- iii. The Company has not made any investments, granted secured/ unsecured loans/advances in nature of loans, or stood guarantee, or provided security to any parties. Therefore, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company and hence not commented upon.
- iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it, as applicable.
- v. The Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- vi. As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.



- a. According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of goods and service tax, provident fund, employees' state insurance and income tax, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including sales tax, service tax, duty of customs, duty of excise, value added tax, cess, and other material statutory dues, as applicable, with the appropriate authorities.
 - b. According to the information and explanations given to us and the records of the Company examined by us, the particulars of statutory dues referred to in sub-clause (a) as at March 31, 2025.
- vii. As verified from the books and records, the Company has not availed any loan from any Bank/FI. However, the Company has taken loan from its Holding Company Summit Alliance Port Limited, Bangladesh for operation of the business including creation of Fixed Assets. The Company has also taken loan from its Indian Director for day to day operation of the Company. As explained, the loans are interest free.
- viii. According to the information and explanations given to us and the records examined by us, company has disclosed all its transactions of income during the year. As explained by the Management the Company deals with Services of Inland Waterways in association with Inland Waterways Authority of India and the sales turnover matches with that of GST Returns for current FY 2024-25.
- ix. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised money by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- x.
- a. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
 - b. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.
 - c. During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.



- xi. Based upon the audit procedures performed and the information and explanations given by the management, there is no provision towards Directors remuneration and in our opinion the same was well within the provisions of section 197 read with Schedule V to the Companies Act.
- xii. In our opinion the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- xiii. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv. Based upon the audit procedures performed and the information and explanations given by the Management, the Company has not made any preferential allotment or private placement shares or fully or partly convertible debentures during the year under review. Accordingly, the provision of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- xv. Based upon the audit procedures performed and the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provision of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- xvi. In our opinion the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provision of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.
- xvii. The company has not incurred cash losses in the current and in the immediately preceding financial year.
- xviii. There has been no resignation of statutory auditors during the year.
- xix. According to the information and explanations given to us and on the basis of financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which cause us to believe that any material uncertainty exists as on the date of the audit report that the company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however state that this not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance to the discharge of liability within a period of one year from the balance sheet date as and when they fall due.
- xx. In our opinion and according to the information and explanations given to us, schedule VII of Companies Act 2013 is not applicable to this company.

Place: Cuttack
Date: 30.08.2025



For SAMANTARAY & Co.
Chartered Accountants


30.8.2025
(C. S. SAMANTARAY)
Partner
M. No. 051265

“Annexure B” to the Auditor’s Report of even date on the Standalone Financial Statements of SUMMIT ALLIANCE PORT EAST GATEWAY (INDIA) PRIVATE LIMITED

Report on the Internal Financial Control under clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of Summit Alliance Port East Gateway (India) Private Limited. (“the Company”) as of June 30, 2025 in conjunction with our audit of the standalone financial statement of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India”. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of Internal Financial Controls both applicable to an audit of internal financial controls and both issued by the Institute of the Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls, over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and preparation of financial statements for external purpose in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transaction and dispositions of the assets of the company.
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditure of the company are being made only in accordance with authorization of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitation of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at June 30, 2025 based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India"

Date: 30.08.2025
Place: Cuttack



For and on behalf of
SAMANTARAY & Co.
Chartered Accountants

A handwritten signature in black ink, appearing to be "C. S. Samantaray", written over the printed name.

(C. S. SAMANTARAY)

Partner

M. No. 051265

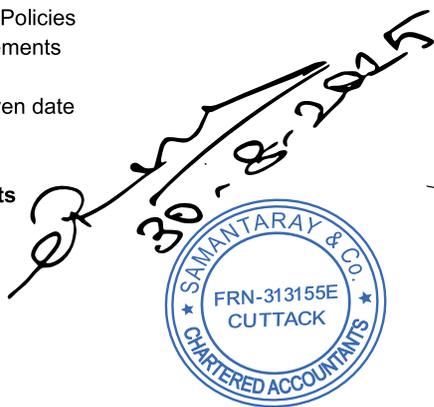
Balance Sheet as on 30th, Jun-2025

	Notes	As on 30.06.2025	As on 30.06.2024
		Amount in INR	Amount in INR
<u>EQUITY AND LIABILITIES</u>			
Shareholders Fund			
Share Capital	1	100,000.00	100,000.00
Reserves & Surplus	2	32,807,766.06	32,346,816.63
Share Application Money Pending Allotment	1.1	-	-
<u>Non-current Liabilities</u>			
Long term Borrowings	3	15,096,888.00	15,096,888.00
Deferred Tax liability (NET)/assets	4	699,716.00	718,966.00
Other Long Term Liabilities			
Long Term Provisions			
<u>Current Liabilities</u>			
Short Term Borrowings	5	-	-
Trade Payable	6	6,972,379.80	2,826,682.81
Other Current Liabilities	7	6,318,041.88	7,243,071.62
Short Term Provisions	8	8,291,529.00	10,801,476.00
Total		70,286,320.74	69,133,901.06
<u>ASSETS</u>			
<u>Fixed Assets</u>			
Tangible Assets	11	20,821,120.84	19,152,606.84
Intangible Assets			
Capital Work In Progress		5,765,157.52	5,175,621.52
Deferred Tax Assets			
Long Term Loans & Advances	9	523,980.15	1,005,099.15
Other Non-Current Assets			
Preiminary Expenses	10	230,478.00	-
Pre-Operative Expenses	12	-	-
<u>Current Aseets</u>			
Current Investments			
Inventores	13	-	-
Trade Receivables	14	10,612,321.55	10,712,847.41
Cash & Cash Equivalent	15	16,662,794.90	22,576,351.95
Short Term Loans & advances	16	1,293,010.40	-
Other Current Aseets	17	14,377,457.38	10,511,374.19
Total		70,286,320.74	69,133,901.06
		-	-

Significant Accounting Policies
Notes on Fiancial Statements

As per our Report of even date
For and on Behalf of
Samantaray & Co.
Chartered Accountants
FRN- 313155E

C. Samantaray, FCA
M.No-051265
Place: Cuttack
Date: 30/08/2025



Summit Alliance Port East Gateway (India) Private Limited

A Chakraborty
Director

[Signature]
Director

Statement of Profit & Loss Account for the period (Jul'24 -- Jun'25)			
INCOME	NOTE	24-25 (Jul - Jun)	23-24 (Jul - Jun)
		Amount in INR	Amount in INR
Revenue from operations	18	57,518,934.49	58,553,750.10
Other Income		350.00	56,712.00
Total Revenue		57,519,284.49	58,610,462.10
EXPENDITURE			
Cost of Power & Fuel	19	7,420,982.00	7,327,469.13
Employee Benefits Expenses	20	9,331,259.00	8,534,055.00
Finance Costs	21	196,558.00	9,031.07
Depreciation & Amortisation Expenses	22	2,448,399.00	1,869,879.03
Other Expenses	23	37,525,195.06	25,397,201.94
Total Expenses		56,922,393.06	43,137,636.17
Operating Profit Before Tax		596,891.43	15,472,825.93
Prior Period Adjustments			
Total Profit before Tax		596,891.43	15,472,825.93
Current Tax		155,192.00	3,876,740.00
Deferred Tax Liability/(Assets)		(19,250.00)	146,199.00
Profits Transferred to Reserve & Surplus		460,949.43	11,449,886.93

Earnings per equity shares of face value of Rs 10Each

Basic and Diluted

N.A

NA

Significant Accounting Policies

Notes on Financial Statements

As Per our Report of even date

For & On behalf of the Board of Directors of

For and on Behalf of

Samantaray & Co.

Summit Alliance Port East Gateway (India) Pvt.Ltd

Chartered Accountants

FRN- 313155E

C. Samantaray. FCA

M.No-051265

Place: Cuttack

Date: 30/08/2025

C. Samantaray
30-8-2025



A. Chakraborty
Director

[Signature]
Director

CASH FLOW STATEMENT

For the year ended on 30 June, 2025

SUMMIT ALLIANCE PORT EAST GATEWAY (INDIA) PRIVATE LIMITED
GARDEN REACH JETTY-2, 20 GARDEN REACH ROAD, KOLKATA, W.B., PIN-700043

PARTICULARS	Figures for the period (current reporting period) from 1st July, 2024 to 30th June 2025		Figures for the period (current reporting period) from 1st July, 2023 to 30th June 2024	
<u>Cash Flow from Operation Activity</u>				
Cash Flow from Operation	596,891		15,472,826	
Add: Depreciation	2,448,399		1,869,879	
Cash Flow from Operation before Working Capital changes	3,045,290		17,342,705	
Less: Decrease in Current Liabilities				
Less: Increase in Current Assets	(5,058,568)		(6,632,758)	
Add: Decrease in Current Assets				
Add: Increase in Current Liabilities	710,720		4,485,667	
Cash Flow from Operation (Before taxation & adjustment to extraordinary item)	(1,302,557)		15,195,614	
Less: Current Tax	155,192		3,876,740	
Less: Income Tax on Divisible Profit		(1,457,749)		11,318,874
Net Cash Inflow from Operation Activity				
<u>Cash Flow from Investment Activity</u>				
Less: Purchase/Revaluation of Fixed Asssets	(4,706,449)		(543,826)	
Add: Decrease in Long Term Liabilities	481,119			
Less: Increase in Preliminary Expenses				
Less: Increase in Long Term Liability		(4,225,330)	(383,990)	(927,816)
Net Cash Foutflow from Investment Activity				
<u>Cash Flow from Finance Activity</u>				
Less: Dividend Paid				
Less: Decrease in Long Term Deposits	(230,478)			
Add: Increase in Long Term Deposit				
Net Cash Flow from Finance Activity		(230,478)		-
Net Increase in Cash & Cash Equivalent				
Opening Cash Balance		22,576,352		12,185,295
Closing Cash and Bank Balance as on 30th June, 2025		16,662,795		22,576,352

Date: 30/08/2025

Place: Cuttack

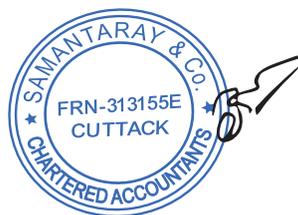
[Handwritten Signature]
30-8-2025



For and on behalf of
 Samantaray & Co.
 Chartered Accountants
 FRN- 313155E

C.S. Samantaray, FCA
 Proprietor
 M.No.-051265

		Amount in INR		
1. SHARE CAPITAL		As at 30th June 2025	As at 30th June 2024	
I. Authorised Share Capital : 10,00,000 equity Share of Rs.10/- each Rs.1,00,00,000/- (Previously 2,50,000 Equity Share Rs. 10 Each)		10,00,000.00	10,00,000.00	
II. Issued ,Subscribed & Paid-up 10,000 equity shares of Rs.10/- each fully paid-up in cash at par (Note- In absence of Reserve Bank of India's Permission amount from two Foreign Companies based Bangladesh could not be received by 31. 03.2018 and hence shown as "Calls in Arrear" in the Asset side of the Balance Sheet under "Other Current Assets".		100,000.00	100,000.00	
TOTAL		100,000.00	100,000.00	
1.1 Advance against Share Application money		-		
1.2 The details of Shareholders holding more than 5 % shares				
Name of the Shareholder	No. of. Shares	As at 30th June 2025 % held	No. of. Shares	As at 30th June 2024 %held
Summit Alliance Port Limited	7380	73.80%	7380	73.80%
Summit Power Limited	2600	26.00%	2600	26.00%
ASHOK CHAKRABORTY	20	0.20%	20	0.20%
TOTAL	10000	100.00%	10000	100.00%
1.3 The Reconciliation of the number of shares outstanding is set out below:				
Particulars	As at 30th June 2025 No. of. Shares		As at 30th June 2024 No. of. Shares	
Equity shares at the beginning of the year	10,000		10,000	
Add Shares issued during the year	Nil		Nil	
Less. Shares Cancelled during the year	Nil		Nil	
Equity shares at the end of the year	10,000		10,000	



2.RESERVES & SURPLUS

The Movement in Reserves and Surplus is set out below:

Profit and Loss Account

Particulars	As at 30th June 2025	As at 30th June 2024
As per Last Balance Sheet	32,346,816.63	20,896,929.70
Add / (Less) : Profit/(Loss) during the year	460,949.43	11,449,886.93
Balance C/f to Balance Sheet	32,807,766.06	32,346,816.63
Capital Reserve	-	
TOTAL	32,807,766.06	32,346,816.63

3. LONG TERM BORROWINGS

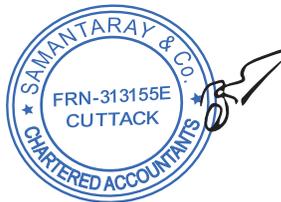
	As at 30th June 2025	As at 30th June 2024
<u>Secured</u>	NIL	NIL
<u>Unsecured</u>		
Loan from Director (Mr. Ashok Chakraborty)	876,800.00	876,800.00
Summit Alliance Port Ltd (Bangladesh)	11,405,088.00	11,405,088.00
West Bay export - Loan	2,815,000.00	2,815,000.00
TOTAL	15,096,888.00	15,096,888.00

4. DEFERRED TAX LIABILITY (NET)

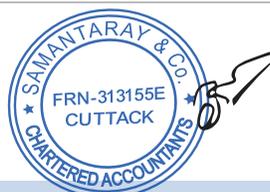
	As at 30th June 2025	As at 30th June 2024
Depreciation as per IT Act	2,374,359.13	2,432,183.40
LESS : Depreciation as per Companies Act	2,448,399.00	1,869,879.03
Difference	(74,039.87)	562,304.37
DEFERRED TAX LIABILITY/ ASSETS	(19,250.00)	146,199.00
Add: Opening	718,966.00	572,767.00
TOTAL	699,716.00	718,966.00



5. SHORT TERM BORROWINGS	As at 30th June 2025	As at 30th June 2024
Secured		
Working Capital Loans	NIL	NIL
TOTAL	-	-
6. TRADE PAYABLES	As at 30th June 2025	As at 30th June 2024
Sundry Creditors:-	6,972,379.80	2,826,682.81
TOTAL	6,972,379.80	2,826,682.81
7. OTHER CURRENT LIABILITIES	As at 30th June 2025	As at 30th June 2024
Expenses payable :-		
Audit Fees Payable	5,000.00	125,000.00
Berthing Charges Payable	(15,000.00)	(15,000.00)
Director Remuneration	-	100,000.00
Provision For Expenses	947,748.34	948,798.00
Professional Tax Payable	3,780.00	3,220.00
Salary Payable	579,300.00	480,009.00
PF & ESI Payable	42,301.00	35,676.00
Security Deposits:-		
APS Container Pvt. Ltd.	221,758.56	221,758.56
Sharanam Real Infra Pvt. Ltd.	200,000.00	200,000.00
Aadarsh Trading Limited - Security Deposit	100,000.00	100,000.00
Aastha Bio-Tech Pvt Ltd - Security Deposit	200,000.00	200,000.00
Orient Export Pvt Ltd - Security Deposit	299,998.00	299,998.00
Rafflesia Trading Pvt Ltd - S/deposit	200,233.00	200,233.00
Riverinn Infra Logistics - S/deposit	200,000.00	200,000.00
Bengal Marine Container Service - S/Deposit	677,500.00	-
Suredata Keeping Systems Pvt Ltd - S/deposit	-	229,203.00
Krishna Traders - S/deposit	300,000.00	300,000.00
Haque Traders - Security Deposit	-	200,000.00
Himatsingka & Co - Security Deposit	100,000.00	100,000.00
IMS Green Infor & Co - Security Deposit	300,000.00	300,000.00
MURALI EXPORT - Security Deposit	300,000.00	300,000.00
Maghavan Enterprise - Security Deposit	-	200,000.00
Srinova Ispat Pvt Ltd - Security Deposit	100,000.00	100,000.00
WINDIESEL Services Pvt Ltd - S/deposit	-	600,000.00
Advance from Customers	744,939.52	763,103.03
TDS Payable	13,503.00	25,737.00
GST Payable	605,449.98	875,575.55
RCM Payable	191,530.48	149,760.48
TOTAL	6,318,041.88	7,243,071.62



8. SHORT TERM PROVISIONS	As at 30th June 2025	As at 30th June 2024
Opening Balance	10,801,476.00	6,924,736.00
Add - current yr. Provision for Income Tax	155,192.00	3,876,740.00
Less - Adjustment of I/Tax Provision	2,665,139.00	
TOTAL	8,291,529.00	10,801,476.00
9. LONG TERM LOANS AND ADVANCES	As at 30th June 2025	As at 30th June 2024
Security Deposit	523,980.15	523,980.15
Advances for Expenses	-	481,119.00
TOTAL	523,980.15	1,005,099.15
10. PRELIMINARY EXPENSES (TO THE EXTENT NOT W/O OR ADJUSTED)	As at 30th June 2025	As at 30th June 2024
Preliminary Expenditure	230,478.00	-
Less: W/O during the year	-	-
TOTAL	230,478.00	-
12. PRE-OPERATIVE EXPENSES	As at 30th June 2025	As at 30th June 2024
Pre-Operative Expense	-	-
Add: During the Year		
Less: W/O during the year	-	-
TOTAL	-	-
13. INVENTORY	As at 30th June 2025	As at 30th June 2024
	NIL	NIL
TOTAL	-	-



14. TRADE RECEIVABLES	As at 30th June 2025	As at 30th June 2024
(Unsecured And Considered Good)		
Over Six Months		
Debt outstanding for a period of less then six months	10,612,321.55	10,712,847.41
TOTAL	10,612,321.55	10,712,847.41
15. CASH AND CASH EQUIVALENTS	As at 30th June 2025	As at 30th June 2024
<i>Balance with Bank</i>		
PNB (353)	10,370,646.50	10,326,623.99
PNB (344)	6,264,279.56	11,936,879.57
<i>Cash In hand</i>	27,868.84	312,848.39
TOTAL	16,662,794.90	22,576,351.95
16. SHORT TERM LOANS AND ADVANCES	As at 30th June 2025	As at 30th June 2024
(Unsecured and Considered Good)		
Advances for Expenses	1,293,010.40	-
TOTAL	1,293,010.40	-
17. OTHER CURRENT ASSETS	As at 30th June 2025	As at 30th June 2024
Advance to Parties	-	2,533,139.40
GST Input Receivables	1,952,883.38	1,905,195.79
TDS Receivables	3,486,569.00	2,494,966.00
TCS Receivables	15,087.00	15,087.00
Advance INCOME Tax	3,355,000.00	2,155,000.00
Prepaid Expenses	57,393.00	68,418.00
Salary Advance	76,750.00	156,750.00
PNB - Term Deposit	5,000,000.00	-
Sai India Overseas (Vendor) / Security Deposit	70,000.00	70,000.00
Advance Insurance Premium	209,735.00	94,338.00
PMGKY SCHEME A/C	31,248.00	31,248.00
Rep / Maintenance - GR-II & BISN Compressor (DEFERRED)	122,792.00	987,232.00
	14,377,457.38	10,511,374.19

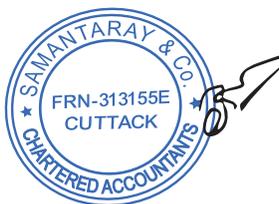


Notes : on Financial Statements for the period ended 30th, Jun,2025

18. REVENUE FROM OPERATIONS	Jul'24 - Jun'25	Jul'23 - Jun'24
Fuel Bunkering Charges	18,960.00	16,440.00
Berthing Charges	4,851,000.00	10,158,000.00
BUS Entry charges	158,450.00	
Handling Charges (Fly Ash)	26,213,657.80	
Handling Charges (Container)	1,210,650.00	28,196,081.51
Handling Charges (Coal)	344,864.00	
Cargo handling charges (Ohters)	4,912,516.56	
Storage chages - container	648,915.00	-
Storage chages - EXEMPTED ITEMS	5,365.57	
Storage chages - OTHERS ITEMS	1,053,226.40	
Terminal charges (container)		-
Terminal charges (Export service)		-
Mooring/Berthing Assistance Charges	1,120,000.00	1,341,500.00
Terminal Charges (Loading & Unloading)	13,404,929.16	14,563,290.42
Storage Charges (Exempted Items)		
Storage Charges (Coal)		1,808,331.17
Storage Charges (Others)		
Water supply charges	36,000.00	32,100.00
Others Scrap Sales		21,857.00
Truck Entry Charges	1,919,900.00	1,073,450.00
Truck Weighment Charges	1,620,500.00	1,342,700.00
TOTAL	57,518,934.49	58,553,750.10
19. COST OF MATERIALS CONSUMED	Jul'24 - Jun'25	Jul'23 - Jun'24
Power & Fuel	7,420,982.00	7,327,469.13
TOTAL	7,420,982.00	7,327,469.13
20. EMPLOYEE COST	Jul'24 - Jun'25	Jul'23 - Jun'24
Salary, Allowances & Benefits	7,347,325.00	6,595,847.00
Director Remuneration	1,320,000.00	1,320,000.00
Bonus & Festival Allownces	663,934.00	618,208.00
TOTAL	9,331,259.00	8,534,055.00
21. FINANCIAL COSTS	Jul'24 - Jun'25	Jul'23 - Jun'24
Interest / Penalty / Fines	196,558.00	9,031.07
TOTAL	196,558.00	9,031.07
22. DEPRECIATION AND AMORTISATION	Jul'24 - Jun'25	Jul'23 - Jun'24
Depreciation	2,448,399.00	1,869,879.03
Preliminary Expenses W/o during the year	-	-
TOTAL	2,448,399.00	1,869,879.03



23. OTHER EXPENSES	Jul'24 -Jun'25	Jul'23 - Jun'24
AMC Charges	83,351.00	42,129.00
Audit Expenses	14,773.00	60,932.00
Audit Fees	60,000.00	60,000.00
Bank Charges	7,015.33	-
Bad Debts Written /Off (Old Debtors)	-	1,768,579.00
Berthing Charges (Expenses)	5,019,350.00	7,725,000.00
Books & periodicals	1,091.00	-
Conference / Promotional / Delegate Visit Exp	93,967.00	113,268.00
Cargo Handling Charges	3,325,315.40	113,000.00
CAB hire charges	881.00	-
Company Professional Tax	-	10,000.00
Delivery charges	4,480.00	-
Donation & Subscription	5,000.00	15,000.00
Fooding / Entertainment Expenses	56,763.00	99,665.00
Fly Ash pipe purchase / Maintenance exp	498,850.00	-
GR-II Gardening Exp	2,340.00	-
GR-I Dredging Exp	496,290.00	-
Hiring Charges (Pontoon) & CRANE	432,600.00	-
Internet & Telecommunication Exp	225,967.18	194,596.00
Interest on FD	(166,438.00)	-
Jetty Cleaning Expenses	-	119,195.00
Loading & Unloading / local Conveyance / Freight	5,860.00	-
Misc. other Office Expenses	-	115,853.44
Office Tea & Refreshment Exp	24,950.00	-
Office Maintenance / Exp	39,784.00	50,023.84
Out of Pocket Exp (B.D.Officials)	48,400.00	-
PF & ESIC Employer contribution	608,397.00	501,719.00
Postage & Couriour	2,310.00	5,248.00
Printing & Stationery	51,131.00	55,864.00
Pollution control exp	-	14,550.00
Legal / Professional charges / Fees	663,300.00	520,284.00
Registration & Renewal Charges	-	28,303.00
Repair & Maintenance	2,351,527.12	2,891,117.66
REVENUE SHAREING EXP (IWAI)	14,531,199.00	-
ROC Filing Fees	-	174,000.00
Renewal Charges	20,202.58	-
Staff Welfare Expenses	-	351,081.00
Safety Exp :	-	2,620.00
Security Charges	6,917,796.00	7,203,226.00
Software Development / Maintenance charges	2,000.00	-
Sundry Balance(Write Back)	(2,419.00)	-
Tools / Consumables / Spare-Parts	13,069.00	6,357.00
Travelling Exp : BD Officials	160,906.00	217,025.00
Trade Discount	1,194,610.00	-
Vehicle / Car Repairing - Running exp	94,482.45	-
Mineral / Municipal Water Exp	61,622.00	155,058.00
Weighment Expenses	142,825.00	85,407.00
Rent, Rate & Taxes	-	63,818.00
Consumables	-	942,635.00
Insurance Premium - GR Jetty	424,603.00	1,056,848.00
Insurance Premium - Office Car	7,044.00	-
Hiring Charges	-	634,800.00
TOTAL	37,525,195.06	25,397,201.94



SUMMIT ALLIANCE PORT EAST GATEWAY (INDIA) PRIVATE LIMITED

GARDEN REACH JETTY-2, 20 GARDEN REACH ROAD, KOLKATA, W.B. , PIN-700443

11. FIXED ASSETS

(a) Tangible Assets

Particulars	Rate	GROSS BLOCK			DEPRECIATION				NET BLOCK			
		As at	Addition	Deletion / Adjustment	As at	Dep up to	DEP ON ORIGINAL COST	Dep on addition	Dep for the period	Total Dep upto	As at	As at
		30.06.2024	During The Year	During The Year	30.06.2025	30.06.2024	(01.07.24 - 30.06.25)	30.06.2025	30.06.2025	30.06.2024	30.06.2025	
Land		-	-	-	-	-	-	-	-	-	-	-
Building & Civil Construction	3.17	3,776,634.76	2,768,550.00		6,545,184.76	417,949.00	119,719.00	66,024.00	185,743.00	603,692.00	3,358,685.76	5,941,492.76
Plant & Machinery	9.50	14,354,062.32	1,105,932.00		15,459,994.32	3,474,647.00	1,363,636.00	92,398.00	1,456,034.00	4,930,681.00	10,879,415.32	10,529,313.32
Furniture & Fittings	9.50	596,374.49	43,500.00		639,874.49	127,801.00	56,656.00	2,731.00	59,387.00	187,188.00	468,573.49	452,686.49
Electrical Equipment	9.50	5,275,196.00	34,000.00		5,309,196.00	1,402,000.00	501,144.00	2,653.00	503,797.00	1,905,797.00	3,873,196.00	3,403,399.00
Motor Vehicle	9.50	1,008,823.60	5,150.00		1,013,973.60	812,199.00	95,838.00	460.00	96,298.00	908,497.00	196,624.60	105,476.60
Office Equipments	19.00	463,829.93	159,781.00		623,610.93	230,260.00	88,128.00	18,356.00	106,484.00	336,744.00	233,569.93	286,866.93
Computer & Peripherals	7.31	556,172.83	-		556,172.83	413,631.09	40,656.00	-	40,656.00	454,287.09	142,541.74	101,885.74
Grand Total		26,031,093.93	4,116,913.00	-	30,148,006.93	6,878,487.09	2,265,777.00	182,622.00	2,448,399.00	9,326,886.09	19,152,606.84	20,821,120.84
Previous Year		-	-	-	-	-	-	-	-	-	-	-
(a) Intangible Assets		-	-	-	-	-	-	-	-	-	-	-
(b) Capital work in progress		5,175,621.52	589,536.00	-	5,765,157.52						5,175,621.52	5,765,157.52
© Prior Year's Adjustment												



SUMMIT ALLIANCE PORT EAST GATEWAY (INDIA) PRIVATE LIMITED
GARDEN REACH JETTY-2, 20 GARDEN REACH ROAD, KOLKATA, W.B. , PIN-700043

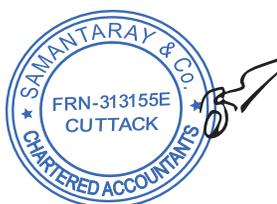
DEPRECIATION SCHEDULE AS PER INCOME TAX ACT

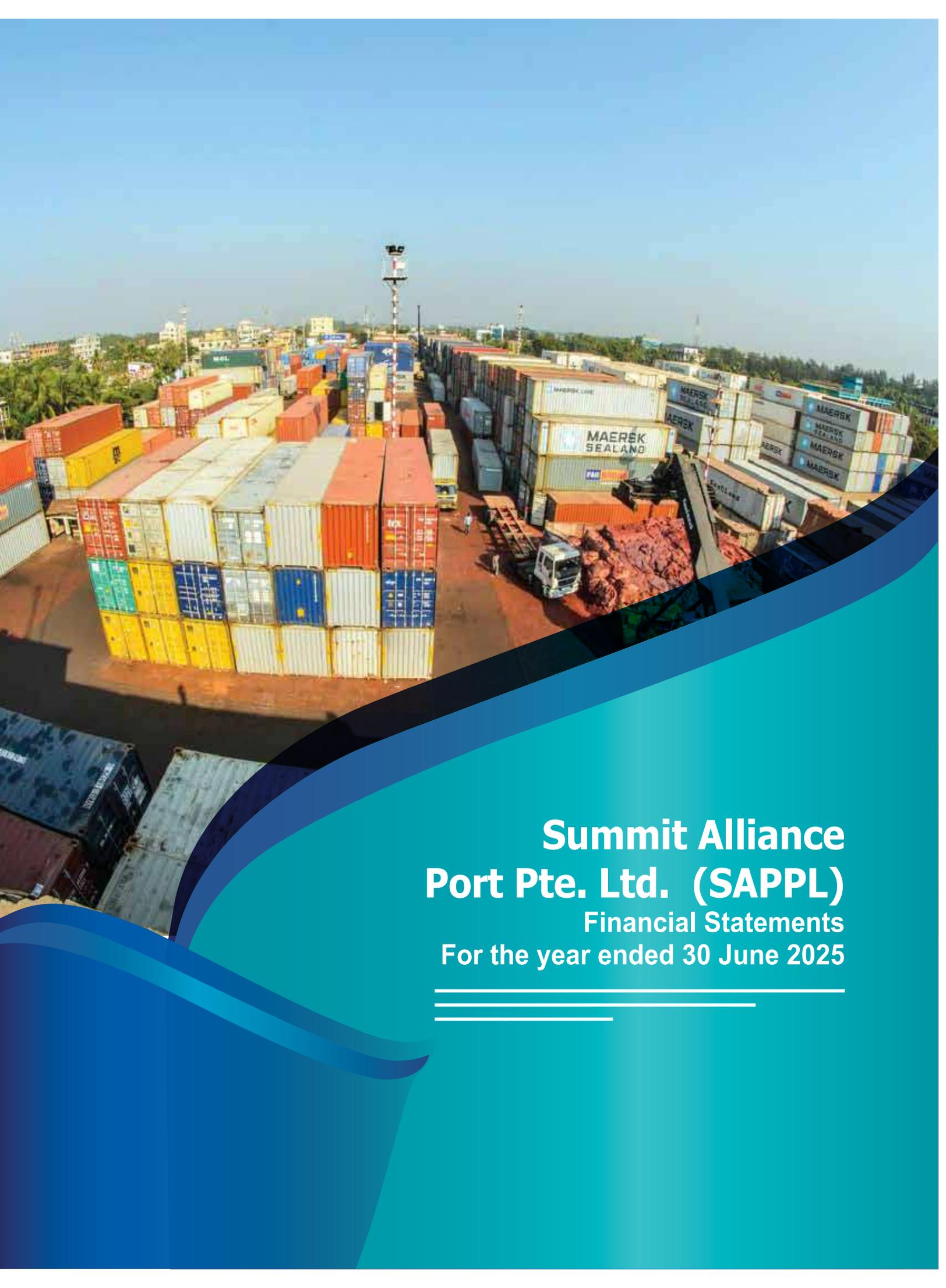
Particulars	Rate of Dep	Gross Block			Depreciation			Net Block As at 30-06-2025	
		As at 30.06.2024	Deletion / Adjustment	Addition	As at 30-06-2025	Depreciation	Dep. on Addition		Total
Land	0%	-	-	-	-	-	-	-	
Building & Civil Construction	5%	3,259,427.83	-	2,768,550.00	6,027,977.83	162,971.39	122,964.00	285,935.39	5,742,042.44
Plant & Machinery	15%	7,868,190.95	-	1,105,932.00	8,974,122.95	1,180,228.64	165,890.00	1,346,118.64	7,628,004.31
Furniture & Fittings	10%	469,497.56	-	43,500.00	512,997.56	46,949.76	3,475.00	50,424.76	462,572.80
Electrical Equipment	15%	3,325,770.60	-	34,000.00	3,359,770.60	498,865.59	5,100.00	503,965.59	2,855,805.01
Motor Vehicle	15%	450,811.17	-	5,150.00	455,961.17	67,621.68	773.00	68,394.68	387,566.49
Office Equipments	15%	302,124.72	-	159,781.00	461,905.72	45,318.71	14,789.00	60,107.71	401,798.01
Computer & Peripherals	40%	148,530.92	-	-	148,530.92	59,412.37	-	59,412.37	89,118.55
Total		15,824,353.75	-	4,116,913.00	19,941,266.75	2,061,368.13	312,991.00	2,374,359.13	17,566,907.62



List of " SUNDRY CREDITOR " as on - 30.06.2025

NAME	PARTY
AHELI Management Services	544,159.24
APS Container Pvt Ltd (CR)	250,054.00
Capricorn Identity Services Private Limited	1,650.00
Chayan Mukherjee	2,745.00
G.Logistics (Creditor)	709,064.00
Inland Waterways Authority of India	4,492,874.00
JMD Enterprise	376,248.00
Om Enterprise	2,851.00
Paragon Logistics & Infra Services (Creditor)	32,169.00
Perfect Lifters & Movers	11,136.00
PSIS Security & Management Services Pvt.Ltd.	292,902.56
Sharma Furniture	28,119.00
Shristi Event & Promotions	83,000.00
Smartpower Automation Pvt Ltd	144,882.00
Vodafone Idea Limited	526.00
	6,972,379.80





**Summit Alliance
Port Pte. Ltd. (SAPPL)**
Financial Statements
For the year ended 30 June 2025

UN-AUDITED STATEMENT OF FINANCIAL POSITION

AS OF JUNE 30,2025

Particulars	Notes	JUNE 30,2025	JUNE 30,2025	JUNE 30,2024	JUNE 30,2024
		SGD	Tk.	SGD	Tk.
Assets:					
Non-current assets:					
Property, plant & equipment					
Current assets:					
Other Receivables		8,100	704,700	8,100	704,700
Cash and cash equivalents		9,584	832,893	9,700	843,897
		17,684	1,537,593	17,800	1,548,597
Total assets		17,684	1,537,593	17,800	1,548,597
Equity & Liabilities:					
Shareholders Equity					
Share capital		1	62	1	62
Retained earnings		(317,936)	(27,661,340)	(317,820)	(27,650,336)
		(317,935)	(27,661,278)	(317,819)	(27,650,274)
Current Liabilities					
Other payables		-	-	-	-
Payable to holding company		333,326	28,999,390	333,326	28,999,390
Income Tax Payable		2,293	199,481	2,293	199,481
		335,619	29,198,871	335,619	29,198,871
Total Equity & Liabilities		17,684	1,537,593	17,800	1,548,597



Hassan Imam Patwary
Executive Director & CFO

Hassan Imam Patwary, FCA
Executive Director
Finance & Accounts
Summit Alliance Port Limited

UN-AUDITED STATEMENT OF COMPREHENSIVE INCOME

AS OF JUNE 30, 2025

Particulars	Note	JUNE 30, 2025		JUNE 30, 2024	
		SGD	Tk.	SGD	Tk.
<u>Revenue</u>					
Gain in exchange		-	-	-	1,409,130
Service Fee		-	-	16,200	1,409,130
		-	-	16,197	
<u>Cost and Expenses</u>					
Other expenses		116	11,004	10,292	895,381
Total Expenditure		116	11,004	10,292	895,381
Net Profit/(Loss)		(116)	(11,004)	5,908	514,019
Income tax expense		-	-	2,293	199,481
Total comprehensive loss for the year		(116)	(11,004)	3,615	314,538



Hassan Imam Patwary
Executive Director & CFO

Hassan Imam Patwary, FCA
Executive Director
Finance & Accounts
Summit Alliance Port Limited

UN-AUDITED STATEMENT OF CASH FLOWS

AS OF JUNE 30, 2025

PARTICULARS	JUNE 30, 2025		JUNE 30, 2024	
	SGD	Tk.	SGD	Tk.
A. CASH FLOW FROM OPERATING ACTIVITIES :				
Cash received from customers and others	-	-	15,962	1,464,127
Cash paid to suppliers and employees	(116)	(11,004)	(9,279)	(807,305)
Net Cash Provided From Operating Activities	(116)	(11,004)	6,683	656,822
B. CASH FLOWS FROM INVESTING ACTIVITIES :				
Net Cash Used in Investing Activities	-	-	-	-
C. CASH FLOWS FROM FINANCING ACTIVITIES :				
Advance from holding company	-	-	-	-
Net Cash Provided From Financing Activities	-	-	-	-
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(116)	(11,004)	6,683	656,822
Cash and Cash Equivalents at Beginning of The Year	9,700	843,897	3,017	187,075
Cash and Cash Equivalents at End of The Year	9,584	832,955	9,700	843,897



Hassan Imam Patwary
Executive Director & CFO

Hassan Imam Patwary, FCA
Executive Director
Finance & Accounts
Summit Alliance Port Limited

UN-AUDITED STATEMENT OF CHANGES IN EQUITY

AS OF JUNE 30, 2025

PARTICULARS	Share Capital		Share Capital	Retained Earnings		Retained Earnings(Loss)	Total	
	SGD	Tk.		SGD	Tk.		SGD	Tk.
Balance as on 01.7.2024	1	62		(317,820)	(27,650,336)		(317,819)	(27,650,274)
Net Loss for the year				(116)	(11,004)		(116)	(11,004)
							-	-
Balance as on 30.6.2025	1	62		(317,936)	(27,661,340)		(317,935)	(27,661,278)

AS OF JUNE 30, 2024

PARTICULARS	Share capital		Share capital	Retained Earnings		Retained Earnings(Loss)	Total	
	SGD	Tk.		SGD	Tk.		SGD	Tk.
Balance as on 01.7.2023	1	62		(348,199)	(21,588,351)		(348,198)	(21,588,289)
Net Loss for the year				3,615	314,538		3,615	314,538
Adjustment for Exchange loss in Retained Earnings-SAPPL				(73,293)	(6,376,523)		(73,293)	(6,376,523)
Balance as on 30.6.2024	1	62		(317,820)	(27,650,336)		(317,819)	(27,650,274)



Hassan Imam Patwary
Executive Director & CFO

Hassan Imam Patwary, FCA
Executive Director
Finance & Accounts
Summit Alliance Port Limited





SUMMIT ALLIANCE PORT LIMITED

Corporate Office: The Alliance Building, 63 Pragati Sarani, Baridhara, Dhaka-1212
Registered Office: Katghar, South Patenga, Chittagong- 4204.

PROXY FORM

I/We _____ of _____
_____ being a member of Summit Alliance Port Limited do hereby appoint Mr./Ms. _____ of _____ as my/our PROXY to participate and vote on my/our behalf, at the **21st Annual General Meeting of the Company to be held on Tuesday, the December 23, 2025 at 11.30 AM (Dhaka Time)** virtually by using digital platform pursuant to the Notification No. SEC/SRMIC/94-231/25 dated 8th July 2020, SEC/SRMIC/94-231/91 dated 31st March 2021, BSEC/Admin/41:00/1995(Part-14)-938 dated 3rd August 2022 & BSEC/ICAD/SRIC/2024/318/87 dated 27th March 2024 issued by the Bangladesh Securities and Exchange Commission (BSEC) through the following link <https://sapl.bdvirtualagm.com> and at any adjournment thereof.

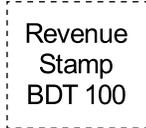
Signed this _____ day of _____ 2025.

.....
Signature of the Member (s)

.....
Signature of the PROXY

Number of Shares held

BO ID No.																				
-----------	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--



Note:

- The proxy Form duly filled, signed and stamped at BDT 100 must be sent through email to Summit Alliance Port Limited Share Office at share.team@saplbd.com no letter than 48 hours before commencement of the AGM
- Signature of the member(s) must be in accordance with the Specimen Signature recorded with the Company

Signature Verified by

.....
Authorized Signatory of the Company

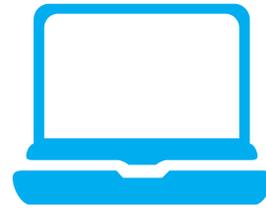
Virtual Meeting Logistics



Date
Tuesday, 23 December 2025



Time
11.30 AM, Dhaka Time

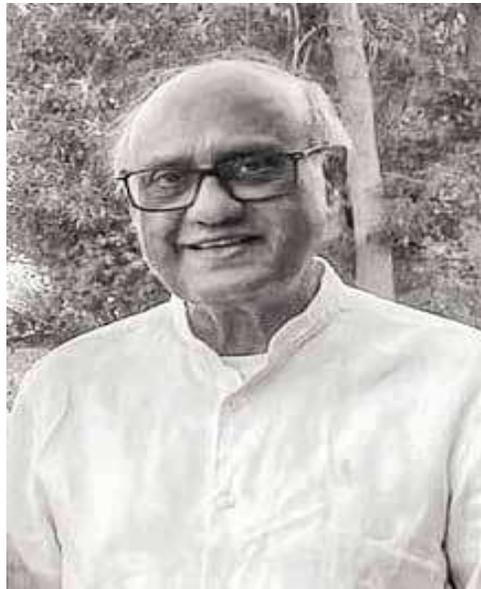


Live Webcast
<https://sapl.bdvirtualagm.com>

In Loving Memory of

Mr. Syed Fazlul Haque, FCA

Director of Summit Alliance Port Limited



(1946 - 2025)

With profound sadness, the entire organization of Summit Alliance Port Limited mourns the passing of our esteemed colleague and Director, **Mr. Syed Fazlul Haque.**

Mr. Haque's indelible legacy began with Summit Alliance Port Limited when he joined the company on **January 1, 2005.** For over two decades, he was a pillar of the organization, notably serving as the **Head of Finance and Corporate Affairs.** Mr. Haque was the **first Chief Financial Officer and Company Secretary** of Summit Alliance Port Limited. His transition to a **Non-Executive Director** in 2019 continued his deep commitment to guiding the company's success.

A renowned **Senior Chartered Accountant** of the country, Mr. Haque was a **visionary leader** whose counsel was always defined by his exceptional **financial acumen** and deep **wisdom.** He not only shaped our financial landscape but also contributed significantly to the nation's business environment, serving as a respected Committee member for the Metropolitan Chamber of Commerce & Industries, Foreign Chamber of Commerce & Industries, and the Bangladesh Employers Federation.

Mr. Haque's professionalism, warmth, and enduring spirit will be deeply missed by his fellow Directors and every member of the Summit Alliance Port Limited family. We extend our sincerest condolences to his family and loved ones. His contributions will forever remain a part of our organizational foundation.

The Entire Organization of Summit Alliance Port Limited



CORPORATE OFFICE

The Alliance Building
63 Pragati Sarani, Baridhara, Dhaka-1212, Bangladesh
Telephone: +88-02-55048284-6
Fax: +88-02-55048367, 55048450
Email: info@saplbld.com

HEAD OFFICE & OFF-DOCK

Katghar, South Patenga, Chattogram - 4204
Telephone: +88 02 333300067, +88 02 333300070-1

MUKTARPUR TERMINAL

West Muktarpur
(Near 6th China-Bangladesh Friendship Bridge)
Panchashar, Munshiganj-1500
Cell: 01974084485, 01937400368

www.saplbld.com