

পুঁজিবাজারে বিনিয়োগ ঝুঁকিপূর্ণ। জেনে ও বুঝে বিনিয়োগ করুন।

**“Investment in capital market involves certain degree of risks. The investors are required to read the prospectus and risk factors carefully, assess their own financial conditions and risk taking ability before making their investment decisions.”**

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## PROSPECTUS

**Name of Issuer:**



**Intraco Refueling Station Limited**

**Name of Issue Managers:**



**AFC Capital Limited**

**&**



**Asian Tiger Capital Partners Investments Limited**

(a) **Preliminary Information and Declarations:**

- (i) **Name(s), address(s), telephone number(s), web address(s), e-mail(s), fax number(s) and contact persons of the issuer, issue manager(s), underwriter(s), auditors, credit rating company and valuer, where applicable;**

<b>Issuer</b>		
<b>Name &amp; Address</b>	<b>Telephone &amp; Fax Number, E-mail, Web Address</b>	<b>Contact Person</b>
<b>Intraco Refueling Station Limited (IRSL)</b> House No. # 40, Block # J, Pragati Sarani, Baridhara, P.S- Vatara, Dhaka-1212.	Tel: +88-02-9863383, 8833854 Fax: +88-02-8819921 Email: info@intracorefueling.com Web: www.intracorefueling.com	<b>G M Salahuddin</b> Company Secretary
<b>Issue Managers</b>		
<b>Name &amp; Address</b>	<b>Telephone &amp; Fax Number, E-mail, Web Address</b>	<b>Contact Person</b>
<b>AFC Capital Limited</b> Saiham Sky View Tower (11 <sup>th</sup> Floor), 45 Bijoy Nagar, Dhaka-1000.	Tel: +88-02-8392371 Fax: +88-02-8392372 Email: capital.afc@gmail.com Web: www.afccl.asia	<b>Mahbub H. Mazumdar FCMA</b> Chief Executive
<b>Asian Tiger Capital Partners Investments Limited</b> Youth Centre, Plot-42 (5 <sup>th</sup> Floor), Road- 1, Block -A, Niketon, Gulshan, Dhaka -1212.	Tel: +88-02-9898439 Fax: +88-02-9898439 E-mail: samsul.haque@at-capital.com Web: www.at-capital.com	<b>Mohammad Samsul Haque, ACS</b> Managing Director
<b>Underwriters</b>		
<b>Name &amp; Address</b>	<b>Telephone &amp; Fax Number, E-mail, Web Address</b>	<b>Contact Person</b>
<b>AFC Capital Limited</b> Saiham Sky View Tower (11 <sup>th</sup> Floor), 45 Bijoy Nagar, Dhaka-1000.	Tel: +88-02-8392371 Fax: +88-02-8392372 Email: capital.afc@gmail.com Web: www.afccl.asia	<b>Mahbub H. Mazumdar FCMA</b> Chief Executive
<b>EBL Investments Limited</b> 59 Motijheel C/A, 1 <sup>st</sup> Floor, Dhaka-1000.	Tel: +88-02-47112659 Fax: +88-02-47111218 E-mail: pankaj@eblinvestments.com Web: www.eblinvestments.com	<b>Pankaj Kumar Mastuddi</b> Head of Primary Market Operations
<b>Swadesh Investment Management Limited</b> Suite 01, Level 11, Unique Trade Center, 8 Panthapath, Karwan Bazar, Dhaka-1215.	Tel: +88-02-58151366 Fax: +88-02-58157544 Email: mamunahmed@msn.com Web: www.swadesh.com.bd	<b>Mamun Ahmed</b> Managing Director

<b>Auditor</b>		
<b>Name &amp; Address</b>	<b>Telephone &amp; Fax Number, E-mail, Web Address</b>	<b>Contact Person</b>
<b>Mahfel Huq &amp; Co.</b> Chartered Accountants BGIC Tower (4 <sup>th</sup> Floor), 34 Topkhana Road Dhaka-1000.	Tel: +88-02-9553143, +88-02-9581786 Fax: +88-02-9571005 E-mail: mh@mahfelhuq.com Web: www.mahfelhuq.com	<b>Abdul Kayum Akhunjee</b> Manager

The Company has no involvement with Credit Rating Company and Valuer.

(ii) A person interested to get a prospectus may obtain from the issuer and the issue managers.

(iii) **“If you have any query about this document, you may consult the issuer, issue manager and underwriter”**

**(iv) "CONSENT OF THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION HAS BEEN OBTAINED TO THE ISSUE OR OFFER OF THESE SECURITIES UNDER THE SECURITIES AND EXCHANGE ORDINANCE, 1969, AND THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION (PUBLIC ISSUE) RULES, 2015. IT MUST BE DISTINCTLY UNDERSTOOD THAT IN GIVING THIS CONSENT THE COMMISSION DOES NOT TAKE ANY RESPONSIBILITY FOR THE FINANCIAL SOUNDNESS OF THE ISSUER COMPANY, ANY OF ITS PROJECTS OR THE ISSUE PRICE OF ITS SECURITIES OR FOR THE CORRECTNESS OF ANY OF THE STATEMENTS MADE OR OPINION EXPRESSED WITH REGARD TO THEM. SUCH RESPONSIBILITY LIES WITH THE ISSUER, ITS DIRECTORS, CHIEF EXECUTIVE OFFICER, MANAGING DIRECTOR, CHIEF FINANCIAL OFFICER, COMPANY SECRETARY, ISSUE MANAGER, ISSUE MANAGER'S CHIEF EXECUTIVE OFFICER, UNDERWRITERS, AUDITOR(S), VALUER AND/OR CREDIT RATING COMPANY (IF ANY)."**

**(v) 'Risks in relation to the First Issue'**

**"This being the first issue of the issuer, there has been no formal market for the securities of the issuer. The face value of the securities is Tk. 10.00 (Ten) and the issue price is Tk. 10.00(Ten) each i.e. the face value. The issue price has been determined and justified by the issuer and the issue managers as stated under the paragraph on "justification of issue price" should not be taken to be indicative of the market price of the securities after listing. No assurance can be given regarding an active or sustained trading of the securities or the price after listing."**

**(vi) 'General Risk'**

**"Investment in securities involves a degree of risk and investors should not invest any funds in this offer unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this offer. For taking an investment decision, investors must rely on their own examination of the issuer and the offer including the risks involved. The securities have not been recommended by the Bangladesh Securities and Exchange Commission (BSEC) nor does BSEC guarantee the accuracy or adequacy of this document. Specific attention of investors is invited to the statement of 'risk factors' given on page number(s) 144-152"**

**(vii) 'Intraco Refueling Station Limited's Absolute Responsibility'**

**"The issuer, having made all reasonable inquiries, accepts responsibility for and confirms that this prospectus contains all material information with regard to the issuer and the issue, that the information contained in the prospectus are true, fair and correct in all material aspects and are not misleading in any respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect."**



(b) **Availability of Prospectus**

- (i) **Names, addresses, telephone numbers, fax numbers, website addresses and e-mail addresses and names of contact persons of the institutions where the prospectus and abridged version of prospectus are available in hard and soft forms;**

The Prospectus and abridged version prospectus in hard and soft forms of the Company shall be obtained from the following addresses:

<b>Issuer</b>		
<b>Name &amp; Address</b>	<b>Telephone &amp; Fax Number, E-mail, Web Address</b>	<b>Contact Person</b>
<b>Intraco Refueling Station Limited (IRSL)</b> House No. # 40, Block # J, Pragati Sarani, Baridhara, P.S- Vatara, Dhaka-1212.	Tel: +88-02-9863383, 8833854 Fax: +88-02-8819921 Email: info@intracorefueling.com Web: www.intracorefueling.com	<b>G M Salahuddin</b> Company Secretary
<b>Issue Managers</b>		
<b>Name &amp; Address</b>	<b>Telephone &amp; Fax Number, E-mail, Web Address</b>	<b>Contact Person</b>
<b>AFC Capital Limited</b> Saiham Sky View Tower (11 <sup>th</sup> Floor), 45 Bijoy Nagar, Dhaka-1000.	Tel: +88-02-8392371 Fax: +88-02-8392372 Email: capital.afc@gmail.com Web: www.afccl.asia	<b>Mahbub H. Mazumdar FCMA</b> Chief Executive
<b>Asian Tiger Capital Partners Investments Limited</b> Youth Centre, Plot-42 (5 <sup>th</sup> Floor), Road- 1, Block -A, Niketon, Gulshan, Dhaka -1212.	Tel: +88-02-9898439 Fax: +88-02-9898439 E-mail: samsul.haque@at-capital.com Web: www.at-capital.com	<b>Mohammad Samsul Haque, ACS</b> Managing Director
<b>Stock Exchanges</b>		
<b>Name &amp; Address</b>	<b>Telephone &amp; Fax Number, E-mail, Web Address</b>	<b>Contact Person</b>
<b>Dhaka Stock Exchange Limited</b> DSE Library, 9/F Motijheel C/A, Dhaka-1000	9564601, 9576210-18 Fax: +88-02-9564727, +88-02-9569755 E-mail: reasearch@dsebd.org Web: www.dsebd.org	<b>Afzalur Rahaman</b> Manager
<b>Chittagong Stock Exchange Limited</b> CSE Library, CSE Building, 1080, Sheikh Mujib Road Agrabad, Chittagong- 4100.	Tel: 031-714632-3 Fax: 031-714101 E-mail: jabed@cse.com.bd Web: www.cse.com.bd	<b>Mohammed Javed Sarwar</b> Assistant Manager

Prospectus would also be available on the web sites of BSEC ([www.secbd.org](http://www.secbd.org)) and at the Public Reference Room of the Bangladesh Securities and Exchange Commission (BSEC) for reading and studying.

(ii) **Names and dates of the newspapers where abridged version of prospectus was published.**

**Names and dates of the newspapers where abridged version of prospectus was published:**

<b>Sl. No.</b>	<b>Name of the Newspaper</b>	<b>Date of Publication</b>
1		
2		
3		
4		

### (iii) Definitions and Acronyms or Elaborations

#### **A**

“Articles” or “Articles of Association” or “AoA”

AFCCL

AGM

Allotment

ATCPIL

ASME

The Articles of Association of Intraco Refueling Station Limited, as amended

AFC Capital Limited

Annual General Meeting

Letter of Allotment of shares

Asian Tiger Capital Partners Investments Limited

The American Society of Mechanical Engineers

#### **B**

“Board” or “Board of Directors” or “our Board”

BAS

BDT

BFRS

BO Account

BOI

BSEC

The Board of Directors of Intraco Refueling Station Limited

Bangladesh Accounting Standards

Bangladeshi Taka

Bangladesh Financial Reporting Standards

Beneficiary Owner Account

Board of Investment

Bangladesh Securities and Exchange Commission

#### **C**

CDBL

Certificate

CEO

CFO

CIB

CIS

CNG

Commission

CSE

Central Depository Bangladesh Limited

Share Certificate

Chief Executive Officer

Chief Financial Officer

Credit Information Bureau

Collective Investment Scheme

Compressed Natural Gas

Bangladesh Securities and Exchange Commission

Chittagong Stock Exchange Limited

#### **D**

DSE

Dhaka Stock Exchange Limited

#### **E**

E-Mail

EPS

Exchanges

Electronic Mail

Earnings Per Share

Stock Exchanges

#### **F**

FY

Fiscal Year

#### **G**

GOB

Government of Bangladesh

#### **I**

IPO

IRSL

Issue

Issue Managers

Issuer

Initial Public Offering

Intraco Refueling Station Limited

Public Issue of shares

AFC Capital Limited & Asian Tiger Capital Partners Investments Limited

Intraco Refueling Station Limited

#### **L**

L/C

LPG/LP Gas

Letter of Credit

Liquefied Petroleum Gas

## ***M***

“Memorandum” or “Memorandum of Association” or “MoA”

M.Com

## ***N***

NAV

NBFI

NRB

## ***O***

“Our Company”

Offering Price

## ***P***

PE

PSI

## ***R***

RJSC

## ***S***

Securities

Securities Market

Sponsors

Subscription

## ***T***

The Company/Issuer

TT

## ***U***

## ***V***

VAT

## ***W***

WDV

The Memorandum of Association of Intraco Refueling Station Limited, as amended

Master of Commerce

Net Asset Value

Non-Banking Financial Institution

Non Resident Bangladeshi

Intraco Refueling Station Limited, a public limited company incorporated under the Companies Act

Price of the Securities of IRSL

Price to Earnings

Pre-Shipment Inspection

Registrar of Joint Stock Companies and Firms

Share of Intraco Refueling Station Limited

The Share Market of Bangladesh

The sponsor shareholders of Intraco Refueling Station Limited

Application Money

Intraco Refueling Station Limited, a public limited company incorporated under the Companies Act

Telephonic Transfer

Value Added Tax

Written Down Value

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## CHAPTER (I): EXECUTIVE SUMMARY

### (a) About the industry:

Compressed Natural Gas (CNG) is an important vehicular fuel in Bangladesh and the natural gas transmission and distribution network is well developed. Technical experts have suggested the use of Compressed Natural Gas (CNG) as an alternative fuel for automobiles since it is less hazardous, environment friendly and is quite cost effective.

CNG consists mostly of methane and is drawn from gas wells. CNG vehicles store natural gas in high-pressure fuel cylinders at 3,000 to 3,600 pounds per square inch. An odorant is normally added to CNG for safety reasons.

CNG was first introduced in Bangladesh in 1982 through World Bank pilot project. Rupantarita Praktik Gas Company Limited (RPGCL), established in 1987, an enterprise of Petrobangla, is entrusted to convert the petrol vehicles to run by CNG and to install of CNG refueling Station. Government has given permission to the private sector entrepreneur to install CNG refueling station and to establish of CNG conversion workshop. After that, in 1999, four private companies started their journey in CNG sector.

CNG activities in Bangladesh have been increased and it is very popular to the people. As per Website of Rupantarita Praktik Gas Company Limited (RPGCL) (Web: [http://www.rpgcl.org.bd/exp\\_act.php?ltype=exp\\_stat](http://www.rpgcl.org.bd/exp_act.php?ltype=exp_stat)), up to fiscal year 2014-15, 589 CNG filling stations, 180 CNG conversions workshops are established and 259,050 vehicles are using CNG as a vehicular fuel and lots of manpower are involved in this sector.

**(b) About the Issuer:**

<b>Incorporation</b>	As Private Limited Company	March 27, 2007 & Reg. No. C-66298(3790)/07
<b>Converted Public Limited Company</b>	June 28, 2015	
<b>Commencement of Commercial Operation</b>	June 16, 2008	
<b>Date of Acquisition of Subsidiaries</b>	Good CNG Refueling Station Ltd	1.4.2012
	M Hye & Co CNG Refueling Station Ltd	1.4.2012
	Nessa & Sons Ltd	1.4.2012
	Absar & Elias Enterprise Ltd	1.4.2013
	East End Automobiles Ltd	2.7.2013
<b>CNG Stations' Location (The Company)</b>	Holding No.: 444/415, Old Bus Stand Road, Chandpur.	
	154, Naya Aity, Mukti Sarani, Shenar par, Narayangonj.	
	Haratali Highway, Sadar South, Comilla.	
<b>CNG Stations' Location (Subsidiaries)</b>	Good CNG Refueling Station Ltd	Pabna Road, Moddo Orunkhola Gulti, Thana-Ishwardhi, Dist-Pabna.
	M Hye & Co CNG Refueling Station Ltd	Poddar Bari, Bohula Sarak, Thana-Hobigang, Dist-Hobigang.
	Nessa & Sons Ltd	259/1, Bagbari, Gabtoli, Dhaka.
	Absar & Elias Enterprise Ltd	Asian Highway, Tiger pass more, Dist- Chittagong.
	East End Automobiles Ltd	Arakan Road, Thana-Chandgaon, Dist-Chittagong.
<b>Head Office:</b>	House No.# 40, Block# J, Pragati Sarani, Baridhara, P.S-Vatara, Dhaka-1212.	
<b>Nature of Business</b>	The company is involved in the operation of CNG Refueling Station in different places in Bangladesh.	

**(c) Financial Information:**

Major financial information of Intraco Refueling Station Limited (IRSL) is as follows:

Sl. No.	Particulars	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
		30-Jun-17 (12 Months)	30-Jun-17 (12 Months)	30-Jun-16 (15 Months) (Restated)	30-Jun-16 (15 Months) (Restated)	31-Mar-15 (12 Months) (Restated)	31-Mar-15 (12 Months) (Restated)	31-Mar-14 (12 Months) (Restated)	31-Mar-14 (12 Months) (Restated)	31-Mar-13 (12 Months)	31-Mar-13 (12 Months)
1	Sales Revenue	993,352,993	299,896,774	1,125,346,259	325,326,529	745,167,843	224,246,245	637,633,994	177,341,881	402,564,242	175,177,602
2	Gross profit	150,489,941	50,395,971	164,181,351	55,950,176	104,473,973	34,116,511	92,420,255	23,872,233	52,726,456	23,092,602
3	Net profit before tax	98,226,768	19,500,001	108,153,471	74,002,230	65,041,548	10,171,807	61,835,307	5,249,112	31,318,922	4,550,593
4	Net profit after tax	61,288,925	12,675,001	67,543,928	48,101,449	38,946,485	6,611,675	37,931,330	4,333,276	19,529,370	3,635,675
5	Total assets	942,776,271	603,904,236	861,492,992	597,926,875	527,996,054	319,425,197	478,079,779	311,304,669	335,484,704	249,052,656
6	Share capital	450,000,000	450,000,000	450,000,000	450,000,000	300,000	300,000	300,000	300,000	300,000	300,000
7	Retained earnings	174,232,812	22,250,166	112,943,888	9,575,166	58,556,045	(45,629,510)	19,609,561	(52,241,185)	(13,584,844)	(47,440,433)
8	No. of Shares	45,000,000	45,000,000	45,000,000	45,000,000	30,000	30,000	3,000	3,000	3,000	3,000
9	Face Value	10.00	10.00	10.00	10.00	10.00	10.00	100.00	100.00	100.00	100.00
10	NAV Per Share	13.87	10.49	12.51	10.21	1,961.87	(1,510.98)	66.37	(173.14)	(44.28)	(157.13)
11	NAV Per Share (Considering FV Tk. 10.00 for all years)	13.87	10.49	12.51	10.21	1,961.87	(1,510.98)	663.65	(1,731.37)	(442.83)	(1,571.35)
12	Earnings per Share (EPS) *	1.36	0.28	1.50	1.07	0.87	0.15	0.84	0.10	0.43	0.08

\* Share split on March 30, 2015 of face value per share from Tk. 100.00 to Tk. 10.00. Thus, restated Earnings per Share (EPS) for all the years is calculated considering the latest weighted number of share i.e. 45,000,000.

**(d) Features of the issue and its objects:**

<b>Offer Price</b>	BDT 10.00
<b>Number of Shares</b>	30,000,000 Ordinary Shares
<b>Offer Size</b>	Tk. 300,000,000.00
<b>Purpose of Raising Fund</b>	Net proceeds from Initial Public Offering (IPO) will be used for 4 x 50 MT LPG Satellite Plant with filling hall equipments, Cylinder (12.5 kg), Road Tanker, Mover, Weighting Bridge, Truck (Nitol Tata), Truck Fabrication, Diesel Generator (250 KVA), Sub -station (400 KVA), Construction (Factory Shed, Store Room & Office Building), Freight and clearing charge, Electrical work (main/sub/motor panes, DB, Controls etc.) and for IPO Expenses.
<b>Date of Implementation</b>	Within 18 months after receiving IPO fund.

**(e) Legal and other Information:**

Sl. No.	Description of License Registration/NOC/Permission	License Issuer/Issuing Authority	Certificate/License No.	Expiry Date	Remarks
1	Incorporation	RJSC	Private Limited Company dated March 27, 2007 & Reg. No. C-66298(3790)/07	N/A	-
2	Certificate of Commencement of Business	RJSC	N/A	N/A	Incorporated as a private Ltd. company
3	Trade License	Dhaka North City Corporation	01-15349	30.06.2018	-
		Narayangonj City Corporation	15221	30.06.2018	
		Chandpur Town council	00239	30.06.2018	
		1 No Bijoypur Union Parishod, Commilla	64	30.06.2018	
4	TIN Certificate	National Board of Revenue	264331789977	N/A	-
5	VAT Reg. No.	Customs, Excise & VAT Commissioner ate, Dhaka.	5031041332	N/A	-
6	Import Registration Certificate	Controller of Import & Export, Government of Bangladesh	0193207	30.06.2018	-
7	BCFSA	Bangladesh CNG Filling Station Association	486	30.06.2018	-
8	Fire License	Bangladesh Fire Services and Civil Defense	AD/Comi/9880/2016/2017	30.06.2018	-
			AD/Dhaka/33875/16	30.06.2018	-
			AD/Comi/9552/2016-2017	30.06.2018	-
9	BOI License	Board of Investment Bangladesh	L-84230803031-H	N/A	-
			L-84230804009-H		
			L-84230802016-H		
10	Environment Clearance Certificate	Department of Environment	22.02.6700.140.69.001.16-01	2.08.2019	-
			22.02.1900.208.69.007.16111	05.01.2018	
			22.02.1300.211.70.11708.08	09.06.2018	
11	RPGCL	Rupantarita Prakritik Gas Company Limited	Part-1636-STN/204	N/A	-
			Part-1659-STN/215		
			Part-1451-STN/696		
12	BERC	Bangladesh Energy Regulatory Commission	CNG/A-0196/E-70/1957	03.04.2018	-
			CNG/A-0143/L-213/3722	12.07.2018	-
			CNG/A-0274/E-54/1769	20.03.2018	-

**(f) Promoters' background:**

When the Company was incorporation, following persons were the subscribers to the memorandum:

Sl. No.	Name of Promoter	Current Status
1	Mrs. Monowara Hakim Ali	Sponsor Shareholder
2	Mr. Mohammed Riyadh Ali	Managing Director & Director
3	Mr. Md. Irad Ali	Sponsor Shareholder

Their background is stated below:

**Mrs. Monowara Hakim Ali:**

*Promoter*

Mrs. Monowara Hakim Ali is a sponsor shareholder of Intraco Refueling Station Ltd. She is an entrepreneur and social worker of 59 years age. She was the founder President of Chittagong Woman Chamber of Commerce & Industry (CWCCI) from 2006 to 2012. She was the Director of SME Foundation from 2011 to 2015. Mrs. Ali was the first women elected for the period 2012 to 2015 in the position of First Vice President in the history of apex trade body the Federation of Bangladesh Chamber of Commerce & Industry (FBCCI). Also she was the vice president of SAARC Chamber of commerce & Industry from 2014 to 2015 and she was honorary consul of Republic of Indonesia to Chittagong from 2011 to 2016. She is holding prestigious positions in various Trade Bodies, Government and Non-Government bodies, many non-profit and social organizations. Presently she is Independent Director of Dhaka Stock Exchange Ltd since 2015 and elected for director of Bangladesh Telecommunications Company Limited and Teletalk Bangladesh Limited for the year 2016-2017. She is also the member of Bangladesh Board of Advisors of Asian University for Women in Chittagong; She has visited many countries of the world and attended many national and international seminars, workshops, trainings, symposia and trade shows. Mrs. Ali is an author and has also received many international and national awards and recognition for her social achievements and contribution.

**Mohammed Riyadh Ali:**

*Managing Director & Director*

Mr. Mohammed Riyadh Ali is the Managing Director of Intraco Refueling Station Ltd. He is a dynamic & successful entrepreneur of 38 years age. He has completed his Masters of Business Administration from Pacific University, Hawaii, USA. Mr. Ali comes of a reputed business family and is the founder of Intraco Refueling Station Ltd. Being a successful entrepreneur, he has established various businesses, to mention a few, like Intraco Properties Ltd, Intraco Solar Power Ltd, Intraco CNG Ltd, Tangail CNG Refueling Station Ltd, Dosan Trade Bangladesh Ltd & Hawlader Enterprises ltd.

Mr. Ali is not only an eminent leading and successful businessman and social activist in Bangladesh but also successful in diplomat. He is the Honorary Consul of the Republic of Korea to Chittagong and former vice President of Bangladesh CNG Station and Conversion Workshop Owners Association, founder director of Korea Bangladesh Chamber of Commerce & Industries, former Secretary General of Korea Bangladesh Chamber of Commerce and Industry, as well as member of various socio cultural organizations.



Mr. Mohammed Riyadh Ali has organized and attended many national and international exhibitions, seminars, workshops, trainings, symposia, trade shows, and fairs and represented as delegate for business promotion in abroad. He established Butterfly Park Bangladesh Ltd, an eco-friendly park with live butterfly. For his contribution in the field, he has been recognized and honored with the award “HSBC-The Daily Star Climate Champion Award”, on 2012 and the “Divisional Environmental Award” on 2013, in Bangladesh.

**Md. Irad Ali:**

*Promoter*

Mr. Mohammed Irad Ali is a sponsor shareholder of Intraco Refueling Station Ltd. He is a dynamic young man of 34 years age. He has completed Bachelor of Business Informatics from Australia. He supports Sales and marketing campaigns and contributes to the development of propositions. Mr. Irad was the Vice President of Bangladesh CNG Filling Station & Conversion Workshop Owners Association from 2011 to 2013 and he also the Member of the Federation of Bangladesh Chambers of Commerce and Industry (FBCCI). Beside this he is a Director of Hotel Agrabad Ltd since 2008, Director of Italy – Bangladesh Chamber of Commerce & Industries since 2012 and Director of Korea Bangladesh Chamber of Commerce and Industry since 2015.

**(g) Capital structure and history of capital raising:**

<b>Particulars</b>	<b>No. of Shares</b>	<b>Face Value (Tk.)</b>	<b>Amount in Taka</b>
Authorized Capital	100,000,000	10.00	1,000,000,000
<b>Before IPO:</b>			
Paid up capital	45,000,000	10.00	450,000,000
<b>After IPO:</b>			
To be issued as IPO	30,000,000	10.00	300,000,000
<b>Paid up capital (Post IPO)</b>	<b>75,000,000</b>	<b>10.00</b>	<b>750,000,000</b>

The Company has raised its paid-up capital in following phases:

Particulars of Allotment	Date of Allotment	Form of Consideration (No. of Shares)					Face Value of Share (Tk.)	Paid-up Capital
		In cash		Other than in cash	Bonus			
		Considering Face Value of Tk.100 each Share	Considering Face Value Tk.10 each Share after split		Considering Face Value of Tk.100 each Share	Considering Face Value Tk.10 each Share after split		
First (Subscription to the Memorandum & Articles of Association at the time of incorporation)	22-Mar-07	3,000	30,000	-	-	-	100.00	300,000
Second Allotment	30-May-15	-	9,470,000	-	-	-	10.00	94,700,000
Third Allotment	31-Dec-15	-	35,500,000		-	-	10.00	355,000,000
Total							10.00	450,000,000

*The Company has changed the face value of its ordinary share from Tk. 100.00 to Tk. 10.00 by passing a special resolution in its extraordinary general meeting held on March 30, 2015 and necessary amendments in capital clause of the Memorandum and Articles of Association were made accordingly.*

**(h) Summary of Valuation Report of Securities:**

<b>Particulars</b>	<b>Amount (in Tk.)</b>	<b>Amount (in Tk.)</b>
<b>Method 1: Net Asset Value (NAV) per share/Equity based value per share</b>	<b>Consolidated</b>	<b>The Company</b>
Price based on Net Asset Value per share (without revaluation reserve)	13.87	10.49
<b>Method 2: Historical Earnings based value per share</b>		
Earnings based Value per share based on Overall Market P/E	23.02	10.85
<b>Method 3: Average market price per share of similar stock:(Navana CNG Limited only)</b>	65.36	65.36

## CHAPTER (II): CONDITIONS IMPOSED BY THE COMMISSION IN THE CONSENT LETTER

### DISCLOSURE IN RESPECT OF ISSUANCE OF SECURITY IN DEMAT FORM:

As per provision of the Depository Act, 1999 and regulation made there under, shares will be issued in dematerialized condition. All transfer/transmission/splitting will take place in the Central Depository Bangladesh Ltd. (CDBL) system and any further issuance of shares (rights/bonus) will be issued in dematerialized form only.

### CONDITIONS UNDER 2CC OF THE SECURITIES AND EXCHANGE ORDINANCE, 1969:

#### PART-A

1. The Company shall go for Initial Public Offer (IPO) for **30,000,000** ordinary shares of Tk. 10.00 each at par totaling to **Tk. 300,000,000.00 (Taka Thirty Crore)** following the Securities and Exchange Ordinance, 1969, the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015, the Depository Act, 1999 and rules made thereunder.
2. The abridged version of the prospectus, as approved by the Commission, shall be published by the issuer in 4 (Four) national daily newspapers (two in Bangla and two in English), within **02 (two) working days** of issuance of this consent letter. The issuer shall post the full prospectus, vetted by Commission, in the issuer's website and shall also put on the websites of the Commission, stock exchanges, and the issue manager, within **3 (three) working days** from the date of issuance of this letter and shall remain posted till the closure of the subscription list. The issuer shall submit to the Commission, the stock exchanges and the issue manager a diskette containing the text of the vetted prospectus in "MS -Word" format.
3. The company shall submit **40 (Forty)** copies of the printed prospectus to the Commission for official record within **5 (Five) working days** from the date of publication of the abridged version of the prospectus in the newspaper.
4. The issuer company and the issue manager shall ensure transmission of the prospectus and its abridged version for NRBs through email to the Bangladesh Embassies and Missions abroad within **5 (Five) working days** from the date of publication of the abridged version of the prospectus in the newspaper. A compliance report shall be submitted in this respect to the Commission jointly by the issuer and the Issue Manager within **02 (Two) working days** from the date of said transmission of the prospectus.
5. The following declaration shall be made by the company in the prospectus, namely: -

#### **"Declaration about Listing of Shares with the stock exchange (s):**

None of the stock exchange(s), if for any reason, grants listing within **75 (Seventy Five) days** from the closure of subscription, any allotment in terms of this prospectus shall be void and the company shall refund the subscription money within **15 (Fifteen) days** from the date of refusal for listing by the stock exchanges, or from the date of expiry of the said **75 (Seventy Five) days**, as the case may be.

In case of non-refund of the subscription money within the aforesaid **15 (Fifteen) days**, the Directors of the company, in addition to the issuer company, shall be collectively and severally liable for refund of the subscription money, with interest at the rate of **2% (two percent)** above the bank rate, to the subscribers concerned.

The issue manager, in addition to the issuer company, shall ensure due compliance of the above mentioned conditions and shall submit compliance report thereon to the Commission within **07 (Seven) days** of expiry of the aforesaid **15 (Fifteen) days** time period allowed for refund of the subscription money.”

6. The IPO shall stand cancelled and the issuer and issue manger shall inform the Commission **within 2 (two) working days** and release the subscription money within 10 (ten) working days after receiving verification report from CDBL and the information from exchanges to the effect that at least 35% of the IPO in any category is not subscribed.
7. **20% of the securities reserved for general public shall be reserved for ক্ষতিগ্রস্থ ক্ষুদ্র বিনিয়োগকারী. In case of over subscription in the general public category, the issuer and the issue manager shall jointly conduct an open lottery. In case of over subscription in the eligible investors category, securities shall be allotted on pro-rata basis as per rules.**
8. All applicants under general public category shall apply for minimum market lot of 500 shares worth Taka 5,000/- (Taka five thousand only) and eligible investors shall apply for a market lot or its multiples.
9. **An applicant cannot submit more than two applications, one in his/her own name and the other jointly with another person. In case, an applicant submits more than two applications, all applications will be treated as invalid and will not be considered for allotment purpose. In addition, 15% (fifteen) of the application money will be forfeited by the Commission and the balance amount will be refunded to the applicant.**
10. **The applicants who have applied for more than two applications using same bank account, their application will not be considered for lottery and the Commission will forfeit 15% of their subscription money.**
11. **Making of any false statement in the application or supplying of incorrect information therein or suppressing any relevant information in the application shall make the application liable to rejection and subject to forfeiture of 25% of the application money and/or forfeiture of share (unit) before or after issuance of the same by the issuer. The said forfeited application money or share (unit) will be deposited in account of the Bangladesh Securities and Exchange Commission (BSEC). This is in addition to any other penalties as may be provided for by the law.**
12. The company shall furnish the list of allottees to the Commission and the stock exchange(s) simultaneously in which the shares will be listed, within **24 (Twenty Four) hours** of allotment.
13. Shares not allotted at the time of according this consent, but allotted after listing, in favor of sponsors, directors or shareholders having 5% or more shares through stock dividends, shall be subject to a lock-in period of 02(two) years from the date of issuance of the prospectus.
14. **If any share shares of Sponsors/Directors/Promoters is in paper format, it shall be handed over to securities custodian registered with the Commission and shall remain held till completion of lock-in period and the name of the securities custodian shall be furnished to the Commission jointly by the issuer and issue manager, along with a confirmation thereof from the custodian, within one week of listing of the shares with the stock exchange(s). Or they (shares of Sponsors/ Directors/ Promoters) can be demated and shall remain in lock-in under CDBL system and issuer shall submit a dematerialization confirmation report generated by CDBL and attested by Managing Director of the company along with the lock-in confirmation to the Commission within one week of listing of the shares with the stock exchange(s). In respect of shares other than Sponsors/Directors/Promoters the issuer will ensure their lock-in of those shares and submit a statement to this effect to the Commission.**

15. **The company shall not declare any dividend/bonus shares before listing of its capital with any Exchange from the date of this consent for raising of capital.**

## **PART-B**

### **Application Process**

#### **Step-1 (Applicant)**

1. An applicant for public issue of securities shall submit application/buy instruction to the Stockbroker/ Merchant Banker where the applicant maintains customer account, within the cut-off date (i.e. the subscription closing date), which shall be the **25<sup>th</sup>(twenty fifth) working day** from the date of publication of abridged version of prospectus.
2. The application/buy instruction may be submitted in prescribed paper or electronic form, which shall contain the Customer ID, Name, BO Account Number, Number of Securities applied for, Total Amount and Category of the Applicant. At the same time:
  - a) Other than non-resident Bangladeshi (NRB) and Foreign applicants shall make the application money and service charge available in respective customer account maintained with the Stockbroker/Merchant Banker. No margin facility, advance or deferred payment is permissible for this purpose. In case the application is made through a margin account, the application money shall be deposited separately and the Stockbroker/Merchant Banker shall keep the amount segregated from the margin account, which shall be refundable to the applicant, if become unsuccessful.
  - b) Non-resident Bangladeshi (NRB) and Foreign applicants shall submit bank drafts (FDD), issued in favor of the Issuer for an amount equivalent to the application money, with their application to the concerned Stockbroker/Merchant Banker. A Non-resident Bangladeshi (NRB) and Foreign applicant may also submit a single draft against 02(two) applications made by him/her, i.e. one in his/her own name and the other jointly with another person. The draft (FDD) shall be issued by the Bank where the applicant maintains NITA/Foreign Currency account debiting the same account. No banker shall issue more than two drafts from any NITA/Foreign Currency account for any public issue. At the same time, the applicant shall make the service charge available in respective customer account maintained with the Stockbroker/Merchant Banker.

#### **Step-2 (Intermediary)**

3. The Stockbroker/Merchant Banker shall maintain a separate bank account only for this purpose namely “Public Issue Application Account”. The Stockbroker/Merchant Banker shall:
  - a) post the amount separately in the customer account (other than NRB and Foreign applicants), and upon availability of fund, block the amount equivalent to the application money;
  - b) accumulate all the application/buy instructions received up to the cut-off date, deposit the amount in the “Public Issue Application Account” maintained with its bank within the first banking hour of **next working day** of the cut-off date. In case of application submitted by the Stock-dealer or the Merchant Banker’s own portfolio, the application amount should also be transferred to the “Public Issue Application Account”;
  - c) instruct the banker to block the account for an amount equivalent to the aggregate application money and to issue a certificate in this regard.
4. Banker of the Stockbroker/Merchant Banker shall block the account as requested for, issue a certificate confirming the same and handover it to the respective Stockbroker/Merchant Banker.

5. For Non-resident Bangladeshi (NRB) and Foreign applicants, the Stockbroker/Merchant Banker shall prepare a list containing the draft information against the respective applicant's particulars.
6. The Stockbroker/Merchant Banker shall prepare category wise lists of the applicants containing Customer ID, Name, BO Account Number and Number of Securities applied for, and **within 03 (three) working days** from the cut-off date, send to the respective Exchange, the lists of applicants in electronic (text format with tilde '~' separator) format, the certificate(s) issued by its banker, the drafts received from Non-resident Bangladeshi (NRB) and Foreign applicants and a copy of the list containing the draft information.
7. **On the next working day**, the Exchanges shall provide the Issuer with the information received from the Stockbroker/Merchant Bankers, the drafts submitted by Non-resident Bangladeshi (NRB) and Foreign applicants and the list containing the draft information. Exchanges shall verify and preserve the bankers' certificates in their custody.
8. The application/buy instructions shall be preserved by the Stockbroker/Merchant Bankers up to 6 months from listing of the securities with exchange.

### Step-3 (Issuer)

9. The Issuer shall prepare consolidated list of the applications and send the applicants' BOIDs in electronic (text) format in a CDROM to CDBL for verification. The Issuer shall post the consolidated list of applicants on its website and websites of the Exchanges. CDBL shall verify the BOIDs as to whether the BO accounts of the applicants are active or not.
10. **On the next working day**, CDBL shall provide the Issuer with an updated database of the applicants containing BO Account Number, Name, Addresses, Parents' Name, Joint Account and Bank Account information along with the verification report.
11. After receiving verification report and information from CDBL, the Issuer shall scrutinize the applications, prepare category wise consolidated lists of valid and invalid applications and submit report of final status of subscription to the Commission and the Exchanges **within 10 (ten) working days** from the date of receiving information from the Exchanges.
12. The Issuer and the issue manager shall conduct category wise lottery with the valid applications **within 03 (three) working days** from the date of reporting to the Commission and the Exchanges, if do not receive any observation from the Commission or the Exchanges.
13. The Issuer and issue manager shall arrange posting the lottery result on their websites within **06 (six) hours** and on the websites of the Commission and Exchanges within **12 (twelve) hours** of lottery.
14. **Within 02 (two) working days** of conducting lottery, the Issuer shall:
  - a) send category wise lists of the successful and unsuccessful applicants in electronic (text format with tilde '~' separator) format to the respective Exchange.
  - b) send category wise lists of unsuccessful applicants who are subject to penal provisions as per conditions of the Consent Letter issued by the Commission in electronic (text format with tilde '~' separator) format to the Commission and Exchanges mentioning the penalty amount against each applicant.
  - c) issue allotment letters in the names of successful applicants in electronic format with digital signatures and send those to respective Exchange in electronic form.

- d) send consolidated allotment data (BOID and number of securities) in electronic text format in a CDROM to CDBL to credit the allotted shares to the respective BO accounts.

**Step-4 (Intermediary)**

- 15. **On the next working day**, Exchanges shall distribute the information and allotment letters to the Stockbroker/Merchant Bankers concerned in electronic format and instruct them to:
  - a) remit the amount of successful (other than NRB and Foreign) applicants to the Issuer's respective Escrow Account opened for subscription purpose, and unblock the amount of unsuccessful applicants;
  - b) send the penalty amount of other than NRB and Foreign applicants who are subject to penal provisions to the Issuer's respective Escrow Accounts along with a list and unblock the balance application money;
- 16. **On the next working day** of receiving the documents from the Exchanges, the Stockbrokers/Merchant Banker shall request its banker to:
  - a) release the amount blocked for unsuccessful (other than NRB and foreign) applicants;
  - b) remit the aggregate amount of successful applicants and the penalty amount of unsuccessful applicants (other than NRB and foreign) who are subject to penal provisions to the respective 'Escrow' accounts of the Issuer opened for subscription purpose.
- 17. **On the next working day** of receiving request from the Stockbrokers/Merchant Bankers, their bankers shall unblock the amount blocked in the account(s) and remit the amount as requested for to the Issuer's 'Escrow' account.
- 18. **Simultaneously**, the stockbrokers/Merchant Bankers shall release the application money blocked in the customer accounts; inform the successful applicants about allotment of securities and the unsuccessful applicants about releasing their blocked amounts and send documents to the Exchange evidencing details of the remittances made to the respective 'Escrow' accounts of the Issuer. The unblocked Banker shall be entitled to recover the withdrawal charges, if any, from the applicant who wants to withdraw the application money, up to an amount of Tk. 5.00 (five) per withdrawal.
- 19. All drafts submitted by NRB or Foreign applicants shall be deposited in the Issuer's respective 'Escrow' accounts and refund shall be made by the Issuer by refund warrants through concerned stockbroker or merchant banker or transfer to the applicant's bank account through banking channel within 10 (ten) working days from the date of lottery.

**Miscellaneous:**

- 20. The Issuer, Issue Manager(s), Stockbrokers and Merchant Bankers shall ensure compliance of the above.
- 21. The bank drafts (FDD) shall be issued considering TT Clean exchange rate of Sonali Bank Ltd. on the date of publication of abridged version of prospectus.
- 22. Amount deposited and blocked in the "Public Issue Application Account" shall not be withdrawn or transferred during the blocking period. Amount deposited by the applicants shall not be used by the Stockbrokers/Merchant Bankers for any purpose other than public issue application.



23. The Issuer shall pay the costs related to data transmission, if claimed by the Exchange concerned up to an amount of Tk.2,00,000.00 (taka two lac) for a public issue.
24. The Stockbroker/Merchant Bankers shall be entitled to a service charge of Tk.5.00 (taka five) only per application irrespective of the amount or category. The service charge shall be paid by the applicant at the time of submitting application.
25. The Stockbroker/Merchant Banker shall provide the Issuer with a statement of the remittance and drafts sent.
26. The Issuer shall accumulate the penalty amount recovered and send it to the Commission through a bank draft/payment order issued in favor of the Bangladesh Securities and Exchange Commission.
27. The concerned Exchange are authorized to settle any complaints and take necessary actions against any Stockbroker/Merchant Banker in case of violation of any provision of the public issue application process with intimation to the Commission.

### **PART-C**

1. The issue manager shall carefully examine and compare the published prospectus and its abridged version on the date of publication with the copies vetted by the Commission. If any discrepancy is found, both the issuer and the issue manager shall jointly publish a corrigendum immediately in the same newspapers concerned, simultaneously endorsing copies thereof to the Commission and the stock exchanges concerned. In this regard, the issue manager shall submit a compliance report to the Commission within 5 working days from the date of such publications.
2. The fund collected through Public Offering shall not be utilized prior to listing with Exchange(s) and that utilization of the said fund shall be effected through banking channel, i.e. through account payee cheque, pay order or bank drafts etc.
3. **The company shall furnish status report on utilization of Public Offering proceeds audited by foreign affiliated auditors and authenticated by the board of directors to the Commission and the exchanges within 15 (Fifteen) days of the closing of each month until such fund is fully utilized, as mentioned in the schedule contained in the prospectus, and in the event of any irregularity or inconsistency, the Commission may employ or engage any person, at issuer's cost, to examine whether the issuer has utilized the proceeds for the purpose disclosed in the prospectus.**
4. **While auditing the utilization of IPO proceeds, the auditors will perform their jobs under the following terms of reference (TOR) and confirm the same in their report/certificate:**
  - (a) **Whether IPO proceeds have been utilized for the purposes/heads as specified in the prospectus;**
  - (b) **Whether IPO proceeds have been utilized in line with the condition (if any) of the Commission's consent letter;**
  - (c) **Whether utilization of IPO proceeds have been completed within the time schedule/implementation schedule as specified in the published prospectus;**
  - (d) **Whether utilization of IPO proceeds is accurate and for the purpose of the company as mentioned/specified in the published prospectus; and**

- (e) **The auditors should also confirm that: (i) assets have been procured/imported/constructed maintaining proper/required procedure as well as at reasonable price; and (ii) auditors' report has been made on verification of all necessary documents/papers/vouchers in support of IPO proceeds making reconciliation with Bank Statement.**
5. All transactions, excluding petty cash expenses, shall be effected through the company's bank account(s).
  6. Proceeds of the public offering shall not be transferred to any other bank account before listing with the Exchange(s) and used for any purpose other than those specified in the prospectus. Any deviation in this respect must have prior approval of the shareholders in the shareholders meeting under intimation to the Commission and the exchanges.
  7. If any quarter or half-year of the financial year ends after publication of the abridged version of prospectus and before listing of its securities with any exchange, the company shall disseminate/transmit/submit the said quarterly/half yearly financial statements in accordance with the Commission's Notification SEC/CMRRCD/2008-183/admin/03-34 dated September 27, 2009 and Rules 13 of the Securities and Exchange Rules, 1987.
  8. In the event of arising issues concerning Price Sensitive Information as defined under the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (সুবিধাভোগী ব্যবসা নিষিদ্ধকরণ) বিধিমালা ১৯৯৫ after publication of the abridged version of prospectus and before listing of its securities with any exchange, the company shall disseminate/transmit/submit the information as price sensitive in accordance with the Commission's Notification No. SEC/SRMI/200-953/1950 dated October 24, 2000.

#### **PART-D**

1. As per provision of the Depository Act, 1999 & regulations made there under, shares will only be issued in dematerialized condition. All transfer/transmission/splitting will take place in the Central Depository Bangladesh Ltd. (CDBL) system and any further issuance of shares (Including rights/bonus) will be made in dematerialized form only.
2. The issuer and the issue manager shall ensure due compliance of all the above conditions, the 'Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015' and the listing regulations of the exchanges.
3. The Commission may impose further conditions/restrictions etc. from time to time as and when considered necessary which shall also be binding upon the issuer company.

## CHAPTER (III): DECLARATION AND DUE DILIGENCE CERTIFICATES

### Annexure-A

#### DECLARATION ABOUT THE RESPONSIBILITY OF THE DIRECTORS, INCLUDING THE CEO OF THE ISSUER IN RESPECT OF THE PROSPECTUS

##### [Rule 4 (1)(d)]

This prospectus has been prepared, seen and approved by us, and we, individually and collectively, accept full responsibility for the authenticity, accuracy and adequacy of the statements made, information given in the prospectus, documents, financial statements, exhibits, annexes, papers submitted to the Commission in support thereof, and confirm, after making all reasonable inquiries that all conditions concerning this public issue and prospectus have been met and that there are no other information or documents, the omission of which make any information or statements therein misleading for which the Commission may take any civil, criminal or administrative actions against any or all of us as it may deem fit.

We also confirm that full and fair disclosures have been made in this prospectus to enable the investors to make a well informed decision for investment.

Sd/-

**H. M. Hakim Ali**

Chairman

Date: June 22, 2016

Sd/-

**Mohammed Riyadh Ali**

Managing Director & Director

Date: June 22, 2016

Sd/-

**Shaiful Alam Chowdhury**

Director

Date: June 22, 2016

Sd/-

**Mrs. Hoda Ali Selim Ahmed Mohamed**

Director

Date: June 22, 2016

Sd/-

**S. M. Monir Ahmed**

Independent Director

Date: June 22, 2016

**DUE DILIGENCE CERTIFICATE BY ISSUE MANAGER**  
**(AFC CAPITAL LIMITED)**

[See rule 4 (1)(d)]

**To**

**The Bangladesh Securities and Exchange Commission**

**Sub:** Public Issue of 30,000,000 Ordinary Shares of Tk. 300,000,000.00 by Intraco Refueling Station Limited.

**Dear Sir,**

We, the issue manager to the above-mentioned forthcoming issue, state and confirm as follows:

- (1) We have examined all the documents submitted with the application for the above mentioned public issue, visited the premises of the issuer and interviewed the Chairperson, Directors and key management personnel of the issuer in connection with the finalization of the prospectus pertaining to the said issue;
- (2) On the basis of such examination and the discussions with the directors, officers and auditors of the issuer, other agencies, independent verification of the statements concerning objects of the issue and the contents of the documents and other materials furnished by the issuer.

**WE CONFIRM THAT:**

- (a) The prospectus filed with the Commission is in conformity with the documents, materials and papers relevant to the issue;
- (b) All the legal requirements relating to the issue as also in the rules, notification, guidelines, instructions, etc. framed/issued by the Commission, other competent authorities in this behalf and the Government have been duly complied with;
- (c) The disclosures made in prospectus are true, fair and adequate to enable the investors to make a well informed decision for investment in the proposed issue and such disclosures are in accordance with the requirements of the Companies Act, 1994, the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015 and other applicable laws;
- (d) Besides ourselves, all the intermediaries named in the prospectus are registered with the Commission and that till date such registrations are valid;
- (e) We have satisfied ourselves about the capability of the underwriters to fulfill their underwriting commitments;
- (f) The proposed activities of the issuer for which the funds are being raised in the present issue fall within the 'main objects' listed in the object clause of the Memorandum of Association or other charter of the issuer and that the activities which have been carried out till now are valid in terms of the object clause of its Memorandum of Association;
- (g) Necessary arrangements have been made to ensure that the moneys to be received pursuant to the issue shall be kept in a separate bank account and shall be used for the purposes disclosed in the use of proceeds section of the prospectus;
- (h) All the applicable disclosures mandated in the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015 have been made in addition to other disclosures which, in our view, are fair and adequate to enable the investor to make a well informed decision;

- (i) We enclose a note explaining how the process of due diligence has been exercised by us in view of the nature of current business background or the issuer, situation at which the proposed business stands, the risk factors, sponsors experiences etc. We also confirm that the due diligence related process, documents and approval memos shall be kept in record by us for the next 5 (five) years after the IPO for any further inspection by the Commission;
- (j) We enclose a checklist confirming rule-wise compliance with the applicable provisions of the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015 containing details such as the rule number, its text, the status of compliance, page numbers of the prospectus where the rules has been complied with and our comments, if any;
- (k) We also declare that we have managed the public issue of following issuers in the last 05 (five) years:

Serial. No.	Name of the Issue	Issue Month/ Year	Issue Price (Tk.)	Dividend Payment History								
				30-Jun-12	31-Dec-12	30-Jun-13	31-Dec-13	30-Jun-14	31-Dec-14	30-Jun-15	31-Dec-15	30-Jun-16
1	Global Heavy Chemicals Limited	Oct-12	20.00	N/A	15% C	N/A	10% C	N/A	10% C	N/A	N/A	15% C
2	Mozaffar Hossain Spinning Mills Limited	Sep-13	10.00	-	N/A	-	N/A	25% B	N/A	20% B	N/A	5% C
3	Tung Hai Knitting & Dyeing Limited	Apr-14	10.00	N/A	-	N/A	10% B	N/A	10% B	N/A	N/A	10% B
4	Khan Brothers PP Woven Bag Industries Limited	Jun-14	10.00	-	N/A	-	N/A	10% B	N/A	15% B	N/A	11% B
5	C & A Textiles Limited	Sep-14	10.00	-	N/A	-	N/A	11% B	N/A	12% B	N/A	10% B
6	Shasha Denims Limited	Nov-14	35.00	N/A	-	N/A	-	N/A	20% C, 15% B	N/A	N/A	25% C
7	Simtex Industries Limited	Jul-15	20.00	-	N/A	-	N/A	-	N/A	-	N/A	20% C, 2% B
8	Pacific Denims Limited	Aug-16	10.00	N/A	-	N/A	-	N/A	-	N/A	-	-

*Note: B refers to Bonus/Stock Dividend; C refers to Cash Dividend.*

**Place:** Dhaka  
**Date:** May 21, 2017

Sd/-  
**Mahbub H. Mazumdar FCMA**  
 Chief Executive  
**AFC Capital Limited**

**DUE DILIGENCE CERTIFICATE BY ISSUE MANAGER**  
**(ASIAN TIGER CAPITAL PARTNERS INVESTMENTS LIMITED)**

[Rule 4 (1)(d)]

**To**

**The Bangladesh Securities and Exchange Commission**

**Sub:** Public Issue of 30,000,000 Ordinary Shares of Tk. 300,000,000.00 by Intraco Refueling Station Limited.

**Dear Sir,**

We, the issue manager to the above-mentioned forthcoming issue, state and confirm as follows:

- (1) We have examined all the documents submitted with the application for the above mentioned public issue, visited the premises of the issuer and interviewed the Chairperson, Directors and key management personnel of the issuer in connection with the finalization of the prospectus pertaining to the said issue;
- (2) On the basis of such examination and the discussions with the directors, officers and auditors of the issuer, other agencies, independent verification of the statements concerning objects of the issue and the contents of the documents and other materials furnished by the issuer.

**WE CONFIRM THAT:**

- (a) The prospectus filed with the Commission is in conformity with the documents, materials and papers relevant to the issue;
- (b) All the legal requirements relating to the issue as also in the rules, notification, guidelines, instructions, etc. framed/issued by the Commission, other competent authorities in this behalf and the Government have been duly complied with;
- (c) The disclosures made in prospectus are true, fair and adequate to enable the investors to make a well informed decision for investment in the proposed issue and such disclosures are in accordance with the requirements of the Companies Act, 1994, the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015 and other applicable laws;
- (d) Besides ourselves, all the intermediaries named in the prospectus are registered with the Commission and that till date such registrations are valid;
- (e) We have satisfied ourselves about the capability of the underwriters to fulfill their underwriting commitments;
- (f) The proposed activities of the issuer for which the funds are being raised in the present issue fall within the 'main objects' listed in the object clause of the Memorandum of Association or other charter of the issuer and that the activities which have been carried out till now are valid in terms of the object clause of its Memorandum of Association;

- (g) Necessary arrangements have been made to ensure that the moneys to be received pursuant to the issue shall be kept in a separate bank account and shall be used for the purposes disclosed in the use of proceeds section of the prospectus;
- (h) All the applicable disclosures mandated in the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015 have been made in addition to other disclosures which, in our view, are fair and adequate to enable the investor to make a well informed decision;
- (i) We enclose a note explaining how the process of due diligence has been exercised by us in view of the nature of current business background or the issuer, situation at which the proposed business stands, the risk factors, sponsors experiences etc. We also confirm that the due diligence related process, documents and approval memos shall be kept in record by us for the next 5 (five) years after the IPO for any further inspection by the Commission;
- (j) We enclose a checklist confirming rule-wise compliance with the applicable provisions of the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015 containing details such as the rule number, its text, the status of compliance, page numbers of the prospectus where the rules has been complied with and our comments, if any;
- (k) We also declare that we have not managed any public issue in the last 05 (five) years.

**Place:** Dhaka  
**Date:** May 21, 2017

Sd/-  
**Mohammad Samsul Haque, ACS**  
Managing Director  
**Asian Tiger Capital Partners Investments Limited**

**DUE DILIGENCE CERTIFICATE BY THE UNDERWRITER**

[See rule 4 (1)(d)]

To

**The Bangladesh Securities and Exchange Commission**

**Sub:** Public Offer of 30,000,000 Ordinary Shares of Tk. 300,000,000.00 by Intraco Refueling Station Limited.

**Dear Sir,**

We, the under-noted Underwriter(s) to the above-mentioned forthcoming issue, state individually and collectively as follows:

- (1) We, while underwriting the above mentioned issue on a firm commitment basis, have examined the draft prospectus, other documents and materials as relevant to our underwriting decision; and
- (2) On the basis of such examination and the discussions with the issuer company, its directors and officers, and other agencies, independent verification of the statements concerning objects of the issue and the contents of the documents and other materials furnished by the issuer company.

**WE CONFIRM THAT:**

- (a) We are registered with the Bangladesh Securities and Exchange Commission as a merchant banker and eligible to carry out the underwriting activities. Our present paid-up capital stands at Tk. 130,000,000.00 (Thirteen Crore only) and we have the capacity to underwrite a total amount of Tk. 650,000,000.00 (Sixty-Five Crore) as per relevant legal requirements. We have committed to underwrite for up to Tk. 45,000,000.00 (Four Crore Fifty Lac) for the upcoming issue.
- (b) At present, the following underwriting obligations are pending for us: (Name of issue and amount underwritten)

Sl.	Name of the Company	Amount Underwritten (TK.)
1	STS Holdings Limited	60,800,000
2	Bashundhara Paper Mills Limited	50,000,000
3	Index Agro Industries Limited	70,000,000
4	Indo-Bangla Pharmaceuticals Limited	17,500,000
5	LankaBangla Finance Limited	159,125,470
6	Genex Infosys Limited	30,000,000
7	Esquire Knit Composite Limited	20,000,000
8	SK Trims & Industries Limited	30,000,000
9	Energypac Power Generation Limited	25,000,000
<b>Total</b>		<b>462,425,470</b>

- (c) All information as are relevant to our underwriting decision have been received by us and the draft prospectus forwarded to the Commission has been approved by us;



- (d) We shall subscribe and take up the un-subscribed securities against the above-mentioned public issue within 15 (fifteen) days of calling up thereof by the issuer; and
- (e) This underwriting commitment is unequivocal and irrevocable.

**For the Underwriter:**

Sd/-  
**Mahbub H. Mazumdar FCMA**  
Chief Executive  
**AFC Capital Limited**

Place: Dhaka  
Date: October 11, 2017

**DUE DILIGENCE CERTIFICATE BY THE UNDERWRITER****[Rule 4 (1)(d)]****To,****The Bangladesh Securities and Exchange Commission****Sub:** Public Offer of 3,00,00,000 Ordinary Shares of Tk. 30,00,00,000 (Taka Thirty Crore) only by **Intraco Refueling Station Limited.****Dear Sir,**

We, the under-noted Underwriter(s) to the above-mentioned forthcoming issue, state individually and collectively as follows:

- (1) We, while underwriting the above mentioned issue on a firm commitment basis, have examined the draft prospectus, other documents and materials as relevant to our underwriting decision; and
- (2) On the basis of such examination and the discussions with the issuer company, its directors and officers, and other agencies, independent verification of the statements concerning objects of the issue and the contents of the documents and other materials furnished by the issuer company.

**WE CONFIRM THAT:**

- (a) We are registered with the Bangladesh Securities and Exchange Commission as a merchant banker and eligible to carry out the underwriting activities. Our present paid-up capital stands at Tk. 300,000,000.00 (Thirty Crore) only and we have the capacity to underwrite a total amount of Tk. 150,00,00,000.00 (One hundred fifty Crore) only as per relevant legal requirements. We have committed to underwrite for up to Tk. 3,00,00,000.00 (Three Crore) only for the upcoming issue.
- (b) At present, the following underwriting obligations are pending for us: (Name of issue and amount underwritten):

<b>Sl. No.</b>	<b>Name of the Company</b>	<b>Amount Underwritten (TK.)</b>
1	SBS Cables Ltd.	41,922,000.00
2	ADN Telecom Ltd.	38,700,000.00
3	Silco Pharmaceuticals Ltd.	26,250,000.00
4	STS Holdings Ltd.	20,000,000.00
5	Dhaka Regency Hotel and Resort Ltd.	21,000,000.00
6	Bashundhara Paper Mills Ltd.	50,000,000.00
7	AB Bank Ltd.	100,000,000.00
8	Delta Hospital Limited	8,000,000.00
9	INDEX Agro Industries Ltd.	70,000,000.00
10	Indo Bangla Pharmaceuticals Ltd.	17,500,000.00
11	Genex Infosys Limited	30,000,000.00
12	Esquire Knit Composite Ltd.	20,000,000.00
13	Shamsul Alamin Real Estate Limited	150,000,000.00
14	South East Bank Limited	203,125,000.00
15	SK Trims & Industries Limited	25,000,000.00
<b>Total:</b>		<b>821,497,000.00</b>

- (c) All information as are relevant to our underwriting decision have been received by us and the draft prospectus forwarded to the Commission has been approved by us;

- (d) We shall subscribe and take up the un-subscribed securities against the above-mentioned public issue within 15 (fifteen) days of calling up thereof by the issuer; and
- (e) This underwriting commitment is unequivocal and irrevocable.

**For the Underwriter:**

Sd/-  
**Moinul Hossain Asif**  
Managing Director  
**EBL Investments Limited**

Date: October 10, 2017

**DUE DILIGENCE CERTIFICATE BY THE UNDERWRITER**  
**(SWADESH INVESTMENT MANAGEMENT LIMITED)**

[Rule 4 (1)(d)]

**To**  
**The Bangladesh Securities and Exchange Commission**

**Sub:** Public Offer of 30,000,000 Ordinary Shares of Tk. 300,000,000.00 by Intraco Refueling Station Limited.

**Dear Sir,**

We, the under-noted Underwriter(s) to the above-mentioned forthcoming issue, state individually and collectively as follows:

- (1) We, while underwriting the above mentioned issue on a firm commitment basis, have examined the draft prospectus, other documents and materials as relevant to our underwriting decision; and
- (2) On the basis of such examination and the discussions with the issuer company, its directors and officers, and other agencies, independent verification of the statements concerning objects of the issue and the contents of the documents and other materials furnished by the issuer company.

**WE CONFIRM THAT:**

- (a) We are registered with the Bangladesh Securities and Exchange Commission as a merchant banker and eligible to carry out the underwriting activities. Our present paid-up capital stands at Tk. 450,000,000.00 (Forty Five Crore only) and we have the capacity to underwrite a total amount of Tk. 2,250,000,000.00 (Two Hundred Twenty Five Crore) as per relevant legal requirements. We have committed to underwrite for up to Tk. 30,000,000.00 (Three Crore) for the upcoming issue.
- (b) At present, the following underwriting obligations are pending for us: (Name of issue and amount underwritten)

Sl. No.	Name of The Company	Amount Underwritten (in Tk.)
1.	AB Bank Limited	100,000,000.00
2.	Bashundhara Paper Mills Limited	50,000,000.00
	<b>Total</b>	<b>150,000,000.00</b>

- (c) All information as are relevant to our underwriting decision have been received by us and the draft prospectus forwarded to the Commission has been approved by us;
- (d) We shall subscribe and take up the un-subscribed securities against the above-mentioned public issue within 15 (fifteen) days of calling up thereof by the issuer; and
- (e) This underwriting commitment is unequivocal and irrevocable.

**For the Underwriter:**


Sd/-  
**(Mamun Ahmed)**  
Managing Director  
**Swadesh Investment Management Limited**

Date: May 21, 2017

## CHAPTER (IV): ABOUT THE ISSUER

- (a) Name of the issuer, dates of incorporation and commencement of its commercial operations, its logo, addresses of its registered office, other offices and plants, telephone number, fax number, contact person, website address and e-mail address;

### Particulars of the Company:

Particulars		Description										
Name of the Issuer	:	Intraco Refueling Station Limited (IRSL)										
Dates of Incorporation	:	27 March, 2007										
Commencement of its Commercial Operations	:	16 June, 2008										
Logo	:											
Addresses of its Corporate Office	:	House No. # 40, Block # J, Pragati Sarani, Baridhara, P.S- Vatar, Dhaka-1212.										
Refueling Stations (The Company)	:	Holding No.: 444/415, Old Bus Stand Road, Chandpur. 154, Naya Aity, Mukti Sarani, Shenar par, Narayangonj. Haratali Highway, Sadar South, Comilla.										
CNG Stations' Location (Subsidiaries)	:	<table><tr><td>Good CNG Refueling Station Ltd</td><td>Pabna Road, Moddo Orunkhola Gulti, Thana-Ishwardhi, Dist-Pabna.</td></tr><tr><td>M Hye &amp; Co CNG Refueling Station Ltd</td><td>Poddar Bari, Bohula Sarak, Thana-Hobigang, Dist-Hobigang.</td></tr><tr><td>Nessa &amp; Sons Ltd</td><td>259/1, Bagbari, Gabtoli, Dhaka.</td></tr><tr><td>Absar &amp; Elias Enterprise Ltd</td><td>Asian Highway, Tiger pass more, Dist- Chittagong.</td></tr><tr><td>East End Automobiles Ltd</td><td>Arakan Road, Thana-Chandgaon, Dist-Chittagong.</td></tr></table>	Good CNG Refueling Station Ltd	Pabna Road, Moddo Orunkhola Gulti, Thana-Ishwardhi, Dist-Pabna.	M Hye & Co CNG Refueling Station Ltd	Poddar Bari, Bohula Sarak, Thana-Hobigang, Dist-Hobigang.	Nessa & Sons Ltd	259/1, Bagbari, Gabtoli, Dhaka.	Absar & Elias Enterprise Ltd	Asian Highway, Tiger pass more, Dist- Chittagong.	East End Automobiles Ltd	Arakan Road, Thana-Chandgaon, Dist-Chittagong.
Good CNG Refueling Station Ltd	Pabna Road, Moddo Orunkhola Gulti, Thana-Ishwardhi, Dist-Pabna.											
M Hye & Co CNG Refueling Station Ltd	Poddar Bari, Bohula Sarak, Thana-Hobigang, Dist-Hobigang.											
Nessa & Sons Ltd	259/1, Bagbari, Gabtoli, Dhaka.											
Absar & Elias Enterprise Ltd	Asian Highway, Tiger pass more, Dist- Chittagong.											
East End Automobiles Ltd	Arakan Road, Thana-Chandgaon, Dist-Chittagong.											
Telephone Number	:	Tel: +88-02-9863383, 8833854										
Fax Number	:	Fax: +88-02-8819921										
Contact Person	:	Mr. G M Salahuddin Company Secretary										
Website Address	:	Web: www.intracorefueling.com										
E-mail Address	:	Email: info@intracorefueling.com										

- (b) The names of the sponsors and directors of the issuer:

### Name of the Sponsors and Directors:

#### Sponsors:

Sl. No	Sponsors
1	Mrs. Monowara Hakim Ali
2	Mr. Mohammed Riyadh Ali
3	Mr. Md. Irad Ali

**Directors:**

Sl. No.	Name	Position
1	Mr. H.M. Hakim Ali	Chairman
2	Mr. Mohammed Riyadh Ali	Managing Director
3	Mr. Shaiful Alam Chowdhury	Director
4	Mrs. Hoda Ali Selim Ahmed Mohamed	Director
5	Mr. S.M. Monir Ahmed	Independent Director

- (c) The name, logo and address of the auditors and registrar to the issue along with their telephone numbers, fax numbers, contact persons, website and e-mail addresses:

**Particulars of Auditor:**



Particulars		Description
Name	:	Mahfel Huq & Co. Chartered Accountants
Logo	:	 Mahfel Huq & Co. Chartered Accountants
Address	:	BGIC Tower (4 <sup>th</sup> Floor), 34, Topkhana Road Dhaka-1000.
Telephone Number	:	Tel: +88-02-9553143, +88-02-9581786
Fax Number	:	Fax: +88-02-9571005
Contact Person	:	<b>Mr. Abdul Kayum Akhunjee</b> Manager
Website Address	:	Web: <a href="http://www.mahfelhuq.com">www.mahfelhuq.com</a>
E-mail Address	:	E-mail: <a href="mailto:mh@mahfelhuq.com">mh@mahfelhuq.com</a>

**Registrar to the issue:**

The Company is going to IPO under Fixed Price Method. So, no registrar to the issue is required as per amendments to the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015.

- (d) The name(s) of the stock exchanges where the specified securities are proposed to be listed.

**Name of the Stock Exchanges where the Securities to be listed:**

Stock Exchanges	<b>DHAKA STOCK EXCHANGE LIMITED</b> 9/F Motijheel C/A, Dhaka 1000.		Tel: +88-02-9564601, 9576210-18 Fax: +88-02-9564727, 9569755
	<b>CHITTAGONG STOCK EXCHANGE LIMITED</b> CSE Building, 1080, Sheikh Mujib Road Chittagong 4100.		Tel: +880-2-9513911-15 Fax: +880-2-9513906

## CHAPTER (V): CORPORATE DIRECTORY OF THE ISSUER

Name of the Company	:	Intraco Refueling Station Limited (IRSL)	
Legal Position	:	IRSL was incorporated in Bangladesh as a Private Limited Company with the issuance of Certificate of incorporation bearing no. C-66298(3790)/07 dated on March 27, 2007 by the Registrar of Joint Stock Companies & Firms, Dhaka, Bangladesh. The Company Converted into public Limited Company on June 28, 2015 and split of Share value from Tk. 100 to Tk. 10 dated on March 30, 2015.	
Date of Incorporation	:	27 March, 2007	
Authorized Capital	:	Tk. 1,000,000,000 divided into 100,000,000 Ordinary Share of Tk. 10.00 each	
Paid up Capital	:	Tk. 450,000,000 divided into 45,000,000 Ordinary Share of Tk. 10.00 each	
Registered Office	:	House No. # 40, Block # J, Pragati Sarani, Baridhara, P.S- Vatarā, Dhaka-1212. Tel: +88-02-9863383, 8833854 Fax: +88-02-8819921 Email: info@intracorefueling.com Web: www.intracorefueling.com	
Refueling Stations (The Company)	:	Holding No.: 444/415, Old Bus Stand Road, Chandpur. 154, Naya Aity, Mukti Sarani, Shenar par, Narayangonj. Haratali Highway, Sadar South, Comilla.	
CNG Stations' Location (Subsidiaries)	:	Good CNG Refueling Station Ltd.	Pabna Road, Moddo Orunkhola Gulti, Thana-Ishwardhi, Dist-Pabna.
		M Hye & Co CNG Refueling Station Ltd.	Poddar Bari, Bohula Sarak, Thana-Hobigang, Dist-Hobigang.
		Nessa & Sons Ltd.	259/1, Bagbari, Gabtoli, Dhaka.
		Absar & Elias Enterprise Ltd.	Asian Highway, Tiger pass more, Dist-Chittagong.
		East End Automobiles Ltd.	Arakan Road, Thana-Chandgaon, Dist-Chittagong.
Board of Directors	:	5 Directors including Independent Director.	
Auditors	:	Mahfel Huq & Co. Chartered Accountants BGIC Tower (4th Floor), 34, Topkhana Road Dhaka-1000. Tel: +88-02-9553143, +88-02-9581786 Fax: +88-02-9571005 E-mail: mh@mahfelhuq.com	
Tax Consultants	:	Podder & Associates 333/1 (New 8/1), Segun Bagicha (2nd & 3rd Floor), Dhaka-1000.	
Legal Advisors	:	Kazi Momitun Nahar Advocate, Supreme court of Bangladesh Room No. # 3020 (2 <sup>nd</sup> Floor Annex) Supreme Court Bar Association, Shahbagh, Dhaka.	
Banker for IPO	:	Brac Bank Limited	
Compliance Officer	:	Mr. G M Salahuddin Company Secretary	



## CHAPTER (VI): DESCRIPTION OF THE ISSUER

### (a) Summary:

- (i) **The summary of the industry and business environment of the issuer. The summary shall not be one-sided or biased to highlight the issuer or the issue;**

#### **Summary of the industry:**

Compressed Natural Gas (CNG) is an important vehicular fuel in Bangladesh and the natural gas transmission and distribution network is well developed. Technical experts have suggested the use of Compressed Natural Gas (CNG) as an alternative fuel for automobiles since it is less hazardous, environment friendly and is quite cost effective.

CNG consists mostly of methane and is drawn from gas wells. CNG vehicles store natural gas in high-pressure fuel cylinders at 3,000 to 3,600 pounds per square inch. An odorant is normally added to CNG for safety reasons.

CNG was first introduced in Bangladesh in 1982 through World Bank pilot project. Rupantarita Praktik Gas Company Limited (RPGCL), established in 1987, an enterprise of Petrobangla, is entrusted to convert the petrol vehicles to run by CNG and to install of CNG refueling Station. Government has given permission to the private sector entrepreneur to install CNG refueling station and to establish of CNG conversion workshop. After that, in 1999, four private companies started their journey in CNG sector.

CNG activities in Bangladesh have been increased and it is very popular to the people. As per Website of Rupantarita Praktik Gas Company Limited (RPGCL) (Web: [http://www.rpgcl.org.bd/exp\\_act.php?ltype=exp\\_stat](http://www.rpgcl.org.bd/exp_act.php?ltype=exp_stat)), up to fiscal year 2014-15, 589 CNG filling stations, 180 CNG conversions workshops are established and 259,050 vehicles are using CNG as a vehicular fuel and lots of manpower are involved in this sector.

(ii) Summary of consolidated financial, operating and other information.

Sl. No.	Particulars	30-Jun-17	30-Jun-16	31-Mar-15	31-Mar-14	31-Mar-13
			(Restated)	(Restated)	(Restated)	
1	Sales Revenue	993,352,993	1,125,346,259	745,167,843	637,633,994	402,564,242
2	Gross profit	150,489,941	164,181,351	104,473,973	92,420,255	52,726,456
3	Net profit before tax	98,226,768	108,153,471	65,041,548	61,835,307	31,318,922
4	Net profit after tax	61,288,925	67,543,928	38,946,485	37,931,330	19,529,370
5	Total assets	942,776,271	861,492,992	527,996,054	478,079,779	335,484,704
6	Share capital	450,000,000	450,000,000	300,000	300,000	300,000
7	Retained earnings	174,232,812	112,943,888	58,556,045	19,609,561	(13,584,844)
8	No. of Shares	45,000,000	45,000,000	30,000	3,000	3,000
9	Face Value	10.00	10.00	10.00	100.00	100.00
10	NAV Per Share	13.87	12.51	1,961.87	66.37	(44.28)
11	NAV Per Share (Considering FV Tk. 10.00 for all years)	13.87	12.51	1,961.87	663.65	(442.83)
12	Earnings per Share (EPS)**	1.36	1.50	1.18	1.15	0.59

\*\* Share split on March 30, 2015 of face value per share from Tk. 100.00 to Tk. 10.00. Thus, restated Earnings per Share (EPS) for all the years is calculated considering the latest weighted number of share i.e. 45,000,000.

**(b) General Information:**

- (i) **Name and address, telephone and fax numbers of the registered office, corporate head office, other offices, factory, business premises and outlets of the issuer;**

Particulars	Description	
Name and Corporate Office Address	Intraco Refueling Station Limited (IRSL)	
	House No. # 40, Block # J, Pragati Sarani, Baridhara, P.S- Vatar, Dhaka-1212.	
Telephone and Fax Numbers of the Corporate Office	Tel: +88-02-9863383, 8833854	
	Fax: +88-02-8819921	
Factory	N/A	
Refueling Stations (The Company)	Holding No.: 444/415, Old Bus Stand Road, Chandpur.	
	154, Naya Aity, Mukti Sarani, Shenar par, Narayangonj.	
	Haratali Highway, Sadar South, Comilla.	
CNG Stations' Location (Subsidiaries)	Good CNG Refueling Station Ltd	Pabna Road, Moddo Orunkhola Gulti, Thana-Ishwardhi, Dist-Pabna.
	M Hye & Co CNG Refueling Station Ltd	Poddar Bari, Bohula Sarak, Thana-Hobigang, Dist-Hobigang.
	Nessa & Sons Ltd	259/1, Bagbari, Gabtoli, Dhaka.
	Absar & Elias Enterprise Ltd	Asian Highway, Tiger pass more, Dist- Chittagong.
	East End Automobiles Ltd	Arakan Road, Thana-Chandgaon, Dist-Chittagong.

- (ii) **The board of directors of the issuer;**

Sl. No.	Board of Director	Designation
1	Mr. H.M. Hakim Ali	Chairman
2	Mr. Mohammed Riyadh Ali	Managing Director
3	Mr. Shaiful Alam Chowdhury	Director
4	Mrs. Hoda Ali Selim Ahmed Mohamed	Director
5	Mr. S.M. Monir Ahmed	Independent Director

- (iii) **Names, addresses, telephone numbers, fax numbers and e-mail addresses of the chairman, managing director, whole time directors, etc. of the issuer;**

<b>Sl.</b>	<b>Name &amp; Address</b>	<b>Telephone and Fax No. &amp; E-mail Address</b>
1	Name: <b>Mr. H.M. Hakim Ali</b> Position: <i>Chairman</i> Address: House-11, Road-01, Baridhara R/A, Dhaka.	Tel: +88-02-9857242-44 Fax: +88-02-9857225 E-mail: chairman@intracogroup.com
2	Name: <b>Mr. Mohammed Riyadh Ali</b> Position: <i>Managing Director</i> Address: House-11, Road-01, Baridhara R/A, Dhaka.	Tel: +88-02-9857242-44 Fax: +88-02-9857225 E-mail: md@intracogroup.com
3	Name: <b>Mr. Shaiful Alam Chowdhury</b> Position: <i>Director</i> Address: Vill-Fatchabad, P.S- Hathazari, Chittagong.	Tel: +88-02-9857242-44 Fax: +88-02-9857225 E-mail: Intraco78@intracogroup.com
4	Name: <b>Mrs. Hoda Ali Selim Ahmed Mohamed</b> Position: <i>Director</i> Address: House-11, Road-01, Baridhara R/A, Dhaka.	Tel: +88-02-9857242-44 Fax: +88-02-9857225 E-mail: mdmadam@intracogroup.com
5	Name: <b>Mr. S.M. Monir Ahmed</b> Position: <i>Independent Director</i> Address: House # 8, Road # 6, Nikunja-1, Dhaka-1229.	Tel: +88-02-9857242-44 Fax: +88-02-9857225 E-mail: smmonir@intracogroup.com

- (iv) **Names, addresses, telephone numbers, fax numbers and e-mail addresses of the CFO, company secretary, legal advisor, auditors and compliance officer;**

<b>Sl.</b>	<b>Name &amp; Address</b>	<b>Telephone and Fax No. &amp; E-mail Address</b>
1	<b>Mr. Kazi Mahmudul Hoque</b> Chief Financial Officer House No. # 40, Block # J, Pragati Sarani, Baridhara, P.S- Vatara, Dhaka-1212.	Tel: +88-02-9863383, 8833854 Fax: +88-02-8819921 E-mail: mahmud@intracogroup.com
2	<b>Mr. G M Salahuddin</b> Company Secretary <i>House No. # 40, Block # J, Pragati Sarani, Baridhara, P.S- Vatara, Dhaka-1212.</i>	Tel: +88-02-9863383, 8833854 Fax: +88-02-8819921 E-mail: salahuddin@intracogroup.com

3	<b>Kazi Momitun Nahar</b> Legal Advisor Supreme court of Banagladesh Room No. # 3020 (2 <sup>nd</sup> Floor Annex) Supreme Court Bar Association, Shahbagh, Dhaka	Cell: +88-01711174525 Fax: -*  E-mail: skzamanbd6@gmail.com
4	<b>Mahfel Huq &amp; Co.</b> Chartered Accountants BGIC Tower (4 <sup>th</sup> Floor), 34, Topkhana Road Dhaka-1000.	Tel: +88-02-9553143, +88-02-9581786 Fax: +88-02-9571005 E-mail: mh@mahfelhuq.com
5	<b>Mr. G M Salahuddin</b> Compliance Officer House No. #40, Block # J, Pragati Sarani, Baridhara, P.S- Vatar, Dhaka-1212.	Tel: +88-02-9863383, 8833854 Fax: +88-02-8819921 E-mail: salahuddin@intracogroup.com

\*Legal Advisor, Kazi Momitun Nahar has no Fax Number.

- v) **Names, addresses, telephone numbers, fax numbers, contact person, website addresses and e-mail addresses of the issue manager(s), registrar to the issue etc.;**

<b>Name &amp; Address</b>	<b>Telephone &amp; Fax Number, E-mail, Web Address</b>	<b>Contact Person</b>
<b>AFC Capital Limited</b> Saiham Sky View Tower (11th Floor), 45 Bijoy Nagar, Dhaka-1000.	Tel: +88-02-8392371 Fax: +88-02-8392372 Email: capital.afc@gmail.com Web: www.afccl.asia	<b>Mahbub H. Mazumdar FCMA</b> Chief Executive
<b>Asian Tiger Capital Partners Investments Limited</b> Youth Centre, Plot-42 (5th Floor), Road- 1, Block -A, Niketon, Gulshan, Dhaka -1212.	Tel: +88-02-9898439 Fax: +88-02-9898439 E-mail: samsul.haque@at-capital.com Web: www.at-capital.com	<b>Mohammad Samsul Haque, ACS</b> Managing Director

**Registrar to the issue:**

The Company is going to IPO under Fixed Price Method. So, no registrar to the issue is required as per amendments to the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015.

(vi) **The following details of credit rating, where applicable:**

- a) **The names of all the credit rating agencies from which credit rating has been obtained;**
- b) **The details of all the credit ratings obtained for the issue and the issuer;**
- c) **The rationale or description of the ratings (s) so obtained, as furnished by the credit rating agency(s);**
- d) **Observations and risk factors as stated in the credit rating report.**

As per Section 3 of Credit Ratings Companies Rules, 1996, the Company requires no credit rating report.

(vii) **Following details of underwriting:**

- a) **The names, addresses, telephone numbers, fax numbers, contact persons and e-mail addresses of the underwriters and the amount underwritten by them;**

<b>Name &amp; Address</b>	<b>Telephone &amp; Fax Number, E-mail, Web Address</b>	<b>Contact Person</b>	<b>Amount Underwritten (Taka)</b>
<b>AFC Capital Limited</b> Saiham Sky View Tower (11th Floor), 45 Bijoy Nagar, Dhaka-1000.	Tel: +88-02-8392371 Fax: +88-02-8392372 Email: capital.afc@gmail.com Web: www.afccl.asia	<b>Mahbub H. Mazumdar FCMA</b> Chief Executive	45,000,000
<b>EBL Investments Limited</b> 59 Motijheel C/A, 1st Floor, Dhaka-1000.	Tel: +88-02-47112659 Fax: +88-02-4711218 E-mail: pankaj@eblinvestments.com Web: www.eblinvestments.com	<b>Pankaj Kumar Mastuddi</b> Head of Primary Market Operations	30,000,000
<b>Swadesh Investment Management Limited</b> Suite 01, Level 11, Unique Trade Center, 8 Panthapath, Karwan Bazar, Dhaka-1215.	Tel: +88-02-58151366 Fax: +88-02-58157544 Email: mamunahmed@msn.com Web: www.swadesh.com.bd	<b>Mamun Ahmed</b> Managing Director	30,000,000
<b>Total</b>			<b>105,000,000</b>

**b) Declaration by the underwriters that they have sufficient resources as per the regulatory requirements to discharge their respective obligations;**

All the underwriters have sufficient resources as per the regulatory requirements to discharge their respective obligations, which are disclosed in CHAPTER (III) under Due Diligence Certificate by The Underwriter(S) page number 22-27.

**c) Major terms and conditions of the underwriting agreements.**

- (i) The IPO shall stand cancelled if at least 65% in any category of the IPO is not subscribed.
- (ii) In case of under subscription in any category by up to 35% of the IPO the under-subscribed securities shall be taken up by the underwriters.
- (iii) Notwithstanding anything contained in the agreement in case of inconsistency between the provision of the agreement and the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015, the Public Issue Rules shall prevail.
- (iv) Prior to publication of the prospectus, the Company shall have obtained consent from the Bangladesh Securities and Exchange Commission permitting the issue as described in Article 2.01 and providing for payment of underwriting commission 0.50% (zero point five zero percent) on the amount underwritten.
- (v) The Issuer shall **within 10 (Ten) days** of the closure of subscription call upon the underwriter in writing with a copy of said writing to the Bangladesh Securities and Exchange Commission, to subscribe for the shares not subscribed by the closing date and to pay for in cash in full for such unsubscribed shares **within 15 (Fifteen) days** of the date of said notice and the said amount shall have to be credited into shares subscription account within the said period.
- (vi) In any case **within 7 (seven) days** after the expiry of the aforesaid **15 (fifteen) days**, the Company shall send proof of subscription and payment by the Underwriters to the Commission.

In the case of failure by the underwriter to pay for the shares within the stipulated time, the Company/Issuer will be under no obligation to pay any underwriting commission under this Agreement.

(c) Capital Structure:

- (i) Authorized, issued, subscribed and paid up capital (number and class of securities, allotment dates, nominal price, issue price and form of consideration);

Particulars	No. of Securities	Class of Securities	Allotment		Nominal &	Form of Consideration	Amount in Taka
			Dates	Amount	Issue Price (Tk.)		
Authorized Capital	100,000,000	Ordinary Share	-	-	10.00	-	1,000,000,000
Before IPO:							
Issued, Subscribed and paid up capital	45,000,000	Ordinary Share	22-Mar-07	3,000	100.00	Cash	450,000,000
			30-May-15	9,470,000	10.00		
			31-Dec-15	35,500,000	10.00		
After IPO:							
To be issued as IPO	30,000,000	Ordinary Share	-	-	10.00	Cash	300,000,000
Paid up capital (Post IPO)	75,000,000	Ordinary Share	-	-	10.00	Cash	750,000,000

Notes: The Company has changed the face value of its ordinary share from Tk. 100.00 to Tk. 10.00 by passing a special resolution in its extraordinary general meeting held on March 30, 2015 and necessary amendments in capital clause of the Memorandum and Articles of Association were made accordingly.

- (ii) Size of the present issue, with break-up (number of securities, description, nominal value and issue amount);

Particulars			Percentage	No. of Ordinary Shares	Nominal Value	Issue price	Issue Amount (Taka)
Initial Public Offering through Fixed Price Method	Eligible investors (EIs)	Mutual Funds and CIS	10%	3,000,000	10.00	10.00	30,000,000
		EI excluding mutual funds and CIS	40%	12,000,000			120,000,000
	General public (GP)	NRB	10%	3,000,000			30,000,000
		GP excluding NRB*	40%	12,000,000			120,000,000
	<b>Total</b>		<b>100%</b>	<b>30,000,000</b>			<b>300,000,000</b>

**Other\*:** 12,000,000 Ordinary shares will be reserved for General Public and Small Affected Investors.



- (iii) **Paid up capital before and after the present issue, after conversion of convertible instruments (if any) and share premium account (before and after the issue);**

The Company has no convertible instruments and share premium account.

Particulars	Amount in BDT
Paid up capital before the present issue	450,000,000
Paid up capital after the present issue	750,000,000
Paid up capital after conversion of convertible instruments (if any)	N/A
Share premium account before the present issue	N/A
Share premium account after the present issue	N/A

- (iv) **Category wise shareholding structure with percentage before and after the present issue and after conversion of convertible instruments (if any);**

The paid-up capital of the Company is Tk. 450,000,000.00. The Company intends to issue 30,000,000 ordinary shares of Tk. 10.00 each at an issue price of Tk. 10.00 through Initial public offering (IPO) totaling to Tk. 300,000,000.00 under Fixed Price Method subject to regulatory approvals. The Company has no convertible instrument.

**Category wise shareholding structure with percentage before and after the present issue is as follows:**

Sl. No.	Category of Shareholders	No. of Ordinary Shares Hold		Percentage of Holding	
		Pre-IPO	Post-IPO	Pre-IPO	Post-IPO
1	Director & Sponsor	22,881,800	22,881,800	50.85%	30.51%
2	Institutional	1,800,000	13,800,000	4.00%	18.40%
3	Mutual fund	-	3,000,000	0.00%	4.00%
4	Individual	20,318,200	32,318,200	45.15%	43.09%
5	Non Resident Bangladeshis (NRBs)	-	3,000,000	0.00%	4.00%
<b>Total</b>		<b>45,000,000</b>	<b>75,000,000</b>	<b>100.00%</b>	<b>100.00%</b>

- (v) **Where shares have been issued for consideration in other than cash at any point of time, details in a separate table, indicating the date of issue, persons to whom those are issued, relationship with the issuer, issue price, consideration and valuation thereof, reasons for the issue and whether any benefits have been accrued to the issuer out of the issue;**

The Company did not issue any of its ordinary shares for consideration in other than cash at any point of time.

- (vi) **Where shares have been allotted in terms of any merger, amalgamation or acquisition scheme, details of such scheme and shares allotted;**

The Company has not allotted any shares in terms of any merger, amalgamation or acquisition scheme.

- (vii) **Where the issuer has issued equity shares under one or more employee stock option schemes, date-wise details of equity shares issued under the schemes, including the price at which such equity shares were issued;**

The Company has not issued equity shares under one or more employee stock option schemes.

- (viii) **If the issuer has made any issue of specified securities at a price lower than the issue price during the preceding two years, specific details of the names of the persons to whom such specified securities have been issued, relation with the issuer, reasons for such issue and the price thereof;**

Intraco Refueling Station Limited has not made any issue of specified securities at a price lower than the issue price during the preceding two years.

- (ix) **The decision or intention, negotiation and consideration of the issuer to alter the capital structure by way of issue of specified securities in any manner within a period of one year from the date of listing of the present issue;**

The Company has no such decision or intention, negotiation and consideration to alter the capital structure by way of issue of specified securities in any manner within a period of one year from the date of listing of the present issue.

- (x) The total shareholding of the sponsors and directors in a tabular form, clearly stating the names, nature of issue, date of allotment, number of shares, face value, issue price, consideration, date when the shares were made fully paid up, percentage of the total pre and post issue capital, the lock in period and the number and percentage of pledged shares, if any, held by each of them;

Name & Position	Nature of Issue	Date of Allotment and Acquisition & date of shares fully paid-up	No. of shares	Face Value & Issue Price	Consideration	Pre IPO %	Post IPO %	Lock in Period *	Number & % of pledge of shares
<b>Name: Mr. H. M. Hakim Ali</b> <b>Position: Chairman</b>	Ordinary	30-May-15	600,000	10.00	Cash	5.16%	3.10%	3 Yrs.	No Pledge
		31-Dec-15	1,722,600						
		<b>Total</b>	<b>2,322,600</b>						
<b>Name: Mr. Mohammed Riyadh Ali</b> <b>Position: Managing Director</b>	Ordinary	22-Mar-07	20,000	10.00	Cash	24.05%	14.43%	3 Yrs.	No Pledge
		30-May-15	2,345,000						
		31-Dec-15	8,459,500						
		<b>Total</b>	<b>10,824,500</b>						
<b>Name: Mr. Shaiful Alam Chowdhury</b> <b>Position: Director</b>	Ordinary	22-Mar-07	-	10.00	Cash	5.11%	3.07%	3 Yrs.	No Pledge
		30-May-15	250,000						
		31-Dec-15	2,050,000						
		<b>Total</b>	<b>2,300,000</b>						
<b>Name: Mrs. Hoda Ali Selim Ahmed Mohamed</b> <b>Position: Director</b>	Ordinary	22-Mar-07	-	10.00	Cash	12.10%	7.26%	3 Yrs.	No Pledge
		30-May-15	755,000						
		10-Dec-15 (Transfer)	1009700						
		31-Dec-15	3,680,000						
		<b>Total</b>	<b>5,444,700</b>						
<b>Name: Mr. S. M. Monir Ahmed</b> <b>Position: Independent Director</b>	Ordinary	22-Mar-07	-	10.00	Cash	0.07%	0.04%	3 Yrs.	No Pledge
		30-May-15	600						
		31-Dec-15	29,400						
		<b>Total</b>	<b>30,000</b>						

<b>Name: Mrs. Monowara Hakim Ali</b> <b>Position: Sponsor</b>	Ordinary	22-Mar-07	5,000	10.00	Cash	4.34%	2.61%	3 Yrs.	No Pledge
		30-May-15	945,000						
		31-Dec-15	1,005,000						
		<b>Total</b>	<b>1,955,000</b>						
<b>Name: Mr. Md. Irad Ali</b> <b>Position: Sponsor</b>	Ordinary	22-Mar-07	5,000	10.00	Cash	0.01%	0.01%	3 Yrs.	No Pledge
		30-May-15	845,700						
		10-Dec-15 (Transfer)	(845,700)						
		<b>Total</b>	<b>5,000</b>						

*The Company split its share from Tk. 100.00 to Tk. 10.00 on March 30, 2015.*

*[\*From the issue date of Prospectus]*

- (xi) **The details of the aggregate shareholding of the sponsors and directors, the aggregate number of specified securities purchased or sold or otherwise transferred by the sponsor and or by the directors of the issuer and their related parties within six months immediate preceding the date of filing the prospectus;**

**Aggregate shareholding of the Sponsors and Directors:**

Sl.	Name of Sponsor & Director	Number of Ordinary Shares Held	Face Value & Issue Price	Date of acquisition	Percentage	
					Pre-IPO	Post-IPO
1	Mr. H. M. Hakim Ali	2,322,600	10.00	30-May-15	5.16%	3.10%
2	Mr. Mohammed Riyadh Ali	10,824,500	10.00	22-Mar-07	24.05%	14.43%
3	Mr. Shaiful Alam Chowdhury	2,300,000	10.00	30-May-15	5.11%	3.07%
4	Mrs. Hoda Ali Selim Ahmed Mohamed	5,444,700	10.00	30-May-15	12.10%	7.26%
5	Mr. S. M. Monir Ahmed	30,000	10.00	30-May-15	0.07%	0.04%
6	Mrs. Monowara Hakim Ali	1,955,000	10.00	22-Mar-07	4.34%	2.61%
7	Mr. Md. Irad Ali	5,000	10.00	22-Mar-07	0.01%	0.01%
<b>Total</b>		<b>22,881,800</b>			<b>50.85%</b>	<b>30.51%</b>

**Transferred by the sponsor and/or by the directors of the issuer:**

No share is purchased or sold or otherwise transferred by the sponsor and/or by the directors of the issuer and their related parties within six months immediate preceding the date of filing the prospectus.

- (xii) **The name and address of any person who owns, beneficially or of record, 5% or more of the securities of the issuer, indicating the amount of securities owned, whether they are owned beneficially or of record, and the percentage of the securities represented by such ownership including number of equity shares which they would be entitled to upon exercise of warrant, option or right to convert any convertible instrument;**

Sl.	Name of the Shareholders	Address	Number of Shares Held	Pre IPO %
1	Intraco Natural Gas Station Ltd.	House No.69, Suhrawardy Avenue, Baridhara, Dhaka	2,561,820	5.69%
2	Mrs. Phowzia Khan	House No.-893, Middle Monipur, Mirpur-2, Dhaka	2,265,000	5.03%
3	Mrs. Hoda Ali Selim Ahmed Mohammed	House-11, Road-01, Baridhara R/A, Dhaka	5,444,700	12.10%
4	Mr. H. M. Hakim Ali	House-11, Road-01, Baridhara R/A, Dhaka	2,322,600	5.16%
5	Mr. Mohammed Riyadh Ali	House-11, Road-01, Baridhara R/A, Dhaka	10,824,500	24.05%
6	Intraco CNG Ltd. (Represented by Mohammed Riyadh Ali)	Ka-33/1, Pragati Sarani, Kuril, Dhaka	3,445,694	7.66%
7	Mr. Shaiful Alam Chowdhury	Vill-Fatchabad, P.S- Hathazari, Chittagong	2,300,000	5.11%

There is no event or intent of exercising warrant, option or right to convert any convertible instrument.

- (xiii) **The number of securities of the issuer owned by each of the top ten salaried officers, and all other officers or employees as group, indicating the percentage of outstanding shares represented by the securities owned.**

There is no officer holding any securities of the Company except the followings:

SL.	Name of the Shareholders	Designation	No. of Shares held	Pre-IPO % of Holding
1	Mr. G M Salahuddin	Company Secretary	5,000	0.01%
2	Mr. Kazi Mahmudul Hoque	Chief Financial Officer	5,000	0.01%
3	Mr. Munshi Asraf Ali	Head of HR & Admin	2,220,000	4.93%
4	All other officers or employees as group	-	59,880	0.13%

**(d) Description of Business:**

- (i) **The date on which the issuer company was incorporated and the date on which it commenced operations and the nature of the business which the company and its subsidiaries are engaged in or propose to engage in;**

IRSL was incorporated in Bangladesh as a Private Limited Company with the issuance of Certificate of incorporation bearing no. C-66298(3790)/07 dated on March 27, 2007 by the Registrar of Joint Stock Companies & Firms, Dhaka, Bangladesh. The Company Converted into public Limited Company on June 28, 2015 and split of Share value from Tk. 100 to Tk. 10 dated on March 30, 2015.

IRSL's registered office is situated at House No. 40, Block-J, Pragati Sarani, Baridhara, P.S-Vatara, Dhaka-1212.

The company is involved in the operation of CNG Refueling Station in different places in Bangladesh.

The Company started its commercial operation in June 16, 2008.

IRSL's has five Subsidiary Companies as given below:

Sl.	Name of the Subsidiary Company	Core Areas of Business	% of Holding
01	Good CNG Refueling Station Ltd.	Selling gas through CNG re-fueling stations	95.00057%
02	M Hye & Co CNG Refueling Station Ltd.		95.0002%
03	Nessa & Sons CNG Ltd.		95.000099%
04	Absar & Elias Enterprise Ltd.		95.00045%
05	East End Automobiles Ltd.		95.0028%

Intraco Refueling Station Limited is also trying to engage LPG & LNG business in Bangladesh.

**(ii) Location of the project;**

Intraco Refueling Station Ltd. is selling gas through CNG re-fueling stations. It has three number of CNG re-fueling stations at different location. Details are as follows:

1. Chandpur Station situated at Holding No. 444/415, Old Bus Stand Road, Chandpur- Rented;
2. Comilla Station situated at Haratali Highway, Sadar South, Comilla- Rented;
3. Narayangonj Station situated at 154, Naya Aity, Mukti Sarani, Shenar par, Narayangonj- Rented;

**(iii) Plant, machinery, technology, process, etc.**

IRSL has introduced the latest state-of-the-art technology in all its CNG refueling stations. By introducing 'Fast Filling' technology in its stations, IRSL is able to provide services to all kind of CNG vehicles within shortest possible time.

**(iv) Details of the major events in the history of the issuer, including details of capacity or facility creation, launching of plant, products, marketing, change in ownership and/or key management personnel etc.;**

History of the issuer	On March 27, 2007 incorporated as a Private Limited Company.
	Converted into a Public Limited Company on June 28, 2015.
Launching of plant	On September June 16, 2008.
Capacity	8,100,180 .00 m3 as on 30June, 2017.
Capital raise (Last)	Tk. 355,000,000 on 31-Dec-15.
Products	CNG refueling
Market for the product	Local market in Bangladesh
Change in ownership/key management personnel	On December 10, 2015 S.M Monir Ahmed appointed as Independent Director for the period of 3 (Three) years.

**(v) Principal products or services of the issuer and markets for such products or services. Past trends and future prospects regarding exports (if applicable) and local market, demand and supply forecasts for the sector in which the product is included with source of data;**

**Principal services**

The principal services are selling gas through CNG re-fueling stations. IRSL is selling Compressed Natural Gas (CNG) from its CNG re-fueling stations. As per nature of the business, IRSL is procuring Natural Gas from different Gas distribution Company i.e. Titas Gas Transmission & Distribution Company Limited, Bakhrabad Gas Systems Limited. Natural Gas is the main raw materials which the Company has compressed the Natural Gas by used latest technology and sells to the retail customer.

**Past trends:**

Last 5 years sales of Intraco Refueling Station Limited:

As per audited financial statement of Intraco Refueling Station Limited:

(Amount in BDT)

Particulars	30-Jun-17 (12 Months)	30-Jun-16 (15 Months)	31-Mar-15 (12 Months)	31-Mar-14 (12 Months)	31-Mar-13 (12 Months)
			(Restated)		
Sales Revenue (Consolidated)	993,352,993	1,125,346,259	745,167,843	637,633,994	402,564,242
Sales Revenue (The Company)	299,896,774	325,326,529	224,246,245	177,341,881	175,177,602

**Future prospects:**

CNG was first introduced in Bangladesh in 1982 through World Bank pilot project. Rupantarita Praktik Gas Company Limited (RPGCL), established in 1987, an enterprise of Petrobangla, is entrusted to convert the petrol vehicles to run by CNG and to install of CNG refueling Station. Government has given permission to the private sector entrepreneur to install CNG refueling station and to establish of CNG conversion workshop. After that, in 1999, four private companies started their journey in CNG sector.

CNG activities in Bangladesh have been increased and it is very popular to the people. As per Website of Rupantarita Praktik Gas Company Limited (RPGCL) (Web:[http://www.rpgcl.org.bd/exp\\_act.php?ltype=exp\\_stat](http://www.rpgcl.org.bd/exp_act.php?ltype=exp_stat)), up to fiscal year 2014-15, 589 CNG filling stations, 180 CNG conversions workshops are established and 259,050 vehicles are using CNG as a vehicular fuel and lots of manpower are involved in this sector.

Intraco Refueling Station Limited is trying to engage in LPG business in Bangladesh. Bangladesh is amongst a handful of countries in the world that provide natural gas connections to its residential areas. In the midst of this situation, we are running out of our natural gas reserves. If no gas field discovered, it is estimated that our reserves would be exhausted within the next decade. The government has learned to understand this reality, thus promoting the use of LPG (Liquefied Petroleum Gas) as an alternative to natural gas for residential users.

LPG is Cleaner, Greener and Cheaper. LPG Auto gas is by far the most widely available environmentally friendly alternative fuel with over 1,400 refueling sites throughout the UK. Recent independent tests have also shown that LPG has the best environmental record compared with petrol and diesel.

**Demand and supply forecasts for the sector:**

Bangladesh is densely populated country. Urban living people are increasing drastically and right now around 35% people of the country have been living in urban areas. Hence, demand for LPG and CNG is very high. Currently there is no specific study on demand and supply for the LPG and CNG. So it is quite difficult to provide data in this regard. Recently Government has adopted a policy not to connect with natural gas due to shortage of Gas. Hence, demand is very high for LPG as far as household usage is concerned. LPG bottles have become the first choice to these consumers. High population density in urban areas will require numerous LPG bottles. Besides household usage, there is huge demand in industry and transport sector.



- (vi) **If the issuer has more than one product or service, the relative contribution to sales and income of each product or service that accounts for more than 10% of the company's total revenues;**

IRSL sells a single product 'Compressed Natural Gas (CNG)' at different location from its CNG re-fueling stations. Therefore, 100% revenue generated for the Company is contributed by its only product Gas.

- (vii) **Description of associates, subsidiary and holding company of the issuer and core areas of business thereof;**

Intraco Refueling Station Limited has the following subsidiary companies:

Sl.	Name of the Subsidiary Company	Core Areas of Business	% of Holding
01	Good CNG Refueling Station Ltd.	Selling gas through CNG re-fueling stations	95.00057%
02	M Hye & Co CNG Refueling Station Ltd.		95.00020%
03	Nessa & Sons CNG Ltd.		95.00099%
04	Absar & Elias Enterprise Ltd.		95.00045%
05	East End Automobiles Ltd.		95.0028%

IRSL has no associates.

- (viii) **How the products or services are distributed with details of the distribution channel. Export possibilities and export obligations;**

Intraco Refueling Station Limited (IRSL) is procuring Natural Gas from different Gas distribution Company i.e. Titas Gas Transmission & Distribution Company Limited, Bakhrabad Gas Systems Limited. Natural Gas is the main raw materials which the company has compressed the Natural Gas by used latest technology and sells to the retail customer.

We do not have any export possibilities and export obligations.

- (ix) **Competitive conditions in business with names, percentage and volume of market shares of major competitors;**

IRSL has a number of competitors and these as follows:

Sl. No.	Name of the Company	Core area of work
01	Navana CNG Limited	Refueling station
02	Rahimafrooz CNG	Refueling station
03	Shohag Motors	Refueling station
04	Anudip CNG	Refueling station

*There is no market data in respect of percentage and volume of market shares of major competitors.*

Apart from this, as 3<sup>rd</sup> Quarter Report of Navana CNG Limited and audited financial statements of Intraco Refueling Station Limited, the sales amounts are presented below:

Sl. No.	Name of the Company	2016/2017	Period/Year	Year End
1	Intraco Refueling Station Limited	299,896,774	From 1 July, 2016 to 30Jun, 2017	30June
2	Navana CNG Limited	1,812,642,634	From 1 July, 2016 to 31 March, 2017	30 June

**(x) Sources and availability of raw materials, names and addresses of the principal suppliers and contingency plan in case of any disruption;**

Main raw material of the IRSL is Gas. The company has 2 (Two) trusted suppliers. Below are examples:

SL	Name of Principal Suppliers	Name of Raw Materials	Address	Country of origin
1	Titas Gas Transmission & Distribution Company Limited	Gas	105, Kazi Najrul Islam Avenue, Kawran Bazar Commercial Area, Dhaka-1215	Bangladesh
2	Bakhrabad Gas Systems Limited	Gas	Chapapur, P.O Box No-97, Comilla, Bangladesh.	Bangladesh

**Contingency Plan in case of any disruption:**

The Company has no contingency plan in case of any disruption.

**(xi) Sources of, and requirement for, power, gas and water; or any other utilities and contingency plan in case of any disruption;**

**Power:**

Source of power is depending on basis of different location like that DPDC, DESCO, PDB & BREB. To ensure un-interrupted continuing activities IRSL procured and implemented Gas Generator having capacity of 64 KW besides this we have Diesel generators having capacity of 150 KVA.

**Gas:**

The fuel of electricity producing generators is natural gas. IRSL has the connection of Titas Gas Transmission & Distribution Company Limited and Bakhrabad Gas Systems Limited.

**Water:**

IRSL uses water for daily office operation from WASA.

**Contingency Plan in case of any disruption:**

To tackle the disruption of utilities, Company has installed generators i.e. as mentioned in above.

**(xii) Names, address(s), telephone number, web address, e-mail and fax number of the customers who account for 10% or more of the company's products or services with amount and percentage thereof;**

No particular customers who purchases 10% or more of the Company's products.

(xiii) Names, address(s), telephone number, web address, e-mail and fax number of the suppliers from whom the issuer purchases 10% or more of its raw material or finished goods with amount and percentage thereof;

The Company has the following Suppliers from whom the Company purchases 10% or more of its Raw Material/Finished goods:

Supplier Name & Address	Telephone & Fax No.	E-mail & Web Address	Amount	%
<b>Titas Gas Transmission &amp; Distribution Company Limited</b>  <i>105, Kazi Najrul Islam Avenue, Kawran Bazar Commercial Area, Dhaka-1215</i>	Tel: +88-02-8112135-42; +88-02-8150805  Fax: +88-02-8113031; +88-02-9120513	E-mail: titasgas@bdonline.org.bd  Web: www.titasgas.org.bd	51,456,534	23.08%
<b>Bakhrabad Gas Systems Limited</b>  <i>Chapapur, P.O Box No-97, Comilla, Bangladesh.</i>	Tel: +88-081-65791-95  Fax: +88-081-77199	E-mail: lo@bgdcl.org.bd; ho@bgdcl.org.bd  Web: www.bgdcl.org.bd	171,492,596	76.92%

- (xiv) Description of any contract which the issuer has with its principal suppliers or customers showing the total amount and quantity of transaction for which the contract is made and the duration of the contract. If there is not any of such contract, a declaration is to be disclosed duly signed by CEO or MD, CFO and Chairman on behalf of Board of Directors;

The Company has contract with principal suppliers but not with Customers.

**Summary of contract with principal suppliers:**

Station Name	Address	Total Amount and Quantity of transaction for which the contract is made		Duration of the contract (Year)
		Amount (Per Year in Tk.)	Quantity (per year in m <sup>3</sup> )	
Chandpur	Holding No.: 444/415, Old Bus Stand Road, Chandpur.	134,784,000	4,992,000	4 years from inception, valid until terminated by either party.
Narayangonj	154, Naya Aity, Mukti Sarani, Shenar par, Narayangonj.	68,792,652	2,547,876	4 years from inception, valid until terminated by either party.
Haratali	Haratali Highway, Sadar South, Comilla.	42,085,008	1,558,704	4 years from inception, valid until terminated by either party.

**No contract with principal customers:**

We, on behalf of the Board of Directors certify that Intraco Refueling Station Limited did not enter into any contract with its principal customers.

Sd/-  
**Mohammed Riyadh Ali**  
Managing Director

Sd/-  
**Kazi Mahmudul Hoque**  
Chief Financial Officer

Sd/-  
**H. M. Hakim Ali**  
Chairman

**(xv) Description of licenses, registrations, NOC and permissions obtained by the issuer with issue, renewal and expiry dates;**

The Company neither obtained any Patent Right/Trademarks nor signed any royalty agreement with any party. But IRSL has several regulatory licenses and certificates in order to continue its operations. The table shows list of licenses:

Sl. No.	Description of License Registration/NOC/Permission	License Issuer/Issuing Authority	Certificate/License No.	Expiry Date	Remarks
1	Incorporation	RJSC	Private Limited Company dated March 27, 2007 & Reg. No. C-66298(3790)/07	N/A	-
2	Certificate of Commencement of Business	RJSC	N/A	N/A	Incorporated as a private Ltd. company
3	Trade License	Dhaka North City Corporation	01-15349	30.06.2018	-
		Narayangonj City Corporation	15221	30.06.2018	
		Chandpur Town council	00239	30.06.2018	
		1 No Bijoypur Union Parishod, Commilla	64	30.06.2018	
4	TIN Certificate	National Board of Revenue	264331789977	N/A	-
5	VAT Reg. No.	Customs, Excise & VAT Commissioner ate, Dhaka.	5031041332	N/A	-
6	Import Registration Certificate	Controller of Import & Export, Government of Bangladesh	0193207	30.06.2018	-
7	BCFSA	Bangladesh CNG Filling Station Association	486	30.06.2018	-
8	Fire License	Bangladesh Fire Services and Civil Defense	AD/Comi/9880/2016/2017	30.06.2018	-
			AD/Dhaka/33875/16	30.06.2018	-
			AD/Comi/9552/2016-2017	30.06.2018	-
9	BOI License	Board of Investment Bangladesh	L-84230803031-H	N/A	-
			L-84230804009-H		
			L-84230802016-H		
10	Environment Clearance Certificate	Department of Environment	22.02.6700.140.69.001.16-01	2.08.2019	-
			22.02.1900.208.69.007.16111	05.01.2018	
			22.02.1300.211.70.11708.08	09.06.2018	
11	RPGCL	Rupantarita Prakritik Gas Company Limited	Part-1636-STN/204	N/A	-
			Part-1659-STN/215		
			Part-1451-STN/696		
12	BERC	Bangladesh Energy Regulatory Commission	CNG/A-0196/E-70/1957	03.04.2018	-
			CNG/A-0143/L-213/3722	12.07.2018	-
			CNG/A-0274/E-54/1769	20.03.2018	-

**(xvi) Description of any material patents, trademarks, licenses or royalty agreements;**

The Company neither obtained any Patent Right or Trademarks nor signed any royalty agreement with any party. However, it has several regulatory licenses and certificate in order to continue its operation.

**(xvii) Number of total employees and number of full-time employees;**

The Company has 140 full-time employees as of June 30, 2017. Details are as follows:

<b>Station Name:</b>	<b>No of Staff</b>
Narayangonj	25
Haratali, Comilla	23
Chandpur	38
<b>Head office:</b>	
Accounts Department	10
Admin & HR	12
Technical & Operation	9
Commercial	2
Driver & Peon	21
<b>Total</b>	140

The Company has no part time employee.

**(xviii) A brief description of business strategy;**

A business strategy sets out to achieve the desired goals. Business strategy is defined as long-term business planning which is concerned with the scope of a business' activities.

Two main categories can be defined as

- a) Generic Strategy
- b) Competitive Strategy

- 1. Generic Strategy:** It is concerned with growth. Now company is in planning to invest in fixed assets in order to launch LPG project. LPG is on the card to start off soon.
- 2. Competitive Strategy:** It is concerned with doing things better than rivals. The following competitive strategies are in place.
  - Better Service: By excelling in our service, we want to take competitive edge than our competitors
  - Technology: We have been using innovative technology comparing with our competitors in order to be efficient in the market.

- (xix) A table containing the existing installed capacities for each product or service, capacity utilization for these products or services in the previous years, projected capacities for existing as well as proposed products or services and the assumptions for future capacity utilization for the next three years in respect of existing as well as proposed products or services. If the projected capacity utilization is higher than the actual average capacity utilization, rationale to achieve the projected levels.

**Existing capacity utilization:**

Product	Unit	Installed Capacity			Capacity utilization for this Products			Actual Capacity Utilization (%)		
		Apr'14 to Mar'15	Apr'15 to Jun'16 (15 Months)	July'16 to Jun'17	Apr'14 to Mar'15	Apr'15 to Jun'16 (15 Months)	July'16 to Jun'17	Apr'14 to Mar'15	Apr'15 to Jun'16(15 Months)	July'16 to Jun'17
CNG Refueling	m <sup>3</sup>	9,098,580	11,373,225	8,100,180	6,709,609	8,486,939	6,701,994	73.74%	74.62%	82.74%

**Projected capacity utilization:**

Product	Unit	Installed Capacity			Capacity utilization for this Products			Actual Capacity Utilization (%)		
		Jul'17 to Jun'18	Jul'18 to Jun'19	Jul'19 to Jun'20	Jul'17 to Jun'18	Jul'18 to Jun'19	Jul'19 to Jun'20	Jul'17 to Jun'18	Jul'18 to Jun'19	Jul'19 to Jun'20
CNG Refueling	m <sup>3</sup>	8,181,182	8,999,300	9,449,265	6,708,569	7,379,426	7,842,890	82%	83%	83%
LPG Gas (One shift)	Kgs	-	22,464,000	31,449,600	-	4,492,800	12,579,840	-	20%	40%

**Rationale to achieve the projected levels:**

The company has projected that the capacity utilization for LPG Gas will be increased over the time after installation. The targeted capacity utilizations for new project are 40%-55% between 2020 and 2021.

**(e) Description of Property:**

The written down value of Property, Plant & Equipments owned by the Company as per audited accounts as on 30 June, 2017 are stated below:-

*Intraco Refueling Station Limited (The Company):*

*Amount in Taka*

<b>Particulars</b>	<b>Written down value as on 30-Jun-17</b>
Land	171,746,700
Land Development	1,707,468
Vehicle	15,583,255
Furniture & fixture	3,603,443
Office Equipment	933,497
Building & Other Construction	22,310,832
Plant & Machineries	89,048,355
Backup Storage (With Vehicle)	11,175,151
Generator	7,248,471
Gas Line Installation	2,508,909
Computer	662,551
Online UPS	4,198,838
Invertor	1,314,788
Electrical Installation	5,161,724
Fire Extinguisher	328,091
<b>Balance as at June 30, 2017</b>	<b>337,532,073</b>

**(i) Location and area of the land, building, principal plants and other property of the company and the condition thereof;**

The entire above-mentioned assets are located at the Company's different CNG Stations where the lands of stations are rented and registered office at House No. # 40, Block # J, Pragati Sarani, Baridhara, P.S- Vatara, Dhaka-1212.. All of the above-mentioned Property, Plant & Equipments are in working condition. The Company has three number of CNG re-fueling stations at different location. Details are as follows:

1. Chandpur Station situated at Holding No. 444/415, Old Bus Stand Road, Chandpur- Rented;
2. Comilla Station situated at Haratali Highway, Sadar South, Comilla- Rented;
3. Narayangonj Station situated at 154, Naya Aity, Mukti Sarani, Shenar par, Narayangonj, Dhaka- Rented;

The Company has 25.00 decimal of vacant land, located at 73 Shachiya, Ali Nagar, Bhola and 1,142.50 decimal of vacant land, located at Village # Chila, Thana # Mongla, District # Bagerhat.

**(ii) Whether the property is owned by the company or taken on lease;**

All the assets of the Company are in its own name. However, the lands of the stations are rented.



- (iii) **Dates of purchase, last payment date of current rent (খাজনা) and mutation date of lands, deed value and other costs including details of land development cost, if any and current use thereof;**

Location	Deed No.	Date of purchase	Mutation date	Last date of current rent (খাজনা)	R.S./ SA Dag No.	Deed Value	Land development & others	Area of land (Decimal)	Current Use
73 Shachiya, Ali Nagar, Bhola	8103/14	15.12.2014	04.02.2015	08.02.2015	1104	5,625,000	3,018,835	25.00	Developed open field
Vill # Chila, Thana # Mongla, Dist # Bagerhat	1666/16	10.11.2016	-	10.11.2016	1251	150,000,000	13,499,960	1,142.50	Developed open field

- (iv) **The names of the persons from whom the lands has been acquired or proposed to be acquired along with the cost of acquisition and relation, if any, of such persons to the issuer or any sponsor or director thereof;**

Name of the persons from whom the land have been acquired	Payment made	To be paid	Cost of acquisition	Relations
Mr. Anwar Hossain	5,625,000	-	5,625,000	Buyer-Seller
Mr. Shofi Uddin	150,000,000	-	150,000,000	Buyer-Seller

\*There is no relation of landowner with the Directors and Sponsors of the Intraco Refueling Station Ltd.

- (v) **Details of whether the issuer has received all the approvals pertaining to use of the land, if required;**

The permission process of use of land in Bhola and Mongla, Bagerhat is under process.

- (vi) **If the property is owned by the issuer, whether there is a mortgage or other type of charge on the property, with name of the mortgagee;**

There is no mortgage or other type of charge on the property of Intraco Refueling Station Limited.

**(vii) If the property is taken on lease, the expiration dates of the lease with name of the lessor, principal terms and conditions of the lease agreements and details of payment;**

The lands of the stations are taken by the Company under lease agreement. The details are:

Lessor	Location	Details of payment	Expiration date of lease
Mrs. Parvin Akter, Md. Siddikur Rahman & Md. Shah Alam Bhuiyan	Haratali, Highway, Sadar South, Comilla	82,500/- per month	Jan 2008 to Dec 2022
Mr. Amir Hossain Khan	Comilla Road, Bishinudi, Haratali, Chandpur	0.80 per cubic metre on sales	Jan 2008 to Jan 2023
M/S Hazi Amiz Uddin Ahmed & Sons Filling Station	154, Naya Aity, Mukti Sarani, Shenar Par, Narayangonj	1.20 per cubic metre on sales	Apr 2007 to Mar 2022

**Principal Terms & Condition of Lease Agreement:**

**Narayangonj Station:**

1. The Agreement is made for 20 years from the date of execution. The agreement can be renewed by the both party mutual understanding after expired.
2. The lessee can install all kinds of machineries related to CNG Refueling Station and establish office building by the own name and continue operation till disruption of agreement.
3. The lessor will obtain commission on Gas sales @ 1.10 taka per cubic metre if sales is from Tk 15 to 25 per cubic metre and this commission will change respectively if the Gas sale rate increase Tk 26 to 35 per cubic metre that case commission will be tk 1.20, if Gas sale rate increase Tk 36 to 45 per cubic metre that case commission will be Tk 1.30 and Gas sale rate increase Tk 46 to 60 per cubic metre that case commission will be Tk 1.35.
4. The lessee will have to provide all kinds of approval from the authority to operate CNG Refueling Station.
5. The Lessor cannot operate same kind of business in the same location to the agreement period.

**Chandpur Station:**

1. The Agreement is made for 20 years from the date of execution. The agreement can be renewed before three months of completion date by the both party mutual understanding. In this case commission rate will be reset by the discussion.
2. The lessee can install all kinds of machineries related to CNG Refueling Station and establish office building by the own contribution and continue operation till disruption of agreement.
3. The lessor will obtain commission on Gas sales @ .80 (point eight) cents per cubic metre from the date of commercial sale and this commission will change proportionately according to increase Gas sales rate.
4. The Lessee or Lessor cannot operate any other business in this location without obtaining approval from the Govt. Authority.
5. The lessee can arrange of electricity supply and they can decorate lighting as needed.

**Haratali, Comilla Station:**

1. The Agreement is made for 20 years from the date of execution. The agreement can be renewed by the both party mutual understanding after expired that case rent will be reset by the discussion.
2. The Lessee or Lessor cannot make sale or provide mortgage or sub-rent to other person of this land till retired of this agreement.
3. This vacant land will be used for establish CNG Refueling Station and the lessee will be liable if occur any kind of illegal work.
4. The lessee will be provide rent @ Tk 75,000 (Seventy five thousand) per month to the lessor and the rent will be increase @ 10 % after five years and will reach Tk 82,500 (Eighty two thousand five hundred) per month.
5. If the lessee will not make payment of rent consequently three month to the lessor that case the agreement will be cancelled automatically.

(viii) Dates of purchase of plant and machineries along with sellers name, address, years of sale, condition when purchased, country of origin, useful economic life at purchase and remaining economic life, purchase price and written down value;

Year	Dates of purchase	Sellers name	Address	Years of sale	Condition when purchased	Country of origin	Purchase price (BDT)	Installation & Other cost (BDT)	Total Cost (BDT)	Useful economic life at purchase	Remaining economic life	Written down value (BDT)	Remarks
2008-2009	18.05.2008	3G CORPORATION	103-101, Bukhasan Hanshin Hyuplus 826, Chang-5Dong, Dobong-Gu, Seoul, 132-904, Korea	N/A	Brand New Full Set CNG Station	Korea	48,240,000	807,553	49,047,553	20 Years	12 Years	77,694,255	
	25.05.2008				Brand New Full Set CNG Station		47,250,000	785,150	48,035,150	20 Years	12 Years		
2009-2010	22.11.2009			N/A	Brand New Full Set CNG Station		19,324,099	700,000	20,024,099	20 Years	11 Years	78,174,683	
2011-2012	04.08.2011			N/A	Spare parts of CNG Stations		3,575,800	-	3,575,800			62,869,365	
2012-2013	07.11.2012			N/A			4,248,500	-	4,248,500			63,885,887	
2013-2014	12.10.2013			N/A			6,584,500	-	6,584,500			67,111,480	
2014-2015	04.08.2014			N/A			3,145,805	-	3,145,805			66,796,851	
2015-2016	05.06.2011			N/A	Brand New 350HP Compressor Machine (01pc)		22,030,500	600,000	22,630,500	20 Years	19 Years 8 months	87,811,512	Installation 01.08.2015
	12.08.2015				Spare parts of CNG Stations		2,861,390	-	2,861,390				
	02.05.2016				Spare parts of CNG Stations		8,20,420	-	8,20,420				
2016-2017	05.09.2016				Spare parts of CNG Stations		1,865,345	-	1,865,345			89,048,355	
	10.10.2016				Spare parts of CNG Stations		1,427,230	-	1,427,230				
	04.01.2017				Spare parts of CNG Stations		1,933,985	-	1,933,985				
	07.04.2017				Spare parts of CNG Stations		587,800	-	587,800				
							163,895,374	2,892,703	166,788,077				
22.11.2012		3G CORPORATION	103-101, Bukhasan Hanshin Hyuplus 826, Chang-5Dong, Dobong-Gu, Seoul, 132-904, Korea	N/A	Brand New 150HP Compressor Machine 3pcs	Korea	52,517,900	1,000,000	53,517,900	20 Years	Till date not installed		
05.01.2014				N/A	Brand New 150HP Compressor Machine-02pcs	Korea	35,452,099	650,001	36,102,100	20 Years	Till date Not installed		

- (ix) **Details of the machineries required to be bought by the issuer, cost of the machineries, name of the suppliers, date of placement of order and the date or expected date of supply, etc.**

No machineries are required to be bought by the issuer except machineries to be bought from IPO proceeds, the details of which are disclosed under the CHAPTER (XXII) of the prospectus.

**Probable date of Placement:** after receiving of IPO fund.

**Probable date or expected date of supply:** within 15 months after receiving of IPO fund.

- (x) **In case the machineries are yet to be delivered, the date of quotations relied upon for the cost estimates given shall also be mentioned;**

There are no such machineries, which are yet to be delivered.

- (xi) **If plant is purchased in brand new condition then it should be mentioned;**

All plants and machineries of the Company were purchased in brand new condition.

**DECLARATION RELATED TO MACHINERIES BEING BRAND NEW**

We do hereby certify that all the plants and machineries of the Company amounting to **Tk. 401,028,094.00** as on June 30, 2017 were purchased in brand new condition. There are no re-conditioned or second hand machineries installed in the Company.

Company wise details of Machineries are as follows:

<b>Company Name</b>	<b>Plant &amp; Machineries</b>	<b>Generator</b>	<b>Invertor</b>	<b>Total</b>
Intraco Refueling Station Ltd	166,823,193	9,065,339	1,550,000	177,438,532
Absar& Elias Enterprises Ltd	89,853,206	2,088,750	-	91,941,956
East End Automobiles Ltd	54,145,756	-	-	54,145,756
Nessa & Sons Ltd	86,530,952	-	-	86,530,952
Good CNG Refueling Station Ltd	81,672,122	-	-	81,672,122
M Hye& Co CNG Refueling Station Ltd	70,381,219	-	-	70,381,219
<b>Total Cost Value</b>	<b>549,406,448</b>	<b>11,154,089</b>	<b>1,550,000</b>	<b>562,110,537</b>
Less: Accumulated Depreciation	158,598,800	2,248,430	235,213	161,082,443
<b>Written Down Value</b>	<b>390,807,648</b>	<b>8,905,659</b>	<b>1,314,788</b>	<b>401,028,094</b>

Place: Dhaka  
Dated: October 8, 2017

**Mahfel Huq & Co.**  
Chartered Accountants

- (xii) **Details of the second hand or reconditioned machineries bought or proposed to be bought, if any, including the age of the machineries, balance estimated useful life, etc. as per PSI certificates of the said machineries as submitted to the Commission;**

The Company purchased neither any second hand or reconditioned machineries nor any plan to purchase in future.

- (xiii) A physical verification report by the issue manager(s) regarding the properties as submitted to the Commission;

## PHYSICAL VERIFICATION REPORT

Of

### Intraco Refueling Station Limited

This is to certify that we have visited all CNG refueling stations of Intraco Refueling Station Limited and its subsidiaries on July 2, 3, 4, 9, 10, & 12, 2016 and we have found the stations as details below:

#### Visited and Accompanied by:

Particulars		Name & Designation	Company
Visited by (AFC Capital Limited)	:	<b>Mahbub H. Mazumdar FCMA</b> <i>Chief Executive</i>	AFC Capital Limited
	:	<b>Md. Abul Bashar Parvez</b> <i>Deputy Manager</i>	
Visited by (Asian Tiger Capital Partners Investments Limited)	:	<b>Mohammad Samsul Haque, ACS</b> <i>Managing Director</i>	Asian Tiger Capital Partners Investments Limited
	:	<b>Md. Shaifur Rahman</b> <i>Compliance Officer</i>	
Accompanied by	:	<b>G M Salahuddin</b> <i>Company Secretary</i>	Intraco Refueling Station Limited
	:	<b>Md. Nazrul Islam</b> <i>Station In-charge (Narayangonj)</i>	
	:	<b>Md. Tajul Islam</b> <i>Station In-charge (Chandpur)</i>	
	:	<b>Md. Azizur Rahman</b> <i>Station In-charge (Haratali)</i>	
	:	<b>Md. Abdur Rahman</b> <i>Station In-charge-(Tigerpass)</i>	Absar & Elias Enterprise Ltd.
	:	<b>Md. Sajjadul Islam</b> <i>Station In-charge (Chandgaon)</i>	East End Automobiles Ltd.
	:	<b>Md Shahinur Rahman</b> <i>Station In-charge (Gabtali)</i>	Nessa & Sons Ltd.
	:	<b>Tofazzal Hossain</b> <i>Station In-Charge (Hobigonj)</i>	M Hye & Co. CNG Refueling Station Ltd.
	:	<b>Md Rafiqul Islam</b> <i>Station In-charge (Ishwardy)</i>	Good CNG Refueling Station Ltd.

We have also visited the corporate office of the company several times. The corporate office is located at House # 40, Block # J, Pragati Sarani, Baridhara, Dhaka-1212. We have also visited the land situated at 73 Shachiya, Ali Nagar, Bhola on February 18, 2017 and another land situated at Vill # Chila, Thana # Mongla, Dist # Bagerhat on February 19, 2017.

On May 20, 2017, we have visited the site at Chorkalikapur, Imampur, Gazaria, Munshigonj where LPG Storage and Distribution Plant will be established.

**Company Overview:**

Intraco Refueling Station Limited (IRSL) is currently involved in the operation of CNG Refueling Stations in Bangladesh. IRSL has used the state-of-the-art and also 'Fast Filling' technologies in all its CNG refueling stations are able to provide services to all kind of CNG used vehicles within shortest possible time.

IRSL was incorporated in Bangladesh as a Private Limited Company with the issuance of Certificate of incorporation bearing no. C-66298(3790)/07 dated on March 27, 2007 by the Registrar of Joint Stock Companies & Firms, Dhaka, Bangladesh. The Company Converted into public Limited Company on June 28, 2015 and split of Share value from Tk. 100 to Tk. 10 dated on March 30, 2015.

Intraco Refueling Station Limited has the following stations:

<b>CNG Stations' Location</b>	Holding No.: 444/415, Old Bus Stand Road, Chandpur.
	154, Naya Aity, Mukti Sarani, Shenar par, Narayangonj.
	Haratali Highway, Sadar South, Comilla.

IRSL's has five Subsidiary Companies as given below:

Sl.	Name of the Subsidiary Company	Location	Core Areas of Business	% of Holding
01	Good CNG Refueling Station Ltd.	Pabna Road, Moddo Orunkhola, Gulti Thana-Ishwardhi, Dist-Pabna	Selling gas through CNG re-fueling stations	95.00057%
02	M Hye& Co CNG Refueling Station Ltd.	Poddar Bari, Bohula Sarak Thana-Hobigang, Dist-Hobigang		95.00020%
03	Nessa& Sons CNG Ltd.	259/1, Bagbari, Gabtoli, Dhaka		95.00099%
04	Absar& Elias Enterprise Ltd.	Asian Highway, Tiger pass more, Dist- Chittagong		95.00045%
05	East End Automobiles Ltd.	Arakan Road, Thana-Chandgaon, Dist-Chittagong		95.0028%

The authorized and paid-up capital of the company is as follows:

Authorized Capital : Tk. 1,000,000,000.00  
 Paid up Capital : Tk. 450,000,000.00  
 Proposed IPO Size : Tk. 300,000,000.00 (3.00 Crore Shares @ Tk. 10.00 each)  
 IPO Size (in share) : 30,000,000 Shares

**Registered Office:**

IRSL's registered office is situated at House No. 40, Block-J, Pragati Sarani, Baridhara, P.S- Vatara, Dhaka-1212.

**Nature of Business:**

The principal services are selling gas through CNG re-fueling stations. IRSL is selling Compressed Natural Gas (CNG) from its CNG re-fueling stations. As per nature of the business, Intraco Refueling Station Limited (IRSL) is procuring Natural Gas from different Gas distribution Company i.e. Titas Gas Transmission & Distribution Company Limited, Bakhraabad Gas Systems Limited. Natural Gas is the main raw materials which the company has compressed the Natural Gas by used latest technology and sells to the retail customer.

**Products:**

The principal services are selling gas through CNG re-fueling stations. IRSL is selling Compressed Natural Gas (CNG) from its CNG re-fueling stations.

**Location of the new Project:**

The company will establish a LPG Storage and Distribution Plant in Chorkalikapur, Imampur, Gazaria, Munshigonj.

**Description of Property:**

We have identified that the stations of Intraco Refueling Station Limited and its subsidiaries. We have found properties at the stations like:

- 1) **Land:** We have found following lands-
  - a. We have found 25.00 decimals of land surrounded by boundary wall in Bhola.
  - b. We have found vacant 1,142.50 decimal land located at Vill # Chila, Thana # Mongla, Dist # Bagerhat.
  - c. We have found 183 decimal vacant leased land in Chorkalikapur, Imampur, Gazaria, Munshigonj where LPG Storage and Distribution Plant will be established.
- 2) **Vehicle:** We have found four number registered vehicle following registration number Dhaka Metro-Ga-37-7413 Reg. Date: 15/10/2014, Dhaka Metro- Ga-39-6274 Reg. Date: 02/06/2015, Dhaka Metro-BHA-11-1750 Reg. Date: 15/12/2015 and Dhaka Metro-GA-20-3322 Reg. Date: 06/12/2015.
- 3) **Stock of Machineries (Cmpressors):** We have found five pieces Brand new unused 150HP compressor in the company's store at House # 40, Block # J, Pragati Sarani, Baridhara, Dhaka-1212.



4) **Building & Other Construction:** Details of the building& other construction status are discussed below:

Name of Concern	Number of Buildings	Type (Bricks/Tin/Prefabricated Steel)	Total Area (Sft)	Cost per Sft (BDT)	Total Cost (BDT)	Status of Use
IRSL, Narayangonj Station	Building-1	Pillar- RCC, Wall-Brick Roof-Brick. (Three Storied Foundation and construction completed up to Ground floor)	2,575	1220	31,41,500	Compressor room, Storage room, Dispensers place & Office building
IRSL, Haratali Station	Building-1	Pillar- RCC, Wall-Brick Roof-Brick. (Two Storied Foundation and construction completed up to Ground floor)	2,820	1150	32,43,000	
IRSL, Chandpur Station	Building-1	Pillar- RCC, Wall-Brick Roof-Brick. (Two Storied Foundation and construction completed up to Ground floor)	3,460	1165.50	40,32,645	
Corporate Office	Building-1	Renovation and Decoration work at 4 <sup>th</sup> Floor	4,000	880.15	3,520,580	Registered Office
Absar & Elias Enterprise Ltd	Building-1	Pillar- RCC, Wall-Brick Roof-Brick. (Two Storied Foundation and construction completed up to 1 <sup>st</sup> floor)	5,835	1120	65,35,707	Compressor room, Storage room, Dispensers place & Office building
East End Automobiles Ltd	Building-1	Pillar- RCC, Wall-Brick Roof-Brick. (Two Storied Foundation and construction completed up to 1 <sup>st</sup> floor)	8,050	1180.50	95,03,237	
Nessa & Sons Ltd	Building-1	Pillar- RCC, Wall-Brick Roof-Brick. (One Storied Foundation and construction completed up to Ground floor)	6,200	1208.35	74,91,800	
M Hye & Co. CNG Refueling Station Ltd	Building-1	Pillar- RCC, Wall-Brick Roof-Brick. (Two Storied Foundation and construction completed up to Ground floor)	5,730	1185.75	67,94,434	
Good CNG Refueling Station Ltd	Building-1	Pillar- RCC, Wall-Brick Roof-Brick. (Two Storied Foundation and construction completed up to Ground floor)	7,225	1120.05	80,92,400	

5) **Plant & Machineries:**

No of Compressors	No of Dispensers	No of Generator	Total
11 running, 5 unused	23	9	44

- 6) **Backup Storage (With Vehicle):** Ashok layland vehicle with valid registration no Dhaka Metro-U-11-1464 having CNG Gas storage capacity 9100 WL.
- 7) **Generator:** IRSL & Its Subsidiaries has procured and implemented Three Unit Gas Generator having capacity of 150 KW each and Six unit Diesel generator having capacity of one 385 KW another five 32 KW each.

We have also found the following facilities at all the stations:

- a) **Pure drinking water & toilet facilities:** All the stations have arrangements of pure drinking water and toilet facilities with clean & hygienic conditions.
- b) **Nozzle:** All the stations use NGV-1/NZ type nozzle as required by RPGCL.
- c) **Sound resistance:** All the stations have built necessary arrangements so that the sound level does not exceed 65-dBA at 1 Meter from the compressors.

Besides these assets we have also found other assets like Furniture & fixture, Office Equipment, Gas Line Installation, Computer, Online UPS, Invertor, Electrical Installation, Fire Extinguisher, Tube well, Air Compressor, Digital Meter.

**Signboard:**

The signboard of the Company and its subsidiaries are well displayed at the stations premises.

Sd/-

**Mahbub H. Mazumdar FCMA**  
Chief Executive  
AFC Capital Limited

Sd/-

**Mohammad Samsul Haque, ACS**  
Managing Director  
Asian Tiger Capital Partners Investments Limited

- (xiv) **If the issuer is entitled to any intellectual property right or intangible asset, full description of the property, whether the same are legally held by the issuer and whether all formalities in this regard have been complied with;**

The Company has no intellectual property right or intangible asset.

- (xv) **Full description of other properties of the issuer.**

**Vehicle:**

IRSL has four number registered vehicle following registration number Dhaka Metro-Ga-37-7413 Reg. Date: 15/10/2014, Dhaka Metro- Ga-39-6274 Reg. Date: 02/06/2015, Dhaka Metro-BHA-11-1750 Reg. Date: 15/12/2015 and Dhaka Metro-GA-20-3322 Reg. Date: 06/12/2015.

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Good CNG Refueling Station Ltd	Building-1	Pillar- RCC, Wall-Brick Roof-Brick. (Two Storied Foundation and construction completed up to Ground floor)	7,225	1120.05	80,92,400	

**Backup Storage (With Vehicle):**

Ashok layland vehicle with valid registration no Dhaka Metro-U-11-1464 having CNG Gas storage capacity 9100 WL.

**Generator:**

IRSL & Its Subsidiaries has procured and implemented Three Unit Gas Generator having capacity of 150 KW each and Six unit Diesel generator having capacity of one 385 KW another five 32 KW each.

**(f) Plan of Operation and Discussion of Financial Condition:**

**The issuer's revenue and results from operation, financial position and changes in financial position and cash flows for the last five years:**

**Revenue and results from operation:**

Particulars	Amount In Taka									
	Consolidated (12 Months)	The Company (12 Months)	Consolidated (15 Months)	The Company (15 Months)	Consolidated (12 Months)	The Company (12 Months)	Consolidated (12 Months)	The Company (12 Months)	Consolidated (12 Months)	The Company (12 Months)
	30-Jun-17	30-Jun-17	30-Jun-16	30-Jun-16	31-Mar-15 Restated	31-Mar-15 Restated	31-Mar-14	31-Mar-14	31-Mar-13	31-Mar-13
Sales Revenue	993,352,993	299,896,774	1,125,346,259	325,326,529	745,167,843	224,246,245	637,633,994	177,341,881	402,564,242	175,177,602
Cost of Sales	842,863,052	249,500,803	961,164,908	269,376,353	640,693,870	190,129,734	545,213,739	153,469,648	349,837,786	152,085,000
<b>Gross Profit</b>	<b>150,489,941</b>	<b>50,395,971</b>	<b>164,181,351</b>	<b>55,950,176</b>	<b>104,473,973</b>	<b>34,116,511</b>	<b>92,420,255</b>	<b>23,872,233</b>	<b>52,726,456</b>	<b>23,092,602</b>
<b>Operating Expenses:</b>				-		-		-		-
Administrative & selling Expenses	37,311,035	19,880,170	35,016,111	15,824,435	24,641,590	9,153,869	14,249,115	2,287,288	5,221,466	2,355,941
Financial Expenses	10,043,432	10,043,432	15,944,857	15,944,857	14,871,629	14,871,629	16,413,504	16,413,504	16,290,148	16,290,148
<b>Profit from Operation</b>	<b>103,135,474</b>	<b>20,472,369</b>	<b>113,220,383</b>	<b>24,180,884</b>	<b>64,960,755</b>	<b>10,091,013</b>	<b>61,757,636</b>	<b>5,171,441</b>	<b>31,214,842</b>	<b>4,446,513</b>
Non Operating Income	2,632	2,632	340,761	53,521,457	80,794	80,794	77,671	77,671	104,080	104,080
<b>Net Profit before tax</b>	<b>103,138,106</b>	<b>20,475,001</b>	<b>113,561,144</b>	<b>77,702,341</b>	<b>65,041,549</b>	<b>10,171,807</b>	<b>61,835,307</b>	<b>5,249,112</b>	<b>31,318,922</b>	<b>4,550,593</b>
Workers Profit Participation Fund (WPPF)	4,911,338	975,000	5,407,674	3,700,111	-	-	-	-	-	-
<b>Net Profit After WPPF</b>	<b>98,226,768</b>	<b>19,500,001</b>	<b>108,153,471</b>	<b>74,002,230</b>	<b>65,041,549</b>	<b>10,171,807</b>	<b>61,835,307</b>	<b>5,249,112</b>	<b>31,318,922</b>	<b>4,550,593</b>
<b>Income Tax Expenses</b>	<b>34,379,369</b>	<b>6,825,000</b>	<b>37,853,715</b>	<b>25,900,780</b>	<b>24,393,231</b>	<b>3,560,132</b>	<b>22,135,659</b>	<b>915,836</b>	<b>10,953,042</b>	<b>914,918</b>
Current Tax	17,060,618	2,082,507	16,948,652	19,127,822	12,733,236	1,315,647	22,135,659	915,836	10,953,042	914,918
Deferred Tax	17,318,751	4,742,494	20,905,062	6,772,958	11,659,995	2,244,485	-	-	-	-
<b>Net profit after tax</b>	<b>63,847,399</b>	<b>12,675,001</b>	<b>70,299,756</b>	<b>48,101,449</b>	<b>40,648,318</b>	<b>6,611,675</b>	<b>39,699,648</b>	<b>4,333,276</b>	<b>20,365,881</b>	<b>3,635,675</b>
<b>Non-Controlling Interest</b>	<b>2,558,474</b>	<b>-</b>	<b>2,755,828</b>	<b>-</b>	<b>1,701,832</b>	<b>-</b>	<b>1,768,319</b>	<b>-</b>	<b>836,510</b>	<b>-</b>
<b>Profit for Ordinary Shareholders</b>	<b>61,288,925</b>	<b>12,675,001</b>	<b>67,543,928</b>	<b>48,101,449</b>	<b>38,946,486</b>	<b>6,611,675</b>	<b>37,931,330</b>	<b>4,333,276</b>	<b>19,529,370</b>	<b>3,635,675</b>
<b>Earnings per Share (EPS)*</b>	<b>1.36</b>	<b>0.28</b>	<b>1.50</b>	<b>1.07</b>	<b>0.87</b>	<b>0.15</b>	<b>0.84</b>	<b>0.10</b>	<b>0.43</b>	<b>0.08</b>

\* Share split on March 30, 2015 of face value per share from Tk. 100.00 to Tk. 10.00. Thus, restated Earnings per Share (EPS) for all the years is calculated considering the latest weighted number of share i.e. 45,000,000.

## Financial Position:

Particulars	Amount in Taka									
	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
	30-Jun-17	30-Jun-17	30-Jun-16	30-Jun-16	31-Mar-15	31-Mar-15	31-Mar-14	31-Mar-14	31-Mar-13	31-Mar-13
			Restated	Restated	Restated	Restated	Restated	Restated		

### APPLICATION OF FUND

#### NON-CURRENT ASSETS

Property, Plant & Equipment-Carrying Value	740,282,547	337,532,073	514,670,920	156,204,388	365,279,288	85,308,730	318,917,419	76,620,582	203,092,889	74,094,289
Stock of Machineries	89,620,000	89,620,000	89,620,000	89,620,000	112,250,500	112,250,500	112,250,500	112,250,500	76,148,400	76,148,400
Capital Work-In-Progress	30,079,462	30,079,462	40,259,110	11,329,878	-	-	-	-	-	-
<b>Total Non-Current Assets</b>	<b>859,982,010</b>	<b>457,231,535</b>	<b>644,550,030</b>	<b>257,154,266</b>	<b>477,529,788</b>	<b>197,559,230</b>	<b>431,167,919</b>	<b>188,871,082</b>	<b>279,241,289</b>	<b>150,242,689</b>

#### Investment in Share

-	104,889,244	-	104,889,244	-	4,085,000	-	4,085,000	-	2,185,000
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#### CURRENT ASSETS

Inventories	11,023,248	11,023,248	5,588,793	5,588,793	2,936,522	2,936,522	4,443,692	4,443,692	5,149,160	5,149,160
Trade & Other Receivables	11,477,851	544,364	11,458,375	488,424	12,303,464	751,125	10,166,226	975,739	3,353,156	1,414,859
Dividend Receivable	-	-	-	53,180,696	-	-	-	-	-	-
Advance, deposit & pre-payments	43,169,465	22,269,581	177,797,468	160,621,805	25,125,088	109,551,014	20,847,393	108,537,639	35,927,525	83,894,956
Cash & cash equivalent	17,123,697	7,946,264	22,098,326	16,003,647	10,101,192	4,542,306	11,454,549	4,391,517	11,813,574	6,165,992
<b>Total Current Assets</b>	<b>82,794,261</b>	<b>41,783,457</b>	<b>216,942,962</b>	<b>235,883,365</b>	<b>50,466,265</b>	<b>117,780,968</b>	<b>46,911,860</b>	<b>118,348,587</b>	<b>56,243,415</b>	<b>96,624,966</b>

#### TOTAL ASSETS

<b>942,776,271</b>	<b>603,904,236</b>	<b>861,492,992</b>	<b>597,926,875</b>	<b>527,996,054</b>	<b>319,425,197</b>	<b>478,079,779</b>	<b>311,304,669</b>	<b>335,484,704</b>	<b>249,052,656</b>
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## SHARE HOLDERS EQUITY

Share Capital	450,000,000	450,000,000	450,000,000	450,000,000	300,000	300,000	300,000	300,000	300,000	300,000
Retained Earnings	174,232,812	22,250,166	112,943,888	9,575,166	58,556,045	(45,629,510)	19,609,561	(52,241,185)	(13,584,844)	(47,440,433)
<b>Equity attributable to owners of the Company</b>	<b>624,232,812</b>	<b>472,250,166</b>	<b>562,943,888</b>	<b>459,575,166</b>	<b>58,856,045</b>	<b>(45,329,510)</b>	<b>19,909,561</b>	<b>(51,941,185)</b>	<b>(13,284,844)</b>	<b>(47,140,433)</b>
Non Controlling Interest	13,518,923	-	10,960,449	-	5,698,450	-	3,996,619	-	1,896,873	-
<b>Total Equity</b>	<b>637,751,735</b>	<b>472,250,166</b>	<b>573,904,337</b>	<b>459,575,166</b>	<b>64,554,495</b>	<b>(45,329,510)</b>	<b>23,906,179</b>	<b>(51,941,185)</b>	<b>(11,387,971)</b>	<b>(47,140,433)</b>

## NON-CURRENT LIABILITIES

Share Money Deposit	-	-	-	-	249,712,963	249,712,963	249,712,963	249,712,963	182,051,745	182,051,745
Deferred Tax Liability	82,086,547	22,873,745	64,767,796	18,131,252	43,862,734	11,358,294	32,202,739	9,113,809	-	-
Long Term Borrowings	51,722,992	51,722,992	63,189,043	63,189,043	76,574,171	76,574,171	81,432,743	81,432,743	90,023,743	90,023,743
	<b>133,809,538</b>	<b>74,596,737</b>	<b>127,956,839</b>	<b>81,320,295</b>	<b>370,149,868</b>	<b>337,645,428</b>	<b>363,348,444</b>	<b>340,259,514</b>	<b>272,075,488</b>	<b>272,075,488</b>

## CURRENT LIABILITIES

Current portion of Long Term Borrowings	19,708,755	19,708,755	17,318,271	17,318,271	6,772,903	6,772,903	5,603,903	5,603,903	10,738,720	10,738,720
Trade & Others Payables	57,333,698	17,322,058	61,550,701	17,548,217	44,062,271	13,470,661	51,291,233	12,571,221	23,574,647	9,829,852
Liabilities for expenses	8,429,195	2,876,059	7,395,046	2,424,551	7,400,115	2,850,047	6,448,060	2,111,195	4,039,747	1,785,063
Workers Profit Participation fund	8,759,186	1,732,872	7,940,087	3,700,111	-	-	-	-	-	-
Current Account with Sister Concern	-	-	-	-	-	-	5,158,794	-	13,297,629	-
Dividend Payable	-	-	2,798,984	-	-	-	-	-	-	-
Provision for Tax	76,984,165	15,417,589	62,628,728	16,040,264	35,056,402	4,015,668	22,323,165	2,700,020	23,146,443	1,763,965
<b>TOTAL CURRENT LIABILITIES</b>	<b>171,214,998</b>	<b>57,057,333</b>	<b>159,631,818</b>	<b>57,031,414</b>	<b>93,291,691</b>	<b>27,109,279</b>	<b>90,825,155</b>	<b>22,986,339</b>	<b>74,797,186</b>	<b>24,117,600</b>
<b>TOTAL LIABILITIES</b>	<b>305,024,537</b>	<b>131,654,069</b>	<b>287,588,657</b>	<b>138,351,710</b>	<b>463,441,559</b>	<b>364,754,707</b>	<b>454,173,600</b>	<b>363,245,854</b>	<b>346,872,674</b>	<b>296,193,089</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>942,776,271</b>	<b>603,904,236</b>	<b>861,492,992</b>	<b>597,926,875</b>	<b>527,996,054</b>	<b>319,425,197</b>	<b>478,079,779</b>	<b>311,304,669</b>	<b>335,484,704</b>	<b>249,052,656</b>
<b>Net Asset Value (NAV) per Share</b>	<b>13.87</b>	<b>10.49</b>	<b>12.51</b>	<b>10.21</b>	<b>1,961.87</b>	<b>(1,510.98)</b>	<b>663.65</b>	<b>(1,731.37)</b>	<b>(442.83)</b>	<b>(1,571.35)</b>

**Changes in financial position:**

**INTRACO REFUELING STATION LTD & ITS SUBSIDIARIES**

**Consolidated Statement of Changes in Equity**

**For the year ended June 30, 2017**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>	<b>Non-Controlling Interest</b>	<b>Total Equity</b>
Balance as on : July 01, 2016	450,000,000	112,943,888	562,943,888	10,960,449	573,904,336
Net Profit for the year after Tax	-	61,288,925	61,288,925	2,558,474	63,847,399
Balance as on: June 30, 2017	<b>450,000,000</b>	<b>174,232,812</b>	<b>624,232,812</b>	<b>13,518,923</b>	<b>637,751,735</b>

**INTRACO REFUELING STATION LTD & ITS SUBSIDIARIES**

**Consolidated Statement of Changes in Equity (Restated)**

**For the year ended June 30, 2016**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>	<b>Non-Controlling Interest</b>	<b>Total Equity</b>
Balance as on : July 01, 2015	300,000	68,769,760	69,069,760	6,126,459	75,196,219
Issued share Capital during the year	449,700,000	-	449,700,000	-	449,700,000
Capital paid by Non -Controlling inst.	-	-	-	5,305,156	5,305,156
Cash dividend of Subsidiaries company	-	-	-	(2,798,984)	(2,798,984)
Net Profit adjustment for WPPF	-	(2,532,414)	(2,532,414)	-	(2,532,414)
Net Profit adjustment for Income Tax	-	(10,623,673)	(10,623,673)	-	(10,623,673)
Net Profit for the year after Tax	-	57,330,214	57,330,214	2,327,818	59,658,032
Balance as on: June 30, 2016	<b>450,000,000</b>	<b>112,943,888</b>	<b>562,943,888</b>	<b>10,960,449</b>	<b>573,904,336</b>



**INTRACO REFUELING STATION LTD & ITS SUBSIDIARIES**

**Consolidated Statement of Changes in Equity**

**For the period ended June 30, 2016**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>	<b>Non-Controlling Interest</b>	<b>Total Equity</b>
Balance as on : April 01, 2016	450,000,000	113,396,241	563,396,241	13,212,226	576,608,467
Cash dividend of subsidiaries company for the year 2015	-	-	-	(2,798,984)	(2,798,984)
Net Profit for the year after Tax	-	12,703,733	12,703,733	547,208	13,250,941
Balance as on: June 30, 2016	<b>450,000,000</b>	<b>126,099,974</b>	<b>576,099,974</b>	<b>10,960,449</b>	<b>587,060,423</b>

**INTRACO REFUELING STATION LTD & ITS SUBSIDIARIES**

**Consolidated Statement of Changes in Equity (Restated)**

**For the year ended March 31, 2015**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>	<b>Non-Controlling Interest</b>	<b>Total Equity</b>
Balance as on : April 01, 2014	300,000	28,317,350	28,617,350	3,974,185	32,591,535
Net profit adjustment for deferred tax exp.	-	(7,547,060)	(7,547,060)	82,460	(7,464,599)
Adjustment for income tax		(1,160,729)	(1,160,729)	(60,027)	(1,220,756)
Net Profit for the year after Tax		38,946,484	38,946,484	1,701,832	40,648,316
Issued share Capital during the year	-	-	-	-	-
Capital paid by Non -Controlling inst.	-	-	-	-	-
Prior Years Deferred Tax Adjustment	-	-	-	-	-
Balance as on: March 31, 2015	<b>300,000</b>	<b>58,556,045</b>	<b>58,856,045</b>	<b>5,698,451</b>	<b>64,554,496</b>

**INTRACO REFUELING STATION LTD & ITS SUBSIDIARIES**  
**Consolidated Statement of Changes in Equity**  
**As at April 01, 2014**

Particulars	Ordinary Share Capital	Retained Earnings	Total	Non-Controlling Interest	Restated
					Total Equity
Balance as on : April 01, 2014	300,000	28,317,350	28,617,350	3,974,185	32,591,535
Net profit adjustment for deferred tax exp	-	(7,547,060)	(7,547,060)	82,460	(7,464,599)
Adjustment for income tax		(1,160,729)	(1,160,729)	(60,027)	(1,220,756)
Balance as on : April 01, 2014	<b>300,000</b>	<b>19,609,561</b>	<b>19,909,561</b>	<b>3,996,619</b>	<b>23,906,180</b>

**INTRACO REFUELING STATION LTD & ITS SUBSIDIARIES**  
**Statement of Changes in Equity**  
**For the year ended March 31, 2013**

Particulars	Ordinary Share Capital	Share Money Deposit	Retained Earnings	Total
Balance as on : April 01, 2012	300,000	103,018,245	(51,076,108)	52,242,137
Share Money Deposit	-	79,033,500	-	79,033,500
Subordinate retained earnings	-	-	17,961,894	17,961,894
Net Profit for the year	-	-	19,529,370	19,529,370
Balance as on: March 31, 2013	<b>300,000</b>	<b>182,051,745</b>	<b>(13,584,844)</b>	<b>168,766,901</b>

**INTRACO REFUELING STATION LTD**  
**Statement of Changes in Equity**  
**For the year ended June 30, 2017**

Particulars	Ordinary Share Capital	Retained Earnings	Total
Balance as on : July 01, 2016	450,000,000	9,575,166	459,575,166
Net Profit for the year	-	12,675,001	12,675,001
Balance as on: June 30, 2017	<b>450,000,000</b>	<b>22,250,166</b>	<b>472,250,166</b>

**INTRACO REFUELING STATION LTD**  
**Statement of Changes in Equity (Restated)**  
**For the year ended June 30, 2016**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : July 01, 2015	300,000	(43,547,944)	(43,247,944)
Share Issued During the period	449,700,000	-	449,700,000
Excess tax charged on previous year net profit		7,103,226	7,103,226
Net Profit for the year	-	46,019,883	46,019,883
Balance as on: June 30, 2016	<b>450,000,000</b>	<b>9,575,166</b>	<b>459,575,166</b>

**INTRACO REFUELING STATION LTD**  
**Statement of Changes in Equity**  
**For the year ended 1st April, 2015 to 30th June, 2016**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : April 01, 2015	300,000	(45,629,510)	(45,329,510)
Share Issued during the year	449,700,000	-	449,700,000
Net Profit for the year	-	48,101,449	48,101,449
Balance as on: June 30, 2016	<b>450,000,000</b>	<b>2,471,939</b>	<b>452,471,939</b>

**INTRACO REFUELING STATION LTD**  
**Statement of Changes in Equity**  
**For the year ended March 31, 2015**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : April 01, 2014	300,000	(52,241,185)	(51,941,185)
Net Profit for the year	-	6,611,675	6,611,675
Balance as on: March 31, 2015	<b>300,000</b>	<b>(45,629,510)</b>	<b>(45,329,510)</b>

**INTRACO REFUELING STATION LTD**  
**Statement of Changes in Equity**  
**As at April 01, 2014**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : April 01, 2014	300,000	(43,107,157)	(42,807,157)
Net profit adjustment for deferred tax exp		(9,113,809)	(9,113,809)
Adjustment for Income Tax	-	(20,219)	(20,219)
<b>Balance as on: April 01, 2014</b>	<b>300,000</b>	<b>(52,241,185)</b>	<b>(51,941,185)</b>

**INTRACO REFUELING STATION LTD**  
**Statement of Changes in Equity**  
**For the year ended March 31, 2013**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Share Money Deposit</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : April 01, 2012	300,000	103,018,245	(51,076,108)	52,242,137
Share Money Deposit	-	79,033,500	-	79,033,500
Net Profit for the year	-	-	3,635,675	3,635,675
<b>Balance as on: March 31, 2013</b>	<b>300,000</b>	<b>182,051,745</b>	<b>(47,440,433)</b>	<b>134,911,312</b>

### Cash flows:

Particulars	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
	30-06-2017 (12 Months)	30-06-2017 (12 Months)	30-06-2016 (15 Months)	30-06-2016 (15 Months)	31-03-2015 (12 Months)	31-03-2015 (12 Months)	31-03-2014 (12 Months)	31-03-2014 (12 Months)	31-03-2013 (12 Months)	31-03-2013 (12 Months)
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>										
Cash received from customers	1,010,749,849	306,371,484	1,126,191,348	325,589,230	743,030,605	224,470,859	639,382,718	177,781,001	401,770,534	174,257,340
Received from other income	2,632	2,632	340,761	340,761	80,794	80,794	77,671	77,671	104,080	104,080
Cash Payments to suppliers, employees and others	(885,217,096)	(275,679,632)	(949,134,612)	(273,650,956)	(642,262,252)	(193,638,182)	(529,329,372)	(145,382,683)	(335,611,042)	(148,733,121)
<b>Cash generated from operations</b>	<b>125,535,385</b>	<b>30,694,484</b>	<b>177,397,497</b>	<b>52,279,035</b>	<b>100,849,147</b>	<b>30,913,471</b>	<b>110,131,017</b>	<b>32,475,989</b>	<b>66,263,573</b>	<b>25,628,299</b>
Cash payments for financial expenses	(10,043,432)	(10,043,432)	(15,159,435)	(15,159,435)	(14,871,629)	(14,871,629)	(16,413,504)	(16,413,504)	(16,290,148)	(16,290,148)
Paid for income tax	(10,726,543)	(10,726,543)	(2,875,037)	(2,875,037)	(10,582)	(10,582)	-	-	-	-
<b>Net cash from operating activities</b>	<b>104,765,410</b>	<b>9,924,509</b>	<b>159,363,025</b>	<b>34,244,563</b>	<b>85,966,936</b>	<b>16,031,260</b>	<b>93,717,513</b>	<b>16,062,485</b>	<b>49,973,425</b>	<b>9,338,152</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>										
Paid for machineries Purchase	-	-	-	-	-	-	(36,102,100)	(36,102,100)	(53,517,900)	(53,517,900)
Paid for Property, plant & equipment Purchase	(50,851,138)	(24,288,532)	(135,707,521)	(53,462,328)	(48,770,847)	(9,819,176)	(45,786,543)	-	(539,520)	-
Received from subsidiary company against spare parts	-	9,215,860	-	18,713,398	-	12,882,722	-	50,025,590	11,429,881	39,132,936
Paid for spare parts purchase	(15,682,365)	(15,682,365)	(24,066,271)	(24,066,271)	(29,701,082)	(15,254,446)	(59,162,749)	(59,162,749)	(39,688,832)	(39,688,832)
Paid for Investment in Share	-	-	-	-	-	-	(1,900,000)	(1,900,000)	(2,185,000)	(2,185,000)
Deposit against shares	-	-	-	-	-	-	-	(24,633,102)	(20,104,000)	(24,104,000)
Paid for Capital work-in-Progress	(31,331,984)	(31,331,984)	(40,259,110)	(11,329,878)	-	-	-	-	-	-
Paid for Advance against Land	-	-	(149,000,000)	(149,000,000)	-	-	-	-	-	-
<b>Net cash used in investing activities</b>	<b>(97,865,487)</b>	<b>(62,087,021)</b>	<b>(349,032,902)</b>	<b>(219,145,079)</b>	<b>(78,471,929)</b>	<b>(12,190,900)</b>	<b>(142,951,392)</b>	<b>(71,772,361)</b>	<b>(104,605,371)</b>	<b>(80,362,796)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>										
Paid long term loan	(9,075,568)	(9,075,568)	(3,625,182)	(3,625,182)	(3,689,571)	(3,689,571)	(13,725,817)	(13,725,817)	(8,658,152)	(8,658,152)
Received Share money against Issue of share Capital	-	-	199,987,037	199,987,037	-	-	67,661,218	67,661,218	79,033,500	79,033,500
Share Money deposit on Non-Controlling part	-	-	5,305,156	-	-	-	-	-	-	-
Paid for cash divided	(2,798,984)	-	-	-	-	-	-	-	-	-
Received of cash divided	-	53,180,696	-	-	-	-	-	-	-	-
Paid to current account with sister concern	-	-	-	-	(5,158,794)	-	(8,138,835)	-	(15,429,094)	-
<b>Net cash provided by financing activities</b>	<b>(11,874,552)</b>	<b>44,105,128</b>	<b>201,667,011</b>	<b>196,361,855</b>	<b>(8,848,365)</b>	<b>(3,689,571)</b>	<b>45,796,565</b>	<b>53,935,401</b>	<b>54,946,254</b>	<b>70,375,348</b>
<b>Net Increase/(Decrease) in cash &amp; cash equivalents</b>	<b>(4,974,629)</b>	<b>(8,057,384)</b>	<b>11,997,134</b>	<b>11,461,340</b>	<b>(1,353,358)</b>	<b>150,789</b>	<b>(3,437,313)</b>	<b>(1,774,475)</b>	<b>314,308</b>	<b>(649,297)</b>
<b>Opening Cash and Cash Equivalents</b>	<b>22,098,327</b>	<b>16,003,647</b>	<b>10,101,192</b>	<b>4,542,306</b>	<b>11,454,549</b>	<b>4,391,517</b>	<b>14,891,862</b>	<b>6,165,992</b>	<b>11,499,265</b>	<b>6,815,288</b>
<b>Closing Cash and Cash Equivalents</b>	<b>17,123,697</b>	<b>7,946,264</b>	<b>22,098,327</b>	<b>16,003,647</b>	<b>10,101,192</b>	<b>4,542,306</b>	<b>11,454,549</b>	<b>4,391,517</b>	<b>11,813,574</b>	<b>6,165,992</b>

a) **Internal and external sources of cash;**

Particulars	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
	30-Jun-17	30-Jun-17	30-Jun-16 (Restated)	30-Jun-16 (Restated)	31-Mar-15 (Restated)	31-Mar-15 (Restated)	31-Mar-14 (Restated)	31-Mar-14 (Restated)	31-Mar-13	31-Mar-13
<b>Internal Sources of Cash</b>										
Share Capital	450,000,000	450,000,000	450,000,000	450,000,000	300,000	300,000	300,000	300,000	300,000	300,000
Retained Earnings	174,232,812	22,250,166	112,943,888	9,575,166	58,556,045	(45,629,510)	19,609,561	(52,241,185)	(13,584,844)	(47,440,433)
<b>Sub-Total</b>	<b>624,232,812</b>	<b>472,250,166</b>	<b>562,943,888</b>	<b>459,575,166</b>	<b>58,856,045</b>	<b>(45,329,510)</b>	<b>19,909,561</b>	<b>(51,941,185)</b>	<b>(13,284,844)</b>	<b>(47,140,433)</b>
<b>External Sources of Cash</b>										
Share Money Deposit	-	-	-	-	249,712,963	249,712,963	249,712,963	249,712,963	182,051,745	182,051,745
Long Term Borrowings	51,722,992	51,722,992	63,189,043	63,189,043	76,574,171	76,574,171	81,432,743	81,432,743	90,023,743	90,023,743
Current portion of Long Term Borrowings	19,708,755	19,708,755	17,318,271	17,318,271	6,772,903	6,772,903	5,603,903	5,603,903	10,738,720	10,738,720
<b>Sub-Total</b>	<b>71,431,747</b>	<b>71,431,747</b>	<b>80,507,314</b>	<b>80,507,314</b>	<b>333,060,037</b>	<b>333,060,037</b>	<b>336,749,609</b>	<b>336,749,609</b>	<b>282,814,208</b>	<b>282,814,208</b>
<b>Grand Total</b>	<b>695,664,559</b>	<b>543,681,913</b>	<b>643,451,202</b>	<b>540,082,480</b>	<b>391,916,082</b>	<b>287,730,527</b>	<b>356,659,169</b>	<b>284,808,424</b>	<b>269,529,364</b>	<b>235,673,775</b>

b) **Any material commitments for capital expenditure and expected sources of funds for such expenditure;**

The Company has not yet made any material commitment for capital expenditure except for those that are mentioned under the head 'Use of Proceeds' from IPO fund.

c) **Causes for any material changes from period to period in revenues, cost of goods sold, other operating expenses and net income;**

The company's revenue and other income as well as operating expenses and net income have continued to change due to increasing production by adding new machine and increase sales volume.

Particular	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
	30-Jun-17 (12 Months)	30-Jun-17 (12 Months)	30-Jun-16 (15 Months)	30-Jun-16 (15 Months)	31-Mar-15 (12 Months) (Restated)	31-Mar-15 (12 Months) (Restated)	31-Mar-14 (12 Months)	31-Mar-14 (12 Months)	31-Mar-13 (12 Months)	31-Mar-13 (12 Months)
Sales Revenue	993,352,993	299,896,774	1,125,346,259	325,326,529	745,167,843	224,246,245	637,633,994	177,341,881	402,564,242	175,177,602
Cost of Sales	842,863,052	249,500,803	961,164,908	269,376,353	640,693,870	190,129,734	545,213,739	153,469,648	349,837,786	152,085,000
Operating Expenses	37,311,035	19,880,170	35,016,111	15,824,435	24,641,590	9,153,869	14,249,115	2,287,288	5,221,466	2,355,941
Net Profit after Tax	63,847,399	12,675,001	70,299,756	48,101,449	40,648,317	6,611,675	39,699,648	4,333,276	20,365,881	3,635,675
Profit for Ordinary Shareholders	61,288,925	12,675,001	67,543,928	48,101,449	38,946,485	6,611,675	37,931,330	4,333,276	19,529,370	3,635,675

**Causes for changes:**

**Revenues:**

Sales volume has been increased in every year due to increase market demand and also gas price has increased by the government. Resultant, period to period changes in revenues have been arisen.

**Cost of goods sold:**

Increase of cost of goods sold in period to period because Gas price has increased is in the line with sales volume.

**Other operating expenses:**

Increase of operating expenses in period to period is in the line with production and sale volume.

**Net income:**

Net income increase in period to period is in line with sales volume.

d) **Any seasonal aspects of the issuer's business;**

No seasonal aspects adversely affect the business of IRS L.

- e) **Any known trends, events or uncertainties that may have material effect on the issuer's future business;**

At present, there are no known trends, events and/or uncertainties that shall have a material impact on the company's future business except for those, which are naturally beyond control of human being.

The business operation of the Company may be affected by the following events:

- I. Political unrest
- II. Natural disaster.

- f) **Any assets of the company used to pay off any liabilities;**

None of the assets of the company has been used to pay off any liabilities of the company.

- g) **Any loan taken from or given to any related party or connected person of the issuer with details of the same;**

IRSL did not take or give any loan from any related party or connected person or give to aforesaid.

- h) **Any future contractual liabilities the issuer may enter into within next one year, and the impact, if any, on the financial fundamentals of the issuer;**

The Company has no plan to enter into any contract creating future liabilities for the Company except for those, which are created in the normal course of business activities.

- i) **The estimated amount, where applicable, of future capital expenditure;**

The Company has no plan for capital expenditure except for those mentioned in the 'Use of Proceeds' from IPO fund.

- j) **Any VAT, income tax, customs duty or other tax liability which is yet to be paid, including any contingent liabilities stating why the same was not paid prior to the issuance of the prospectus. Updated income tax status for the last 5 years or from commercial operation, which is shorter;**

**VAT:** There is no VAT liability of the Company as on 30 June, 2017.

**Customs Duty or other tax liabilities:** There is no customs duty Liability of the Company as on 30 June, 2017.

**Income Tax:** The Company is a regular tax payer. The TIN number of the company is 264331789977/Circle-133 (Company), Taxes Zone-07, Dhaka. Following are the details of income tax related information of the Company:

Income Year	Assessment Year	Status
2016-2017	2017-2018	Not yet due.
2015-2016	2016-2017	Income Tax Return has been submitted and assessment is under process.
2014-2015	2015-2016	
2013-2014	2014-2015	As per certificate given by DCT of Taxes Circle-133 (Companies), Taxes Zone-7, Dhaka dated 16.06.2016 the Company's income tax assessment has been completed for the assessment year 2014-2015 and tax has been paid for this year.



2012-2013	2013-2014	As per certificate given by DCT of Taxes Circle-133 (Companies), Taxes Zone-7, Dhaka dated 16.06.2016 the Company's income tax assessment has been completed for the assessment year 2013-2014 and tax has been paid for this year.
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- k) **Any financial commitment, including lease commitment, the company had entered into during the past five years or from commercial operation, which is shorter, giving details as to how the liquidation was or is to be effected;**

The Company has no operating lease obligation with anyone. However, the corporate office of the Company and all of its stations are established in a rented space under the following condition:

Address	Area (Sft)	Rent/Sft.	Period	Rent p/m (Tk.)
4 <sup>th</sup> Floor, House No. # 40, Block # J, Pragati Sarani, Baridhara, P.S-Vatara, Dhaka-1212.	4,000	@ Tk. 50/-	Apr 2016 to Mar 2030.	200,000/-

Name of the Company	Location	Rent/Sft/m3	Period	Relationship with directors/sponsors
Intraco Refueling Station Ltd.	Haratali, Highway, Sadar South, Comilla	82,500/-	Jan 2008 to Dec 2022	No relation
	Comilla Road, Bishinudi, Haratali, Chandpur	0.80 per cubic metre on sales	Jan 2008 to Jan 2023	No relation
	154, Naya Aity, Mukti Sarani, Shenar Par, Narayangonj	1.20 per cubic metre on sales	Apr 2007 to Mar 2022	No relation

Sl.	Name of Bank	Sanction Amount	Purpose of Loan	Sanction Date	Expiry Date	Installment-Qtr.	Outstanding at 30-Jun-16	Mortgage /Lien
1	Shahjalal Islami Bank Limited	100,000,000	Term Loan for Machinery Acquisition	20.03.2008	05.07.2020	6,208,500	80,507,314	No mortgage of IRSL
2	Mutual Trust Bank Ltd	67,300,000	Lease Finance for Machinery Acquisition	25.09.2008	31.10.2012	6,835,455	-	-

NB: Apart from the above loans, the Company does not or did not have, during the period since its commencement of commercial operation any finance lease or such type of other commitment.

- l) **Details of all personnel related schemes for which the company has to make provision for in future years;**

The Company gives values to the employee benefit packages since the management of IRSL believes that the employees of the organization are the key to the success of the Company's business. IRSL gives its employees remunerations including WPPF, festival bonuses, group insurance.

m) **Break down of all expenses related to the public issue;**

The following amount to be paid to the Issue Managers, Underwriters and other costs are as follows:

Sl. No.	Particulars	Basis	Amount in BDT (approx.)	
<b>A.</b>	<b>Managers to the issue fees</b>			<b>3,450,000</b>
1	Managers to the Issue fee	Maximum 2% (two percent) of the public offer amount.	3,000,000	
2	VAT against Issue Management Fees	15% of issue management fees	450,000	
<b>B.</b>	<b>Fees Related to listing with the Stock Exchanges</b>			<b>3,700,000</b>
3	Prospectus Submission Fees to DSE & CSE	Fixed	100,000	
4	DSE and CSE Annual Fee	Fixed	750,000	
5	Fees related to Listing with the stock exchanges	@ 0.25% on Tk. 10 Crore and 0.15% on the rest amount of paid up capital range; (minimum 50 thousand maximum Tk. 1 crore for each exchanges)	2,450,000	
6	Data Transmission Fee for DSE & CSE	Fixed	400,000	
<b>C.</b>	<b>BSEC Fees</b>			<b>1,250,000</b>
7	Application fee	Fixed	50,000	
8	Consent fee	fee @ 0.40% on entire offer	1,200,000	
<b>D.</b>	<b>IPO related fees</b>			<b>725,000</b>
9	Underwriting commission (Maximum 1% on 35% of the public offer amount.)	Commission @ 0.50% on Underwritten Amount	525,000	
10	Auditors Certification fees	At Actual	200,000	
<b>E.</b>	<b>CDBL fees and expenses</b>			<b>721,000</b>
11	Security Deposit	At Actual	500,000	
12	Documentation fee	At Actual	2,500	
13	Annual fee	At Actual	100,000	
14	Connection Fee (TK. 500 per month* 12)	At Actual	6,000	
15	Initial Public Offering fee	@ .015% of issue size+.015% of Pre-IPO paid up capital	112,500	
<b>F.</b>	<b>Printing and post public offer expenses</b>			<b>10,554,000</b>
16	Publication of prospectus	Estimated (to be paid at actual)	650,000	
17	Abride Version of Prospectus and Notice in 4 daily news paper	Estimated (to be paid at actual)	600,000	
18	Notice for prospectus, Lottery, Refund etc. in 4 daily news paper	Estimated (to be paid at actual)	250,000	
19	Lottery related expenses including BUET fee	Estimated (to be paid at actual)	800,000	
20	Data Processing and Share Software Charge	Estimated (to be paid at actual)	7,753,100	
21	Courier Expenses	Estimated (to be paid at actual)	200,000	
22	Administrative & Stationary Expense	Estimated (to be paid at actual)	300,900	
<b>Grand Total</b>				<b>20,400,000</b>

*N.B.: Actual costs will vary if above mentioned estimates differ and will be adjusted accordingly.*

- n) **If the issuer has revalued any of its assets, the name, qualification and experiences of the valuer and the reason for the revaluation, showing the value of the assets prior to the revaluation separately for each asset revalued in a manner which shall facilitate comparison between the historical value and the amount after revaluation and giving a summary of the valuation report along with basis of pricing and certificates required under the revaluation guideline of the Commission;**

Intraco Refueling Station Limited doesn't make any revaluation of its asset.

- o) Where the issuer is a holding or subsidiary company, full disclosure about the transactions, including its nature and amount, between the issuer and its subsidiary or holding company, including transactions which had taken place within the last five years of the issuance of the prospectus or since the date of incorporation of the issuer, whichever is later, clearly indicating whether the issuer is a debtor or a creditor;

The Company has 5 (Five) subsidiary companies and it doesn't have any associate company. No transaction has been taken place between the issuer and its subsidiary/holding company except the followings:

**A: Investment in Share**

Name	Relationship with IRSL	Amount in (BDT)					Status (Debtor/ Creditor)
		Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2013	
Good CNG Refueling Station Ltd.	Subsidiary	8,285,000	8,285,000	285,000	285,000	285,000	N/A
Nessa & Sons Ltd.	Subsidiary	23,950,000	23,950,000	950,000	950,000	950,000	N/A
M Hye & Co CNG Refueling Station Ltd.	Subsidiary	26,017,144	26,017,144	950,000	950,000	950,000	N/A
Absar & Elias enterprises Ltd.	Subsidiary	21,054,000	21,054,000	950,000	950,000	-	N/A
East End Automobiles Ltd.	Subsidiary	25,583,100	25,583,100	950,000	950,000	-	N/A
<b>Sub Total</b>		<b>104,889,244</b>	<b>104,889,244</b>	<b>4,085,000</b>	<b>4,085,000</b>	<b>2,185,000</b>	

**B: Deposit Against Share**

Name	Relationship with IRSL	Amount in (BDT)					Status (Debtor/ Creditor)
		Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2013	
Good CNG Refueling Station Ltd.	Subsidiary	-	-	8,000,000	8,000,000	8,000,000	N/A
Nessa & Sons Ltd.	Subsidiary	-	-	23,000,000	23,000,000	23,000,000	N/A
M Hye & Co CNG Refueling Station Ltd.	Subsidiary	-	-	25,067,144	25,067,144	25,067,144	N/A
Absar & Elias enterprises Ltd.	Subsidiary	-	-	20,104,000	20,104,000	20,104,000	N/A
East End Automobiles Ltd.	Subsidiary	-	-	24,633,102	24,633,102	-	N/A
<b>Sub Total</b>		<b>-</b>	<b>-</b>	<b>100,804,246</b>	<b>100,804,246</b>	<b>76,171,144</b>	

### C: Other Transactions

Name	Nature of Transaction	Amount in (BDT)					Status (Debtor/ Creditor)
		Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2013	
Good CNG Refueling Station Ltd.	Sales of spare parts	1,559,015	7,363,765	5,877,983	13,790,800	8,559,300	N/A
	Dividend Received	8,285,000	-	-	-	-	
Nessa & Sons Ltd.	Sales of spare parts	5,420,202	11,627,418	6,127,407	12,054,685	6,648,970	N/A
	Dividend Received	11,975,000	-	-	-	-	
M Hye & Co CNG Refueling Station Ltd.	Sales of spare parts	5,533,586	5,741,867	4,934,694	10,255,490	12,494,785	N/A
	Dividend Received	11,707,713	-	-	-	-	
Absar & Elias enterprises Ltd.	Sales of spare parts	7,539,030	9,916,905	5,325,208	12,314,390	11,429,881	N/A
	Dividend Received	8,421,600	-	-	-	-	
East End Automobiles Ltd.	Sales of spare parts	3,070,732	8,628,103	1,978,555	1,610,225	-	N/A
	Dividend Received	12,791,550	-	-	-	-	
<b>Sub Total</b>		<b>76,303,428</b>	<b>43,278,058</b>	<b>24,243,847</b>	<b>50,025,590</b>	<b>39,132,936</b>	
<b>Grand Total(A+B+C)</b>		<b>181,192,672</b>	<b>148,167,302</b>	<b>129,133,093</b>	<b>154,914,836</b>	<b>117,489,080</b>	

p) **Financial Information of Group Companies and Companies under common ownership by more than 50%: following information for the last three years based on the audited financial statements, in respect of all the group companies of the issuer, wherever applicable, along with significant notes of auditors:**

SL. No.	Name of Companies	1) Date of Incorporation	2) Nature of Business	Accounting Year	3) Equity Capital	4) Reserves	5) Sales (In crore)	6) Profit After Tax (In Crore)	7) EPS & Diluted EPS	8) NAV	9) Status of Listing	10) Information Regarding Significant Adverse Factors	11) Has Become Sick or is under winding up
1	Good CNG Refueling Station Ltd	8th October, 2009	CNG Refueling Station operation	2015	300,000	34,259,072	93,070,125	10,033,199	3,344.40	14,186	Not Listed	No	No
				2016	8,721,000	36,040,484	125,035,193	11,213,972	13.24	51			
				2017	8,721,000	42,277,556	93,528,450	6,237,073	7.15	58			
2	M Hye & Co. CNG Refueling Station Ltd	26th July 2011	CNG Refueling Station operation	2015	1,000,000	17,819,300	82,308,444	2,209,271	220.93	4,389	Not Listed	No	No
				2016	27,386,400	12,560,466	137,106,444	8,286,872	3.12	15			
				2017	27,386,400	25,756,697	152,428,495	13,196,232	4.82	19			
3	Nessa & Sons Ltd	26th July 2011	CNG Refueling Station operation	2015	1,000,000	26,419,276	128,465,371	9,582,411	958.24	5,042	Not Listed	No	No
				2016	25,210,500	27,159,242	187,602,963	12,924,003	5.28	21			
				2017	25,210,500	38,939,749	152,488,214	11,780,507	4.67	25			
4	Absar & Elias Enterprises Ltd	24th August 2006	CNG Refueling Station operation	2015	1,000,000	20,829,621	133,713,746	7,566,605	756.66	4,193	Not Listed	No	No
				2016	22,162,000	24,687,238	215,126,808	12,539,795	5.82	21			
				2017	22,162,000	36,368,989	201,389,468	11,681,751	5.27	26			
5	East End Automobiles Ltd	2nd June 2013	CNG Refueling Station operation	2015	1,000,000	11,521,753	83,363,912	6,273,845	627.38	3,715	Not Listed	No	No
				2016	26,929,500	8,361,585	135,148,322	10,155,048	3.88	13			
				2017	26,929,500	16,638,420	93,621,592	8,276,835	3.07	16			
6	Intraco CNG Ltd	1st July 2004	CNG conversion, CNG Refueling Station operation & Cylinder re-test	2014	300,000	105,276,168	217,670,404	22,376,518	7,458.84	35,192	Not Listed	No	No
				2015	300,000	129,325,731	222,887,524	24,049,564	8,016.52	43,209			
				2016	300,000	158,294,342	343,613,324	25,804,790	8,601.60	52,865			
7	Tangail CNG Refueling Station Ltd	9th May 2005	CNG Refueling Station operation	2014	1,000,000	40,350,523	77,082,578	12,117,381	1,211.74	4,135	Not Listed	No	No
				2015	1,000,000	55,105,267	99,091,632	14,754,744	1,475.47	5,611			
				2016	1,000,000	75,620,017	133,949,922	20,514,750	2,051.48	7,662			
8	Intraco Properties Ltd	21st September 2005	Real state Business	2015	1,000,000	87,241,200	23,629,420	4,404,524	440.45	8,824	Not Listed	No	No
				2016	1,000,000	93,819,354	33,218,052	6,578,154	657.82	9,482			
				2017	1,000,000	103,300,314	37,896,870	9,480,960	948.10	10,430			
9	Hawladar Enterprise Ltd	10th October 2009	Constructions Business	2014	300,000	19,914,912	17,724,601	3,536,057	117.87	6,738	Not Listed	No	No
				2015	300,000	23,540,796	19,363,870	3,625,884	120.86	7,947			
				2016	300,000	27,269,191	22,803,970	3,728,395	1,242.80	9,190			
10	Dossan Trade Bangladesh Ltd	18th October 2009	Trading & Transportation	2014	1,000,000	18,753,865	16,538,980	2,174,875	217.49	1,975	Not Listed	No	No
				2015	1,000,000	21,173,006	17,291,933	2,419,141	241.91	2,217			
				2016	1,000,000	25,566,420	25,595,367	4,393,414	439.34	2,657			
11	Intraco Developers Ltd	13th June 2011	Land Development business	2014	2,000,000	69,952,098	148,896,320	34,409,940	1,720.50	3,598	Not Listed	No	No
				2015	2,000,000	109,937,088	187,458,935	39,984,991	1,999.25	5,597			
				2016	2,000,000	127,435,723	81,479,459	17,498,635	874.93	6,472			

12	Intraco Ready-mix Ltd	27th April 2011	Constructions material	2015	2,000,000	33,802,280	75,591,499	9,186,634	459.33	1,790	Not Listed	No	No
				2016	2,000,000	47,603,346	136,016,139	13,801,066	690.05	2,480			
				2017	2,000,000	64,861,666	158,978,540	17,258,320	862.92	3,343			
13	Intraco Solar Power Ltd	8 May, 2016	Solar Power Plant	2017	5,000,000	-	-	-	-	10	Not Listed	No	No
14	Intraco Renewable Energy Ltd	9th Dec, 2010	Renewable Energy	2017	2,000,000	-	-	-	-	10	Not Listed	No	No
15	Intraco Power Ltd	27th April 2011	Power Plant	2017	2,000,000	-	-	-	-	10	Not Listed	No	No
16	Intraco Water World Ltd	20 June, 2013	Amusement Park	2017	1,000,000	-	-	-	-	10	Not Listed	No	No

**12) The related business transactions within the group and their significance on the financial performance of the issuer;**

There were no related business transactions within the group which have significance on the financial performance of the issuer except the following transactions:

**A: Investment in Share**

Name	Relationship with IRSL	Amount in (BDT)				
		Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2013
Good CNG Refueling Station Ltd.	Subsidiary	8,285,000	8,285,000	285,000	285,000	285,000
Nessa & Sons Ltd.	Subsidiary	23,950,000	23,950,000	950,000	950,000	950,000
M Hye & Co CNG Refueling Station Ltd.	Subsidiary	26,017,144	26,017,144	950,000	950,000	950,000
Absar & Elias enterprises Ltd.	Subsidiary	21,054,000	21,054,000	950,000	950,000	-
East End Automobiles Ltd.	Subsidiary	25,583,100	25,583,100	950,000	950,000	-
<b>Sub Total</b>		<b>104,889,244</b>	<b>104,889,244</b>	<b>4,085,000</b>	<b>4,085,000</b>	<b>2,185,000</b>

**B: Deposit Against Share**

Name	Relationship with IRSL	Amount in (BDT)				
		Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2013
Good CNG Refueling Station Ltd.	Subsidiary	-	-	8,000,000	8,000,000	8,000,000
Nessa & Sons Ltd.	Subsidiary	-	-	23,000,000	23,000,000	23,000,000
M Hye & Co CNG Refueling Station Ltd.	Subsidiary	-	-	25,067,144	25,067,144	25,067,144
Absar & Elias enterprises Ltd.	Subsidiary	-	-	20,104,000	20,104,000	20,104,000
East End Automobiles Ltd.	Subsidiary	-	-	24,633,102	24,633,102	-
<b>Sub Total</b>		-	-	<b>100,804,246</b>	<b>100,804,246</b>	<b>76,171,144</b>

**C: Other Transactions**

Name	Nature of Transaction	Amount in (BDT)					Status (Debtor/ Creditor)
		Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2013	
Good CNG Refueling Station Ltd.	Sales of spare parts	1,559,015	7,363,765	5,877,983	13,790,800	8,559,300	N/A
	Dividend Received	8,285,000	-	-	-	-	
Nessa & Sons Ltd.	Sales of spare parts	5,420,202	11,627,418	6,127,407	12,054,685	6,648,970	N/A
	Dividend Received	11,975,000	-	-	-	-	
M Hye & Co CNG Refueling Station Ltd.	Sales of spare parts	5,533,586	5,741,867	4,934,694	10,255,490	12,494,785	N/A
	Dividend Received	11,707,713	-	-	-	-	
Absar & Elias enterprises Ltd.	Sales of spare parts	7,539,030	9,916,905	5,325,208	12,314,390	11,429,881	N/A
	Dividend Received	8,421,600	-	-	-	-	
East End Automobiles Ltd.	Sales of spare parts	3,070,732	8,628,103	1,978,555	1,610,225	-	N/A
	Dividend Received	12,791,550	-	-	-	-	
<b>Sub Total</b>		<b>76,303,428</b>	<b>43,278,058</b>	<b>24,243,847</b>	<b>50,025,590</b>	<b>39,132,936</b>	
<b>Grand Total(A+B+C)</b>		<b>181,192,672</b>	<b>148,167,302</b>	<b>129,133,093</b>	<b>154,914,836</b>	<b>117,489,080</b>	

Other than the above, there was no transaction within the group.



- 13) Sales or purchase between group companies or subsidiaries or associate companies when such sales or purchases exceed in value in the aggregate ten per cent of the total sales or purchases of the issuer and also material items of income or expenditure arising out of such transactions**

There were no transactions of Intraco Refueling Station Limited between group companies or subsidiaries or associate companies, which exceed in value in the aggregate ten per cent of the total sales or purchases of the Company.

- q) Where the issuer is a banking company, insurance company, non-banking financial institution or any other company which is regulated and licensed by another primary regulator, a declaration by the board of directors shall be included in the prospectus stating that all requirements of the relevant laws and regulatory requirements of its primary regulator have been adhered to by the issuer**

Not applicable.

r) A report from the auditors regarding any allotment of shares to any person for any consideration otherwise than cash along with relationship of that person with the issuer and rationale of issue price of the shares;

**A report from the auditors regarding any allotment of shares to any person for any consideration otherwise than cash along with relationship of that person with the issuer and rationale of issue price of the shares**

This is to certify that paid-up capital of Intraco Refueling Station Limited as on **June 30, 2017** was **Tk. 450,000,000** divided into **45,000,000** ordinary shares of **Tk. 10.00** each.

The Company has raised its paid-up capital in following phases:

Particulars of Allotment	Date of Allotment	Form of Consideration (No. of Shares)			Face Value of Share (Tk.)	Paid-up Capital
		In cash	Other than in cash	Bonus		
First (Subscription to the Memorandum & Articles of Association at the time of incorporation)	22-Mar-07	30,000	-	-	10.00	300,000
Second Allotment	30-May-15	9,470,000	-	-	10.00	94,700,000
Third Allotment	31-Dec-15	35,500,000	-	-	10.00	355,000,000
<b>Total</b>					<b>10.00</b>	<b>450,000,000</b>

The Company has consolidated the face value of its ordinary share from **Tk. 100.00 to Tk. 10.00** and converted into public limited company by passing a special resolution in its extra ordinary general meeting (EGM) held on **March 30, 2015** and **June 28, 2015** respectively and necessary amendments in capital clause of the Memorandum and Articles of Association were made accordingly.

We certify that the Company has not issued any shares otherwise than for cash and the books of accounts of the Company have been verified and found in order.

Place: Dhaka  
Date: October 08, 2017

Sd/-  
**Mahfel Huq & Co.**  
Chartered Accountants

- s) **Any material information, which is likely to have an impact on the offering or change the terms and conditions under which the offer has been made to the public**

There is no material information, which is likely to have an impact on the offering or change the terms and conditions under which the offer has been made to the public

- t) **Business strategies and future plans - projected financial statements shall be required only for companies not started commercial operation yet and authenticated by Chairman, two Directors, Managing Director, CFO, and Company Secretary;**

### **Business Strategies**

A business strategy sets out to achieve the desired goals. Business strategy is defined as long-term business planning which is concerned with the scope of a business' activities.

Two main categories can be defined as

- c) Generic Strategy
- d) Competitive Strategy

1. **Generic Strategy:** It is concerned with growth. Now company is in planning to invest in fixed assets in order to launch LPG project. LPG is on the card to start off soon.

2. **Competitive Strategy:** It is concerned with doing things better than rivals. The following competitive strategies are in place.

- **Better Service:** By excelling in our service, we want to take competitive edge than our competitors
- **Technology:** We have been using latest technology to be efficient in the market.

### **Future plans**

In pursuance of aforesaid strategies IRSL and its experienced team have been working insistently keeping in consideration future as well. IRSL has a plan for 4 x 50 MT LPG Satellite Plant with filling hall equipments, Cylinder (12.5 kg), Road Tanker, Mover, Weighting Bridge, Truck (Nitol Tata), Truck Fabrication, Diesel Generator (250 KVA), Sub -station (400 KVA), Construction (Factory Shed, Store Room & Office Building), Freight and clearing charge, Electrical work (main/sub/motor panes, DB, Controls etc.) by using IPO proceeds for its new project. Intraco Refueling Station Limited will engage in LPG business in Bangladesh.

u) Discussion on the results of operations:

1) A summary of the past financial results after adjustments as given in the auditor's report containing significant items of income and expenditure;

Sl. No.	Particulars	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
		30-Jun-17 (12 Months)	30-Jun-17 (12 Months)	30-Jun-16 (15 Months) (Restated)	30-Jun-16 (15 Months) (Restated)	31-Mar-15 (12 Months) (Restated)	31-Mar-15 (12 Months) (Restated)	31-Mar-14 (12 Months) (Restated)	31-Mar-14 (12 Months) (Restated)	31-Mar-13 (12 Months)	31-Mar-13 (12 Months)
1	Sales Revenue	993,352,993	299,896,774	1,125,346,259	325,326,529	745,167,843	224,246,245	637,633,994	177,341,881	402,564,242	175,177,602
2	Gross profit	150,489,941	50,395,971	164,181,351	55,950,176	104,473,973	34,116,511	92,420,255	23,872,233	52,726,456	23,092,602
3	Net profit before tax	98,226,768	19,500,001	108,153,471	74,002,230	65,041,548	10,171,807	61,835,307	5,249,112	31,318,922	4,550,593
4	Net profit after tax	61,288,925	12,675,001	67,543,928	48,101,449	38,946,485	6,611,675	37,931,330	4,333,276	19,529,370	3,635,675
5	Total assets	942,776,271	603,904,236	861,492,992	597,926,875	527,996,054	319,425,197	478,079,779	311,304,669	335,484,704	249,052,656
6	Share capital	450,000,000	450,000,000	450,000,000	450,000,000	300,000	300,000	300,000	300,000	300,000	300,000
7	Retained earnings	174,232,812	22,250,166	112,943,888	9,575,166	58,556,045	(45,629,510)	19,609,561	(52,241,185)	(13,584,844)	(47,440,433)
8	No. of Shares	45,000,000	45,000,000	45,000,000	45,000,000	30,000	30,000	3,000	3,000	3,000	3,000
9	Face Value	10.00	10.00	10.00	10.00	10.00	10.00	100.00	100.00	100.00	100.00
10	NAV Per Share	13.87	10.49	12.51	10.21	1,961.87	(1,510.98)	66.37	(173.14)	(44.28)	(157.13)
11	NAV Per Share (Considering FV Tk. 10.00 for all years)	13.87	10.49	12.51	10.21	1,961.87	(1,510.98)	663.65	(1,731.37)	(442.83)	(1,571.35)
12	Earnings per Share (EPS) *	1.36	0.28	1.50	1.07	0.87	0.15	0.84	0.10	0.43	0.08

\* Share split on March 30, 2015 of face value per share from Tk. 100.00 to Tk. 10.00. Thus, restated Earnings per Share (EPS) for all the years is calculated considering the latest weighted number of share i.e. 45,000,000.

2) A summary of major items of income and expenditure;

Major items of income:

Particulars	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
	30-Jun-17 (12 Months)	30-Jun-17 (12 Months)	30-Jun-16 (15 Months)	30-Jun-16 (15 Months)	31-Mar-15 (12 Months) (Restated)	31-Mar-15 (12 Months) (Restated)	31-Mar-14 (12 Months)	31-Mar-14 (12 Months)	31-Mar-13 (12 Months)	31-Mar-13 (12 Months)
Sales Revenue	993,352,993	299,896,774	1,125,346,259	325,326,529	745,167,843	224,246,245	637,633,994	177,341,881	402,564,242	175,177,602
Non Operating Income	2,632	2,632	340,761	53,521,457	80,794	80,794	77,671	77,671	104,080	104,080

Major items of Expenditure:

Particulars	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
	30-Jun-17 (12 Months)	30-Jun-17 (12 Months)	30-Jun-16 (15 Months)	30-Jun-16 (15 Months)	31-Mar-15 (12 Months) (Restated)	31-Mar-15 (12 Months) (Restated)	31-Mar-14 (12 Months)	31-Mar-14 (12 Months)	31-Mar-13 (12 Months)	31-Mar-13 (12 Months)
Direct Operating Expenses	842,863,052	249,500,803	961,164,908	269,376,353	640,693,870	190,129,734	545,213,739	153,469,648	349,837,786	152,085,000
Other Operating Expenses	37,311,035	19,880,170	35,016,111	15,824,435	24,641,590	9,153,869	14,249,115	2,287,288	5,221,466	2,355,941
Financial Expenses	10,043,432	10,043,432	15,944,857	15,944,857	14,871,629	14,871,629	16,413,504	16,413,504	16,290,148	16,290,148

3) **The income and sales on account of major products or services;**

There is only one product of the Company, which contributed to the Company's total revenue.

4) **In case, other income constitutes more than 10% of the total income, the breakup of the same along with the nature of the income, i.e., recurring or non-recurring;**

The Company's other income is not more than 10% of the total income except the following:

Other Income	Nature	30-Jun-17	30-Jun-16	31-Mar-15	31-Mar-14	31-Mar-13
Dividend income	Non-recurrig	-	53,180,696	-	-	-

5) **If a material part of the income is dependent upon a single customer or a few major customers, disclosure of this fact along with relevant data. Similarly, if any foreign customer constitutes a significant portion of the issuer's business, disclosure of the fact along with its impact on the business considering exchange rate fluctuations;**

The Company's income is neither dependent upon a single customer or a few major customers nor foreign customer.

6) **In case the issuer has followed any unorthodox procedure for recording sales and revenues, its impact shall be analyzed and disclosed.**

The issuer has not followed any unorthodox procedure for recording sales and revenues.

v) Comparison of recent financial year with the previous financial years on the major heads of the profit and loss statement, including an analysis of reasons for the changes in significant items of income and expenditure:

Particulars	Amount In Taka									
	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
	30-Jun-17 (12 Months)	30-Jun-17 (12 Months)	30-Jun-16 (15 Months)	30-Jun-16 (15 Months)	31-Mar-15 (12 Months)	31-Mar-15 (12 Months)	31-Mar-14 (12 Months)	31-Mar-14 (12 Months)	31-Mar-13 (12 Months)	31-Mar-13 (12 Months)
					Restated	Restated				
Sales Revenue	993,352,993	299,896,774	1,125,346,259	325,326,529	745,167,843	224,246,245	637,633,994	177,341,881	402,564,242	175,177,602
Cost of Sales	842,863,052	249,500,803	961,164,908	269,376,353	640,693,870	190,129,734	545,213,739	153,469,648	349,837,786	152,085,000
<b>Gross Profit</b>	<b>150,489,941</b>	<b>50,395,971</b>	<b>164,181,351</b>	<b>55,950,176</b>	<b>104,473,973</b>	<b>34,116,511</b>	<b>92,420,255</b>	<b>23,872,233</b>	<b>52,726,456</b>	<b>23,092,602</b>
<b>Operating Expenses:</b>				-		-		-		-
Administrative & selling Expenses	37,311,035	19,880,170	35,016,111	15,824,435	24,641,590	9,153,869	14,249,115	2,287,288	5,221,466	2,355,941
Financial Expenses	10,043,432	10,043,432	15,944,857	15,944,857	14,871,629	14,871,629	16,413,504	16,413,504	16,290,148	16,290,148
<b>Profit from Operation</b>	<b>103,135,474</b>	<b>20,472,369</b>	<b>113,220,383</b>	<b>24,180,884</b>	<b>64,960,755</b>	<b>10,091,013</b>	<b>61,757,636</b>	<b>5,171,441</b>	<b>31,214,842</b>	<b>4,446,513</b>
Non Operating Income	2,632	2,632	340,761	53,521,457	80,794	80,794	77,671	77,671	104,080	104,080
<b>Net Profit before tax</b>	<b>103,138,106</b>	<b>20,475,001</b>	<b>113,561,144</b>	<b>77,702,341</b>	<b>65,041,549</b>	<b>10,171,807</b>	<b>61,835,307</b>	<b>5,249,112</b>	<b>31,318,922</b>	<b>4,550,593</b>
Workers Profit Participation Fund (WPPF)	4,911,338	975,000	5,407,674	3,700,111	-	-	-	-	-	-
<b>Net Profit After WPPF</b>	<b>98,226,768</b>	<b>19,500,001</b>	<b>108,153,471</b>	<b>74,002,230</b>	<b>65,041,549</b>	<b>10,171,807</b>	<b>61,835,307</b>	<b>5,249,112</b>	<b>31,318,922</b>	<b>4,550,593</b>
<b>Income Tax Expenses</b>	<b>34,379,369</b>	<b>6,825,000</b>	<b>37,853,715</b>	<b>25,900,780</b>	<b>24,393,231</b>	<b>3,560,132</b>	<b>22,135,659</b>	<b>915,836</b>	<b>10,953,042</b>	<b>914,918</b>
Current Tax	17,060,618	2,082,507	16,948,652	19,127,822	12,733,236	1,315,647	22,135,659	915,836	10,953,042	914,918
Deferred Tax	17,318,751	4,742,494	20,905,062	6,772,958	11,659,995	2,244,485	-	-	-	-
<b>Net profit after tax</b>	<b>63,847,399</b>	<b>12,675,001</b>	<b>70,299,756</b>	<b>48,101,449</b>	<b>40,648,318</b>	<b>6,611,675</b>	<b>39,699,648</b>	<b>4,333,276</b>	<b>20,365,881</b>	<b>3,635,675</b>
<b>Non-Controlling Interest</b>	<b>2,558,474</b>	<b>-</b>	<b>2,755,828</b>	<b>-</b>	<b>1,701,832</b>	<b>-</b>	<b>1,768,319</b>	<b>-</b>	<b>836,510</b>	<b>-</b>
<b>Profit for Ordinary Shareholders</b>	<b>61,288,925</b>	<b>12,675,001</b>	<b>67,543,928</b>	<b>48,101,449</b>	<b>38,946,486</b>	<b>6,611,675</b>	<b>37,931,330</b>	<b>4,333,276</b>	<b>19,529,370</b>	<b>3,635,675</b>
<b>Earnings per Share (EPS)</b>	<b>1.36</b>	<b>0.28</b>	<b>1.50</b>	<b>1.07</b>	<b>0.87</b>	<b>0.15</b>	<b>0.84</b>	<b>0.10</b>	<b>0.43</b>	<b>0.08</b>

\* Share split on March 30, 2015 of face value per share from Tk. 100.00 to Tk. 10.00. Thus, restated Earnings per Share (EPS) for all the years is calculated considering the latest weighted number of share i.e. 45,000,000.

**Analysis of reasons for the changes in significant items of income and expenditure:**

As increase of market demand and also increase of Gas selling price by the government revenue increased gradually in last five years. Besides this, the Company invested to subsidiary company to installed new plant in last five years in order to increase production capacity. As a result, production increased as well as turnover increased.

- 1) **Unusual or infrequent events or transactions including unusual trends on account of business activity, unusual items of income, change of accounting policies and discretionary reduction of expenses etc.**

There are no unusual or infrequent events or transactions including unusual trends on account of business activity, unusual items of income, and discretionary reduction of expenses etc. except dividend income in 2016.

- 2) **Significant economic changes that materially affect or are likely to affect income from continuing operations;**

There are no significant economic changes that materially affect or are likely to affect income from continuing operations.

- 3) **Known trends or uncertainties that have had or are expected to have a material adverse impact on sales, revenue or income from continuing operations;**

At present there are no known trends, events and/or uncertainties that shall have a material impact on the company's future business except for those which are naturally beyond control of human being.

- 4) **Future changes in relationship between costs and revenues, in case of events such as future increase in labor or material costs or prices that will cause a material change are known;**

The company is aware of the fact that future is always uncertain that affect business. It is expected that labor and material price will go up in future because of inflation and other factors. However, revenue is always adjusted and follows the trend in line with production cost. Hence, any change in cost will be reflected in sales price.

- 5) **The extent to which material increases in net sales or revenue are due to increased sales volume, introduction of new products or services or increased sales prices;**

The company is expecting the increased net sales or revenue because of sales volume, new product line and sales price. It is forecasted that the net sales or revenue of the company will be increased around 71 percent on within FY 2020-2021 according to the projected sales of the company.

- 6) **Total turnover of each major industry segment in which the issuer operated;**  
Only Navana CNG Ltd. is listed in the capital market. At the moment there are no other companies relating to CNG are listed in the capital market. The average turnover for last five years of Navana CNG Ltd. was around tk. 1,600 million.

- 7) **Status of any publicly announced new products or business segment;**  
The Company has announced new product or business segment namely LPG business.

- 8) **The extent to which the business is seasonal.**  
We have been refueling CNG around the Country. So, it is not seasonal business.



- w) **Defaults or rescheduling of borrowings with financial institutions or banks, conversion of loans into equity along with reasons thereof, lock out, strikes and reasons for the same etc. during the history of operation of the company.**

The Company neither defaulted or rescheduled of its borrowings with financial institutions/banks nor converted any of its loans into equity till to date except rescheduled in 2015 for interest rate adjustment.

- x) **Details regarding the changes in the activities of the issuer during the last five years which may had a material effect on the profits or loss, including discontinuance of lines of business, loss of agencies or markets and similar factors;**

There were no changes in the activities of the Company during the last five years and had not any material effect on the profits/loss, including discontinuance of lines of business, loss of agencies or markets and similar factors.

- y) **Injunction or restraining order, if any, with possible implications;**

There was no injunction or restraining order.

- z) **Technology, market, managerial competence and capacity built-up;**

IRSL has introduced the latest state-of-the-art technology in all its CNG refueling stations. By introducing 'Fast Filling' technology in its stations, IRSL is able to provide services to all kind of CNG vehicles within shortest possible time.

- aa) **Changes in accounting policies in the last three years;**

The management of the Company has not changed any accounting policies in the last three years except introduction of deferred tax in 2014.

- bb) **Significant developments subsequent to the last financial year: A statement by the directors whether in their opinion there have arisen any circumstances since the date of the last financial statements as disclosed in the prospectus and which materially and adversely affect or is likely to affect the trading or profitability of the issuer, or the value of its assets, or its ability to pay its liabilities within the next twelve months;**

**A statement by the directors:**

In our opinion, there have no circumstances arisen since the date of the last financial statements as disclosed in the prospectus which materially and adversely affect or is likely to affect the trading or profitability of the Intraco Refueling Station Limited or the value of its assets, or its ability to pay its liabilities within the next twelve months.

Sd/-

**H. M. Hakim Ali**  
Chairman

Sd/-

**Mohammed Riyadh Ali**  
Managing Director & Director

Sd/-

**Mrs. Hoda Ali Selim Ahmed Mohammed**  
Director

Sd/-

**Shaiful Alam Chowdhury**  
Director

Sd/-

**S. M. Monir Ahmed**  
Independent Director

- cc) **If any quarter of the financial year of the issuer ends after the period ended in the audited financial statements as disclosed in the prospectus, unaudited financial statements for each of the said quarters duly authenticated by the CEO and CFO of the issuer;**

Year ended duly authenticated audited financial statement has been incorporated in the prospectus.

- dd) **Factors that may affect the results of operations.**

There are no factors that may affect the results of operations.

## CHAPTER (VII): MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULT OF OPERATIONS

### (a) Overview of business and strategies:

#### Overview of business:

Intraco Refueling Station Limited (IRSL) is currently involved in the operation of CNG Refueling Stations in Bangladesh. IRSL has used the state-of-the-art and also 'Fast Filling' technologies in all its CNG refueling stations are able to provide services to all kind of CNG used vehicles within shortest possible time.

IRSL was incorporated in Bangladesh as a Private Limited Company with the issuance of Certificate of incorporation bearing no. C-66298(3790)/07 dated on March 27, 2007 by the Registrar of Joint Stock Companies & Firms, Dhaka, Bangladesh. The Company Converted into public Limited Company on June 28, 2015 and split of Share value from Tk. 100 to Tk. 10 dated on March 30, 2015.

IRSL's registered office is situated at House No. 40, Block-J, Pragati Sarani, Baridhara, P.S-Vatara, Dhaka-1212.

The company is involved in the operation of CNG Refueling Station in different places in Bangladesh.

#### Strategies:

A business strategy sets out to achieve the desired goals. Business strategy is defined as long-term business planning which is concerned with the scope of a business' activities.

Two main categories can be defined as

- e) Generic Strategy
- f) Competitive Strategy

**3. Generic Strategy:** It is concerned with growth. Now company is in planning to invest in fixed assets in order to launch LPG project. LPG is on the card to start off soon.

**4. Competitive Strategy:** It is concerned with doing things better than rivals. The following competitive strategies are in place.

- Better Service: By excelling in our service, we want to take competitive edge than our competitors
- Technology: We have been using innovative technology comparing with our competitors in order to be efficient in the market.

## **(b) SWOT ANALYSIS:**

### **Strengths:**

1. **Strong Management:** The Company has good management to run the company efficiently.
2. **Modern Machineries:** The Company has been using modern machineries that smooth our operation.

### **Weaknesses:**

1. **Expansion:** Expansion is difficult due to government approval for CNG Stations.

### **Opportunities:**

1. **Demand:** The product demand is high since innumerable vehicles run on CNG. The company will run LPG business from its IPO proceeds. There will be higher demand of LPG in near future because of scarcity of CNG.
2. **LPG to Household, Industry:** LPG will be sold to households and Industry as well.
3. **LPG to Station:** LPG will be sold to different Refueling stations.
4. **LPG to LPG Stations:** LPG can be sold from LPG storage to distribution of other LPG storage plant

### **Threats:**

1. **Intense Competition:** There is rivalry among the competitors to get the market share as maximum as possible.
2. **Political Unrest:** In our country, we have to cope with political unrest.

(c) Analysis of the financial statements of last five years with reason(s) of fluctuating revenue or sales, other income, total income, cost of material, finance cost, depreciation and amortization expense, other expense; changes of inventories, net profit before & after tax, EPS etc.

Particulars	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
	1-July-16 to 30-Jun-17	1-July-16 to 30-Jun-17	1-April-15 to 30-Jun-16	1-April-15 to 30-Jun-16	1-April-14 to 31-Mar-15 (Restated)	1-April-14 to 31-Mar-15 (Restated)	1-April-13 to 31-Mar-14	1-April-13 to 31-Mar-14	1-April-12 to 31-Mar-13	1-April-12 to 31-Mar-13
Sales Revenue	993,352,993	299,896,774	1,125,346,259	325,326,529	745,167,843	224,246,245	637,633,994	177,341,881	402,564,242	175,177,602
Non Operating Income	2,632	2,632	340,761	53,521,457	80,794	80,794	77,671	77,671	104,080	104,080
<b>Total Income</b>	<b>993,355,625</b>	<b>299,899,406</b>	<b>1,125,687,020</b>	<b>378,847,986</b>	<b>745,248,637</b>	<b>224,327,039</b>	<b>637,711,665</b>	<b>177,419,552</b>	<b>402,668,322</b>	<b>175,281,682</b>
Cost of Materials (Gas Bill)	712,623,381	211,324,966	802,065,777	226,156,939	539,745,804	158,875,849	461,326,346	130,307,123	293,472,161	130,029,034
Financial Expenses	10,043,432	10,043,432	15,944,857	15,944,857	14,871,629	14,871,629	16,413,504	16,413,504	16,290,148	16,290,148
Depreciation Expense	30,781,363	10,357,607	31,341,597	8,878,980	18,437,504	4,276,834	16,013,887	4,058,207	10,617,990	3,990,175
Amortization Expense	-	-	-	-	-	-	-	-	-	-
Others Expense (WPPF)	4,911,338	975,000	5,407,674	3,700,111	-	-	-	-	-	-
Changes of Inventories	5,434,455	5,434,455	2,652,271	2,652,271	(1,507,170)	(1,507,170)	(705,468)	(705,468)	(5,869,286)	(5,869,286)
Net Profit Before Tax	98,226,768	19,500,001	108,153,471	74,002,230	65,041,548	10,171,807	61,835,307	5,249,112	31,318,922	4,550,593
Net Profit After Tax	61,288,925	12,675,001	67,543,928	48,101,449	38,946,485	6,611,675	37,931,330	4,333,276	19,529,370	3,635,675
EPS *	1.36	0.28	1.50	1.07	0.87	0.15	0.84	0.10	0.43	0.08

\* Share split on March 30, 2015 of face value per share from Tk. 100.00 to Tk. 10.00. Thus, restated Earnings per Share (EPS) for all the years is calculated considering the latest weighted number of share i.e. 45,000,000.

**Reason of Fluctuation:****Revenue:**

As increase of market demand and also increase of selling price by the government, revenue increased gradually in last five years. Besides this, the Company invested to subsidiary companies to install new plant in last five years in order to increase production capacity. As a result, production increased as well as turnover increased. Therefore, increase of turnover of the company is relevant.

**Other Income:**

The other income is bank interest received from different bank on remaining banks balance at the end of the bank-closing year. It has varied for depending on bank balance during last 5 years. There was higher other income in 2016 due to dividend income.

**Total Income:**

Since Revenue is increased, so naturally total income is increased.

**Cost of Materials:**

It appears that the costs of materials to revenue are consistent over the years. Cost of raw materials in some years is relatively higher in some years as the increase of price of raw materials by the govt.

**Finance Cost and Bank Charge:**

The Company has taken long-term loan from bank in last five years for procuring new machineries. So the finance cost and bank charge increased and the trend is relevant to the production and consistent with the revenue.

**Depreciation and Amortization:**

It appears that the increase of depreciation is relevant with the procurement and installation of machineries. No significant changes have been occurred.

The company did not amortize any of its capital expenditure during the last five years.

**Other Expenses:**

The company did not incur any other expenses other than regular expenses during the last five years

**Changes of inventory:**

The inventory shows only spare parts consumption in the last five years. As the production capacities has increased in the last five years as well as spare parts consumption for maintenance also increased during the year.

### **Net profit before and after Tax and Earnings per Share**

The growth of net profit before and after tax is consistent with the growth of the revenue. No unusual changes have been occurred during the last five years on the above matters.

Earnings per Share are properly calculated through using weighted average number of ordinary shares for each year.

**(d) Known trends, demands, commitments, events or uncertainties that are likely to have an effect on the company's business:**

At present there are no known trends, events and/or uncertainties that shall have a material impact on the Company's future business except for those which are natural and beyond control of human being.

**(e) Trends or expected fluctuations in liquidity:**

There are no trends or expected fluctuations in liquidity.

**(f) Off-balance sheet arrangements those have or likely to have a current or future effect on financial condition:**

There are no off-balance sheet arrangements those have or likely to have a current or future effect on financial condition.

## CHAPTER (VIII): DIRECTORS AND OFFICERS

(a) Name, Father's Name, age, Residential address, Educational qualification, experience and position of each director and nominated director with nomination period, organization name:

SL	Name of Director, Father's Name, Age & Experience		Residential Address	Educational Qualification
1	<b>Name:</b> <b>Position:</b> <b>Father's Name:</b> <b>Age:</b> <b>Experience:</b>	<b>H. M. Hakim Ali</b> Chairman Late Haji Asalat Miah 66 Years 36 Years	House-11, Road-01, Baridhara R/A, Dhaka.	LLB & Diploma in Hospitality Management
2	<b>Name:</b> <b>Position:</b> <b>Father's Name:</b> <b>Age:</b> <b>Experience:</b>	<b>Mohammed Riyadh Ali</b> Managing Director H. M. Hakim Ali 38 Years 15 Years	House-11, Road-01, Baridhara R/A, Dhaka.	MBA
3	<b>Name:</b> <b>Position:</b> <b>Father's Name:</b> <b>Age:</b> <b>Experience:</b>	<b>Shaiful Alam Chowdhury</b> Director Late Saleh Ahmed Chowdhury 63 Years 36 Years	Vill-Fatchabad, P.S- Hathazari, Chittagong.	B. Sc Engineer (Mechanical)
4	<b>Name:</b> <b>Position:</b> <b>Father's Name:</b> <b>Age:</b> <b>Experience:</b>	<b>Mrs. Hoda Ali Selim Ahmed Mohamed</b> Director Ali Selim Ahmed 39 Years 4 Years	House-11, Road-01, Baridhara R/A, Dhaka.	Bachelor of Law
5	<b>Name:</b> <b>Position:</b> <b>Father's Name:</b> <b>Age:</b> <b>Experience:</b>	<b>S. M. Monir Ahmed</b> Independent Director Late Nuruzzaman 67 Years 37 Years	House # 8, Road # 6, Nikunja-1, Dhaka- 1229.	B. Sc Engineer (Electrical)

\*\* There is no nominated/represented director.



**(b) Date of first Directorship and Expiry of Current Tenure of the directors:**

SL.	Name of the Director	Position	Date of first Directorship	Date of Expiration of Current term
1	H. M. Hakim Ali	Chairman	10/12/2015	9th AGM in 2017
2	Mohammed Riyadh Ali	Managing Director	27/03/2007	8th AGM in 2016
3	Shaiful Alam Chowdhury	Director	30/05/2015	8th AGM in 2016
4	Mrs. Hoda Ali Selim Ahmed Mohamed	Director	10/12/2015	9th AGM in 2017
5	S. M. Monir Ahmed	Independent Director	10/12/2015	10th AGM in 2018

**(c) Name of Interest and Involvement in other business/organization of directors:**

Sl.	Name & Designation in IRSL	Directorship/Ownership with Other Companies	
		Companies	Position
1	<b>H. M. Hakim Ali</b> (Chairman)	Intraco Properties Ltd.	Chairman
		Tangail CNG Refueling Station Ltd.	Chairman
		Agrabad Hotels Ltd.	Director
		Agrabad Beach Hotels Ltd.	Director
2	<b>Mohammed Riyadh Ali</b> (Managing Director)	Good CNG Refueling Station Ltd.	MD
		M Hye & Co. CNG Refueling Station Ltd.	MD
		Nessa & Sons Ltd.	MD
		Absar & Elias Enterprises Ltd.	MD
		East End Automobiles Ltd.	MD
		Intraco CNG Ltd.	MD
		Tangail CNG Refueling Station Ltd.	MD
		Intraco Properties Ltd.	MD
		Hawladar Enterprise Ltd.	MD
		Doosan Trade Bangladesh Ltd.	MD
		Intraco Solar Power Ltd.	MD
		Agrabad Hotels Ltd.	Director
3	<b>Shaiful Alam Chowdhury</b> (Director)	-	-
4	<b>Mrs. Hoda Ali Selim Ahmed Mohamed</b> (Director)	Intraco Renewable Energy Ltd.	MD
		Intraco Power Ltd.	MD
		Intraco Ready-mix Ltd.	MD
		Intraco Developers Ltd.	MD
		Intraco Water World Ltd.	MD
5	<b>S. M. Monir Ahmed</b> (Independent Director)	-	-

**(d) Statement of if any Directors of the issuer are associated with the securities market in any manner and any director of the issuer company is also director of any issuer of other listed securities during last three years with dividend payment history and market performance:**

None of the Directors are involved in securities market and not involved with other listed securities during last three years.

(e) Family relationship (father, mother, spouse, brother, sister, son, daughter, spouse's father, spouse's mother, spouse's brother, spouse's sister) among the directors and top five officers:

i. Family relationship among directors

SL	Name	Designation	Relationships
1	H. M. Hakim Ali	Chairman	Father of Mohammed Riyadh Ali (MD) and Father-in-Law of Mrs. Hoda Ali Selim Ahmed Mohamed (Director).
2	Mohammed Riyadh Ali	Managing Director	Son of H. M. Hakim Ali (Chairman) and Husband of Mrs. Hoda Ali Selim Ahmed Mohamed (Director).
3	Mrs. Hoda Ali Selim Ahmed Mohamed	Director	Wife of Mohammed Riyadh Ali (MD) and Daughter-in-Law of H. M. Hakim Ali (Chairman).

ii. Family relationship among directors and top five officers of the company:

There is no family relationship exist between directors and top management officers except mentioned above.

(f) Brief description of other businesses of the directors:

**H. M. Hakim Ali**

(Chairman)

Sl. No.	Name of Companies	Date of Incorporation	Nature of Business	Legal Status	Equity Capital (Total) in Taka
1	Intraco Properties Ltd.	21 Sep, 2005	Real State Business	Private Limited Company	1,000,000
2	Tangail CNG Refueling Station Ltd.	9 May, 2005	CNG Refueling Station operation		1,000,000
3	Agrabad Hotels Ltd.	23 July, 1963	Hotel		5,000,000
4	Agrabad Beach Hotels Ltd	21 November, 2010	Hotel		1,000,000

**Mohammed Riyadh Ali**

(Managing Director)

Sl. No.	Name of Companies	Date of Incorporation	Nature of Business	Legal Status	Equity capital (Total) in Taka
1	Good CNG Refueling Station Ltd.	8 Oct, 2009	CNG Refueling Station operation	Private Limited Company	8,721,000
2	M Hye & Co. CNG Refueling Station Ltd.	26 Jul, 2011			27,386,400
3	Nessa & Sons Ltd.	26 Jul, 2011			25,210,500
4	Absar & Elias Enterprises Ltd.	24 Aug, 2006			22,162,000
5	East End Automobiles Ltd.	2 Jun, 2013			26,929,500
6	Intraco CNG Ltd.	1 Jul, 2004	CNG conversion, CNG Refueling Station operation & Cylinder re-test		300,000
7	Tangail CNG Refueling Station Ltd.	9 May, 2005	CNG Refueling Station operation		1,000,000

8	Intraco Properties Ltd.	21 Sep, 2005	Real State Business		1,000,000
9	Hawladar Enterprise Ltd.	10 Oct, 2009	Constructions Business		300,000
10	Doosan Trade Bangladesh Ltd.	18 Oct, 2009	Trading & Transportation		1,000,000
11	Intraco Solar Power Ltd.	8 May, 2016	Solar Power Plant		5,000,000
12	Agrabad Hotels Ltd.	23 July, 1963	Hotel		5,000,000

**Shaiful Alam Chowdhury**  
(Director)

Not involved in other business.

**Mrs. Hoda Ali Selim Ahmed Mohamed**  
(Director)

Sl. No.	Name of Companies	Date of Incorporation	Nature of Business	Legal Status	Equity capital (Total) in Taka
1	Intraco Renewable Energy Ltd.	9th Dec, 2010	Renewable Energy	Private Limited Company	2,000,000
2	Intraco Power Ltd.	27th April, 2011	Power Plant		2,000,000
3	Intraco Ready-mix Ltd.	27 Apr, 2011	Constructions material		2,000,000
4	Intraco Developers Ltd.	13 Jun, 2011	Land Development business		2,000,000
5	Intraco Water World Ltd.	20 June, 2013	Amusement Park		1,000,000

**S. M. Monir Ahmed**  
(Independent Director)

Not involved in other business.

**(g) Short bio-data of each director:**

**H.M. Hakim Ali, Chairman**

Mr. H M Hakim Ali is the Chairman of Intraco Refueling Station Ltd. He is a veteran & business personality of 66 Years age. He is an LL.B and also he has completed Diploma in Hospitality Management from Cornell University, USA & Salzburg University, Australia. Mr. Hakim is a successful industrialist. He is the Chief Executive Officer and Director of Hotel Agrabad Ltd, since 1971. He is also Director of Hotel International Ltd (The pan Pacific Sonargaon Hotel) since 1991 and Director of Chittagong Metropolitan Chamber of Commerce & Industry since 2009. Mr. Hakim is presently the Honorary Consul General of the Republic of the union of Myanmar in Chittagong before this he was former honorary consul of the Republic of Indonesia in Chittagong. He is also president of Bangladesh International Hotel Association since 2012, and he was the president of Bangladesh Foundation for Tourism Development & International Vacation Club from 2011 to 2015. Mr., Hakim got awarded in 14th March 2008 the 'Man of Achievement' from the International Biographical Centre, England, and also elected the Member of the Hotel and Catering International Management Association; UK. His contribution in the continuous development of Intraco Refueling Station Ltd is a source of inspiration for the company. He is also Chairman of Intraco Properties Ltd. and Tangail CNG Refueling Station Ltd. and Director of and Agrabad Beach Hotels Ltd.

**Mohammed Riyadh Ali, Managing Director**

Mr. Mohammed Riyadh Ali is the Managing Director of Intraco Refueling Station Ltd. He is a dynamic & successful entrepreneur of 38 years age. He has completed his Masters of Business Administration from Pacific University, Hawaii, USA. Mr. Ali comes of a reputed business family and is the founder of Intraco Refueling Station Ltd. Being a successful entrepreneur, he has established various businesses, to mention a few, like Intraco Properties Ltd, Intraco Solar Power Ltd, Intraco CNG Ltd, Tangail CNG Refueling Station Ltd, Dosan Trade Bangladesh Ltd & Hawlader Enterprises Ltd.

Mr. Ali is not only an eminent leading and successful businessman and social activist in Bangladesh but also successful in diplomat. He is the Honorary Consul of the Republic of Korea to Chittagong and former vice President of Bangladesh CNG Station and Conversion Workshop Owners Association, founder director of Korea Bangladesh Chamber of Commerce & Industries, former Secretary General of Korea Bangladesh Chamber of Commerce and Industry, as well as member of various socio cultural organizations.

Mr. Mohammed Riyadh Ali has organized and attended many national and international exhibitions, seminars, workshops, trainings, symposia, trade shows, and fairs and represented as delegate for business promotion in abroad. He established Butterfly Park Bangladesh Ltd, an eco-friendly park with live butterfly. For his contribution in the field, he has been recognized and honored with the award "HSBC-The Daily Star Climate Champion Award", on 2012 and the "Divisional Environmental Award" on 2013, in Bangladesh.

**Shaiful Alam Chowdhury, Director**

Mr. Shaiful Alam Chowdhury is a Director of Intraco Refueling Station Ltd. He is 63 years old. Mr. Shaiful Alam Chowdhury graduated in the field of Bachelor of Science in Mechanical Engineering from Engineering College, Chittagong. He joined the Titas Gas Transmission and Distribution Co. Ltd. (TGTDC), a company under Bangladesh Oil, Gas and Mineral Corporation (Petrobangla) in 1978 and since then served in different key positions, such as General Manager, Managing Director in different Companies under Petrobangla, & Director of Petrobangla. He has advanced professional trainings from reputed institutions in USA, UK, Canada, Australia and Singapore.

**Mrs. Hoda Ali Selim Ahmed Mohamed, Director**

Mrs. Hoda Ali Selim Ahmed Mohamed is a director of Intraco Refueling Station Ltd. She is an amiable and dynamic lady of 39 years age. She is spouse of Mr. Mohammed Riyadh Ali (Managing Director) and daughter-in-law of Mr. H. M. Hakim Ali & Mrs. Monowara Hakim Ali. She has completed her Bachelor of Law Degree from Cairo University. Mrs. Hoda Ali worked as a legal advisor of Embassy of Egypt in Bangladesh. She is also playing vital role of professionalism in the ventures of Intraco Group: Managing Director of Intraco Renewable Energy Ltd, Managing Director of Intraco Power Ltd, Managing Director of Intraco Ready-mix Ltd, Managing Director of Intraco Developers Ltd, Managing Director of Intraco Water World Ltd.

**S.M. Monir Ahmed, Independent Director**

Mr. S. M Monir Ahmed is an independent Director of Intraco Refueling Station Ltd. He is 67 years old. Mr. Ahmed graduated in the field of Bachelor of Science in Electrical Engineering from BUET. He joined the Bangladesh Civil Service Telecommunications Cadre in 1972 and served in different key positions, including Member (Maintenance & Operation) in former Bangladesh Telegraph and Telephone Board and the Managing Director of Telephone Shilpa Sangstha. He also served as Commissioner of Bangladesh Telecommunication Regulatory Commission. He had his post graduate studies and advanced professional trainings in reputed educational institutions in Germany, UK, Belgium, Japan, and USA.

**(h) Loan status of the issuer, its directors and shareholders who hold 10% or more shares in the paid-up capital of the issuer in terms of the CIB Report of Bangladesh Bank:**

Neither the Company nor any of its Directors or shareholders who hold 10% or more shares in the paid up capital of the issuer is loan defaulter in terms of the CIB report of Bangladesh Bank.

- (i) Name, position, educational qualification, age, date of joining in the company, overall experience (in year), previous employment, salary paid for the financial year of the CEO, MD, CFO, CS, Advisers, Consultants and all Departmental Heads. If the Chairman, any director or any shareholder received any monthly salary than this information should also be included:

Name & Designation	Educational Qualification	Age (year)	Date of Joining	Overall Experience (year)	Previous Employment	Salary/remuneration paid for the financial year (1 <sup>st</sup> July, 2016 to 30 <sup>th</sup> June, 2017)
<b>Mohammed Riyadh Ali</b> <i>Managing Director</i>	MBA	38	27.03.2007	15	-	-
<b>G M Salahuddin</b> <i>Company Secretary</i>	MBA-Finance & Banking	46	01.06.2007	20	Advance Technologies Ltd	900,000
<b>Kazi Mahmudul Hoque</b> <i>Chief Financial Officer</i>	Executive MBA-Finance, M.Com-Accounting	37	01.03.2012	12	G M G Airlines Ltd	792,000
<b>Md. Golam Sarowar</b> <i>GM Technical</i>	Diploma in Mechanical Engineering & BA (Hons)	61	01.02.2016	37	Petro Bangla	684,000
<b>Md. Salauddin</b> <i>GM Operation</i>	BA (Hons)	49	15.09.2007	27	Gono Sahajjo Songstha	675,000
<b>Munshi Asraf Ali</b> <i>Head of HR &amp; Admin</i>	BA (Hons)	50	01.05.2007	26	Grand Azad Hotel	606,000
<b>Safiar Rahman Tuhin</b> <i>Head of IT</i>	BBA	34	01.04.2016	9	Sasco Air Conditioning Ducting Industry in UAE.	564,000

**(j) Changes in the key management persons during the last three years:**

There was no change in the key management persons during the last three years except the followings:

<b>Name &amp; Designation</b>	<b>Educational Qualification</b>	<b>Age (year)</b>	<b>Date of Joining</b>	<b>Overall Experience (year)</b>	<b>Previous Employment</b>	<b>Date of Resign</b>
<b>Md. Golam Sarowar</b> <i>GM Technical</i>	Diploma in Mechanical Engineering & Bachelors of Arts	61	01.02.2016	37	Petro Bangla	N/A
<b>Dia Al Din</b> <i>Head of Business Development</i>	Bachelor's Degree	39	01.05.2015	15	Voda Phone Egypt	31.12.2016
<b>Md. Zahangir Alam</b> <i>Head of Commercial</i>	BA (Hons) MA	55	04.04.2016	27	Fortuna Group	30.11.2016
<b>Safiar Rahman Tuhin</b> <i>Head of IT</i>	BBA-Victoria University	34	01.04.2016	9	Sasco Air Conditioning Ducting Industry in UAE.	N/A

(k) A profile of the sponsors including their names, father's names, age, personal addresses, educational qualifications, and experiences in the business, positions or posts held in the past, directorship held, other ventures of each sponsor and present position:

Name, Father's Name, Age & Personal Address		Educational Qualification	Experience (Years)	Position or Post		Holding in other Venture
				Past	Present	
<b>Name:</b> <b>Father's Name:</b> <b>Age:</b> <b>Personal Address:</b>	<b>Mrs. Monowara Hakim Ali</b> Late Haji Yakub Ali Bhuiyan 59 Years House # 11, Road # 1, Baridhara, Dhaka-1212.	Diploma (Hospitality Management)	26	Sponsor & Director	Sponsor	Good CNG Refueling Station Ltd.
						Absar & Elias Enterprises Ltd.
						Hawlader Enterprise Ltd.
						Intraco CNG Ltd.
						Doosan Trade Bangladesh Ltd.
<b>Name:</b> <b>Father's Name:</b> <b>Age:</b> <b>Personal Address:</b>	<b>Mohammed Riyadh Ali</b> H. M. Hakim Ali 38 Years House # 11, Road # 1, Baridhara, Dhaka-1212.	MBA	15	MD	MD	Good CNG Refueling Station Ltd.
						M Hye & Co. CNG Refueling Station Ltd.
						Nessa & Sons Ltd.
						Absar & Elias Enterprises Ltd.
						East End Automobiles Ltd.
						Intraco CNG Ltd.
						Tangail CNG Refueling Station Ltd.
						Intraco Properties Ltd.
						Hawlader Enterprise Ltd.
						Doosan Trade Bangladesh Ltd.
<b>Name:</b> <b>Father's Name:</b> <b>Age:</b> <b>Personal Address:</b>	<b>Md. Irad Ali</b> H. M. Hakim Ali 34 Years House # 11, Road # 1, Baridhara, Dhaka-1212.	MBA	9	Sponsor & Director	Sponsor	Good CNG Refueling Station Ltd.
						M Hye & Co. CNG Refueling Station Ltd.
						Nessa & Sons Ltd.
						Absar & Elias Enterprises Ltd.
						East End Automobiles Ltd.
						Intraco CNG Ltd.
						Hawlader Enterprise Ltd.
						Doosan Trade Bangladesh Ltd.



- (l) If the present directors are not the sponsors and control of the issuer was acquired within five years immediately preceding the date of filing prospectus details regarding the acquisition of control, date of acquisition, terms of acquisition, consideration paid for such acquisition etc.

Name	Acquisition of Control	Date of Acquisition	Terms of Acquisition	Consideration paid for such Acquisition
H. M. Hakim Ali	10-Dec-15	30-May-15	N/A	Cash
Saiful Alam Chowdhury	30-May-15	30-May-15	N/A	Cash
Mrs. Hoda Ali Selim Ahmed Mohamed	10-Dec-15	30-May-15	N/A	Cash

- (m) If the sponsors or directors do not have experience in the proposed line of business, the fact explaining how the proposed activities would be carried out or managed:

All the directors have adequate knowledge to carry out CNG related business which is similar to the proposed line of LPG business.

- (n) Interest of the key management persons:

There is no interest of the key management persons except remuneration and bonus.

- (o) All interests and facilities enjoyed by a director, whether pecuniary or non-pecuniary:

No interests and facilities enjoyed by directors, whether pecuniary or non-pecuniary.

- (p) Number of shares held and percentage of shareholding (pre issue):

Sl.	Name of Director	Position	Number of Shares Held	% Pre-IPO
1	H. M. Hakim Ali	Chairman	2,322,600	5.16%
2	Mohammed Riyadh Ali	Managing Director	10,824,500	24.05%
3	Saiful Alam Chowdhury	Director	2,300,000	5.11%
4	Mrs. Hoda Ali Selim Ahmed Mohamed	Director	5,444,700	12.10%
5	S. M. Monir Ahmed	Independent Director	30,000	0.07%

- (q) Change in board of directors during last three years:

Sl.	Name of the Directors	Date of Joining	Date of retirement	Present Status as on 30.06.2017
1	Munshi Asraf Ali	30/05/2015	10/12/2015	Shareholder
2	Musammat Saleha Aziz	30/05/2015	10/12/2015	Shareholder
3	Saiful Alam Chowdhury	30/05/2015	8 <sup>th</sup> AGM in 2016	Director
4	Mohammed Irad Ali	22/03/2007	30/05/2015	Sponsor Shareholder
5	H. M Hakim Ali	10/12/2015	9 <sup>th</sup> AGM in 2017	Chairman
6	Mrs. Hoda Ali Selim Ahmed Mohamed	10/12/2015	9 <sup>th</sup> AGM in 2017	Director
7	S. M. Monir Ahmed	10/12/2015	10 <sup>th</sup> AGM in 2018	Independent Director
8	Mrs. Monowara Hakim Ali	22/03/2007	10/12/2015	Sponsor Shareholder

**(r) Director's engagement with similar business:**

None of the Directors are involve with similar business except the followings.

SL	Name & Designation in IRSL	Directorship/Ownership with Other Companies	
		Companies	Position
1	<b>H. M. Hakim Ali, (Chairman)</b>	Tangail CNG Refueling Station Ltd.	Chairman
2	<b>Mohammed Riyadh Ali (Managing Director)</b>	Good CNG Refueling Station Ltd.	MD
		M Hye & Co. CNG Refueling Station Ltd.	MD
		Nessa & Sons Ltd.	MD
		Absar & Elias Enterprises Ltd.	MD
		East End Automobiles Ltd.	MD
		Intraco CNG Ltd.	MD
		Tangail CNG Refueling Station Ltd.	MD

However, the Directors are not engaged with proposed line of Business (LPG Business).

## CHAPTER (IX): CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS

### (a) TO WHOM IT MAY CONCERN

This is to certify that the Financial Statements of Intraco Refueling Station Limited furnished for our audit does not have any transaction during the last five years between the issuer and any of the following persons:

- (i) Any director or sponsor or executive officer of the issuer;
- (ii) Any person holding 5% or more of the outstanding shares of the issuer;
- (iii) Any related party or connected person of any of the above persons;

Except the transactions described in the following table:

#### A: Investment in Share

Name	Amount in (BDT)					
	Relationship with IRSL	Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2013
Good CNG Refueling Station Ltd.	Subsidiary	8,285,000	8,285,000	285,000	285,000	285,000
Nessa & Sons Ltd.	Subsidiary	23,950,000	23,950,000	950,000	950,000	950,000
M Hye & Co CNG Refueling Station Ltd.	Subsidiary	26,017,144	26,017,144	950,000	950,000	950,000
Absar & Elias enterprises Ltd.	Subsidiary	21,054,000	21,054,000	950,000	950,000	-
East End Automobiles Ltd.	Subsidiary	25,583,100	25,583,100	950,000	950,000	-
<b>Sub Total</b>		<b>104,889,244</b>	<b>104,889,244</b>	<b>4,085,000</b>	<b>4,085,000</b>	<b>2,185,000</b>

**B: Deposit Against Share**

Name	Amount in (BDT)					
	Relationship with IRSL	Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2013
Good CNG Refueling Station Ltd.	Subsidiary	-	-	8,000,000	8,000,000	8,000,000
Nessa & Sons Ltd.	Subsidiary	-	-	23,000,000	23,000,000	23,000,000
M Hye & Co CNG Refueling Station Ltd.	Subsidiary	-	-	25,067,144	25,067,144	25,067,144
Absar & Elias enterprises Ltd.	Subsidiary	-	-	20,104,000	20,104,000	20,104,000
East End Automobiles Ltd.	Subsidiary	-	-	24,633,102	24,633,102	-
<b>Sub Total</b>		-	-	<b>100,804,246</b>	<b>100,804,246</b>	<b>76,171,144</b>

**C: Other Transactions**

Name	Nature of Transaction	Amount in (BDT)				
		Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2013
Good CNG Refueling Station Ltd.	Sales of spare parts	1,559,015	7,363,765	5,877,983	13,790,800	8,559,300
	Dividend Received	8,285,000	-	-	-	-
Nessa & Sons Ltd.	Sales of spare parts	5,420,202	11,627,418	6,127,407	12,054,685	6,648,970
	Dividend Received	11,975,000	-	-	-	-
M Hye & Co CNG Refueling Station Ltd.	Sales of spare parts	5,533,586	5,741,867	4,934,694	10,255,490	12,494,785
	Dividend Received	11,707,713	-	-	-	-
Absar & Elias enterprises Ltd.	Sales of spare parts	7,539,030	9,916,905	5,325,208	12,314,390	11,429,881
	Dividend Received	8,421,600	-	-	-	-
East End Automobiles Ltd.	Sales of spare parts	3,070,732	8,628,103	1,978,555	1,610,225	-
	Dividend Received	12,791,550	-	-	-	-
<b>Sub Total</b>		<b>76,303,428</b>	<b>43,278,058</b>	<b>24,243,847</b>	<b>50,025,590</b>	<b>39,132,936</b>
<b>Grand Total(A+B+C)</b>		<b>181,192,672</b>	<b>148,167,302</b>	<b>129,133,093</b>	<b>154,914,836</b>	<b>117,489,080</b>

Place: Dhaka

Date: October 8, 2017

Sd/-  
**MAHFEL HUQ & CO.**  
Chartered Accountants

- (b) There is no transaction or arrangement entered into by the issuer or its subsidiary or associate or entity owned or significantly influenced by a person who is currently a director or in any way connected with a director of either the issuer company or any of its subsidiaries or holding company or associate concerns, or who was a director or connected in any way with a director at any time during the last three years prior to the issuance of the prospectus except the transaction mentioned in CHAPTER (IX) (a).
- (c) No loan was taken or given from or to Directors or any person connected with the Directors of Intraco Refueling Station Limited.

## CHAPTER (X): EXECUTIVE COMPENSATION

- (a) **The total amount of remuneration or salary or perquisites paid to the top five salaried officers of the issuer in the last accounting year and the name and designation of each such officer:**

SL	Name	Designation	Remuneration or salaries (Tk.) for the year from 1 <sup>st</sup> July, 2016 to 30 <sup>th</sup> June, 2017
1	G M Salahuddin	Company Secretary	900,000
2	Kazi Mahmudul Hoque	Chief Financial Officer	792,000
3	Md. Golam Sarowar	GM Technical	684,000
4	MD Salauddin	GM Operation	675,600
5	Munshi Asraf Ali	Head of HR & Admin	606,000

Managing Director and the shareholders did not receive any perquisites for the year from 1st July, 2016 to 30th June, 2017.

- (b) **Aggregate amount of remuneration paid to all directors and officers as a group during the last accounting year:**

Sl.	Particular	Nature of Payments	Amount (in Taka) for the year from 1 <sup>st</sup> July, 2016 to 30 <sup>th</sup> June, 2017
1.	Directors	Remuneration	-
2.	Managing Director	Remuneration	-
3.	Directors & Managing Director	Board Meeting fee	-
4.	Officers	Salary and Allowances	39,102,767

- (c) **If any shareholder director received any monthly salary or perquisite or benefit it must be mentioned along with date of approval in AGM or EGM, terms thereof and payments made during the last accounting year:**

No shareholder director received any monthly salary or perquisite or benefit.

- (d) **The board meeting attendance fees received by the director including the managing director along with date of approval in AGM or EGM:**

The board meeting attendance fees are not received by the directors including the managing director.

- (e) **Any contract with any director or officer providing for the payment of future compensation:**

There is no contract between the Company and any of directors or officers regarding any future compensation to be made to them.

- (f) **If the issuer intends to substantially increase the remuneration paid to its directors and officers in the current year, appropriate information regarding thereto:**

The directors do not receive any remuneration. The Company has no plan for substantially increasing salaries to its officers except for those that are paid as annual increment to their salaries.

- (g) **Any other benefit or facility provided to the above persons during the last accounting year:**

No other benefit/facility (Car Facility, Housekeeping etc.) provided to the above persons during the last accounting year.

## **CHAPTER (XI): OPTIONS GRANTED TO DIRECTORS, OFFICERS AND EMPLOYEES**

Intraco Refueling Station Limited did not grant any options to its directors, officers and/or any other employees for the purpose of issuing shares.

## **CHAPTER (XII): TRANSACTION WITH THE DIRECTORS AND SUBSCRIBERS TO THE MEMORANDUM**

- (a) **The names of the directors and subscribers to the memorandum, the nature and amount of anything of value received or to be received by the issuer from the above persons, or by the said persons, directly or indirectly, from the issuer during the last five years along with the description of assets, services or other consideration received or to be received;**

### **Benefits from the Company during last five years:**

The Directors and subscribers to the memorandum of association have not received any benefits directly or indirectly except share money deposited during the last five years.

- (b) **If any assets were acquired or to be acquired within next two financial years from the aforesaid persons, the amount paid for such assets and the method used to determine the price shall be mentioned in the prospectus, and if the assets were acquired by the said persons within five years prior to transfer those to the issuer, the acquisition cost thereof paid by them.**

### **Directors and Subscribers' Assets to the Company:**

Directors and subscribers to the memorandum have not transferred any asset to the Company. Besides, the issuer Company has not received any assets or other considerations from its Directors and subscribers to the memorandum except fund against allotment of shares.

## CHAPTER (XIII): OWNERSHIP OF THE COMPANY'S SECURITIES

a) The names, addresses, BO ID Number of all shareholders of the company before IPO, indicating the amount of securities owned and the percentage of the securities represented by such ownership:

Sl.	Name of the Shareholders	Address	BO IDs	Number of Shares Held	Pre IPO %
1	H. M. Hakim Ali	House-11, Road-01, Baridhara R/A, Dhaka	1204500061589920	2,322,600	5.16%
2	Mohammed Riyadh Ali	House-11, Road-01, Baridhara R/A, Dhaka	1204500061522374	10,824,500	24.05%
3	Shaiful Alam Chowdhury	Vill-Fatchabad, P.S- Hathazari, Chittagong	1204500061587892	2,300,000	5.11%
4	Mrs. Hoda Ali Selim Ahmed Mohammed	House-11, Road-01, Baridhara R/A, Dhaka	1204500061169230	5,444,700	12.10%
5	S. M Monir Ahmed	House # 8, Road # 6, Nikunja-1, Dhaka-1229	1204500061479807	30,000	0.07%
6	Mrs. Monowara Hakim Ali	House-11, Road-01, Baridhara R/A, Dhaka	1204500061522390	1,955,000	4.34%
7	Mohammed Irad Ali	House-11, Road-01, Baridhara R/A, Dhaka	1204500061589928	5,000	0.01%
8	Intraco Developers Ltd (Represented by Mrs. Hoda Ali Selim Ahmed Mohammed)	House No.69, Suhrawardy Avenue, Baridhara, Dhaka	1204500061490265	2,092,646	4.65%
9	Intraco Natural Gas Station Ltd.	House No.69, Suhrawardy Avenue, Baridhara, Dhaka	1204500061490257	2,561,820	5.69%
10	Mrs. Phowzia Khan	House No.-893, Middle Monipur, Mirpur-2, Dhaka	1204500061587841	2,265,000	5.03%
11	Munshi Asraf Ali	House No-197/1, North Ibrahimpur, Kafrul, Dhaka	1204500061587870	2,220,000	4.93%
12	Musammat Saleha Aziz	House-11, Road-01, Baridhara R/A, Dhaka	1204500061587817	5,000	0.01%
13	Intraco CNG Ltd. (Represented by Mohammed Riyadh Ali)	Ka-33/1, Pragati Sarani, Kuril, Dhaka	1204500061490273	3,445,694	7.66%
14	Intraco Properties Ltd (Represented by Mohammed Riyadh Ali)	Ka-33/1, Pragati Sarani, Kuril, Dhaka	1204500061490281	971,460	2.16%
15	Ms. Medina Ali	House-110, Momin Road, Anderkilla, Kotwali, Chittagong	1204500061589958	1,000,000	2.22%
16	Mrs. Ashmita Irad Ali	Ali Villa, CDA, Chittagong Medical College, Panchlash, Chittagong	1204500061589961	1,000	0.00%
17	Prodip Kumar Roy	Jets clitoria (7th Floor), 195/2 Taj Kunipara, Tejgaon, Dhaka -1215	1201910003589624	410,000	0.91%
18	Mostaque Ahmed	325, West Boamamdhi, Naorsinghdhi Sadar, Dhaka	1202180058307160	200,000	0.44%
19	Md Khalilur Rahman	Roseberry, Flat no A-6, 159, Boro Moghbazar, Dr. Goli, Dhaka	1204220010244065	320,000	0.71%



20	Smriti Rani Sen	12,UMA, 6/G Shyamoli, Road-2, Dhaka	1202180032939476	200,000	0.44%
21	Md. Khalid Hossain Khan	House-50, Road-03, Block-B, Niketon, Gulshan-1, Dhaka	1202180032930475	1,000,000	2.22%
22	Md .Mahbubur Rahman	609/C Khilgoan, Dhaka-1217	1201950053882751	1,100,000	2.44%
23	BDBL Securities Ltd	12, Karwan Bazar, Dhaka	1202180045048887	500,000	1.11%
24	EBL Securities Ltd	59, Motijheel, Dhaka	1202180045048700	800,000	1.78%
25	Hassan O Rashid	8 South Gulshan Avenue, Gulshan-1, Dhaka-1212	1201950048599426	100,000	0.22%
26	Sheikh Mohammad Maroof	House # 258, Road # 1, Block # B, Basundhara R/A, Dhaka	1203410052767224	100,000	0.22%
27	Shakil Mahmud	72, Mohakhali Rupayan Centre, Dhaka	1203410052768650	250,000	0.56%
28	Md. Tazul Islam	Hazi Nagar, Sharulia, Demra, Dhaka	1202830048267036	500,000	1.11%
29	Masuda Islam	House # 26, Road # 8/2, Block # E, South Bonoshree, Dhaka.	1202830048982670	250,000	0.56%
30	Homayra Binte Wali	House # 40, Hazinagar, Demra, Dhaka	1202830048324805	500,000	1.11%
31	Touhida Shirin	House # 24, Road # 1/3, Munshipara, Gaibanda	1203040061488231	425,000	0.94%
32	Rehana Parvin	Mohammede Ali Bari, Kaddus Khalifa Road, Mokrun, Munnu Nagar, Tangi, Gazipur.	1204090046337663	75,000	0.17%
33	Afsar-Uz-Zaman	42/B-1, ABC Bay View, Road # 3, Flat # C1, North Khulshi, Chittagong.	1204750000116935	5,000	0.01%
34	Mohammad Shahadat Hossain	434/1 Shaheen Bag, 1st Floor, Tejgaon, Dhaka	1204750057900116	5,000	0.01%
35	Abaci Investments Ltd	Rupayan Prime, 7th Floor, Plot # 2, Road-7, Dhanmondi, Dhaka-1205	1602770003383900	50,000	0.11%
36	Abaci Investments Ltd (MDA)	Rupayan Prime, 7th Floor, Plot # 2, Road-7, Dhanmondi, Dhaka-1205	1602770045524684	200,000	0.44%
37	Sonali Life Insurance Co. Ltd	68/B, DIT Road, Malibagh, Chowdhury Para, Dhaka-1219	1203020053880843	250,000	0.56%
38	Capt. Md Irshad Ali	Home Town Complex, 10th Floor, 87 New Easkaton Road, Dhaka-1000	1602770045524586	1,000	0.00%
39	Mahabub Hassan	56, West Malibagh, Dhaka-1217	1201830061475560	4,000	0.01%
40	Mohammad Shahjahan	Flat # 1-A, 1/1, Madobi Building, Lake City Concord, Khilkheet, Dhaka-1229.	1203040008137813	20,000	0.04%
41	Mukul Hossain Molla	151/2/20 Tarabagh, Road # 02, Khilgaon-A, Dhaka-1219	1203260020848440	7,000	0.02%
42	Md. Nasir Ahmed	Vill : West Nagerhat, P.O- Konokshar, Thana-Lauhogonj, Dist: Munshigonj	1204050038160210	40	0.00%

43	Sabul Molla	151/2/20 Khilgaon Tilpapara, Tarabagh 2 No Goli, 4th Floor, Khilgaon, Dhaka	1201580046344550	5,000	0.01%
44	Debashis Paul	Vill : Kershail, P.O-Kamleshowrdu, P.S- Boilmari, Dist: Faridpur	1204500061479791	5,000	0.01%
45	Khokon Chandra Poddar	Vill # Ramnagor, P.O- Khalilpur Bazar, P.S- Rajbari, Dist- Rajbari	1201940061488381	40	0.00%
46	Jannatul Mowa	Vill : Lalpur, P.O- Lalpur, Tanna - Lalpur, Dist- Natore	1201940061164576	2,000	0.00%
47	Hasina Begum Shilpa	Howlader Monzil, Fakhir Pul Sarak, Poura Bapta, Bhola	1201940061164540	2,000	0.00%
48	Md. Humayoun Kabir	A-252, Professor para, Choto Bon Gram, Sopura, Boilia, Rajshahi.	1201940061475610	4,000	0.01%
49	Kazi Mahmudul Hoque	House # 15, Lane # 09, Road # 02, Block-B, Halishahar Housing Estate, Chittagong	1202310016671970	5,000	0.01%
50	Ahammad Ali	Vill : Narayanpur, P.O : Bhowal, Narayanpur, Gazipur	1201940061475630	5,000	0.01%
51	Md. Mustafa Helal	House # 265/3, East Rampura, Rampura, Dhaka-1219	1201940001473903	10,880	0.02%
52	Md. Shofiuzzaman Aman	Plot # A-9/11, Apt#A-4, Section-07, Mirpur.	1203570033990687	5,000	0.01%
53	Md. Shihabuzzaman	House-26 (7B), Road-6, Block-F, Banasree, Dhaka	1202760019445791	15,000	0.03%
54	Khondoker Zahin Islam	893 Middle Monipur, Mirpur-2	1204500061479815	30,000	0.07%
55	MSH Shaiful Islam	Vill - Kutubpur, Nagerhat, P.O- Kutubpur, P.S- Badergonj, Rangpur	1204250042738921	2,000	0.00%
56	Sima Biswas	23 Laki Vila, Block-A, Word-08, Khilbariktak, Badda, Shahjadpur, Dhaka.	1201940060607307	2,000	0.00%
57	Kazi Mahabuba Akter	Kazi Villa , 1181, Nura-Chal, (Akta Sorok), Gulshan, Dhaka.	1201940026009633	5,000	0.01%
58	Panna Khatoon	House no-05, Chotteshwary Road, Kotoali, Chittagong.	1201940061480720	2,000	0.00%
59	Mohammad Abdul Baten	C/O, Brothers Traders, Shahjahan Housing Society, Hamgerbag, Panchlish, Chittagong.	1204860044349583	2,000	0.00%
60	Mahfuza Akter Bhuiya	C/O, Master Abu Taher, Village : D.M Saheb Nagar, Post Office : Subar Bazar, P.S – Parashuram, District - Feni	1204280024152020	2,000	0.00%
61	G M Salahuddin	House No-12/A/15, Aziz Mohalla, Mohammadpur,	1201720000666616	5,000	0.01%

		Dhaka-1207			
62	Md. Enayet Ullah	C/o- Aslam Mir Bari, Vill - Bejoy pur, P.O- Dudmukha Bazar, Dagon Bhuiyan, Dist- Feni.	1201940061475620	2,000	0.00%
63	S M Sabbir Ahmed	Vill: Bowishona, PS: Naragati, Dist: Narail.	1201940061482995	2,000	0.00%
64	Md. Moududur Rahman	Vill: Khardafulbari, Mohammadpur, Magura	1201940061483004	2,000	0.00%
65	Md. Shamim Almamoon	Vill: Durmut, Thana-Malanda, P.O- Durmut, Dist- Jamalpur.	1201940061164533	5,000	0.01%
66	Mohammed Mahbubul Hasan	900, sabuj mahal, edgah bow bazar, middle rampur, Chittagong	1204180061481669	30,000	0.07%
67	Shubhashis Saha	Vill # Kamarkahli, PS # Moadhukhali, Dist # Faridpur	1202980008619310	10,000	0.02%
68	Md. Momtaz Uddin Majumder	H # 1/27/4-1, South Mugdapara, Wasa Road, Dhaka	1203210029181270	10,000	0.02%
69	Md. Mustafizur Rahman	H-41, Road-11, Sector-13, Uttara, Dhaka.	1202760061155890	5,000	0.01%
70	Md Babul Miah	Vill # Domrakandi, P.O- Soyfullakandi, Thana- Bancharampur, Dite-B-Baria.	1301030015412325	2,000	0.00%
71	Tafsir Ahmed	House # 8, Road # 6, Nikunja-1, Dhaka-1229	1204500051683581	80,000	0.18%
72	Shamim Hasan Maroof	33 Shahid Kawsar Sorak, West Bania Khamar, Khulna	1203680061307631	2,000	0.00%
73	Zia Uddin Ahmed	1158/4 Khilgaon Chowdhury para, Dhaka	1203270035576349	2,000	0.00%
74	Tajuddin	364 Kadomtola, Sabujbagh, Khilgao, Dhaka.	1203330059538970	2,000	0.00%
75	Md. Kamal Uddin	Vill # Hrishaya Mukh, P.O- Amzad hat, P.S- Fullgazi, Dist- Feni	1202760061155889	5,000	0.01%
76	Md. Nurul Afsar	Vill-Bramon Shondor, Post # Bangomur, Thana- Mirsarai (Joralgonj), Dist- Chittagong	1204500061589967	2,000	0.00%
77	Md. Ripon Mia	Vill- Poshim Nijra, Post- Ullpur, Thana- Gopalgonj, Dist- Gopalgonj.	1204500061589982	1,600	0.00%
78	Md. Azim Uddin	House # 70 (5th Floor) Front side, Road # 20, (Beside Apex Gallery), Rupnagar R/A, Mirpur, Pallabi, Dhaka	1204500061589054	2,020	0.00%
79	Mohammad Sakib Hossain Rushdi	House no- 526, Road no-7, Mirpur, DOHS, Dhaka.	1204500061589055	10,000	0.02%
<b>Total</b>				<b>45,000,000</b>	<b>100.00%</b>

- b) There shall also be a table showing the name and address, age, experience, BO ID Number, TIN number, numbers of shares held including percentage, position held in other companies of all the directors before the public issue:

SL	Name of Director, Address, Age & Experience	No. of Share	%	Position held in Other Organization	
				Other Organization	Position
1	<b>Name:</b> H. M. Hakim Ali <b>Address:</b> House-11, Road-01, Baridhara R/A, Dhaka. <b>Age:</b> 66 Years <b>Experience:</b> 36 Years <b>BO ID No.:</b> 1204500061589920 <b>TIN No.:</b> 477179813460	2,322,600	5.16%		
				Intraco Properties Ltd.	Chairman
				Tangail CNG Refueling Station Ltd.	Chairman
				Agrabad Hotels Ltd.	Director
				Agrabad Beach Hotels Ltd.	Director
2	<b>Name:</b> Mohammed Riyadh Ali <b>Address:</b> House-11, Road-01, Baridhara R/A, Dhaka. <b>Age:</b> 38 Years <b>Experience:</b> 15 Years <b>BO ID No.:</b> 1204500061522374 <b>TIN No.:</b> 173939893763	10,824,500	24.05%	Good CNG Refueling Station Ltd.	MD
				M Hye & Co. CNG Refueling Station Ltd.	MD
				Nessa & Sons Ltd.	MD
				Absar & Elias Enterprises Ltd.	MD
				East End Automobiles Ltd.	MD
				Intraco CNG Ltd.	MD
				Tangail CNG Refueling Station Ltd.	MD
				Intraco Properties Ltd.	MD
				Hawlder Enterprise Ltd.	MD
				Doosan Trade Bangladesh Ltd.	MD
				Intraco Solar Power Ltd.	MD
				Agrabad Hotels Ltd.	Director

3	<b>Name: Shaiful Alam Chowdhury</b> <b>Address:</b> Vill-Fatchabad, P.S- Hathazari, Chittagong. <b>Age:</b> 63 Years <b>Experience:</b> 36 Years <b>BO ID No.:</b> 1204500061587892 <b>TIN No.:</b> 757845801772	2,300,000	5.11%	Not involved in other business.	-
4	<b>Name: Mrs. Hoda Ali Selim Ahmed Mohamed</b> <b>Address:</b> House-11, Road-01, Baridhara R/A, Dhaka. <b>Age:</b> 39 Years <b>Experience:</b> 4 Years <b>BO ID No.:</b> 1204500061169230 <b>TIN No.:</b> 164482619903	5,444,700	12.10%	Intraco Renewable Energy Ltd. Intraco Power Ltd. Intraco Ready-mix Ltd. Intraco Developers Ltd. Intraco Water World Ltd.	MD MD MD MD MD
5	<b>Name: S. M. Monir Ahmed</b> <b>Address:</b> House # 8, Road # 6, Nikunja-1, Dhaka-1229. <b>Age:</b> 67 Years <b>Experience:</b> 37 Years <b>BO ID No.:</b> 1204500061479807 <b>TIN No.:</b> 781351727936	30,000	0.07%	Not involved in other business.	-

c) The average cost of acquisition of equity shares by the directors certified by the auditors:

**To Whom It May Concern**

**Intraco Refueling Station Limited** has been allotted in face value & in cash and the average cost of acquisition of equity by the directors is Tk. 10.00 each. Necessary particulars of shareholdings, allotment date and consideration are given below:

Date of Allotment/Transfer	H. M. Hakim Ali	Mohammed Riyadh Ali	Saiful Alam Chowdhury	Mrs. Hoda Ali Selim Ahmed Mohamed	S. M. Monir Ahmed	Consideration	Face value of Share (Tk.)
	Chairman	Managing Director	Director	Director	Independent Director		
22-Mar-07	-	20,000	-	-	-	Cash	10.00
30-May-15	600,000	2,345,000	250,000	755,000	600	Cash	10.00
10-Dec-15 (Transfer)	-	-	-	1,009,700	-	Cash	10.00
31-Dec-15	1,722,600	8,459,500	2,050,000	3,680,000	29,400	Cash	10.00
<b>Total</b>	<b>2,322,600</b>	<b>10,824,500</b>	<b>2,300,000</b>	<b>5,444,700</b>	<b>30,000</b>	<b>-</b>	<b>-</b>

Place: Dhaka  
Dated: July 20, 2106

Sd/-  
**Mahfel Huq & Co.**  
Chartered Accountants

d) A detail description of capital built up in respect of shareholding (name-wise) of the issuer's sponsors or directors. In this connection, a statement to be included: -

**H. M. Hakim Ali**

*Chairman*

Date of Allotment/ Transfer of fully paid- up shares	Consideration	Nature of issue	No. of Equity shares	Face value	Issue Price/Acquisition Price/Transfer Prices	Cumulative no. of Equity shares	% Pre-issue paid up capital	% Post issue paid up capital	Sources of fund
30-May-15	Cash	Ordinary Share	600,000	10.00	10.00	600,000	5.16%	3.10%	Own Source
31-Dec-15	Cash		1,722,600	10.00	10.00	2,322,600			

**Mohammed Riyadh Ali**

*Managing Director*

Date of Allotment/ Transfer of fully paid- up shares	Consideration	Nature of issue	No. of Equity shares	Face value	Issue Price/Acquisition Price/Transfer Prices	Cumulative no. of Equity shares	% Pre-issue paid up capital	% Post issue paid up capital	Sources of fund
22-Mar-07	Cash	Ordinary Share	20,000	10.00	10.00	20,000	24.05%	14.43%	Own Source
30-May-15	Cash		2,345,000	10.00	10.00	2,365,000			
31-Dec-15	Cash		8,459,500	10.00	10.00	10,824,500			

**Shaiful Alam Chowdhury**

*Director*

Date of Allotment/ Transfer of fully paid- up shares	Consideration	Nature of issue	No. of Equity shares	Face value	Issue Price/Acquisition Price/Transfer Prices	Cumulative no. of Equity shares	% Pre-issue paid up capital	% Post issue paid up capital	Sources of fund
30-May-15	Cash	Ordinary Share	250,000	10.00	10.00	250,000	5.11%	3.07%	Own Source
31-Dec-15	Cash		2,050,000	10.00	10.00	2,300,000			

**Mrs. Hoda Ali Selim Ahmed Mohamed***Director*

Date of Allotment/ Transfer of fully paid- up shares	Consideration	Nature of issue	No. of Equity shares	Face value	Issue Price/Acquisition Price/Transfer Prices	Cumulative no. of Equity shares	% Pre-issue paid up capital	% Post issue paid up capital	Sources of fund
30-May-15	Cash	Ordinary Share	755,000	10.00	10.00	755,000	12.10%	7.26%	Own Source
10-Dec-15 (Transfer)	Cash		1,009,700	10.00	10.00	1,764,700			
31-Dec-15	Cash		3,680,000	10.00	10.00	5,444,700			

**S. M. Monir Ahmed***Independent Director*

Date of Allotment/ Transfer of fully paid- up shares	Consideration	Nature of issue	No. of Equity shares	Face value	Issue Price/Acquisition Price/Transfer Prices	Cumulative no. of Equity shares	% Pre-issue paid up capital	% Post issue paid up capital	Sources of fund
30-May-15	Cash	Ordinary Share	600	10.00	10.00	600	0.07%	0.04%	Own Source
31-Dec-15	Cash		29,400	10.00	10.00	30,000			

**Mrs. Monowara Hakim Ali***Sponsor*

Date of Allotment/ Transfer of fully paid- up shares	Consideration	Nature of issue	No. of Equity shares	Face value	Issue Price/Acquisition Price/Transfer Prices	Cumulative no. of Equity shares	% Pre-issue paid up capital	% Post issue paid up capital	Sources of fund
22-Mar-07	Cash	Ordinary Share	5,000	10.00	10.00	5,000	4.34%	2.61%	Own Source
30-May-15	Cash		945,000	10.00	10.00	950,000			
31-Dec-15	Cash		1,005,000	10.00	10.00	1,955,000			



**Md. Irad Ali***Sponsor*

Date of Allotment/ Transfer of fully paid- up shares	Consideration	Nature of issue	No. of Equity shares	Face value	Issue Price/Acquisition Price/Transfer Prices	Cumulative no. of Equity shares	% Pre-issue paid up capital	% Post issue paid up capital	Sources of fund
22-Mar-07	Cash	Ordinary Share	5,000	10.00	10.00	5,000	0.01%	0.01%	Own Source
30-May-15	Cash		845,700	10.00	10.00	850,700			
10-Dec-15 (Transfer)	Cash		(845,700)	10.00	10.00	5,000			

**e) Detail of shares issued by the company at a price lower than the issue price:**

All the shares are issued by the Company at face value of Tk. 10.00 before this issue.

**f) History of significant (5% or more) changes in ownership of securities from inception:**

Date of Allotment/ Transfer	H. M. Hakim Ali	Mohammed Riyadh Ali	Shaiful Alam Chowdhury	Mrs. Hoda Ali Selim Ahmed Mohammed	Intraco Natural Gas Station Ltd.	Mrs. Phowzia Khan	Intraco CNG Ltd. (Represented by Mohammed Riyadh Ali)	Md. Irad Ali	Mrs. Monowara Hakim Ali
	No. of Share								
22-Mar-07	-	20,000	-	-	-	-	-	5,000	5,000
30-May-15	600,000	2,345,000	250,000	755,000	127,000	540,000	254,800	845,700	945,000
10-Dec-15 (Transfer)	-	-	-	1,009,700	-	425,000	-	(845,700)	-
31-Dec-15	1,722,600	8,459,500	2,050,000	3,680,000	2,434,820	1,300,000	3,190,894	-	1,005,000
<b>Cumulative no. of Equity shares</b>	<b>2,322,600</b>	<b>10,824,500</b>	<b>2,300,000</b>	<b>5,444,700</b>	<b>2,561,820</b>	<b>2,265,000</b>	<b>3,445,694</b>	<b>5,000</b>	<b>1,955,000</b>

## CHAPTER (XIV): CORPORATE GOVERNANCE

- a) **Management disclosure regarding compliance with the requirements of Corporate Governance Guidelines of the Bangladesh Securities and Exchange Commission (BSEC);**

The Company declares that it has been complied with the requirements of the applicable regulations of Corporate Governance Guidelines of Bangladesh Securities and Exchange Commission (BSEC) and accordingly constitutes several committees under the board for good governance. A certificate of compliance from competent authority has been incorporated accordingly.

Sd/-

**Mohammed Riyadh Ali**

Managing Director

**Intraco Refueling Station Limited**

- b) **A compliance report of Corporate Governance requirements certified by competent authority;**

### **CERTIFICATE ON CORPORATE GOVERNANCE COMPLIANCE**

**OF**

#### **Intraco Refueling Station Limited and its Subsidiary**

We have examined the compliance to the BSEC guidelines on Corporate Governance by **Intraco Refueling Station Limited and its Subsidiary** for the year ended 30 June 2016. These guidelines relate to the Notification no. SEC/CMRRCD/2006-158/134/Admin/44 dated 7 August 2012, as amended vide notification dated 21 July 2013 and 18 August 2013 of Bangladesh Securities and Exchange Commission (BSEC) on Corporate Governance.

Such compliance to the codes of Corporate Governance is the responsibility of the company. Our examination for the purpose of issuing this certificate was limited to the procedures including implementation thereof as adopted by the Company for ensuring the compliance on the attached statement on the basis of evidence gathered and representation received.

In our opinion and to the best of our information and according to the explanations provided to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned guidelines is issued by BSEC.

Place: Dhaka.

Date: December 05, 2016

Sd/-

Aftab Ahmed & Co.

Chartered Accountants

## Compliance Report on BSEC's Notification

### Intraco Refueling Station Limited and its Subsidiary

**Status of Compliance with the conditions imposed by the Commission's Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012, as amended vide notification dated 21 July 2013 and 18 August 2013 issued under section 2CC of the Securities and Exchange Ordinance, 1969:**

#### (Report Under Condition No. 7.00)

Condition No.	Title	Compliance Status (Put $\checkmark$ in the appropriate column)		Remarks (if any)
		Complied	Non-complied	
1.0	<b>Board of Directors</b>			
1.1	<b>Board's Size</b>			
	The number of the Board members of the company shall not be less than 5 (five) and more than 20 (twenty)	$\checkmark$		
1.2	<b>Independent Directors</b>			
1.2(i)	At least one fifth (1/5) of the total number of directors in the company's board shall be independent directors.	$\checkmark$		Including one independent director total number of directors in the board is 5 (five)
1.2 (ii) a)	Independent Director 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 (ii) b)	Independent Director is not a sponsor of the company and is not connected with the company's any sponsor or director or shareholder who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship. His/her family members also should not hold above mentioned shares in the company.	$\checkmark$		
1.2 (ii) c)	Independent Director does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary/associated companies.	$\checkmark$		
1.2 (ii) d)	Independent Director who is not a member, director or officer of any stock exchange;	$\checkmark$		
1.2 (ii) e)	Independent Director who is not a shareholder, director or officer of any member of stock exchange or an intermediary of the capital market;	$\checkmark$		
1.2 (ii) f)	Independent Director who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three)	$\checkmark$		

	years of the concerned company's statutory audit firm;			
1.2 (ii) g)	Independent Director shall not be an independent director in more than 3 (three) listed companies;	√		
1.2 (ii) h)	Independent Director has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan to a bank or a Non-Bank Financial Institution (NBFI);	√		
1.2 (ii) i)	Independent Director has not been convicted for a criminal offence involving moral turpitude;	√		
1.2 (iii)	Independent director shall be appointed by the board of directors and approved by the shareholders in the Annual General Meeting (AGM);	√		
1.2 (iv)	The post of independent director cannot remain vacant for more than 90 (ninety) days;	√		
1.2 (v)	The Board shall lay down a code of conduct of all Board members and annual compliance of the code to be recorded;	√		
1.2 (vi)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) term only;	√		
1.3	<b>Qualification of Independent Director(ID)</b>			
1.3 (i)	Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial, regulatory and corporate laws and can make meaningful contribution to business;	√		
1.3 (ii)	The independent director should be a Business Leader/Corporate Leader /Bureaucrat /University Teacher with Economics or Business Studies or Law background /Professionals like Chartered Accountants, Cost & Management Accountants, Chartered Secretaries. The independent director must have at least 12 (twelve) years of Corporate engagement/professional experiences.	√		
1.3 (iii)	In special cases the above qualifications may be relaxed subject to prior approval of the Commission;	-	-	N/A
1.4	<b>Chairman of the Board and Chief Executive Officer</b>			
	The positions of the Chairman of the Board and the Chief Executive Officer of the companies shall be filled by different individuals. The Chairman of the	√		

	company shall be elected from among the directors of the company. The Board of Directors shall clearly define respective roles and responsibilities of the Chairman and the Chief Executive Officer.			
1.5	<b>The Directors' Report to Shareholders</b>			
	The directors of the companies shall include the following additional statements in the Directors' Report prepared under section 184 of the Companies Act, 1994 (Act No. XVIII of 1994)			
1.5 (i)	Industry outlook and possible future developments in the industry	√		
1.5 (ii)	Segment-wise or product-wise performance	-	-	N/A
1.5 (iii)	Risks and concerns	√		
1.5 (iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin	√		
1.5 (v)	Discussion on continuity of any Extra-Ordinary gain or loss	-	-	N/A
1.5 (vi)	Basis for related party transactions- a statement of all related party transactions should be disclosed in the annual report	√		
1.5 (vii)	Utilization of proceeds from public issues, rights issues and/or through any others instruments	-	-	N/A
1.5 (viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Offer, Direct Listing, etc.	-	-	N/A
1.5 (ix)	If significant variance occurs between Quarterly Financial performance and Annual Financial Statements, the management shall explain about the variance on their Annual Report.	-	-	N/A
1.5 (x)	Remuneration to directors including independent directors	√		
1.5 (xi)	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)	Proper books of account of the issuer company have been maintained.	√		
1.5 (xiii)	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)	International Accounting Standards (IAS)/Bangladesh Accounting Standards (BAS) / International Financial Reporting Standards (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)	The system of internal control is sound in design and has been effectively implemented and monitored.	√		
1.5 (xvi)	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 (xvii)	Significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof should be explained.	-	-	N/A
1.5 (xviii)	Key operating and financial data of at least preceding 5 (five) years shall be summarized.	√		
1.5 (xix)	If the issuer company has not declared dividend (cash or stock) for the year, the reasons thereof shall be given.	√		Due to business expansion dividend has not declared
1.5 (xx)	The number of Board meetings held during the year and attendance by each director shall be disclosed.	√		
<b>1.5 (xxi)</b>	<b>The pattern of shareholding shall be reported to disclose the aggregate number of shares held by:</b>			
1.5 (xxi) a)	Parent/Subsidiary/Associated Companies and other related parties (name wise details)	√		
1.5 (xxi) b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details)	√		
1.5 (xxi) c)	Executives	√		
1.5 (xxi) d)	Shareholders holding ten percent (10%) or more voting interest in the company (name wise details)	√		
<b>1.5 (xxii)</b>	<b>In case of the appointment/re-appointment of a director the company shall disclose the following information to the shareholders:</b>			
1.5 (xxii) a)	A brief resume of the director	√		
1.5 (xxii) b)	Nature of his/her expertise in specific functional areas.	√		

1.5 (xxii) c)	Names of companies in which the person also holds the directorship and the membership of committees of the board.	√		
<b>2.0</b>	<b>Chief Financial Officer (CFO), Head of Internal Audit and Company Secretary (CS)</b>			
<b>2.1</b>	<b>Appointment</b>			
	The company shall appoint a Chief Financial Officer (CFO), a Head of Internal Audit (Internal control and Compliance) and a Company Secretary (CS). The Board of Directors should clearly define respective roles, responsibilities and duties of the CFO , the Head of internal Audit and the CS.	√		
<b>2.2</b>	<b>Requirement to attend the Board Meetings</b>			
	The CFO and the Company Secretary of the companies shall attend the meetings of the Board of Directors provided that the CFO and /or the Company Secretary shall not attend such part of a meeting of the Board of Directors which involves consideration of an agenda item relating of their personal matters.	√		
<b>3.0</b>	<b>Audit Committee</b>			
3 (i)	The company shall have an Audit Committee as a sub-committee of the Board of Directors	√		
3 (ii)	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.	√		
3 (iii)	The Audit Committee shall be responsible to the Board of Directors. The duties of the Audit Committee shall be clearly set forth in writing.	√		
<b>3.1</b>	<b>Constitution of Audit Committee</b>			
3.1 (i)	The Audit Committee shall be composed of at least 3 (three) members	√		
3.1 (ii)	The Board of Directors shall appoint members of the Audit Committee who shall be directors of the company and shall include at least 1 (one) independent director.	√		
3.1 (iii)	All members of the audit committee should be “financially literate” and at least 1 (one) member shall have accounting or related financial management experience.	√		
3.1 (iv)	When the term of service of the Committee members expires or there is	-	-	N/A

	any circumstance causing any Committee member to be unable to hold office until 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 of Directors shall appoint the new Committee member(s) to fill up the vacancy(ies) immediately or not later than 1 (one) month from the date of vacancy(ies) in the Committee to ensure continuity of the performance of work of the Audit Committee.			
3.1 (v)	The company secretary shall act as the secretary of the Committee.	√		
3.1 (vi)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	√		
<b>3.2</b>	<b>Chairman of the Audit Committee</b>			
3.2 (i)	The Board of Directors shall select 1 (one) member of the Audit Committee to be Chairman of the Audit Committee, who shall be an independent director.	√		
3.2 (ii)	Chairman of the audit committee shall remain present in the Annual General Meeting (AGM).	√		
<b>3.3</b>	<b>Role of Audit Committee shall include the following:</b>			
3.3 (i)	Oversee the financial reporting process.	√		
3.3 (ii)	Monitor choice of accounting policies and principles.	√		
3.3 (iii)	Monitor Internal Control Risk management process.	√		
3.3 (iv)	Oversee hiring and performance of external auditors.	√		
3.3 (v)	Review along with the management, the annual financial statements before submission to the board for approval.	√		
3.3 (vi)	Review along with the management, the quarterly and half yearly financial statements before submission to the board for approval.	√		
3.3 (vii)	Review the adequacy of internal audit function.	√		
3.3 (viii)	Review statement of significant related party transactions submitted by the management.	√		
3.3 (ix)	Review Management Letters/ Letter of Internal Control weakness issued by statutory auditors.	√		
3.3 (x)	When money is raised through Initial Public Offering (IPO)/Repeat Public Offering (RPO)/Rights Issue the company shall disclose to the Audit	-	-	N/A



	Committee about the uses/applications of funds 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. Further, on an annual basis, the company shall prepare a statement of funds utilized for the purposes other than those stated in the offer document/prospectus.			
<b>3.4</b>	<b>Reporting to the Audit Committee</b>			
<b>3.4.1</b>	<b>Reporting to the Board of Directors</b>			
3.4.1 (i)	The Audit Committee shall report on its activities to the Board of Directors.	√		
3.4.1(ii)	<b>The Audit committee shall immediately report to the Board of Directors on the following findings, if any;</b>			
3.4.1 (ii) a)	Report on conflicts of interests;	-	-	There was no such issue
3.4.1 (ii) b)	Suspected or presumed fraud or irregularity or material defect in the internal control system;	-	-	There was no such issue
3.4.1 (ii) c)	Suspected infringement of laws, including securities related laws, rules and regulations; and	-	-	There was no such issue
3.4.1 (ii) d)	Any other matter which shall be disclosed to the Board of Directors immediately	-	-	There was no such issue
<b>3.4.2</b>	<b>Reporting to the Authorities</b>			
	If the Audit Committee has reported to the Board of Directors about anything which has material impact on the financial condition and results of operation and has discussed with the Board of Directors 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 of Directors for three times or completion of a period of 6 (six) months from the date of first reporting to the Board of Directors, whichever is earlier.	-	-	There was no such issue
<b>3.5</b>	<b>Reporting to the Shareholders and General Investors</b>			
	Report on activities carried out by Audit Committee, including any report made to the Board of Directors under condition 3.4.1(ii) above during the year shall be signed by the Chairman of the Audit Committee and disclosed in the annual	√		

	report of the issuer company.			
<b>4.0</b>	<b>External/Statutory Auditors.</b>			
4 (i)	Non-engagement in Appraisal or valuation services or fairness opinions	√		
4 (ii)	Non-engagement in designing and implementation of Financial Information System	√		
4 (iii)	Non-engagement Book-keeping or accounting	√		
4 (iv)	Non-engagement Broker-dealer services	√		
4 (v)	Non-engagement in Actuarial services	√		
4 (vi)	Non-engagement in Internal audit services	√		
4 (vii)	Non-engagement in any other service determined by the Audit Committee	√		
4 (viii)	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.	√		
4 (ix)	Audit/certification services on compliance of corporate governance as required under clause (i) of condition No. 7.	√		
<b>5.0</b>	<b>Subsidiary Company</b>			
5 (i)	Provisions relating to the composition of the Board of Directors of the holding company shall be made applicable to the composition of the Board of Directors of the subsidiary company.	√		
5 (ii)	At least 1 (one) independent director on the Board of Directors of the holding company shall be a director on the Board of Directors of the subsidiary company.	√		
5 (iii)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company.	√		
5 (iv)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also.	√		
5 (v)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	√		
<b>6.0</b>	<b>Duties of Chief Executive Officer (CEO)&amp; Chief Financial Officer (CFO)</b>			
6 (i)	The 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;	√		
6 (i) a)	These statements do not contain any	√		

	materially untrue statement or omit any material fact or contain statements that might be misleading.			
6 (i) b)	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.	√		
6 (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 violation of the company's code of conduct.	√		
<b>7.0</b>	<b>Reporting and Compliance of Corporate Governance</b>			
7 (i)	The company shall obtain a certificate from a practicing Professional Accountant/Secretary (Chartered Accountant/Cost and Management Accountant / Chartered Secretary) regarding compliance of conditions of Corporate Governance Guidelines of the Commission and shall send the same to the shareholders along with the Annual Report on a yearly basis.	√		
7 (ii)	The directors of the company shall state, in accordance with the <b>Annexure</b> attached, in the directors' report whether the company has complied with these conditions	√		

**c) Details relating to the issuer's audit committee and remuneration committee, including the names of committee members and a summary of the terms of reference under which the committees operate.**

The name of audit committee members and remuneration committee members are as follows:

<b>Audit Committee Members Name</b>	<b>Remuneration Committee Members Name</b>
1. S. M. Monir Ahmed (Independent Director) Chairman of the Committee	1. Kazi Mahmudul Hoque-CFO
2. Mohammed Riyadh Ali	2. G M Salahuddin - CS
3. Shaiful Alam Chowdhury	3. Munshi Asraf Ali - Head of HR & Admin
4. G M Salahuddin - CS	4. S. M. Monir Ahmed
5. Munshi Asraf Ali- Head of HR & Admin	(Independent Director)

**The terms of reference of the audit committee has been agreed upon as follows:**

- To review all internal and external audit report.
- To recommend the statutory annual audited financial statements to the Board of Directors for approval.
- To review the finding of the internal and external auditors.
- To review and approve the Annual “Audit Plant” of the Internal Audit Department.
- To monitor the implementation of the recommendations of the Internal and External auditors.
- To review the performance of the external auditors and make recommendations to the Board regarding their appointment and fees.
- To review the quarterly, half yearly and annual financial statements before submission to the Board, focusing particularly on.
- To review the company’s statement on internal control systems prior to endorsement by the Board.
- The company secretary shall be the secretary of the audit committee.

**The terms of reference of the remuneration committee has been agreed upon as follows:**

- To assist the Board in developing and administering a fair and transparent procedure for setting policy on the remuneration of directors and senior management of the Company
- Determining the remuneration packages
- Review the Annual Confidential Report (ACR) of senior management of the company
- Review and oversee the Company's overall human resources strategy.

## CHAPTER (XV): VALUATION REPORT OF SECURITIES PREPARED BY THE ISSUE MANAGERS

The valuation report of securities offered is prepared and justified by the issue managers (AFC Capital Limited and Asian Tiger Capital Partners Investments Limited) on the basis of the financial and all other information pertinent to the Issue.

### Qualitative and Quantitative factors for Valuation:

#### Qualitative Justification:

1. The Company has good management to run the company efficiently.
2. The Company's product line has no variety. The company sells only CNG and will sell LPG in future.
3. The Company has been using modern machineries that that smooth our operation.

#### Quantitative Justification:

Particulars	Amount (in Tk.)	Amount (in Tk.)
<b>Method 1: Net Asset Value (NAV) per share/Equity based value per share</b>	<b>Consolidated</b>	<b>The Company</b>
Price based on Net Asset Value per share (without revaluation reserve)	13.87	10.49
<b>Method 2: Historical Earnings based value per share</b>		
Earnings based Value per share based on Overall Market P/E	23.02	10.85
<b>Method 3: Average market price per share of similar stock: (Navana CNG Limited only)</b>	65.36	65.36

#### Calculation of Methodologies

##### Method 1: Share price on Net Asset Value (NAV)/Equity based value per share

Sl. No.	Particulars	Amount (in Tk.)	Amount (in Tk.)
		Consolidated	The Company
a)	Share Capital	450,000,000	450,000,000
b)	Retained Earnings	174,232,812	22,250,166
<b>Total Shareholders' Equity (without revaluation reserve)</b>		<b>624,232,812</b>	<b>472,250,166</b>
Number of Shares		45,000,000	45,000,000
<b>Net Asset Value per share (without revaluation reserve) as per Audited Report as on 30 June, 2017</b>		<b>13.87</b>	<b>10.49</b>

##### Method 2: Historical Earnings based value per share

Average Price Earnings of Market & Sectoral		
Month	Sectoral	Market
Jun-17	24.04	15.74
Jul-17	25.25	16.19
Aug-17	26.27	16.33
<b>Average</b>	<b>25.19</b>	<b>16.09</b>
Considering Lesser P/E of 25.19 & 16.09 is 16.09		

Source: DSE Monthly Review.

Period	No. of Share	Net Profit after tax (Consolidated)	Net Profit after tax (The Company)	Weight of No. of Shares (Consolidated)	Weight of No. of Shares (The Company)	Weighted Average of Net Profit after tax (Consolidated)	Weighted Average of Net Profit after tax (The Company)
31-Mar-13	30,000	19,529,370	3,635,675	0.0003	0.0003	6,503	1,211
31-Mar-14	30,000	37,931,330	4,333,276	0.0003	0.0003	12,631	1,443
31-Mar-15	30,000	38,946,485	6,611,675	0.0003	0.0003	12,969	2,202
30-Jun-16	45,000,000	67,543,928	48,101,449	0.4995	0.4995	33,738,226	24,026,698
30-Jun-17	45,000,000	61,288,925	12,675,001	0.4995	0.4995	30,613,848	6,331,169
<b>Total</b>	<b>90,090,000</b>	<b>225,240,038</b>	<b>75,357,076</b>	<b>1.00</b>	<b>1.00</b>	<b>64,384,178</b>	<b>30,362,722</b>
No. of shares outstanding before IPO						45,000,000	45,000,000
Diluted EPS based on weighted Average of Net Profit after Tax						1.43	0.67
Present Market PE (Considering Lesser P/E of 25.19 & 16.09 is 16.09)						16.09	16.09
<b>Earnings based Value per share based on overall Market P/E</b>						<b>23.02</b>	<b>10.85</b>

### Method 3: Average market price per share of similar stocks (Only Navana CNG Limited):

Last One Year (Month ended) Closing Share Price of Similar Stock		
Sl. No.	Date	Navana CNG Limited
1	30-Sep-16	44.70
2	31-Oct-16	45.70
3	30-Nov-16	57.20
4	29-Dec-16	72.90
5	31-Jan-17	68.20
6	28-Feb-17	71.30
7	30-Mar-17	67.40
8	30-Apr-17	66.30
9	31-May-17	69.40
10	30-Jun-17	72.30
11	31-Jul-17	74.50
12	31-Aug-17	74.40
<b>Average Price</b>		<b>65.36</b>
<i>Source: DSE Monthly Review.</i>		

The management of the Company in consultation with the Issue Managers has set the issue price at Tk. 10.00 each at par value.

## CHAPTER (XVI): DEBT SECURITIES

The Company has not issued or is planning to issue any debt security within six months.

## CHAPTER (XVII): PARTIES INVOLVED AND THEIR RESPONSIBILITIES

Parties involve with IRSL		Responsibilities
(a) Issue Managers	(1) AFC Capital Limited; (2) Asian Tiger Capital Partners Investments Limited.	The Issue Managers will act as the managers to the issue for the public issue as described in the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015.
(b) Underwriters	(1) AFC Capital Limited; (2) EBL Investments Limited; (3) Swadesh Investment Management Limited.	The Underwriters will act as the underwriters to the public issue as described in the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015.
(c) Statutory Auditor	Mahfel Huq& Co. Chartered Accountants	To express an opinion on these financial statements based on their audit. Auditor will conduct the audit in accordance with Bangladesh Standards on Auditing (BSA).
(d) Cost Auditor	Not applicable for the Company	N/A
(e) Valuer	Not applicable for the Company	N/A
(f) Credit Rating Agency	Not applicable for the Company	N/A

## CHAPTER (XVIII): MATERIAL CONTRACTS

	(a) Major agreements entered into by the Issuer	(b) Material parts of the agreements	(c) Fees payable to different parties
Issue Managers	Issue Management Agreement between the Company, Intraco Refueling Station Limited and the Managers to the issue, AFC Capital Limited & Asian Tiger Capital Partners Investments Limited.	To do the entire task as mentioned in the Bangladesh Securities of Exchange Commission (Public Issue) Rules, 2015.	To AFC Capital Limited Tk. 25.00 Lac & To Asian Tiger Capital Partners Investments Limited Tk. 5.00 Lac.
Underwriters	Underwriting Agreement between the Company and the following underwriters: (1) AFC Capital Limited; (2) EBL Investments Limited; (3) Swadesh Investment Management Limited. Total Underwritten amount Tk. 105,000,000	The issuer, in the event of under subscription, shall notice to the underwriters within ten days of closer of subscription calling upon them to subscribe the securities and pay for this in cash in full within 15 days of the date of said notice and said amount shall be credited in to securities subscription account within the said period.  The issuer shall within 7 days of the expiry of the period mentioned above, sent to the commission proof of subscription and deposit of the money by the underwriters.	underwriting commission at the rate of 0.50% on 35% of the Total IPO amount (i.e. Tk. 525,000.00)

Copies of the above mentioned contracts and documents and the Consent Order from the Bangladesh Securities and Exchange Commission may be inspected on any working day during office hours at the Company's Registered Office.



## **CHAPTER (XIX): LITIGATIONS, FINE OR PENALTY**

- (a) **The following litigations including outstanding litigations against the issuer or any of its directors and fine or penalty imposed by any authority:**
- (i) Litigation involving Civil Laws: No Litigations
  - (ii) Litigation involving Criminal Laws: No Litigations
  - (iii) Litigation involving Securities, Finance and Economic Laws: No Litigations
  - (iv) Litigation involving Labor Laws: No Litigations
  - (v) Litigation involving Taxation (Income tax, VAT, Customs Duty and any other taxes or duties): No Litigations
  - (vi) Litigation involving any other Laws: No Litigations
- (b) **Cases including outstanding litigations filed by the Company or any of its directors:**
- (i) Litigation involving Civil Laws: No case filed by the company or any of its directors.
  - (ii) Litigation involving Criminal Laws: No case filed by the company or any of its directors.
  - (iii) Litigation involving Securities, Finance and Economic Laws: No case filed by the company or any of its directors.
  - (iv) Litigation involving Labor Laws: No case filed by the company or any of its directors.
  - (v) Litigation involving Taxation (Income tax, VAT, Customs Duty and any other taxes or duties): No case filed by the company or any of its directors.
  - (vi) Litigation involving any other Laws: No case filed by the company or any of its directors.

## CHAPTER (XX): RISK FACTORS AND MANAGEMENT'S PERCEPTIONS ABOUT THE RISKS

### (i) Internal risk factors may include, among others:

#### a) Credit Risk:

This is the risk of default on a debt that may arise because of default by the borrower to pay the loan. In operating any business there is always credit risk lies in the business. As there is always lending and borrowing between parties in the form of money and goods.

##### **Management Perception:**

*Credit Risk mainly lies with Financial Institutions. Since Intraco Refueling Station Limited is concentrating in selling refueling gas and almost 90% of sales are paid in cash, there is no as such credit risk. Apart from cash sales, receivable from Credit sales are collected on monthly basis.*

#### b) Liquidity Risk:

The risk that a company may be unable to meet short term financial demands. This usually occurs due to the inability to convert its current assets to cash without a loss of capital or income. Liquidity is a common phenomenon of the business.

##### **Management Perception:**

*Intraco Refueling Stations Ltd. has been dealing with its working capital in efficient way.*

#### c) Risk associated with the issuer's interest in subsidiaries, joint ventures and associates:

If the subsidiaries make loss, it affects parent company's balance sheet. In case of associate, there is chance of decline value of investment in associate company. As for joint venture, a joint venture (JV) is a business arrangement in which two or more parties agree to pool their resources for the purpose of accomplishing a specific task. This task can be a new project or any other business activity. In a joint venture (JV), each of the participants is responsible for profits, losses and costs associated with it.

##### **Management Perception:**

*Intraco Refueling Stations Ltd. has five subsidiaries all of them are in profitable entity. There are no Joint ventures and Associates. Hence, there is no as such risk.*

#### d) Significant revenue generated from limited number of customers, losing any one or more of which would have a material adverse effect on the issuer:

There is risk involved in having limited number of customer and losing of that particular customer has negative impact on company's sales and cash flow as well.

##### **Management Perception:**

*IRSL is not depending on limited number of customers while generating revenue. IRSL has huge customers there is huge demand of refueling gas.*

#### e) Dependency on a single or few suppliers of raw materials, failure of which may affect production adversely:

##### **Management Perception:**

*As per nature of the business, Intraco Refueling Station Limited is procuring Natural Gas from different Gas distribution Company i.e. Titas Gas T & D Co. Ltd., Bakhraabad Gas system Limited. Natural Gas is the main raw materials.*

- f) **More than 20% revenue of the issuer comes from sister concern or associate or subsidiary:**  
Having 20% revenue generation from sister concern or associate or subsidiary makes issuer dependent on others companies. Hence, there is dependency risk.

***Management Perception:***

*Intraco Refueling earns its revenue from its operation and there is no as such revenue generation that comes from sister concern.*

- g) **Negative earnings, negative cash flows from operating activities, declining turnover or profitability, during last five years, if any:**

Negative earning and negative operating cash flow is risk the going concern risk for the entity.

***Management Perception:***

*IRSL is profitable entity and has not experienced with negative earnings and negative cash flow from operating for last five years.*

- h) **Loss making associate or subsidiary or group companies of the issuer:**

When associate/subsidiary/group companies of the issuer are loss making, it affect the issuer and there is negative impact on cash flow of issuer and Balance Sheet as well.

***Management Perception:***

*All subsidiaries of IRSL are profitable entity.*

- i) **Financial weakness and poor performance of the issuer or any of its subsidiary or associates:** Financial weakness and poor performance of the issuer have negative impact on the company. As a result it will be tough to pay loan interest, debt service and dividend. Future growth will be hampered.

***Management Perception:***

*Intraco Refueling Station Limited and all the subsidiaries are profitable entity and financial position of the company is sound.*

- j) **Decline in value of any investment:**

If investment value decline, it will reduce the profit and assets as well.

***Management Perception:***

*IRSL does not have any investment in associate company.*

- k) **Risk associated with useful economic life of plant and machinery, if purchased in second hand or reconditioned:**

There is obsolescence risk relating to plant and machinery. If the machinery is purchased in second hand or reconditioned, there high risk of repair and maintenance which has impact on profitability of the company.

***Management Perception:***

*IRSL's machineries are always of the latest technology and no second hand machineries are used.*

- l) **Adverse effect on future cash flow if interest free loan given to related party or such loans taken from directors may recall:**

It is loan given and taken from related party and directors as well. If company gives such loan without interest to related party, there is interest burden for the company if the money was taken as loan. On the other hand, if such loans are taken from directors, it will have an impact on the cash flow to pay off the loan to the Directors.

***Management Perception:***

*There are no as such loan given to related party and loan taken from directors.*

- m) Potential conflict of interest, if the sponsors or directors of the issuer are involved with one or more ventures which are in the same line of activity or business as that of the issuer and if any supplier of raw materials or major customer is related to the same sponsors or directors:**

In these cases there is high chance of compromise among the related companies because of conflict of Interest.

***Management Perception:***

*Directors are involved in one more ventures. However, Government gives permission to set up Refueling Stations in distance place from one refueling station to another refueling station. Hence, there is no potential conflict of interest because of involving in more ventures by the Directors. In addition, there is no conflict of interest regarding proposed LPG project.*

- n) Related party transactions entered into by the company those may adversely affect competitive edge:**

Related party transaction of the issuer creates conflict of interest, which reduces the competitive advantage of the issuer.

***Management Perception:***

*There is no as such transaction, which may adversely affect competitive edge.*

- o) Any restrictive covenants in any shareholders' agreement, sponsors' agreement or any agreement for debt or preference shares or any restrictive covenants of banks in respect of the loan or credit limit and other banking facilities:**

All information must be known to the potential investor so that investor's interest may not be hampered in future. So, any restrictive covenants, if it goes against potential investors, will make investors in jeopardy.

***Management Perception:***

*There are no restrictive covenants in any shareholders' agreement, sponsors' agreement or any agreement relating to debt or preference shares or any restrictive covenants of Banks in respect of loan or credit limit and other banking facilities.*

- p) Business operations may be adversely affected by strikes, work stoppages or increase in wage demands by employees:**

In such case, company's business operation will be hampered.

***Management Perception:***

*Compressed natural gas is of high demand in Bangladesh. Compressed natural gas is important for our daily life. Hence, there is less likely to have any negative impact by strike. Salary and wages demand are well negotiated by the Management.*

- q) Seasonality of the business of the issuer:**

It is the risk involving that company is not doing business round the year.

***Management Perception:***

*IRSL has to provide compressed natural gas and LPG and it is part and parcel of its daily life. Therefore, it is not seasonal business.*

- r) **Expiry of any revenue generating contract that may adversely affect the business:**

This is the risk of losing customers affecting future sales.

***Management Perception:***

*IRSL does not have any revenue generating contract that may adversely affect the business.*

- s) **Excessive dependence on debt financing which may adversely affect the cash flow:**

Excessive dependence on debt causes huge interest burden of the Company and high risk of insolvency that may result in bankruptcy.

***Management Perception:***

*Debt equity ratio is less than one. Hence IRSL is not excessive depending on debt.*

- t) **Excessive dependence on any key management personnel absence of whom may have adverse effect on the issuer's business performance:**

Excessive dependence on key management affects the business if the management is changed in future, which will create vacuum. Besides, if the key management personnel are of bad intention, excessive dependence will also affect the business.

***Management Perception:***

*Corporate Governance is well practiced in IRSL. IRSL has also well placed organogram. Therefore, any change in the key management will be followed by others.*

- u) **Enforcement of contingent liabilities which may adversely affect financial condition:**

It is the future burden of liabilities that the investors will take on their shoulders. Contingent liabilities reduced the assets or create obligation to pay the liabilities.

***Management Perception:***

*IRSL does not have any contingent liabilities which may adversely affect financial condition.*

- v) **Insurance coverage not adequately protect against certain risks of damages:**

Insurance ensures and protects to deal with uncertainty of future material loss/damage. So, insurance coverage is important for the business.

***Management Perception:***

*IRSL has General insurance and Group insurance to protect certain risks of damages.*

- w) **Absence of assurance that directors will continue its engagement with Company after expiry of lock in period:**

Directors run the company with the accumulated finance from public and other financing source. If directors discontinue to run the business, there will be negative impact on business and share price as well.

***Management Perception:***

*Management will continue its engagement with the Company after expiry of lock in period.*

- x) **Ability to pay any dividends in future will depend upon future earnings, financial condition, cash flows, working capital requirements and capital expenditure:**

Dividend payment is highly dependent on company's ability to generate profit. If company can not earn good amount of profit from operation, it is unlikely to pay dividend.

***Management Perception:***

*IRSL has been earning profit and a profitable entity. They are in belief that they will be able to pay dividend from earning profit.*

**y) History of non operation, if any and short operational history of the issuer and lack of adequate background and experience of the sponsors:**

If there is any non operation of the company, it creates negative impression. Apart from this, short operation history indicates company is gathering knowledge and expertise to be competitive in the market.

***Management Perception:***

*Such case did not happen in.*

**z) Risks related to engagement in new type of business, if any:**

***Management Perception:***

*IRSL is going to involve in LPG business using full IPO proceeds. It is a new type of business of IRSL. We believe that it will be profitable business for us because of gas crisis in Bangladesh. The advantage of LPG is that it can be supplied from household to Transport sector.*

**aa) Risk in investing the securities being offered with comparison to other available investment options:**

If the issue price goes down after floating, there is investment risk for the potential investors.

***Management Perception:***

*IRSL is profitable entity and business growth will continue in longer period. It is not risky in investing securities in comparison with other available investment option.*

**bb) Any penalty or action taken by any regulatory authorities for non-compliance with provisions of any law:**

It creates a negative impression on the issuer.

***Management Perception:***

*No penalty or action had been taken by any regulatory authorities for non-compliance with provision of any law.*

**cc) Litigations against the issuer for Tax and VAT related matters and other government claims, along with the disclosures of amount, period for which such demands or claims are outstanding, financial implications and the status of the case:**

It creates a negative impression on the issuer.

***Management Perception:***

*IRSL did not have any litigation relating to Tax, VAT or other government claims.*

**dd) Registered office or factory building or place of operation is not owned by the issuer:**

Factory building should be owned by the company. Otherwise, there is risk of hike in factory rent in the years to come and threat of shifting the factory as well.

***Management Perception:***

*IRSL's Registered office is rented and place of operation is also rented. It has to run operation on rented land because of Government permission for CNG station and available of Land for CNG stations.*

**ee) Lack of renewal of existing regulatory permissions or licenses:**

In this case company is not following the law to renew its all licenses.

***Management Perception:***

*There is no such issue relating to lack of existing regulatory permissions/ licenses.*

**ff) Failure in holding AGM or declaring dividend or payment of interest by any listed securities of the issuer or any of its subsidiaries or associates:**

Failure in holding AGM or declaring dividend indicates the lack of compliance to the regulatory rules. Failure of payment of interest indicate the poor cash generation to the company to pay interest and debt service. The overall impression will be negative for the company.

***Management Perception:***

*IRSL does not have any listed securities and does not have any listed securities subsidiary or associates.*

**gg) Issuances of securities at lower than the IPO offer price within one year:**

The management ultimate goal is to maximize the wealth of the company. If share price goes up, it maximizes wealth of the company. On the other hand, if share price goes down, it minimizes the wealth of the company.

***Management Perception:***

*IRSL has been profitable entity. It has potentiality to grow in future. We believe that our IPO offer price will not be lower within one year.*

**hh) Refusal of application for public issue of any securities of the issuer or any of its subsidiaries or associates at any time by the Commission:**

If any refusal happened in the above cases, it will create negative impression to the issuer.

***Management Perception:***

*Such cases did not happen for IRSL.*

**(ii) External risk factors may include among others:**

**a) Interest Rate Risks:**

Intraco Refueling Station Ltd. is exposed to the volatility of interest rate as it has Long Term Bank Loan. Any higher trend in interest rate in the future will definitely aggravate the adversity.

***Management Perception:***

*In our country, right now, interest is in downtrend which is beneficial for debt-financing because cost of capital has been less expensive than that of earlier. Hence, interest rate risk is manageable.*

**b) Exchange Rate Risks:**

Foreign exchange risk, also known as FX risk or currency risk, is a financial risk that exists when a financial transaction is denominated in a currency other than that of the base currency of the company. This risk arises when investment's value changed due to the changes in currency exchange rates.

***Management Perception:***

*Intraco Refueling Stations Ltd. is procuring Natural Gas from different Gas distribution Company i.e. Titas Gas Transmission & Distribution Company Limited, Bakhraabad Gas Systems Limited. Natural Gas is the main raw materials which the Company has compressed the Natural Gas by used latest technology and sells to the retail customer. Hence, Intraco Refueling Stations Ltd. is not exposed to Exchange Rate Risk.*

c) **Industry Risks:**

Industry risk is related with the factors affecting the company such as Raw Material, labor, demand of the product, government policy to the sector, competitors' rivalry.

**Management Perception:**

*Intraco Refueling Station is aware of the above fact. Industry risk is inherent in any kind of business. At the moment industry is favoring for operating business. There is huge demand of CNG for public transportation. In addition, there is LPG which is used for transportation, household as well. And other factors relating to Industry risk are well managed by our efficient and experienced Management.*

d) **Economic and Political risks:**

This risk can be described as the likelihood that an investment will be affected by macroeconomic conditions such as government regulation, exchange rates, or political stability. In other words, while financing a project, the risk that the output of the project will not produce adequate revenues for covering operating costs and repaying the debt obligations. In a nutshell, economic risk refers to the risk that a venture will be economically unsustainable, due to various reasons.

**Management Perception:**

*Bangladesh economy is enjoying 6% plus economic growth and expected economic growth by the government is 7.5%. As a result huge development work is underway by the govt. Hence, huge expensive infrastructure has been under construction, which will enhance our business viability and profitability. In addition, we have product variety, which have huge demand because of its necessity in our daily life.*

**Political risks:**

Bangladesh experienced with political unrest for over the years. Political instability hampers the smooth operation of business.

**Management Perception:**

*During the post-independence period, Bangladesh has gone through a variety of political situations. But presently, a more or less sound and industry friendly political atmosphere is prevailing in the country's industry sector.*

e) **Market and Technology-related Risks;**

**Market risks:**

Intraco Refueling Stations Ltd. is operating in a free market economy regime. The company might have to face stiff competition from its competitors.

**Management perception:**

*Market risk is dealt with efficiently by the experienced management.*

**Technology-related risks:**

Technology always plays a vital role for each and every type of business. Innovation of new and cost effective technology can increase productivity and reduce costs of production. On the other hand, obsolete technology may have a negative impact on the business.

**Management perception:**

*Intraco Refueling Stations Ltd. applies the latest technology to convert natural gas into converted natural gas. The machineries and equipment of the company are also the latest invention in the sector which is imported from renowned manufacturers in the world.*



**f) Potential or existing government regulations:**

Potential or existing Govt. regulations may hamper the smooth operation of the business.

***Management perception:***

*We are enjoying good atmosphere in operating our business. But government is in restrictive mood in expansion of CNG stations because of Potential Gas Crisis. Hence, LPG project is underway to minimize the risk.*

**g) Potential or existing changes in global or national policies:**

Policies from government have a positive or negative impact on any company along with existing any change in globally.

***Management perception:***

*Nowadays global and national policies do not change without prior notice. For potential changes in policies, local and global leaders consider different issues including industries opinion. We are optimistic that if any policies change unpredictably, we can improvise with new policies without hampering our smooth operation.*

**h) Statutory clearances and approvals those are yet to be received by the issuer:**

Getting all the approval is highly necessary to run the business.

***Management Perception:***

*Intraco Refueling Station has tried to get approval to establish LPG unit at Mongla, Bagerhat along with trying to get approval at Gajaria, Munshiganj. The Department of Explosive has given approval to establish LPG unit within two years at Gajaria, Munshiganj. Hence, now the company is on process to establish LPG unit at Gajaria, Munshiganj.*

**i) Competitive condition of the business;**

Intraco Refueling Stations Ltd. is operating in a free market economy. The Company has to face stiff competition from its competitors.

***Management Perception:***

*Intraco Refueling Station has good market share against its rivalry companies. Hence, there is always check and balance existed among the rivalry companies.*

**j) Complementary and supplementary products or services which may have an impact on business of the issuer.**

***Management Perception:***

*The Company has not faced any challenges relating to supplementary and complementary products and Management are concerned with the issue. In future, if necessary, management may diversify the product to be competitive over the competitors.*

**k) No revenue generation before 15 months.**

***Management Perception:***

*The Company has mentioned in the prospectus that there will be no revenue up to 15 to 18 months after getting IPO proceeds for the new project as there is needed 15 to 18 months for the completion of the new project. Management is of the views that after 18 month revenue will be generated from new project due to huge demand of Gas.*

**l) Entire IPO proceeds will be invested in a new project**

***Management Perception:***

*The entire IPO proceeds will be invested on new LPG project. Bangladesh is facing gas crisis over the years and it will be severe in the long run. In the backdrop of gas crisis in the coming years, the management is thinking over to start new project of LPG that will meet up the gas crisis.*

**m) Statutory clearance from various other regulatory authorities is yet to obtain**

***Management Perception:***

*We have got primary permission of approved blue print from department of explosive. After constructing LPG project as per approved blue print, we will get LPG license as well as other licenses including environment clearance certificate.*

**n) Contingency plan in case of disruption of source of raw materials**

***Management Perception:***

*The company has collecting raw materials from Titas Gas Transmission and Distribution Company and Bakhrabad Gas Distribution Company Limited. Since both the companies are government owned company, the company can rely on them. Apart from that, the company has plan to establish LPG dispenser alongside CNG refueling station in case of any disruption.*

**o) Risks associated with agreements with landlords for payments of rent on the basis of sales (Chandur and Narayangonj Refueling Stations) are required to be addressed along with management perception;**

***Management Perception:***

*There are agreements with the landlords for payment of rent on the basis of sales. The company doesn't have to pay rent if there are no sales. Moreover, if there is any overhauling for the refueling station or the refueling stations remain off, there will be no payment of rent. Rent will be paid on the basis of sales.*

## CHAPTER (XXI): DESCRIPTION OF THE ISSUE

(a) **Issue Size:** Tk. 300,000,000.00

(b) **Number of securities to be issued;**

The Company will offer 30,000,000 Ordinary Shares, of this 30,000,000 ordinary shares 10% (i.e. 3,000,000 Ordinary Shares) are reserved for Mutual Fund and 40% (i.e. 12,000,000 Ordinary Shares) are reserved for Other Eligible Investors (EIs) and 10% (i.e. 3,000,000 Ordinary Shares) are reserved for NRB and remaining 40% (i.e. 12,000,000 Ordinary Shares) to Other General Public and ক্ষতিগ্রস্ত ক্ষুদ্র বিনিয়োগকারী।

(c) **Authorized capital and paid-up capital;**

Particular	Amount in Tk.
<b>Authorized Capital</b>	
100,000,000 Ordinary Share of Tk.10.00 each	1,000,000,000
<b>Issued, Subscribed and Paid up Capital Before IPO</b>	
45,000,000 Ordinary Shares of Taka 10.00 each	450,000,000
<b>Initial Public Offering through Fixed Price Method</b>	
20,000,000 Ordinary Shares of Taka 10.00 each	300,000,000
<b>Post IPO Paid up Capital</b>	<b>750,000,000</b>

(d) **Face value, premium and offer price per unit of securities;**

Face value per Share	Tk. 10.00 each
Premium	-
Offer Price per Share	Tk. 10.00 each

(e) **Number of securities to be entitled for each category of applicants;**

Category	Particular	Number of Shares	Issue Price per Share	Amount in Tk.
Eligible Investors (EIs)	10% of IPO i.e. 3,000,000 Ordinary Shares shall be reserved for Mutual Funds	3,000,000	10.00	30,000,000
	40% of IPO i.e. 12,000,000 Ordinary Shares shall be reserved for Other Eligible Investors (EIs)	12,000,000		120,000,000
General Public	10% of IPO i.e. 3,000,000 Ordinary Shares shall be reserved for Non-Resident Bangladeshis (NRBs)	3,000,000		30,000,000
	40% of IPO i.e. 12,000,000 Ordinary Shares shall be reserved for ক্ষতিগ্রস্ত ক্ষুদ্র বিনিয়োগকারী and General Public	12,000,000		120,000,000
<b>Total</b>		<b>30,000,000</b>		<b>300,000,000</b>

**(f) Holding structure of different classes of securities before and after the issue;**

Sl. No.	Category of Shareholders	No. of Ordinary Shares Hold		Percentage of Holding	
		Pre-IPO	Post-IPO	Pre-IPO	Post-IPO
1	Director & Sponsor	22,881,800	22,881,800	50.85%	30.51%
2	Institutional	1,800,000	13,800,000	4.00%	18.40%
3	Mutual fund	-	3,000,000	0.00%	4.00%
4	Individual	20,318,200	32,318,200	45.15%	43.09%
5	Non-Resident Bangladeshis (NRBs)	-	3,000,000	0.00%	4.00%
<b>Total</b>		<b>45,000,000</b>	<b>75,000,000</b>	<b>100.00%</b>	<b>100.00%</b>

**(g) Objective of the issue including financing requirements and feasibility in respect of enhanced paid-up capital.**

Net proceeds from Initial Public Offering (IPO) will be used for new project.

SL No	Items	Qnt	Unit Price	Local	Foreign	BDT
01	4 x 50 MT LPG Satellite Plant with filling hall equipments	1	\$ 1,188,900	-	\$ 1,188,900	97,489,800
02	Cylinder (12.5 kg)	60000	\$ 24.00	-	\$ 1,440,000	118,080,000
03	Road Tanker	3	\$ 40,000	-	\$ 120,000	9,840,000
04	Mover	3	2,281,000	6,843,000	-	6,843,000
05	Weighting Bridge	1	\$ 67,073	-	\$ 67,073	5,500,000
06	Truck (Nitol Tata)	6	2,487,000	14,922,000	-	14,922,000
07	Truck Fabrication	6	370,000	2,220,000	-	2,220,000
08	Diesel Generator (250 KVA)	1	3,040,000	3,040,000	-	3,040,000
09	Sub -station (400 KVA)	1	1,606,000	1,606,000	-	1,606,000
10	Factory Shed, Store Room & Office Building		-	12,554,000	-	12,554,000
11	Freight and clearing charge		-	5,000,000	-	5,000,000
12	Electrical work (main/sub/motor panes,DB, Controls etc.)		-	2,505,200	-	2,505,200
	<b>Sub Total</b>			<b>48,690,200</b>	<b>\$ 2,815,973</b>	<b>279,600,000</b>

Apart from above, Tk.20,400,000 will be used for IPO expenses out of total IPO proceeds. Moreover, Tk. 12,446,000 will be financed in this project from Company's internal generation of fund. The feasibility report in respect enhances paid up capital as prepared Jayanta Kumer Podder, M.Com. MIAT, MCA, ACS, FCMA, CEO & Principal, Podder & Associates, Professional Accountants & Business Advisor is enclosed below:

**Feasibility in respect of enhanced paid-up capital:**

**Statement of Financial Position**

**Projected for Existing Project:**

*Amount in Tk.*

Particulars	30-06-2017	30-06-2018	30-06-2019	30-06-2020	30-06-2021
	Existing Consolidated Project (Audited)	Existing Project (Projected)	Existing Project (Projected)	Existing Project (Projected)	Existing Project (Projected)
<b>NON-CURRENT ASSETS</b>					
Property, Plant & Equipment	740,282,547	820,799,287	871,482,697	922,016,922	999,048,459
Stock of Machineries	89,620,000	-	-	-	-
Capital Work-In-Progress	30,079,462	-	-	-	-
<b>Total Non-Current Assets</b>	<b>859,982,010</b>	<b>820,799,287</b>	<b>871,482,697</b>	<b>922,016,922</b>	<b>999,048,459</b>
<b>CURRENT ASSETS</b>					
Inventories	11,023,248	12,125,573	14,550,687	17,460,825	20,952,990
Trade & Other Receivables	11,477,851	14,493,547	22,294,922	32,616,722	35,007,831
Intercompany Receivable (New Project)	-	12,446,000	-	-	-
Advance, deposit & pre-payments	43,169,465	44,252,278	45,811,339	50,431,588	56,483,378
Cash & cash equivalent	17,123,697	24,154,952	46,080,465	55,856,823	57,168,886
<b>Total Current Assets</b>	<b>82,794,261</b>	<b>107,472,350</b>	<b>128,737,413</b>	<b>156,365,957</b>	<b>169,613,085</b>
<b>TOTAL ASSETS</b>	<b>942,776,271</b>	<b>928,271,637</b>	<b>1,000,220,110</b>	<b>1,078,382,879</b>	<b>1,168,661,544</b>
<b>SHARE HOLDERS EQUITY</b>					
Share Capital	450,000,000	450,000,000	450,000,000	450,000,000	450,000,000
Retained Earnings	174,232,812	249,147,898	332,034,344	421,319,572	516,033,561
<b>Equity attributable to owners of the Company</b>	<b>624,232,812</b>	<b>699,147,898</b>	<b>782,034,344</b>	<b>871,319,572</b>	<b>966,033,561</b>
Non-Controlling Interest	13,518,923	15,141,348.03	16,936,408	18,870,046	20,921,253
<b>Total Equity</b>	<b>637,751,735</b>	<b>714,289,246</b>	<b>798,970,752</b>	<b>890,189,618</b>	<b>986,954,814</b>
<b>NON-CURRENT LIABILITIES</b>					
Deferred Tax Liability	82,086,547	89,504,764	96,408,039	102,604,874	109,178,493
Long Term Borrowings	51,722,992	32,014,237	12,305,482	-	-
	<b>133,809,538</b>	<b>121,519,001</b>	<b>108,713,520</b>	<b>102,604,874</b>	<b>109,178,493</b>
<b>CURRENT LIABILITIES</b>					
Current portion of Long Term Borrowings	19,708,755	19,708,755	19,708,755	12,305,482	-
Trade & Others Payables	57,333,698	43,000,274	40,850,260	38,807,747	36,867,359
Liabilities for expenses	8,429,195	5,454,656	4,363,725	3,490,980	2,792,784
Intercompany Payable	-	-	-	-	-
Workers Profit Participation fund	8,759,186	5,224,289	5,752,729	6,196,836	6,573,619
Dividend Payable	-	-	-	-	-
Provision for Tax	76,984,165	19,075,416	21,860,369	24,787,343	26,294,474
<b>TOTAL CURRENT LIABILITIES</b>	<b>171,214,998</b>	<b>92,463,390</b>	<b>92,535,838</b>	<b>85,588,387</b>	<b>72,528,236</b>
<b>TOTAL LIABILITIES</b>	<b>305,024,537</b>	<b>213,982,391</b>	<b>201,249,358</b>	<b>188,193,262</b>	<b>181,706,729</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>942,776,271</b>	<b>928,271,637</b>	<b>1,000,220,110</b>	<b>1,078,382,879</b>	<b>1,168,661,544</b>

## Projected for New Project:

Amount in Tk.

Particulars	30-06-2017	30-06-2018	30-06-2019	30-06-2020	30-06-2021
	Existing Consolidated Project (Audited)	New Project (Projected)	New Project (Projected)	New Project (Projected)	New Project (Projected)
<b>NON-CURRENT ASSETS</b>					
Property, Plant & Equipment	740,282,547	104,556,200	299,523,240	376,551,846	468,958,735
Stock of Machineries	89,620,000	-	-	-	-
Capital Work-In-Progress	30,079,462	60,000,000	-	-	-
<b>Total Non-Current Assets</b>	<b>859,982,010</b>	<b>164,556,200</b>	<b>299,523,240</b>	<b>376,551,846</b>	<b>468,958,735</b>
<b>CURRENT ASSETS</b>					
Inventories	11,023,248	-	2,273,663	2,796,605	3,439,825
Trade & Other Receivables	11,477,851	-	5,525,524	6,796,395	8,359,565
Intercompany Receivable (New Project)	-	-	-	-	-
Advance, deposit & pre-payments	43,169,465	20,400,000	-	-	-
Cash & cash equivalent	17,123,697	127,489,800	35,577,267	28,985,828	18,786,628
<b>Total Current Assets</b>	<b>82,794,261</b>	<b>147,889,800</b>	<b>43,376,454</b>	<b>38,578,828</b>	<b>30,586,018</b>
<b>TOTAL ASSETS</b>	<b>942,776,271</b>	<b>312,446,000</b>	<b>342,899,694</b>	<b>415,130,673</b>	<b>499,544,753</b>
<b>SHARE HOLDERS EQUITY</b>					
Share Capital	450,000,000	300,000,000	300,000,000	300,000,000	300,000,000
Retained Earnings	174,232,812	-	28,890,857	85,391,829	156,018,043
<b>Equity attributable to owners of the Company</b>	<b>624,232,812</b>	<b>300,000,000</b>	<b>328,890,857</b>	<b>385,391,829</b>	<b>456,018,043</b>
Non-Controlling Interest	13,518,923	-	-	-	-
<b>Total Equity</b>	<b>637,751,735</b>	<b>300,000,000</b>	<b>328,890,857</b>	<b>385,391,829</b>	<b>456,018,043</b>
<b>NON-CURRENT LIABILITIES</b>					
Deferred Tax Liability	82,086,547	-	3,852,114	11,385,577	20,802,406
Long Term Borrowings	51,722,992	-	-	-	-
	<b>133,809,538</b>	<b>-</b>	<b>3,852,114</b>	<b>11,385,577</b>	<b>20,802,406</b>
<b>CURRENT LIABILITIES</b>					
Current portion of Long Term Borrowings	19,708,755	-	-	-	-
Trade & Others Payables	57,333,698	-	1,076,252	1,442,178	1,788,300
Liabilities for expenses	8,429,195	-	1,376,242	1,844,164	2,102,347
Intercompany Payable	-	12,446,000	-	-	-
Workers Profit Participation fund	8,759,186	-	1,926,057	3,766,731	4,708,414
Dividend Payable	-	-	-	-	-
Provision for Tax	76,984,165	-	5,778,171	11,300,194	14,125,243
<b>TOTAL CURRENT LIABILITIES</b>	<b>171,214,998</b>	<b>12,446,000</b>	<b>10,156,723</b>	<b>18,353,268</b>	<b>22,724,305</b>
<b>TOTAL LIABILITIES</b>	<b>305,024,537</b>	<b>12,446,000</b>	<b>14,008,837</b>	<b>29,738,845</b>	<b>43,526,710</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>942,776,271</b>	<b>312,446,000</b>	<b>342,899,694</b>	<b>415,130,673</b>	<b>499,544,753</b>

## Statement of Comprehensive Income (Projected)

### Projected for Existing Project:

*Amount in Tk.*

Particulars	Audited	Projected			
	30-06-2017	30-06-2018	30-06-2019	30-06-2020	30-06-2021
	Existing Consolidated Project	Existing Project	Existing Project	Existing Project	Existing Project
<b>Sales Revenue</b>	<b>993,352,993</b>	<b>1,032,962,195</b>	<b>1,115,599,171</b>	<b>1,192,017,714</b>	<b>1,251,618,600</b>
Cost of Sales	842,863,052	879,163,054	949,056,517	1,015,490,473	1,066,264,997
<b>Gross Income</b>	<b>150,489,941</b>	<b>153,799,141</b>	<b>166,542,654</b>	<b>176,527,241</b>	<b>185,353,603</b>
Administrative & Marketing Expenses	37,311,035	38,510,136	41,976,048	45,229,191	47,829,870
Financial Expenses	10,043,432	5,963,200	4,161,851	1,599,713	-
<b>Profit from Operation</b>	<b>103,135,474</b>	<b>109,325,805</b>	<b>120,404,755</b>	<b>129,698,337</b>	<b>137,523,733</b>
Non-Operating Income	2,632	384,272	402,548	435,215	522,258
IPO Proceeds Expenses	-	-	-	-	-
<b>Net Profit Before Tax</b>	<b>103,138,106</b>	<b>109,710,077</b>	<b>120,807,303</b>	<b>130,133,552</b>	<b>138,045,991</b>
Workers Profit Participation Fund (WPPF)	4,911,338	5,224,289	5,752,729	6,196,836	6,573,619
<b>Net Income After WPPF</b>	<b>98,226,768</b>	<b>104,485,788</b>	<b>115,054,574</b>	<b>123,936,716</b>	<b>131,472,372</b>
<b>Income Tax Expenses</b>	<b>34,379,369</b>	<b>26,493,634</b>	<b>28,763,644</b>	<b>30,984,179</b>	<b>32,868,093</b>
Current Tax	17,060,618	19,075,416	21,860,369	24,787,343	26,294,474
Deferred Tax	17,318,751	7,418,218	6,903,274	6,196,836	6,573,619
<b>Net Income after Tax</b>	<b>63,847,399</b>	<b>77,992,154</b>	<b>86,290,931</b>	<b>92,952,537</b>	<b>98,604,279</b>
<b>Non-Controlling Interest</b>	<b>2,558,474</b>	<b>3,077,068</b>	<b>3,404,485</b>	<b>3,667,309</b>	<b>3,890,290</b>
<b>Profit for Ordinary Shareholders</b>	<b>61,288,925</b>	<b>74,915,085</b>	<b>82,886,446</b>	<b>89,285,228</b>	<b>94,713,989</b>

### Projected for New Project:

*Amount in Tk.*

Particulars	Audited	Projected			
	30-06-2017	30-06-2018	30-06-2019	30-06-2020	30-06-2021
	Existing Consolidated Project	New Project	New Project	New Project	New Project
<b>Sales Revenue</b>	<b>993,352,993</b>	-	<b>272,160,000</b>	<b>353,808,000</b>	<b>442,260,000</b>
Cost of Sales	842,863,052	-	<b>209,952,000</b>	272,937,600	<b>341,172,000</b>
<b>Gross Income</b>	<b>150,489,941</b>	-	<b>62,208,000</b>	<b>80,870,400</b>	<b>101,088,000</b>
Administrative & Marketing Expenses	37,311,035	-	1,360,800	1,769,040	2,211,300
Financial Expenses	10,043,432	-	-	-	-
<b>Profit from Operation</b>	<b>103,135,474</b>	-	<b>60,847,200</b>	<b>79,101,360</b>	<b>98,876,700</b>
Non-Operating Income	2,632	-	-	-	-
IPO Proceeds Expenses	-	-	20,400,000	-	-
<b>Net Profit Before Tax</b>	<b>103,138,106</b>	-	<b>40,447,200</b>	<b>79,101,360</b>	<b>98,876,700</b>
Workers Profit Participation Fund (WPPF)	4,911,338	-	1,926,057	3,766,731	4,708,414
<b>Net Income After WPPF</b>	<b>98,226,768</b>	-	<b>38,521,143</b>	<b>75,334,629</b>	<b>94,168,286</b>
<b>Income Tax Expenses</b>	<b>34,379,369</b>	-	<b>9,630,286</b>	<b>18,833,657</b>	<b>23,542,071</b>
Current Tax	17,060,618	-	5,778,171	11,300,194	14,125,243
Deferred Tax	17,318,751	-	3,852,114	7,533,463	9,416,829
<b>Net Income after Tax</b>	<b>63,847,399</b>	-	<b>28,890,857</b>	<b>56,500,971</b>	<b>70,626,214</b>
<b>Non-Controlling Interest</b>	<b>2,558,474</b>	-	-	-	-
<b>Profit for Ordinary Shareholders</b>	<b>61,288,925</b>	-	<b>28,890,857</b>	<b>56,500,971</b>	<b>70,626,214</b>

\*\*\* Dividend is not considered.

**The assumptions for these projections are as follows:**

(Each year calculation is made comparing with respective previous year)

**Existing Project:**

The projected financial statement has been prepared on underlying assumption					
Assumption indicator	Assumption's Basis	Assumptions Years			
		30-June-18	30-June-19	30-June-20	30-June-21
Capacity Increase	Capacity will be increased as new plants and machineries will be introduced.	1%	10%	5%	5%
Capacity Utilization	Capacity utilization will be almost same.	82%	83%	83%	83%
Sales Revenue Increase/ (Decrease)	Sales Revenue will be increased by the increase of regular sales volume and demand.	3.99%	8.00%	6.85%	5.00%
Operating Expenses Increase/ (Decrease)	Operating expenses will be increased due to increase of production and sales.	3.21%	9.00%	7.75%	5.75%
Property, Plant and Equipment Addition	Property, Plant and Equipment will be acquired in every year for the purpose of production increase.	0.52 Crore	9.99 Crore	10.28 Crore	13.23 Crore
Paid up Capital	Paid up Capital will be same.	-	-	-	-
Long term Loan Repayment	Current portion of long term loan will be paid in each year.	1.97 Crore	1.97 Crore	1.23 Crore	-
Dividend	Dividend is not considered here as the decision is not predetermined.	-	-	-	-



## New Project:

	The projected financial statement has been prepared on underlying assumption				
Assumption indicator	Assumption's Basis	Assumptions Years			
		30-June-18	30-June-19	30-June-20	30-June-21
Capacity Increase	Capacity will be increased as new plants and machineries will be introduced.	-	Operation started	40%	30%
Capacity Utilization	Capacity utilization will be almost same (One shift).	-	20%	40%	55%
Sales Revenue Increase	Sales Revenue will be increased by the increase of sales volume. Commercial operation will be expected to commence from FY 2018-19.	-	Operation started	30.00%	25.00%
Operating Expenses Increase/ (Decrease)	Operating expenses will be increased due to increase of production and sales.	-	Operation started	30.00%	25.00%
Property, Plant and Equipment Addition	Property, Plant and Equipment will be increased in every year for the purpose of production increase.	10.46 Crore	15.28 Crore	9.50 Crore	11.50 Crore
Capital Work-In-Progress	There will be some Capital Work-In-Progress assets incurred from the IPO proceeds and subsequently be capitalized.	6.00 Crore	-	-	-
Paid up Capital Increase	Paid up Capital will be increased by Tk. 300,000,000 through IPO in FY 2017-2018.	30 Crore	-	-	-
Long term Loan Repayment	No long term loan will be taken or repaid in each year.	-	-	-	-
Dividend	Dividend is not considered here as the decision is not predetermined.	-	-	-	-

Sd/-  
**Jayanta Kumer Podder**  
M.Com. MIAT, MCA, ACS, FCMA  
CEO & Principal  
Podder & Associates  
Professional Accountants & Business Advisor

## CHAPTER (XXII): USE OF PROCEEDS

- (a) Use of net proceeds of the offer indicating the amount to be used for each purpose with head-wise break-up;

Issue size (Number of share to be issued)	Issue price	Amount in Taka
30,000,000 Shares	Tk. 10.00	300,000,000
Less: IPO Expenses (Detail as at page number- 80)		20,400,000
<b>Net IPO Proceeds</b>		<b>279,600,000</b>

Net proceeds from Initial Public Offering (IPO) will be used for 4 x 50 MT LPG Satellite Plant with filling hall equipments, Cylinder (12.5 kg), Road Tanker, Mover, Weighting Bridge, Truck (Nitol Tata), Truck Fabrication, Diesel Generator (250 KVA), Sub -station (400 KVA), Construction (Factory Shed, Store Room & Office Building), Freight and clearing charge, Electrical work (main/sub/motor panes, DB, Controls etc.) and for IPO Expenses.

Details of the estimated project cost for this expansion project and financing has been planned as under:

### From IPO Proceeds-

SL No	Items	Qnt	Unit Price	Local	Foreign	BDT
01	4 x 50 MT LPG Satellite Plant with filling hall equipments	1	\$ 1,188,900	-	\$ 1,188,900	97,489,800
02	Cylinder (12.5 kg)	60000	\$ 24.00	-	\$ 1,440,000	118,080,000
03	Road Tanker	3	\$ 40,000	-	\$ 120,000	9,840,000
04	Mover	3	2,281,000	6,843,000	-	6,843,000
05	Weighting Bridge	1	\$ 67,073	-	\$ 67,073	5,500,000
06	Truck (Nitol Tata)	6	2,487,000	14,922,000	-	14,922,000
07	Truck Fabrication	6	370,000	2,220,000	-	2,220,000
08	Diesel Generator (250 KVA)	1	3,040,000	3,040,000	-	3,040,000
09	Sub -station (400 KVA)	1	1,606,000	1,606,000	-	1,606,000
10	Factory Shed, Store Room & Office Building		-	12,554,000	-	12,554,000
11	Freight and clearing charge		-	5,000,000	-	5,000,000
12	Electrical work (main/sub/motor panes, DB, Controls etc.)		-	2,505,200	-	2,505,200
	<b>Sub Total</b>			<b>48,690,200</b>	<b>\$ 2,815,973</b>	<b>279,600,000</b>

### Total Project Cost-

Mode of Financing	Already Financed (Tk.)	To be Financed (Tk.)	Total Financing (Tk.)
Internal Generation of Fund	-	12,446,000	12,446,000
IPO Proceeds	-	279,600,000	279,600,000
<b>Total</b>	-	<b>292,046,000</b>	<b>292,046,000</b>

**01. Details of 4 x 50mt LPG Satellite plant. (With filling hall equipments).**

SL No	Particular's	Quantity	Rate	Total Amount
01	<p>1. Design, Drawing and Engineering for the proposed facility</p> <ul style="list-style-type: none"> <li>• Scope would include preparation of detailed installation Layout, P &amp; I Drawings, 100mtrs Radius plan along with preparation of general Civil Drawing which includes, Tank Pedestral details, Road Tanker standing platform, pump and Compressor Shed, Area layout including firefighting pump house Civil Details.</li> <li>• Complete layout's be in line with Statutory requirements of Bangladesh CCOE, American Standards for LPG-NFPA 58..</li> </ul>	1 Job	USD 20,000/-	USD 20,000/-
02	<p>2. Supply of LPG Storage Tanks, Design Code ASME Sec VIII Div 2.</p> <ul style="list-style-type: none"> <li>• Tank Capacity - 50 MT (106m3 Water Capacity)</li> <li>• Tank support - Saddle Support for ease of placement ofn Civil Pedestals.</li> <li>• Design Pressure - 17.5 kg/cm2</li> <li>• Corrosion Allowance - 1.5mm</li> <li>• Overall Length - 11.17mtrs</li> <li>• Tank Diameter - 3.67mtrs</li> <li>• Shell Thickness - 22mm</li> <li>• Dished End Thickness - 14mm</li> </ul>	4Nos.	USD 45000/-	USD 180,000/-
03	Cathodic Protection Sacrificial Type	4 Sets	USD 5000/-	USD 20,000/-
04	<p>Safety Fittings suitable for LPG Storage Tanks, Make REGO/FISHER USA.</p> <p>Each Set consists of:-</p> <ul style="list-style-type: none"> <li>□□ Safety Relief Valves set at 300psig along with stack assembly and rain caps-3Nos.</li> <li>□□ Excess Flow Check Valve for Liquid Inlet 2"-1No.</li> <li>□□ Excess Flow Check Valve for Liquid outlet 3"-1No.</li> <li>□□ Excess Flow Check Valve for Vapour Balance 1 ½"-1No.</li> <li>□□ Excess Flow Check Valve for Vapor Outlet 1 ½"-1 No.</li> <li>□□ Excess Flow Check Valve for Drain Port 1"-1No.</li> <li>□□ Excess Flow Check Valve for Pressure Gauge ¾"-1No.</li> <li>□□ Fixed Liquid Level Gauge ¼" NPT-1No.</li> </ul>	4 Sets	USD 10,500/-	USD 42,000/-
05	<p>Pressure and Temperature Gauge for Storage Tanks and Piping. WIKA Germany.</p> <ul style="list-style-type: none"> <li>□□ 4" Dial, Pressure Gauge Range 0-30Kg/cm2 for LPG Storage Tank along with isolation valve.</li> <li>□□ 4" Dial, Temperature Gauge Range (-50DegC to + 100DegC) with stem suitable for Storage Tanks</li> </ul>	4Sets	USD 1000/-	USD 4000/-
06	<p>Liquid Level Reading Gauges Dished End Mounted suitable for Above Ground Tanks. ROCESTOR BELGIUM.</p> <ul style="list-style-type: none"> <li>□□ Magnetic Type Level Indicator suitable for Liquid Level Measurement.</li> <li>□□ Dial 8" with Cover for Gauge protection.</li> </ul>	4Nos	USD 3500/-	USD 14,000/-

07	<p>LP Gas Vapour Recovery Compressor, Make BLACKMER USA.</p> <p>□ LPG Compressor with flame proof motor along with 4 way Valve, Liquid Trap and Base Frame. Complete skid along with inlet Strainer, Shut off valves. Model LB361 with 15HP Drive Unit, Motor Speed 780rpm, Flow Rate-734LPM with Differential pressure of 2-3 Barg.</p>	1Nos	USD 15,000/-	USD 15,000/-
08	<p>LPG Unloading pump for tank truck unloading, Make BLACKMER USA.</p> <p>□□Liquid Unloading Pump shall be LGLD3E Model with 10HP Flame proof Motor along with Belt Drive coupling, Base Frame, Blackmer Bypass Valve assembly, LPG unloading capacity 550lpm @ 3Bar Differential. The Said unit can create a differential pressure of 10 Bar.</p>	1No.	USD 5800/-	USD 5800/-
09	<p>LPG Filling pumps for Cylinder Filling Application, Make BLACKMER USA.</p> <p>□ Liquid Cylinder filling pump shall be LGLD3 Model with 15HP Flameproof Motor along with Belt Drive coupling, Base Frame, Blackmer Bypass Valve Assembly. The Said unit can create a High Differential pressure of 10 Bar for ease of Cylinder Filling. Each Cylinder can be filled in 1 minute, which means 60 Cylinders per hour per filling machine.</p>	2No.	USD 7000/-	USD 14,000/-
10	<p>LPG Decanting Hoses.</p> <p>□□LPG Liquid and Vapour Hoses 2" and 1 ½" respectively, with self closing valves for safety during road tanker Unloading, Length shall be 5mtrs.</p>	2 Sets	USD 1500/-	USD 3000/-
11	<p>Product Piping, ASTM A 106 Gr B Seamless Sch 40 and 80, Make MSL / ISMT.</p> <p>□□Complete Piping for Tank to Tank, Unloading System, Cylinder Filling Shed along with L&amp;T Make isolation valves single piece fire safe design, API approved, with Teflon Gaskets, Pop Action Valves (Safety Relief Valves for piping) as per the approval P&amp;I Drawing. Including Y Stainers and Non Return Valves.</p>	1Lot	USD 30,000/-	USD 30,000/-
12	<p>Remote operated valve for liquid outlet of each Tank, Make Micro Pneumatics, Japan.</p> <p>□ Electro Pneumatic Actuated Valves suitable for emergency shut off at each tank's liquid outlet nozzle for added protection, complete with Actuator, Solenoid Valve and Emergency override feature, Class 300 Flanged.</p>	4Nos.	USD 1900/-	USD 7600/-
13	<p>Structural Steel.</p> <p>□□Complete Structural Steel as may be required for Tank platforms, Ladder Supports, Catwalk, pipe supports, including sprinkler Support at Tanker Unloading Gantries.</p>	3 Ton	USD 1000/-	USD 3000/-
14	<p>Pneumatic Compressor and pneumatic piping for liquid filling hall.</p> <p>□ 2 Nos Air Compressor ELGI, Model SS10-0900HN-220Ltrs with 10HP Drive Unit, 33.6CFM along with Air Receiver if suitable capacity, duly mounted on a common base frame, Receiver shall be mounted on the compressor machine. Including pneumatic piping for the Cylinder filling Guns and Remote operated valves at the Liquid outlet Nozzles of each tank.</p>	1Set	USD 8000/-	USD 8000/-

15	Electrical MCC panel along with Fire Fighting pumps panel, Make Globe / TEC. □□Consisting of Main switch Board Control panel Unit + Capacitor panel unit for operation of Electrical Equipments, along with complete flameproof switch gear and controls. Armored cables suitable for LPG yard, Cables Tray, Cable Double Compression Glands, Cable Terminal for all flameproof equipment like push Buttons, Flameproof Lightings-18Nos, Earthing material.	1No.	USD 40,000/-	USD 40,000/-
16	Fire Fighting system consisting of – <b>a.</b> 2 Nos-Fire Fighting pump set Diesel Engine Driven, 132 HP of capacity 273cum per hour at 7Bar. <b>b.</b> Jockey Pump, Electrically Driven, 10HP Motor, Flow Rate 11Cum/Hr. <b>c.</b> Complete Firefighting 4” Main Hydrant Pipeline along with Fire water ring main including Hydrant posts 3Nos and Fixed Turret Type Monitors 3nos at strategic locations. <b>d.</b> Medium Velocity Water Sprinkler System with 1 ½” and 1” piping over LPG Tanks, Truck Unloading Gantry and Cylinder Filling Area. <b>e.</b> Fire Extinguishers 9Kg ABC Type IS Approved-4Nos along with 20Kg CO2 Trolley Mounted Extinguisher along with 9.5 Lts Sand Bucket with Tope Cover-8Nos.	1 Lot	USD 60,000/-	USD 60,000/-
17	Gas Monitoring System, Make Uniphos. Consisting of 12Nos Fixed Catalytic Type Gas Sensors duly enclosed in a Flameproof Enclosure along with panel and Hooter for audio alarm.	1Lot	USD 15,000/-	USD 15,000/-
18	Supervision by 1 Senior Engineer for the sire erection activity including checking of safe installation, testing and commissioning.	1Job	USD 20,000/-	USD 20,000/-
19	Filling Hall with 24 Cylinder Carousel Systems with other Accessories, Make Siraga / Kosel.	1Job	USD 687,500/-	USD 687,500/-
TOTAL PRICE INCLUDING SUPPLY & SUPERVISION DURING ERECTION				USD 11,88,900/-

## 02. Details of Cylinder Specification:

Particular's		Qnt	Rate	Total Amount
CYLINDER	:12KG. LPG CYLINDER	60,000	\$ 24.00	\$ 1,440,000
DESIGN CODE	: DQT-4BA240			
SERVICE PRESSURE	:017KG/CM2			
TEST PRESSURE	: 34 KG /CM2			
WATER CAPACITY	: 26.4 LTS			
CYLINDER MATERIAL	: STEEL GRADE SG295 OR EQUIV			
SPUD / BUNG	: JIS G 4051 WITH 0.25 %C max. OR EQUIV.			
WELDING PROCESS CIRCUMFERENTIAL	: AUTOMATIC SUBMERGED ARC WELDING AWS A5.17 EM 12 K			
SPUD	: AUTOMATIC SUBMERGED ARC WELDING AWS A 5.17 ER 70 S- 6 : OR FULLY MECHANISED MAG WELDING AWS A5. 18 ER 70 S-6 SHIELDING CO2 + Ar			
COLLAR / FOOTRING	: SEMI AUTOMATIC MAG WELDING AWS A 5.18 ER 70 S- 6 SHIELDING CO2 + Ar			
HEAT TREATMENT	: NORMALIZED AT TEMPERATURE 890-930 C/-9 MINUTES			
SURFACE TREATMENT	: ABRASIVE BLASTING WITH CLEANUNESS SA2.5 ISO8501-1			
ZINC METALLIZING	: ONE COAT OF ZINC METALLIZED 40 MOCRONS (MIN)			
PAINTING	: 2 COATS STOVING ALKYD PAINT 50 MICRONS (MIN) OR 1 COAT POWDER PAINT 50 MICRONS (MIN)			
COLOUR	: RED RAL3000			
JOINTING COMPOUND	: TEFLON TAPE			
Total		<b>60,000</b>		<b>\$ 1,440,000</b>

### 03. Details of 18 MT Road Tanker

Particular's	Qnt	Rate	Total Amount
<b>Technical Specification for 18 MT Road Tanker:</b> Country of origin: India 18MT Road Tank as per ASME Sec VIII Div II Water Capacity 30300 Ltrs, Design Pressure, 15.5Kg/cm2 + Static Head (3G Effect) Design Temperature (-)20DegC to (+) 55 DegC Hydrotest Pressure -25KG/cm2 , Filling Ratio-0.47 <b><u>Material of Construction :</u></b> Shell/ Dished End/Pad Plate SA 516 Gr 70/ Flange/Manhole Flange /Coupling SA-105 Pipes SA 106 Gr B, Fastners SA-193 Gr 2H/SA 194 GR 4H Gaskets - CAF , Inside Dia-2350 mm, Overall Length-9865 mm. Shell Thickness - 14mm,Dished End Thickness-10mm , Corrosion Allowance-1.0 mm, Heat Treatment-Stress Relieving 100% @ 600C Radiography-100% <b><u>Painting</u></b> Sandblasting with 21/2,painted with undercoat and polyurethane Based white topcoat Min Thickness -225 Microns Final Coat Will Be White except chassis and your Logo, Company title etc. <b>TPI Inspection - DNV GL/SGS /SAFESS</b> <b><u>Trallor Specification</u></b> Suspension - Under mount tandem-axle mechanical suspension as per Equalizer Axle Spacing As per design Axle - Double Axel , BPW/ YORK-12000 Kg Capacity each Brake- Dual Line pneumatic brake system Parking brake- Type 30/30 Spring brake system on rear axles Wheel-10 holes 9.0-20 steel disk wheel Tyre-10R20 steel Radius (8+1) Spare, King Pin : 2"king Pin Landing Leg- 2 Speed manual operation type with sand shoe <b><u>Safety Fittings</u></b> Safety Relief Valve2"NPT- 2 Nos, Make Fisher /REGO Internal Excess Flow Check Valve2" - 2 Nos, Make Fisher /REGO Internal Excess Flow Check Valve 1.5" - 1 Nos, Make Fisher /REGO Roto Gauge 1" NPT - 1No Make Fisher /REGO Ball Valve 2"-02 No and 1.5" - 01 Globe Make Fixed Level Gauge- 1/4"-1 No Make Fisher /REGO Magnetic Liquid Level Gauge Rochestor Make - 1 No Pressure Gauge 3/8"NPT - 1 No. Make Fisher/REGO Temperature Gauge 1/2" BSP- 1 No Make Fisher /REGO ACME Adaptor- 2"-02 Nos, 1/2"-01 No Globe Make <b><u>Additional Safety Items</u></b> Fire Extinguisher ABC Type 9Kg-2nos , Tool Box - 1 No Earthing Reel 1No, Globe Make	3	\$ 40,000	\$ 120,000

<b><u>Lighting</u></b> Front marker Lamp-White LED, Side marker Lamp-White & Red Rear lamp-Red LED, Trun Signal Lamp-Amber LED <b><u>Accessories</u></b> Two Fenders, Two Bumpers, 1 Spare Tyre Fixing place Mud flaps Manual Type Spare Wheel carrier Nitrogen Purging -2KG/cm2			
<b>Total</b>	<b>3</b>		<b>\$ 120,000</b>

#### **04. Details of Prime Mover**

<b>Particular's</b>	<b>Qnt</b>	<b>Rate</b>	<b>Total Amount</b>
Prime Mover Technical Specification for Tata LPS 4018 Prime Mover Chasis. Engine Model: Cummins 6BT 5.9 TCIC Type: 6 Inline Cylinder Displacement : 5883 cc Max. Engine Output : 177 HP (132.5Kw) @ 2500 rpm Steering : Power Steering Wheelbase: 3200 mm Tyre Size & Quantity : 10R20 -16PR & 6 +1 (SP) GVW : 40200kg Manufacturer : Tata Motors Ltd, india Year of Manufacturer : 2015	3	2,281,000	6,843,000
<b>Total</b>	<b>3</b>		<b>6,843,000</b>

#### **05. Details of Weighting Bridge**

<b>Particular's</b>	<b>Qnt</b>	<b>Rate</b>	<b>Total Amount</b>
Weighting Bridge Type: STKLWB MODEL: XK3118K9 CAPACITY: 60,000 kg. (60MT) GRADUATION: 60,000 kg X 5kg Division PLATFORM SIZE: (3X12) Meter BRAND : KELI MADE IN : China	1	\$ 67,073	\$ 67,073
<b>Total</b>	<b>1</b>		<b>\$ 67,073</b>



**06. Details of Truck Specification:**

Particular's		Qnt	Rate	Total Amount
Truck (Nitol Tata)		6	BDT 2,487,000	BDT 14,922,000
Tata LPT 1615/48 EX-2 (Chassis)				
Engine Model	: Cummins 6BT 5.9			
Type	: 6 Inline Cylinder			
Displacement	: 5883 cc			
Max. Engine output	: 145HP (108 Kw) @ 2500 rpm			
Steering	: Hydraulic power Steering			
Wheelbase	: 4880 mm			
Tyre Size & Quantity	: 10R20 - 16PR & 6+1 (SP)			
GVW	: 16200 Kg			
Manufacturer	: Tata Motors Limited, India			
Total		6		BDT 14,922,000

**07. Details of Truck Fabrication:**

Particular's		Qnt	Rate	Total Amount
Truck Fabrication		6	BDT 370,000	BDT 2,220,000
Body Dimension:				
1) Total Length	: 19.00 Fits * 06 Inch			
2) Total Width	: 08.00 Fits			
3) Total Height	: 07.00 Fits			
Body Design:	Open Truck LP Gas Cylinder Carrying Van			
Materials Description (To be used for body fabrication):				
1. Chassis runner	: Made by 6mm M/S Plate			
2. Cross beam ara	: Made by 5mm M/S Plate			
3. V' Angle for cross beam	: 4mm x 1.5" x 1.5" BSRM 'V' Angle			
4. Body Floor	: Made by 4mm M/S Plate			
5. Side Pannel (LH & RH)	: Made by 16G M/S sheet & 2" * 2" Box tube & M/S Angle.			
6. Front & Rear Pannel	: Made by 16G M/S sheet & 2" * 2" Box tube & M/S Angle.			
7. Top Grill	: Made by 9mm M/S Rod			
8. Air Cutter	: Made by 18G M/S Sheet			
9. U-Clamp	: 08 nos with upper & lower guide plate			
10. Mudguard & Tools Box	: Made by 16 gauge M/S sheet			
11. Battery Case	: Made by 1" * 1.6 M/S V Angle.			
12. Rear & Side checker plate	: Made by 2mm check plate			
13. Outside body color	: Enamel Painting.			
Total		6		BDT 2,220,000

#### **08. Details of 250 kVA Generator**

Particular's	Qnt	Rate	Total Amount
Technical Specification of 250 kVA Prime Power Diesel Generator Brand: Ferbo-Energy Model: FE 280 P-O-A Prime Power: 250 kVA Standby Power: 275 kVA Voltage: 400/230 volts Phase: 3 , 4 wire Frequency : 50 Hz Power Factor: 0.8 R.P.M: 1500 Engine: Perkins of USA Engine Model: 1506A-E88TAG3 Alternator: Mecc Alte, Italy / UK Alternator Model : ECO38-1L Controller Name: ComAp Controller Model: AMF-25 Manufacturer: Green Power System S.R.L Origin: Italy	1	BDT 3,040,000	BDT 3,040,000
<b>Total</b>	<b>1</b>		<b>BDT 3,040,000</b>

#### **09. Details of 400 kVA Substation**

Particular's	Qnt	Rate	Total Amount
<b>400 kVA Substation Equipment :</b> 01. HT Switchgear (LBS) 02. 400kVA Transformer 03. 630A LT Switchgear 04. 240KVAR Automatic PFI Plant 05. Earthing of Sub-Station Equipment 06. 11kV Drop out Fuse 07. 11kV Lightning Arrestor 08. Heat Shrink of adequate size 09. Installation, Loading, Unloading, Carrying 10. Licensing Board Permission	1	BDT 1,606,000	BDT 1,606,000
<b>Total</b>	<b>1</b>		<b>BDT 1,606,000</b>

### 10. Details of Factory Shed, Store Room & Office Building

#### COST ESTIMATION FOR PROPOSED LPG STORAGE & BOTTLING PLANT AT GOZARIA, MUNSHIGANJ.

SL. #	Structure Name	Area	Type	Price in BDT	Total Amount (BDT)
1	Store Room	1406 SFT	Steel Part	1,067,650	2,067,650
			Civil Part	1,000,000	
2	LPG Cylinder Yard	1406 SFT	Steel Part	1,067,650	2,067,650
			Civil Part	1,000,000	
3	Office Room	1449 SFT	Steel Part	1,249,245	2,299,245
			Civil Part	1,050,000	
4	Control Room	483 SFT	Steel Part	416,415	766,415
			Civil Part	350,000	
5	Sub-Station Room	1700 SFT	Steel Part	1,268,030	2,468,030
			Civil Part	1,200,000	
6	LPG Cylinder Test Room	3324 SFT	Steel Part	2,269,400	4,369,400
			Civil Part	2,100,000	
7	Security Room	336 SFT	Steel Part	618,075	1,443,075
			Civil Part	825,000	
8	Carousel for Filling LPG Cylinder	6070 SFT	Steel Part	4,500,420	9,518,535
			Civil Part	5,018,115	
SUB TOTAL=					25,000,000

- (b) **Utilization of the total amount of paid-up capital and share premium, if any, including the sponsors' contribution and capital raised of the issuer at the time of submission of prospectus, in details with indication of use of such funds in the financial statements;**

Tk. 300,000, Tk. 94,700,000 and Tk. 355,000,000 have been raised prior to the public issue on dated March 22, 2007, May 30, 2015 and December 31, 2015 respectively.

Indication of use of these funds totaling Tk. 450,000,000 in the statement of cash flows:

Accounting Year	Items	Amount In BDT	Reflected in cash flows
31st March, 2008	Capital Investment	3,00,000	The figure is included in Acquisition of Property, Plant & Equipment under the head of Investing Activities.
31st March, 2012	Acquisition of Property, Plant & Equipment	22,630,500	The figure is included in Acquisition of Property, Plant & Equipment under the head of Investing Activities.
	Investment in Share	52,067,144	The figure is included in Investment in Share under the head of Investing Activities.
	Spare parts Purchase	25,643,453	The figure is included in paid for Spare parts Purchase under the head of Investing Activities.
31st March, 2013	Acquisition of Property, Plant & Equipment	53,517,900	The figure is included in Acquisition of Property, Plant & Equipment under the head of Investing Activities.
	Investment in Share	26,289,000	The figure is included in Investment in Share under the head of Investing Activities.
31st March, 2014	Acquisition of Property, Plant & Equipment	36,102,100	The figure is included in Acquisition of Property, Plant & Equipment under the head of Investing Activities.
	Investment in Share	26,533,100	The figure is included in Investment in Share under the head of Investing Activities.
	Spare parts Purchase	6,929,764	The figure is included in paid for Spare parts Purchase under the head of Investing Activities.
30th June, 2016	Acquisition of Property, Plant & Equipment	40,932,420	The figure is included in Acquisition of Property, Plant & Equipment under the head of Investing Activities.
	Advance against Land	149,000,000	The figure is included in Advance against Land under the head of Investing Activities.
	Capital work-in-Progress	10,054,619	The figure is included in Capital work-in-Progress under the head of Investing Activities.
<b>Total</b>		<b>450,000,000</b>	

- (c) **If one of the objects is an investment in a joint venture, a subsidiary, an associate or any acquisition, details of the form of investment, nature of benefit expected to accrue to the issuer as a result of the investment, brief description of business and financials of such venture;**

The Company has no objects to investment in such type of ventures by using Use of IPO proceeds.

- (d) **If IPO proceeds are not sufficient to complete the project, then source of additional fund must be mentioned. In this connection, copies of contract to meet the additional funds are required to be submitted to the Commission. The means and source of financing, including details of bridge loan or other financial arrangement, which may be repaid from the proceeds of the issue along with utilization of such funds;**

Total project costs of this upcoming New LPG Storage and Distribution Plant in Chorkalikapur, Imampur, Gazaria, Munshigonj has been estimated at Tk. 292,046,000. The IPO proceeds of Tk. 279,600,000 will be used as equity contribution to the Project. The rest Tk. 12,446,000 will be financed from internal generation of fund.

- (e) A schedule mentioning the stages of implementation and utilization of funds received through public offer in a tabular form, progress made so far, giving details of land acquisition, civil works, installation of plant and machinery, the approximate date of completion of the project and the projected date of full commercial operation etc. The schedule shall be signed by the Chief Executive Officer or Managing Director, Chief Financial Officer and Chairman on behalf of Board of Directors of the issuer;

Sl. No.	Particulars	Progress made so Far	Approximate date of Completion of the projects (after receiving of IPO fund)	Projected date of full commercial operation
01	Land Acquisition	No Land is required to be acquired as land is taken leased.	-	Within 3 month of the completion of the project
02	4 x 50 MT LPG Satellite Plant with filling hall equipments	Satellite Plant with filling hall equipments will be installed after finishing Construction of Factory Shed, Store Room & Office Building.	15 months	
03	Cylinder (12.5 kg)	Cylinder will be purchased after finishing Construction of Factory Shed, Store Room & Office Building.	13 months	
04	Road Tanker	Road Tanker will be purchased after finishing Construction of Factory Shed, Store Room & Office Building.	13 months	
05	Mover	Mover will be purchased after finishing Construction of Factory Shed, Store Room & Office Building.	11 months	
06	Weighting Bridge	Weighting Bridge will be purchased and set up after finishing Construction of Factory Shed, Store Room & Office Building.	13 months	
07	Truck (Nitol Tata)	Truck (Nitol Tata) will be purchased after finishing Construction of Factory Shed, Store Room & Office Building.	11 months	
08	Truck Fabrication	Truck Fabrication will be done after the purchase of Truck.	11 months	
09	Diesel Generator (250 KVA)	Diesel Generator will be installed after finishing Construction of Factory Shed, Store Room & Office Building.	11 months	
10	Sub -station (400 KVA)	Sub -station will be installed after finishing Construction of Factory Shed, Store Room & Office Building.	12 months	
11	Factory Shed, Store Room & Office Building	Construction of Factory Shed, Store Room & Office Building will be started after receiving of IPO fund.	10 months	
12	Freight and clearing charge	Freight and clearing charge will be incurred in purchase of related assets.	15 months	
13	Electrical work (main/sub/motor panes, DB, Controls etc.)	Electrical work will be done after finishing Construction of Factory Shed, Store Room & Office Building.	11 months	

Sd/-  
**Mohammed Riyadh Ali**  
Managing Director

Sd/-  
**Kazi Mahmudul Hoque**  
Chief Financial Officer

Sd/-  
**H. M. Hakim Ali**  
Chairman,  
On behalf of Board

- (f) If there are contracts covering any of the activities of the issuer for which the proceeds of sale of securities are to be used, such as contracts for the purchase of land or contracts for the construction of buildings, the issuer shall disclose the terms of such contracts, and copies of the contracts shall be closed as annexure to the prospectus;**

There is no such contract yet to be engaged by the Company.

- (g) If one of the objects of the issue is utilization of the issue proceeds for working capital, basis of estimation of working capital requirement along with the relevant assumptions, reasons for raising additional working capital substantiating the same with relevant facts and figures and also the reasons for financing short with long term investments and an item wise break-up of last three years working capital and next two years projection;**

No objects of the issue are utilization of the issue proceeds for working capital.

- (h) Where the issuer proposes to undertake one or more activities like diversification, modernization, expansion, etc. The total project cost activity-wise or project wise, as the case may be;**

The Company has planned to implement this project by installing 4 x 50 MT LPG Satellite Plant with filling hall equipments, Diesel Generator (250 KVA), Sub -station (400 KVA), purchasing Cylinder (12.5 kg), Road Tanker, Mover, Truck (Nitol Tata), Fabricating Truck, Constructing Weighting Bridge, Factory Shed, Store Room & Office Building, incurring Freight and clearing charge and doing Electrical work (main/sub/motor panes, DB, Controls etc.), which have been mentioned in Use of IPO proceeds and projects Implementation schedule.

- (i) Where the issuer is implementing the project in a phased manner, the cost of each phase, including the phases, if any, which have already been implemented;**

The Company has planned to implement the project by using IPO proceeds after receiving the funds, which have been mentioned in Use of IPO proceeds and projects Implementation schedule.

- (j) The details of all existing or anticipated material transactions in relation to utilization of the issue proceeds or project cost with sponsors, directors, key management personnel, associates and group companies;**

There is no existing or anticipated material transaction in relation to utilization of the issue proceeds or project cost with sponsors, directors, key management personnel, associates and group companies.

- (k) **Summary of the project appraisal or feasibility report by the relevant professionals not connected with the issuer, issue manager and registrar to the issue with cost of the project and means of finance, weaknesses and threats, if any, as given in the appraisal or feasibility report.**

**Feasibility Report of Intraco Refueling Station Limited**

**Executive Summary**

Intraco Refueling Station Limited (IRSL) was incorporated in Bangladesh as a Private Limited Company vide Registration No. C-66298(3790)/07 dated 27th March, 2007. The Company had been converted into a public Limited Company on 28th June 2015 under The Companies Act, 1994. The registered office and principal place of business of the company is located at INTRACO CENTER, House # 40, Block # J, Pragati Sarani, Baridhara, Dhaka-1212. IRSL wants to start LP Gas business in Bangladesh. Some projections regarding profitability and other financial issues are analyzed. IRSL has made projections of Statement of Financial Position and Statement of Comprehensive Income for the upcoming three reporting years. This Feasibility Report discusses and shows the various aspects of Expansion Program of Intraco Refueling Station Limited (IRSL).

**Introduction**

Intraco Refueling Station Limited (IRSL) is involved in the operation of CNG Refueling Station in different places in Bangladesh. Besides this, the company has taken the initiative to establish a LPG Storage and Distribution Plant in Chorkalikapur, Imampur, Gazaria, Munshigonj by considering its potentiality and identifying the opportunity to serve the nation. The Imported LPG will be brought by bulk carrier to proposed plant in Chorkalikapur, Imampur, Gazaria, Munshigonj, Bangladesh where they would be unloaded through compressor and LPG pump, piping and stored in the 4 x 50 MT capacity LPG cylindrical storage tanks in the plant. The LPG from tank storage would be sent to the Bottling & Filling plant to be distributed in 12.5 kg Domestic and 30 kg & 45 kg Industrial cylinder.

**Business Expansion at a glance (LPG Project)**

**TOTAL COST OF THE PROJECT:** Tk. 292,046,000

**PRODUCT TO BE PRODUCED:** LP GAS

**COST OF THE PROJECT:**

SL No	Items	Qnt	Unit Price	Local	Foreign	BDT
01	4 x 50 MT LPG Satellite Plant with filling hall equipments	1	\$ 1,188,900	-	\$ 1,188,900	97,489,800
02	Cylinder (12.5 kg)	60000	\$ 24.00	-	\$ 1,440,000	118,080,000
03	Road Tanker	3	\$ 40,000	-	\$ 120,000	9,840,000
04	Mover	3	2,281,000	6,843,000	-	6,843,000
05	Weighting Bridge	1	\$ 67,073	-	\$ 67,073	5,500,000
06	Truck (Nitol Tata)	6	2,487,000	14,922,000	-	14,922,000
07	Truck Fabrication	6	370,000	2,220,000	-	2,220,000
08	Diesel Generator (250 KVA)	1	3,040,000	3,040,000	-	3,040,000
09	Sub -station (400 KVA)	1	1,606,000	1,606,000	-	1,606,000
10	Factory Shed, Store Room & Office Building		-	25,000,000	-	25,000,000



11	Freight and clearing charge		-	5,000,000	-	5,000,000
12	Electrical work (main/sub/motor panes, DB, Controls etc.)		-	2,505,200	-	2,505,200
	<b>Sub Total</b>			<b>61,136,200</b>	<b>\$ 2,815,973</b>	<b>292,046,000</b>

**MEANS OF FINANCE:**

Sl.	Mode of Financing	Total Financing (Tk.)
01	From Company's internal generation of fund	<b>12,446,000</b>
02	IPO Proceeds 300,000,000 Less: IPO Expense 20,400,000	<b>279,600,000</b>
	<b>TOTAL</b>	<b>292,046,000</b>

**Weaknesses:**

2. **Expansion:** Expansion is difficult due to government approval for CNG Stations.

**Threats:**

3. **Intense Competition:** There is rivalry among the competitors to get the market share as maximum as possible.
4. **Political Unrest:** In our country, we have to cope with political unrest.

**PROJECT**

NAME : **INTRACO REFUELING STATION LTD.**

Registered Office : INTRACO CENTER, House # 40, Block # J,  
Pragati Sarani, Baridhara, Dhaka-1212.

**PRODUCT TO BE PRODUCED** : LP Gas

**ORGANIZATION SET-UP:**

The overall management of the Company's business will be vested in its Board of Directors. The Managing Director will be the CEO of the Company who will assume overall responsibility of day-to-day affairs of the Company. He will be closely assisted by the other Directors of the Company for efficient management of the Company.

The organization structure of the Company will be based on line and staff method. The job responsibility of the management and technical personnel will be clearly defined by the Managing Director and also board of Directors of the Company.

## **Directors and their background**

The particulars of Directors of **Intraco Refueling Station Ltd.** are described below:

SL	Name of Director, Father's Name, Age & Experience		Residential Address	Educational Qualification
1	<b>Name:</b> <b>Position:</b> <b>Father's Name:</b> <b>Age:</b> <b>Experience:</b>	<b>H. M. Hakim Ali</b> Chairman Late Haji Asalat Miah 66 Years 36 Years	House-11, Road-01, Baridhara R/A, Dhaka.	LLB & Diploma in Hospitality Management
2	<b>Name:</b> <b>Position:</b> <b>Father's Name:</b> <b>Age:</b> <b>Experience:</b>	<b>Mohammed Riyadh Ali</b> Managing Director H. M. Hakim Ali 38 Years 15 Years	House-11, Road-01, Baridhara R/A, Dhaka.	MBA
3	<b>Name:</b> <b>Position:</b> <b>Father's Name:</b> <b>Age:</b> <b>Experience:</b>	<b>Shaiful Alam Chowdhury</b> Director Late Saleh Ahmed Chowdhury 63 Years 36 Years	Vill-Fatchabad, P.S- Hathazari, Chittagong.	B. Sc Engineer (Mechanical)
4	<b>Name:</b> <b>Position:</b> <b>Father's Name:</b> <b>Age:</b> <b>Experience:</b>	<b>Mrs. Hoda Ali Selim Ahmed</b> <b>Mohamed</b> Director Ali Selim Ahmed 39 Years 4 Years	House-11, Road-01, Baridhara R/A, Dhaka.	Bachelor of Law
5	<b>Name:</b> <b>Position:</b> <b>Father's Name:</b> <b>Age:</b> <b>Experience:</b>	<b>S. M. Monir Ahmed</b> Independent Director Late Nuruzzaman 67 Years 37 Years	House # 8, Road # 6, Nikunja-1, Dhaka- 1229.	B. Sc Engineer (Electrical)

\*\* There is no nominated director.

**H.M. Hakim Ali, Chairman**

Mr. H M Hakim Ali is the Chairman of Intraco Refueling Station Ltd. He is a veteran & business personality of 66 Years age. He is an LL.B and also he has completed Diploma in Hospitality Management from Cornell University, USA & Salzburg University, Australia. Mr. Hakim is a successful industrialist. He is the Chief Executive Officer and Director of Hotel Agrabad Ltd, since 1971. He is also Director of Hotel International Ltd (The pan Pacific Sonargaon Hotel) since 1991 and Director of Chittagong Metropolitan Chamber of Commerce & Industry since 2009. Mr. Hakim is presently the Honorary Consul General of the Republic of the union of Myanmar in Chittagong before this he was former honorary consul of the Republic of Indonesia in Chittagong. He is also president of Bangladesh International Hotel Association since 2012, and he was the president of Bangladesh Foundation for Tourism Development & International Vacation Club from 2011 to 2015. Mr., Hakim got awarded in 14th March 2008 the 'Man of Achievement' from the International Biographical Centre, England, and also elected the Member of the Hotel and Catering International Management Association; UK. His contribution in the continuous development of Intraco Refueling Station Ltd is a source of inspiration for the company. He is also Chairman of Intraco Properties Ltd. and Tangail CNG Refueling Station Ltd. and Director of and Agrabad Beach Hotels Ltd.

**Mohammed Riyadh Ali, Managing Director**

Mr. Mohammed Riyadh Ali is the Managing Director of Intraco Refueling Station Ltd. He is a dynamic & successful entrepreneur of 38 years age. He has completed his Masters of Business Administration from Pacific University, Hawaii, USA. Mr. Ali comes of a reputed business family and is the founder of Intraco Refueling Station Ltd. Being a successful entrepreneur, he has established various businesses, to mention a few, like Intraco Properties Ltd, Intraco Solar Power Ltd, Intraco CNG Ltd, Tangail CNG Refueling Station Ltd, Dosan Trade Bangladesh Ltd & Hawlader Enterprises Ltd.

Mr. Ali is not only an eminent leading and successful businessman and social activist in Bangladesh but also successful in diplomat. He is the Honorary Consul of the Republic of Korea to Chittagong and former vice President of Bangladesh CNG Station and Conversion Workshop Owners Association, founder director of Korea Bangladesh Chamber of Commerce & Industries, former Secretary General of Korea Bangladesh Chamber of Commerce and Industry, as well as member of various socio cultural organizations.

Mr. Mohammed Riyadh Ali has organized and attended many national and international exhibitions, seminars, workshops, trainings, symposia, trade shows, and fairs and represented as delegate for business promotion in abroad. He established Butterfly Park Bangladesh Ltd, an eco-friendly park with live butterfly. For his contribution in the field, he has been recognized and honored with the award "HSBC-The Daily Star Climate Champion Award", on 2012 and the "Divisional Environmental Award" on 2013, in Bangladesh.

**Shaiful Alam Chowdhury, Director**

Mr. Shaiful Alam Chowdhury is a Director of Intraco Refueling Station Ltd. He is 63 years old. Mr. Shaiful Alam Chowdhury graduated in the field of Bachelor of Science in Mechanical Engineering from Engineering College, Chittagong. He joined the Titas Gas Transmission and Distribution Co. Ltd. (TGTDCL), a company under Bangladesh Oil, Gas and Mineral Corporation (Petrobangla) in 1978 and since then served in different key positions, such as General Manager, Managing Director in different Companies under Petrobangla, & Director of Petrobangla. He has advanced professional trainings from reputed institutions in USA, UK, Canada, Australia and Singapore.

**Mrs. Hoda Ali Selim Ahmed Mohamed, Director**

Mrs. Hoda Ali Selim Ahmed Mohamed is a director of Intraco Refueling Station Ltd. She is an amiable and dynamic lady of 39 years age. She is spouse of Mr. Mohammed Riyadh Ali (Managing Director) and daughter-in-law of Mr. H. M. Hakim Ali & Mrs. Monowara Hakim Ali. She has completed her Bachelor of Law Degree from Cairo University. Mrs. Hoda Ali worked as a legal advisor of Embassy of Egypt in Bangladesh. She is also playing vital role of professionalism in the ventures of Intraco Group: Managing Director of Intraco Renewable Energy Ltd, Managing Director of Intraco Power Ltd, Managing Director of Intraco Ready-mix Ltd, Managing Director of Intraco Developers Ltd, Managing Director of Intraco Water World Ltd.

**S.M. Monir Ahmed, Independent Director**

Mr. S. M Monir Ahmed is an independent Director of Intraco Refueling Station Ltd. He is 67 years old. Mr. Ahmed graduated in the field of Bachelor of Science in Electrical Engineering from BUET. He joined the Bangladesh Civil Service Telecommunications Cadre in 1972 and served in different key positions, including Member (Maintenance & Operation) in former Bangladesh Telegraph and Telephone Board and the Managing Director of Telephone Shilpa Sangstha. He also served as Commissioner of Bangladesh Telecommunication Regulatory Commission. He had his post graduate studies and advanced professional trainings in reputed educational institutions in Germany, UK, Belgium, Japan, and USA.

## **Market Study**

### **LPG Sector Characteristics and Overview**

LP Gas can be transported, stored, and used virtually anywhere in the world. It does not require a fixed network and does not deteriorate over time. LP Gas is very clean burning and has lower greenhouse gas emissions than any other fossil fuel when measured on a total fuel cycle. Originating mainly from natural gas production, it is also non-toxic and will not contaminate soil or aquifers in the event of a leak.

LP Gas is cost-effective, since a high proportion of its energy content is converted into heat. LP Gas can be up to five times more efficient than traditional fuels, resulting in less energy wastage and better use of energy resources. LP Gas is a multi-purpose energy. There are more than a thousand applications, from cooking, heating, air conditioning and transportation, to cigarette lighters and even the Olympic torch.

## Investment Opportunity in this Sector

Bangladesh government is encouraging consumption of Liquefied Petroleum Gas (LPG) instead of piped natural gas to ease the mounting gas crisis across the country. The energy ministry has already asked the LPG firms to increase their import of LPG to meet the gross mismatch between the demands for supply of piped gas, especially in households for cooking and light engineering workshops.

The government decision to encourage LPG use has come at a time when gas crisis turned acute and the urban residents are struggling for cooking due to insufficient gas supplies and drastic fall in gas pressure.

To cope with severe gas crisis, the government has stopped providing new gas connections for over a year. Under the present context there is no alternative to encourage LPG use as gas pressure is falling sharply due to rapid growth of consumers. Besides, the present gas pipeline infrastructure is not adequate to supply sufficient gas to the consumers.

## LPG Scenario: Current Market & Future Possibilities

LPG marketing in Bangladesh was pioneered by state-owned Bangladesh Petroleum Corporation (BPC) in the late 1970s, but with the increasing demand in the mid-1990s the government allowed

LPG imports and permitted private entrepreneurs to invest in LPG import, storage and bottling facilities.

Now a day, scarcity of primary energy has created potential LPG market in the following segments:

**Greenfield Domestic Consumers:** Major part of the country is yet to be covered by gas pipeline network. Consumers not covered by gas pipeline are dependent on electric heater, firewood and cow dung for everyday cooking needs. Day by day, these indigenous fuel resources are becoming hard to obtain and expensive as well. If these consumers are enticed with smooth supply of LPG bottle with competitive price, new LPG market with huge demand will be created in a shortest possible time.

**Brownfield Domestic Consumers:** GoB has adopted a policy for not to connect new consumers in areas where gas supply shortfall persists. As a result, new residents at Dhaka and other cities are now diverted to use alternative fuel at their newly constructed high-rise apartment complex. LPG bottles have become the first choice to these consumers. High population density in Dhaka city will require numerous LPG bottles immediately. Instead of supplying numerous individual LPG bottles in each apartment, a common LPG storage tank of sufficient capacity can be installed at each apartment complex. From that storage, LP gas can be distributed to the apartments with conventional internal pipeline system. The common LPG storage can be filled up periodically (such as once in a month) or as & when required basis by LPG distributor, i.e. Navana LPG. This would ensure uninterrupted supply, efficient and economic distribution of LPG. This concept will break the recent stalemate in the real estate sector and will create new market for LPG. Navana LPG can introduce such system in their apartment projects where pipeline gas cannot be supplied.

**Industrial Usage:** Being as a developing country, industrialization rate is significantly high in Bangladesh although this rate has been slashed down by insufficient supply of electricity and natural gas. Most of the new industrial complex is not supplied with required volume of natural gas at specific pressure. Besides, new industries are not getting pipeline gas connection resulting those inclined to use alternate fuel for running their industries. Such industries can install a mini LPG storage system and have supply agreement with LPG distributor (i.e. Navana LPG) for starting up their factory. This concept will create a new market segment for LPG and further boost the economy of the country.

**Transport Sector:** In modern countries, LPG is preferred to CNG as fuel. LPG is Cleaner, Greener and Cheaper. LPG Auto gas is by far the most widely available environmentally friendly alternative fuel with over 1400 refueling sites throughout the UK, most of which are on petrol forecourts. Recent independent tests have also shown that LPG has the best environmental record compared with petrol and diesel. Drivers and fleet operators save money each year by switching to LPG and this includes cars, vans and taxis whilst benefiting the environment. Driving an LPG vehicle is safe, easy and best of all, much cheaper than driving a petrol or diesel model. Most petrol engines can be converted and there are currently around 21 million vehicles worldwide with over 10 million in Europe and over 170,000 in the UK running on LPG. They are producing less harmful emissions than those driving petrol or diesel, whilst making significant savings at the pumps.

LPG can be transported in bulk carrier and can be distributed to its potential customers. Apart from this, there can be refueling station of LPG gas from which LPG gas can be distributed. In addition, bottling plant can be made in order to sell LPG. LPG has a very wide variety of uses, mainly used for cylinders across many different markets as an efficient fuel container in the agricultural, recreation, hospitality, construction.

### Financial Projections

The financial projections for Intraco Refueling Station Limited (IRSL) are highlighted in the table below. These figures account for projected productions, sales and additional staffing requirements. There are many ways to present these projections.

### The assumptions for these projections are as follows:

(Each year calculation is made comparing with respective previous year)

### Existing Project:

The projected financial statement has been prepared on underlying assumption					
Assumption indicator	Assumption's Basis	Assumptions Years			
		30-June-18	30-June-19	30-June-20	30-June-21
Capacity Increase	Capacity will be increased as new plants and machineries will be introduced.	1%	10%	5%	5%
Capacity Utilization	Capacity utilization will be almost same.	82%	83%	83%	83%
Sales Revenue Increase/ (Decrease)	Sales Revenue will be increased by the increase of regular sales volume and demand.	3.99%	8.00%	6.85%	5.00%
Operating Expenses Increase/ (Decrease)	Operating expenses will be increased due to increase of production and sales.	3.21%	9.00%	7.75%	5.75%
Property, Plant and Equipment Addition	Property, Plant and Equipment will be acquired in every year for the purpose of production increase.	0.52 Crore	9.99 Crore	10.28 Crore	13.23 Crore
Paid up Capital	Paid up Capital will be same.	-	-	-	-
Long term Loan Repayment	Current portion of long term loan will be paid in each year.	1.97 Crore	1.97 Crore	1.23 Crore	-
Dividend	Dividend is not considered here as the decision is not predetermined.	-	-	-	-

**New Project:**

	<b>The projected financial statement has been prepared on underlying assumption</b>				
<b>Assumption indicator</b>	<b>Assumption's Basis</b>	<b>Assumptions Years</b>			
		<b>30-June-18</b>	<b>30-June-19</b>	<b>30-June-20</b>	<b>30-June-21</b>
Capacity Increase	Capacity will be increased as new plants and machineries will be introduced.	-	Operation started	40%	30%
Capacity Utilization	Capacity utilization will be almost same (One shift).	-	20%	40%	55%
Sales Revenue Increase	Sales Revenue will be increased by the increase of sales volume. Commercial operation will be expected to commence from FY 2018-19.	-	Operation started	30.00%	25.00%
Operating Expenses Increase/ (Decrease)	Operating expenses will be increased due to increase of production and sales.	-	Operation started	30.00%	25.00%
Property, Plant and Equipment Addition	Property, Plant and Equipment will be increased in every year for the purpose of production increase.	10.46 Crore	15.28 Crore	9.50 Crore	11.50 Crore
Capital Work-In-Progress	There will be some Capital Work-In-Progress assets incurred from the IPO proceeds and subsequently be capitalized.	6.00 Crore	-	-	-
Paid up Capital Increase	Paid up Capital will be increased by Tk. 300,000,000 through IPO in FY 2017-2018.	30 Crore	-	-	-
Long term Loan Repayment	No long term loan will be taken or repaid in each year.	-	-	-	-
Dividend	Dividend is not considered here as the decision is not predetermined.	-	-	-	-



## Statement of Financial Position

### Projected for Existing Project:

*Amount in Tk.*

Particulars	30-06-2017	30-06-2018	30-06-2019	30-06-2020	30-06-2021
	Existing Consolidated Project (Audited)	Existing Project (Projected)	Existing Project (Projected)	Existing Project (Projected)	Existing Project (Projected)
<b>NON-CURRENT ASSETS</b>					
Property, Plant & Equipment	740,282,547	820,799,287	871,482,697	922,016,922	999,048,459
Stock of Machineries	89,620,000	-	-	-	-
Capital Work-In-Progress	30,079,462	-	-	-	-
<b>Total Non-Current Assets</b>	<b>859,982,010</b>	<b>820,799,287</b>	<b>871,482,697</b>	<b>922,016,922</b>	<b>999,048,459</b>
<b>CURRENT ASSETS</b>					
Inventories	11,023,248	12,125,573	14,550,687	17,460,825	20,952,990
Trade & Other Receivables	11,477,851	14,493,547	22,294,922	32,616,722	35,007,831
Intercompany Receivable (New Project)	-	12,446,000	-	-	-
Advance, deposit & pre-payments	43,169,465	44,252,278	45,811,339	50,431,588	56,483,378
Cash & cash equivalent	17,123,697	24,154,952	46,080,465	55,856,823	57,168,886
<b>Total Current Assets</b>	<b>82,794,261</b>	<b>107,472,350</b>	<b>128,737,413</b>	<b>156,365,957</b>	<b>169,613,085</b>
<b>TOTAL ASSETS</b>	<b>942,776,271</b>	<b>928,271,637</b>	<b>1,000,220,110</b>	<b>1,078,382,879</b>	<b>1,168,661,544</b>
<b>SHARE HOLDERS EQUITY</b>					
Share Capital	450,000,000	450,000,000	450,000,000	450,000,000	450,000,000
Retained Earnings	174,232,812	249,147,898	332,034,344	421,319,572	516,033,561
<b>Equity attributable to owners of the Company</b>	<b>624,232,812</b>	<b>699,147,898</b>	<b>782,034,344</b>	<b>871,319,572</b>	<b>966,033,561</b>
Non-Controlling Interest	13,518,923	15,141,348.03	16,936,408	18,870,046	20,921,253
<b>Total Equity</b>	<b>637,751,735</b>	<b>714,289,246</b>	<b>798,970,752</b>	<b>890,189,618</b>	<b>986,954,814</b>
<b>NON-CURRENT LIABILITIES</b>					
Deferred Tax Liability	82,086,547	89,504,764	96,408,039	102,604,874	109,178,493
Long Term Borrowings	51,722,992	32,014,237	12,305,482	-	-
	<b>133,809,538</b>	<b>121,519,001</b>	<b>108,713,520</b>	<b>102,604,874</b>	<b>109,178,493</b>
<b>CURRENT LIABILITIES</b>					
Current portion of Long Term Borrowings	19,708,755	19,708,755	19,708,755	12,305,482	-
Trade & Others Payables	57,333,698	43,000,274	40,850,260	38,807,747	36,867,359
Liabilities for expenses	8,429,195	5,454,656	4,363,725	3,490,980	2,792,784
Intercompany Payable	-	-	-	-	-
Workers Profit Participation fund	8,759,186	5,224,289	5,752,729	6,196,836	6,573,619
Dividend Payable	-	-	-	-	-
Provision for Tax	76,984,165	19,075,416	21,860,369	24,787,343	26,294,474
<b>TOTAL CURRENT LIABILITIES</b>	<b>171,214,998</b>	<b>92,463,390</b>	<b>92,535,838</b>	<b>85,588,387</b>	<b>72,528,236</b>
<b>TOTAL LIABILITIES</b>	<b>305,024,537</b>	<b>213,982,391</b>	<b>201,249,358</b>	<b>188,193,262</b>	<b>181,706,729</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>942,776,271</b>	<b>928,271,637</b>	<b>1,000,220,110</b>	<b>1,078,382,879</b>	<b>1,168,661,544</b>

## Projected for New Project:

Amount in Tk.

Particulars	30-06-2017	30-06-2018	30-06-2019	30-06-2020	30-06-2021
	Existing Consolidated Project (Audited)	New Project (Projected)	New Project (Projected)	New Project (Projected)	New Project (Projected)
<b>NON-CURRENT ASSETS</b>					
Property, Plant & Equipment	740,282,547	104,556,200	299,523,240	376,551,846	468,958,735
Stock of Machineries	89,620,000	-	-	-	-
Capital Work-In-Progress	30,079,462	60,000,000	-	-	-
<b>Total Non-Current Assets</b>	<b>859,982,010</b>	<b>164,556,200</b>	<b>299,523,240</b>	<b>376,551,846</b>	<b>468,958,735</b>
<b>CURRENT ASSETS</b>					
Inventories	11,023,248	-	2,273,663	2,796,605	3,439,825
Trade & Other Receivables	11,477,851	-	5,525,524	6,796,395	8,359,565
Intercompany Receivable (New Project)	-	-	-	-	-
Advance, deposit & pre-payments	43,169,465	20,400,000	-	-	-
Cash & cash equivalent	17,123,697	127,489,800	35,577,267	28,985,828	18,786,628
<b>Total Current Assets</b>	<b>82,794,261</b>	<b>147,889,800</b>	<b>43,376,454</b>	<b>38,578,828</b>	<b>30,586,018</b>
<b>TOTAL ASSETS</b>	<b>942,776,271</b>	<b>312,446,000</b>	<b>342,899,694</b>	<b>415,130,673</b>	<b>499,544,753</b>
<b>SHARE HOLDERS EQUITY</b>					
Share Capital	450,000,000	300,000,000	300,000,000	300,000,000	300,000,000
Retained Earnings	174,232,812	-	28,890,857	85,391,829	156,018,043
<b>Equity attributable to owners of the Company</b>	<b>624,232,812</b>	<b>300,000,000</b>	<b>328,890,857</b>	<b>385,391,829</b>	<b>456,018,043</b>
Non-Controlling Interest	13,518,923	-	-	-	-
<b>Total Equity</b>	<b>637,751,735</b>	<b>300,000,000</b>	<b>328,890,857</b>	<b>385,391,829</b>	<b>456,018,043</b>
<b>NON-CURRENT LIABILITIES</b>					
Deferred Tax Liability	82,086,547	-	3,852,114	11,385,577	20,802,406
Long Term Borrowings	51,722,992	-	-	-	-
	<b>133,809,538</b>	<b>-</b>	<b>3,852,114</b>	<b>11,385,577</b>	<b>20,802,406</b>
<b>CURRENT LIABILITIES</b>					
Current portion of Long Term Borrowings	19,708,755	-	-	-	-
Trade & Others Payables	57,333,698	-	1,076,252	1,442,178	1,788,300
Liabilities for expenses	8,429,195	-	1,376,242	1,844,164	2,102,347
Intercompany Payable	-	12,446,000	-	-	-
Workers Profit Participation fund	8,759,186	-	1,926,057	3,766,731	4,708,414
Dividend Payable	-	-	-	-	-
Provision for Tax	76,984,165	-	5,778,171	11,300,194	14,125,243
<b>TOTAL CURRENT LIABILITIES</b>	<b>171,214,998</b>	<b>12,446,000</b>	<b>10,156,723</b>	<b>18,353,268</b>	<b>22,724,305</b>
<b>TOTAL LIABILITIES</b>	<b>305,024,537</b>	<b>12,446,000</b>	<b>14,008,837</b>	<b>29,738,845</b>	<b>43,526,710</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>942,776,271</b>	<b>312,446,000</b>	<b>342,899,694</b>	<b>415,130,673</b>	<b>499,544,753</b>

## Statement of Comprehensive Income (Projected)

### Projected for Existing Project:

*Amount in Tk.*

Particulars	Audited	Projected			
	30-06-2017	30-06-2018	30-06-2019	30-06-2020	30-06-2021
	Existing Consolidated Project	Existing Project	Existing Project	Existing Project	Existing Project
<b>Sales Revenue</b>	<b>993,352,993</b>	<b>1,032,962,195</b>	<b>1,115,599,171</b>	<b>1,192,017,714</b>	<b>1,251,618,600</b>
Cost of Sales	842,863,052	879,163,054	949,056,517	1,015,490,473	1,066,264,997
<b>Gross Income</b>	<b>150,489,941</b>	<b>153,799,141</b>	<b>166,542,654</b>	<b>176,527,241</b>	<b>185,353,603</b>
Administrative & Marketing Expenses	37,311,035	38,510,136	41,976,048	45,229,191	47,829,870
Financial Expenses	10,043,432	5,963,200	4,161,851	1,599,713	-
<b>Profit from Operation</b>	<b>103,135,474</b>	<b>109,325,805</b>	<b>120,404,755</b>	<b>129,698,337</b>	<b>137,523,733</b>
Non-Operating Income	2,632	384,272	402,548	435,215	522,258
IPO Proceeds Expenses	-	-	-	-	-
<b>Net Profit Before Tax</b>	<b>103,138,106</b>	<b>109,710,077</b>	<b>120,807,303</b>	<b>130,133,552</b>	<b>138,045,991</b>
Workers Profit Participation Fund (WPPF)	4,911,338	5,224,289	5,752,729	6,196,836	6,573,619
<b>Net Income After WPPF</b>	<b>98,226,768</b>	<b>104,485,788</b>	<b>115,054,574</b>	<b>123,936,716</b>	<b>131,472,372</b>
<b>Income Tax Expenses</b>	<b>34,379,369</b>	<b>26,493,634</b>	<b>28,763,644</b>	<b>30,984,179</b>	<b>32,868,093</b>
Current Tax	17,060,618	19,075,416	21,860,369	24,787,343	26,294,474
Deferred Tax	17,318,751	7,418,218	6,903,274	6,196,836	6,573,619
<b>Net Income after Tax</b>	<b>63,847,399</b>	<b>77,992,154</b>	<b>86,290,931</b>	<b>92,952,537</b>	<b>98,604,279</b>
<b>Non-Controlling Interest</b>	<b>2,558,474</b>	<b>3,077,068</b>	<b>3,404,485</b>	<b>3,667,309</b>	<b>3,890,290</b>
<b>Profit for Ordinary Shareholders</b>	<b>61,288,925</b>	<b>74,915,085</b>	<b>82,886,446</b>	<b>89,285,228</b>	<b>94,713,989</b>

### Projected for New Project:

*Amount in Tk.*

Particulars	Audited	Projected			
	30-06-2017	30-06-2018	30-06-2019	30-06-2020	30-06-2021
	Existing Consolidated Project	New Project	New Project	New Project	New Project
<b>Sales Revenue</b>	<b>993,352,993</b>	-	<b>272,160,000</b>	<b>353,808,000</b>	<b>442,260,000</b>
Cost of Sales	842,863,052	-	<b>209,952,000</b>	272,937,600	<b>341,172,000</b>
<b>Gross Income</b>	<b>150,489,941</b>	-	<b>62,208,000</b>	<b>80,870,400</b>	<b>101,088,000</b>
Administrative & Marketing Expenses	37,311,035	-	1,360,800	1,769,040	2,211,300
Financial Expenses	10,043,432	-	-	-	-
<b>Profit from Operation</b>	<b>103,135,474</b>	-	<b>60,847,200</b>	<b>79,101,360</b>	<b>98,876,700</b>
Non-Operating Income	2,632	-	-	-	-
IPO Proceeds Expenses	-	-	20,400,000	-	-
<b>Net Profit Before Tax</b>	<b>103,138,106</b>	-	<b>40,447,200</b>	<b>79,101,360</b>	<b>98,876,700</b>
Workers Profit Participation Fund (WPPF)	4,911,338	-	1,926,057	3,766,731	4,708,414
<b>Net Income After WPPF</b>	<b>98,226,768</b>	-	<b>38,521,143</b>	<b>75,334,629</b>	<b>94,168,286</b>
<b>Income Tax Expenses</b>	<b>34,379,369</b>	-	<b>9,630,286</b>	<b>18,833,657</b>	<b>23,542,071</b>
Current Tax	17,060,618	-	5,778,171	11,300,194	14,125,243
Deferred Tax	17,318,751	-	3,852,114	7,533,463	9,416,829
<b>Net Income after Tax</b>	<b>63,847,399</b>	-	<b>28,890,857</b>	<b>56,500,971</b>	<b>70,626,214</b>
<b>Non-Controlling Interest</b>	<b>2,558,474</b>	-	-	-	-
<b>Profit for Ordinary Shareholders</b>	<b>61,288,925</b>	-	<b>28,890,857</b>	<b>56,500,971</b>	<b>70,626,214</b>

\*\*\* Dividend is not considered.

## Conclusion

The feasibility of the project has been conducted and analyzed from the viewpoint of marketing, financial, management & economic aspects and found to be worthwhile. The projected financial results and the profitability estimated based on historical data shows that the project is viable and lucrative. This projection will help the interested parties to have an idea over the Intraco Refueling Station Limited (IRSL).

Sd/-

**Jayanta Kumer Podder**

M.Com. MIAT, MCA, ACS, FCMA

CEO & Principal

Podder & Associates

Professional Accountants & Business Advisor

Date: 12<sup>th</sup> October 2017

## CHAPTER (XXIII): LOCK-IN

(a) Ordinary shares of the issuer shall be subject to lock-in, from the date of issuance of prospectus or commercial operation, whichever comes later, in the following manner:

- (1) All shares held, at the time of according consent to the public offer, by sponsors, directors and shareholders holding ten percent (10%) or more shares, other than alternative investment funds, for 03(three) years.
- (2) In case any existing sponsor or director of the issuer transfers any share to any person, other than existing shareholders, all shares held by those transferee shareholders, at the time of according consent to the public offer, for 03 (three) years.
- (3) Twenty five percent (25%) of the shares allotted to eligible investors, for 06 (six) months and other twenty five percent (25%) of the shares allotted to them, for 09 (nine) months.
- (4) All shares held by alternative investment funds, at the time of according consent to the public offer, for 01 (one) year.
- (5) All shares held, at the time of according consent to the public offer, by any person other than the persons mentioned in sub-rules (1), (2) and (3) above, for 01 (one) year.

(b) The following table indicates the Lock-In status of the shareholders of Intraco Refueling Station Limited:

SL	Name of Shareholder	Position	No. of Share	(%)	BO ID	Date of 1 <sup>st</sup> acquisition	Lock-in period*
1	H. M. Hakim Ali	Chairman	2,322,600	5.16%	1204500061589920	30-May-15	3 Yrs.
2	Mohammed Riyadh Ali	MD & Director	10,824,500	24.05%	1204500061522374	22-Mar-07	3 Yrs.
3	Shaiful Alam Chowdhury	Director	2,300,000	5.11%	1204500061587892	30-May-15	3 Yrs.
4	Mrs. Hoda Ali Selim Ahmed Mohammed	Director	5,444,700	12.10%	1204500061169230	30-May-15	3 Yrs.
5	S. M Monir Ahmed	Independent Director	30,000	0.07%	1204500061479807	30-May-15	3 Yrs.
6	Mrs. Monowara Hakim Ali	Sponsor Shareholder	1,955,000	4.34%	1204500061522390	22-Mar-07	3 Yrs.
7	Mohammed Irad Ali	Sponsor Shareholder	5,000	0.01%	1204500061589928	22-Mar-07	3 Yrs.
8	Intraco Developers Ltd (Represented by	Shareholder	2,092,646	4.65%	1204500061490265	30-May-15	1 Yr.

	Mrs. Hoda Ali Selim Ahmed Mohammed)						
9	Intraco Natural Gas Station Ltd.	Shareholder	2,561,820	5.69%	1204500061490257	30-May-15	1 Yr.
10	Mrs. Phowzia Khan	Shareholder	2,265,000	5.03%	1204500061587841	30-May-15	3 Yrs.
11	Munshi Asraf Ali	Shareholder	2,220,000	4.93%	1204500061587870	30-May-15	1 Yr.
12	Musammat Saleha Aziz	Shareholder	5,000	0.01%	1204500061587817	30-May-15	1 Yr.
13	Intraco CNG Ltd. (Represented by Mohammed Riyadh Ali)	Shareholder	3,445,694	7.66%	1204500061490273	30-May-15	1 Yr.
14	Intraco Properties Ltd (Represented by Mohammed Riyadh Ali)	Shareholder	971,460	2.16%	1204500061490281	30-May-15	1 Yr.
15	Ms. Medina Ali	Shareholder	1,000,000	2.22%	1204500061589958	30-May-15	1 Yr.
16	Mrs. Ashmita Irad Ali	Shareholder	1,000	0.00%	1204500061589961	30-May-15	1 Yr.
17	Prodip Kumar Roy	Shareholder	410,000	0.91%	1201910003589624	30-May-15	1 Yr.
18	Mostaque Ahmed	Shareholder	200,000	0.44%	1202180058307160	30-May-15	1 Yr.
19	Md Khalilur Rahman	Shareholder	320,000	0.71%	1204220010244065	30-May-15	1 Yr.
20	Smriti Rani Sen	Shareholder	200,000	0.44%	1202180032939476	30-May-15	1 Yr.
21	Md. Khalid Hossain Khan	Shareholder	1,000,000	2.22%	1202180032930475	30-May-15	1 Yr.
22	Md.Mahbubur Rahman	Shareholder	1,100,000	2.44%	1201950053882751	30-May-15	1 Yr.
23	BDBL Securities Ltd	Shareholder	500,000	1.11%	1202180045048887	30-May-15	1 Yr.
24	EBL Securities Ltd	Shareholder	800,000	1.78%	1202180045048700	30-May-15	1 Yr.
25	Hassan O Rashid	Shareholder	100,000	0.22%	1201950048599426	30-May-15	1 Yr.
26	Sheikh Mohammad Maroof	Shareholder	100,000	0.22%	1203410052767224	30-May-15	1 Yr.
27	Shakil Mahmud	Shareholder	250,000	0.56%	1203410052768650	30-May-15	1 Yr.
28	Md. Tazul Islam	Shareholder	500,000	1.11%	1202830048267036	30-May-15	1 Yr.
29	Masuda Islam	Shareholder	250,000	0.56%	1202830048982670	30-May-15	1 Yr.
30	Homayra Binte Wali	Shareholder	500,000	1.11%	1202830048324805	30-May-15	1 Yr.
31	Touhida Shirin	Shareholder	425,000	0.94%	1203040061488231	30-May-15	1 Yr.
32	Rehana Parvin	Shareholder	75,000	0.17%	1204090046337663	30-May-15	1 Yr.
33	Afsar-Uz-Zaman	Shareholder	5,000	0.01%	1204750000116935	30-May-15	1 Yr.
34	Mohammad Shahadat Hossain	Shareholder	5,000	0.01%	1204750057900116	30-May-15	1 Yr.
35	Abaci Investments Ltd	Shareholder	50,000	0.11%	1602770003383900	30-May-15	1 Yr.
36	Abaci Investments Ltd (MDA)	Shareholder	200,000	0.44%	1602770045524684	30-May-15	1 Yr.
37	Sonali Life Insurance Co. Ltd	Shareholder	250,000	0.56%	1203020053880843	30-May-15	1 Yr.
38	Capt. Md Irshad Ali	Shareholder	1,000	0.00%	1602770045524586	30-May-15	1 Yr.

39	Mahabub Hassan	Shareholder	4,000	0.01%	1201830061475560	30-May-15	1 Yr.
40	Mohammad Shahjahan	Shareholder	20,000	0.04%	1203040008137813	30-May-15	1 Yr.
41	Mukul Hossain Molla	Shareholder	7,000	0.02%	1203260020848440	30-May-15	1 Yr.
42	Md. Nasir Ahmed	Shareholder	40	0.00%	1204050038160210	30-May-15	1 Yr.
43	Sabul Molla	Shareholder	5,000	0.01%	1201580046344550	30-May-15	1 Yr.
44	Debashis Paul	Shareholder	5,000	0.01%	1204500061479791	30-May-15	1 Yr.
45	Khokon Chandra Poddar	Shareholder	40	0.00%	1201940061488381	30-May-15	1 Yr.
46	Jannatul Mowa	Shareholder	2,000	0.00%	1201940061164576	30-May-15	1 Yr.
47	Hasina Begum Shilpa	Shareholder	2,000	0.00%	1201940061164540	30-May-15	1 Yr.
48	Md. Humayoun Kabir	Shareholder	4,000	0.01%	1201940061475610	30-May-15	1 Yr.
49	Kazi Mahmudul Hoque	Shareholder	5,000	0.01%	1202310016671970	30-May-15	1 Yr.
50	Ahammad Ali	Shareholder	5,000	0.01%	1201940061475630	30-May-15	1 Yr.
51	Md. Mustafa Helal	Shareholder	10,880	0.02%	1201940001473903	30-May-15	1 Yr.
52	Md. Shofiuzzaman Aman	Shareholder	5,000	0.01%	1203570033990687	30-May-15	1 Yr.
53	Md. Shihabuzzaman	Shareholder	15,000	0.03%	1202760019445791	30-May-15	1 Yr.
54	Khondoker Zahin Islam	Shareholder	30,000	0.07%	1204500061479815	30-May-15	1 Yr.
55	MSH Shaiful Islam	Shareholder	2,000	0.00%	1204250042738921	30-May-15	1 Yr.
56	Sima Biswas	Shareholder	2,000	0.00%	1201940060607307	30-May-15	1 Yr.
57	Kazi Mahabuba Akter	Shareholder	5,000	0.01%	1201940026009633	30-May-15	1 Yr.
58	Panna Khaton	Shareholder	2,000	0.00%	1201940061480720	30-May-15	1 Yr.
59	Mohammad Abdul Baten	Shareholder	2,000	0.00%	1204860044349583	30-May-15	1 Yr.
60	Mahfuza Akter Bhuiya	Shareholder	2,000	0.00%	1204280024152020	30-May-15	1 Yr.
61	G M Salahuddin	Shareholder	5,000	0.01%	1201720000666616	30-May-15	1 Yr.
62	Md. Enayet Ullah	Shareholder	2,000	0.00%	1201940061475620	30-May-15	1 Yr.
63	S M Sabbir Ahmed	Shareholder	2,000	0.00%	1201940061482995	30-May-15	1 Yr.
64	Md. Moududur Rahman	Shareholder	2,000	0.00%	1201940061483004	30-May-15	1 Yr.
65	Md. Shamim Almamoon	Shareholder	5,000	0.01%	1201940061164533	30-May-15	1 Yr.
66	Mohammed Mahbubul Hasan	Shareholder	30,000	0.07%	1204180061481669	30-May-15	1 Yr.
67	Shubhashis Saha	Shareholder	10,000	0.02%	1202980008619310	30-May-15	1 Yr.
68	Md. Momtaz Uddin Majumder	Shareholder	10,000	0.02%	1203210029181270	30-May-15	1 Yr.
69	Md. Mustafizur Rahman	Shareholder	5,000	0.01%	1202760061155890	30-May-15	1 Yr.
70	Md Babul Miah	Shareholder	2,000	0.00%	1301030015412325	30-May-15	1 Yr.
71	Tafsir Ahmed	Shareholder	80,000	0.18%	1204500051683581	30-May-15	1 Yr.
72	Shamim Hasan Maroof	Shareholder	2,000	0.00%	1203680061307631	30-May-15	1 Yr.

73	Zia Uddin Ahmed	Shareholder	2,000	0.00%	1203270035576349	30-May-15	1 Yr.
74	Tajuddin	Shareholder	2,000	0.00%	1203330059538970	30-May-15	1 Yr.
75	Md. Kamal Uddin	Shareholder	5,000	0.01%	1202760061155889	30-May-15	1 Yr.
76	Md. Nurul Afsar	Shareholder	2,000	0.00%	1204500061589967	30-May-15	1 Yr.
77	Md. Ripon Mia	Shareholder	1,600	0.00%	1204500061589982	30-May-15	1 Yr.
78	Md. Azim Uddin	Shareholder	2,020	0.00%	1204500061589054	30-May-15	1 Yr.
79	Mohammad Sakib Hossain Rushdi	Shareholder	10,000	0.02%	1204500061589055	30-May-15	1 Yr.
<b>Total</b>			<b>45,000,000</b>	<b>100.00%</b>			

*[From the issue date of Prospectus]*



## CHAPTER (XXIV): MARKETS FOR THE SECURITIES BEING OFFERED

### Stock Exchanges:

The issuer shall apply to the following bourses for listing shares within 7 (seven) working days from the date of consent accorded by the Commission to issue the prospectus:



**Dhaka Stock Exchange Limited (DSE)**

9/F, Motijheel C/A, Dhaka-1000; and



**Chittagong Stock Exchange Limited (CSE)**

CSE Building, 1080 Sheikh Mujib Road, Chittagong.

### Declaration about Listing of Shares with Stock Exchanges:

None of the Stock Exchanges, if for any reason, grant listing within 75 days from the closure of subscription, any allotment in terms of this prospectus shall be void and the Company shall refund the subscription money within fifteen days from the date of refusal for listing by the stock exchange, or from the date of expiry of the said 75 (seventy-five) days, as the case may be.

In case of non-refund of the subscription money within the aforesaid fifteen days, the Company directors, in addition to the issuer company, shall be collectively and severally liable for refund of the subscription money, with interest at the rate of 2% (two percent) per month above the bank rate, to the subscribers concerned.

The issue managers, in addition to the issuer Company, shall ensure due compliance of the above mentioned conditions and shall submit compliance report thereon to the Commission within seven days of expiry of the aforesaid fifteen days' time period allowed for refund of the subscription money.

### Trading and Settlement;

Trading and Settlement Regulation of the stock exchanges will apply in respect of trading and settlement of the shares of the Company.

### THE ISSUE SHALL BE PLACED IN “N” CATEGORY

## **CHAPTER (XXV): DESCRIPTION OF SECURITIES OUTSTANDING OR BEING OFFERED**

### **(a) Dividend, voting and preemption rights;**

The Share Capital of the company is divided into Ordinary Shares, carrying equal rights to vote and receive dividend in terms of the relevant provisions of the Companies Act 1994 and the Articles of Association of the company. All Shareholders shall have the usual voting rights in person or by proxy in connection with, among others, election of Directors & Auditors and other usual agenda of General Meeting – Ordinary or Extra-ordinary. On a show of hand, every shareholder presents in person and every duly authorized representative of a shareholder present at a General Meeting shall have one vote and on a poll every shareholder present or by proxy shall have one vote for every share held by him or her.

In case of any additional issue of shares for raising further capital the existing shareholders shall be entitled to Right Issue of shares in terms of the guidelines issued by the BSEC from time to time.

### **(b) Conversion and liquidation rights;**

In terms of provisions of the Companies Act 1994, Articles of Association of the Company and other relevant rules in force, the shares of the Company are freely transferable. The Company shall not charge any fee for registering transfer of shares. No transfer shall be made to a firm, an infant or person of unsound mind.

### **(c) Dividend policy;**

- i. The profit of the Company, subject to any special right relating thereto created or authorized to be created by the Memorandum and subject to the provisions of the Articles of Association, shall be divisible among the members in proportion to the amount of capital paid-up on the shares held by them respectively.
- ii. No large dividend shall be declared than is recommended by the Directors, but the Company in its General Meeting may declare a smaller dividend. The declaration of Directors as to the amount of Net profit of the Company shall be conclusive.
- iii. No dividend shall be payable except out of the profits of the Company or any other undistributed profits. Dividend shall not carry interest as against the Company.
- iv. The Directors may from time to time pay the members such interim dividend as in their judgment the financial position of the Company may justify.
- v. A transfer of shares shall not pass the right to any dividend declared thereon before the registration of transfer.
- vi. No limitation in payment of dividend is stipulated in any debt instrument or otherwise.

**(d) Other rights of the securities holders;**

In terms of the provisions of the Companies Act 1994, Articles of Association of the Company and other relevant rules in force, the shares of the Company are transferable. The Company shall not charge any fee, other than Government duties for registering transfer of shares. No transfer shall be made to a minor or person of unsound mind.

The Directors shall present the financial statements as required under the law & International Accounting Standard. Financial statements will be prepared in accordance with the International Accounting Standards consistently applied throughout the subsequent periods and present with the objective of providing maximum disclosure as per law and International Accounting Standard to the shareholders regarding the financial and operational position of the company. The shareholders shall have the right to receive all periodical statement and reports, audited as well as un audited, published by the company from time to time.

The shareholder holding minimum of 10% shares of paid-up capital of the company shall have the right to requisition extra ordinary General Meeting of the company as provided for the section 84 of the Companies Act 1994.

## **CHAPTER (XXVI): FINANCIAL STATEMENTS**

- (a) **The latest financial statements prepared and audited by the Commission’s panel auditors in adherence to the provisions of the Securities and Exchange Rules, 1987, the Companies Act, 1994, International financial Reporting and Auditing Standards as adopted in Bangladesh from time to time and Financial Reporting Act;**

**Independent Auditor’s Report  
To the Shareholders of  
Intraco Refueling Station Ltd & Its Subsidiaries**

### **Report on the Financial Statements**

We have audited the accompanying Consolidated Financial Statements of Intraco Refueling Station Ltd & Its Subsidiaries, which comprise the Consolidated Statement of Financial Position as at 30 June 2017 and the Consolidated Statement of Profit or Loss and Other Comprehensive Income, Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the year then ended and a summary of significant accounting policies and other explanatory information.

### **Management’s Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these Consolidated financial statements in accordance with Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), The Companies Act 1994, The Securities and Exchange Rules 1987 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of Consolidated financial statements that are free from material misstatement, whether due to fraud or error.

### **Auditor’s Responsibility**

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

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

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

## **Opinion**

In our opinion, the consolidated financial statements give a true and fair view of the financial position of the company as at 30 June 2017 and of its financial performance and its cash flows for the year then ended in accordance with the Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), The Companies Act 1994, The Securities and Exchange Rules 1987 and other applicable laws and regulations.

## **Emphasis of Matter**

Without qualifying our opinion, we draw attention to the following matter:

**Stock of Machineries:** The management of the company explained its position in note # 5 to the financial statements as to why the machineries are still lying in stock.

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

We further report that:

- a) we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
- 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 these books;
- c) the consolidated statement of financial position and consolidated statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of account; and
- d) the expenditure incurred was for the purpose of the company's business.

Dhaka  
September 27, 2017

**Sd/-**  
**MAHFEL HUQ & Co.**  
Chartered Accountants

**Intraco Refueling Station Ltd & Its Subsidiaries**  
**Consolidated Statement of Financial Position**  
**As at 30 June, 2017**

PARTICULARS	Notes	Consolidated		
		Amount In Taka		
		30-Jun-17	01-Jul-2016	30-Jun-16
		Restated		
<b>NON-CURRENT ASSETS</b>				
Property, Plant & Equipment	4	740,282,547	514,670,920	514,670,920
Stock of Machineries	5	89,620,000	89,620,000	89,620,000
Capital Work-In-Progress	6	30,079,462	40,259,110	40,259,110
<b>Total Non-Current Assets</b>		<b>859,982,010</b>	<b>644,550,030</b>	<b>644,550,030</b>
<b>CURRENT ASSETS</b>				
Inventories	7	11,023,248	5,588,793	5,588,793
Trade Receivables	8	11,477,851	11,458,375	11,458,375
Advance, deposit & pre-payments	9	43,169,465	177,797,468	177,797,468
Cash & cash equivalent	10	17,123,697	22,098,326	22,098,326
<b>Total Current Assets</b>		<b>82,794,261</b>	<b>216,942,962</b>	<b>216,942,962</b>
<b>TOTAL ASSETS</b>		<b>942,776,271</b>	<b>861,492,992</b>	<b>861,492,992</b>
<b>SHARE HOLDERS EQUITY</b>				
Share Capital	11	450,000,000	450,000,000	450,000,000
Retained Earnings	12	174,232,812	112,943,888	126,099,974
<b>Equity attributable to owners of the Company</b>		<b>624,232,812</b>	<b>562,943,888</b>	<b>576,099,974</b>
Non Controlling Interest	13	13,518,923	10,960,449	10,960,449
<b>Total Equity</b>		<b>637,751,735</b>	<b>573,904,336</b>	<b>587,060,422</b>
<b>NON-CURRENT LIABILITIES</b>				
Deferred Tax Liability	14	82,086,547	64,767,796	64,767,796
Long Term Borrowings	15	51,722,992	63,189,043	63,189,043
		<b>133,809,538</b>	<b>127,956,839</b>	<b>127,956,839</b>
<b>CURRENT LIABILITIES</b>				
Current portion of Long Term Borrowings	15	19,708,755	17,318,271	17,318,271
Trade & Others Payables	16	57,333,698	61,550,701	61,550,701
Liabilities for expenses	17	8,429,195	7,395,046	7,395,046
Workers Profit Participation fund	18	8,759,186	7,940,087	5,407,674
Dividend Payable	19	-	2,798,984	2,798,984
Provision for Tax	20	76,984,165	62,628,728	52,005,056
<b>TOTAL CURRENT LIABILITIES</b>		<b>171,214,998</b>	<b>159,631,818</b>	<b>146,475,731</b>
<b>TOTAL LIABILITIES</b>		<b>305,024,537</b>	<b>287,588,657</b>	<b>274,432,571</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>942,776,271</b>	<b>861,492,992</b>	<b>861,492,992</b>
<b>Net Asset Value (NAV)</b>	21	13.87	12.51	12.80

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
Chief Finance Officer

Sd/-  
Company Secretary

Sd/-  
Director

Sd/-  
Managing Director

Signed in terms of our separate report of even date annexed.

Dhaka  
Dated: September 27, 2017

Sd/-  
Mahfel Huq & Co.  
Chartered Accountants

**Intraco Refueling Station Ltd & Its Subsidiaries**  
**Consolidated Statement of Profit or Loss & Other Comprehensive Income**  
**For the year ended 30 June 2017**

Particulars	Notes	Consolidated	
		Amount in Taka	
		30-Jun-2017	30-Jun-2016
Sales Revenue	22	993,352,993	941,933,826
Cost of Sales	23	842,863,052	804,684,578
<b>Gross Profit</b>		<b>150,489,941</b>	<b>137,249,248</b>
Administrative & selling Expenses	24	37,311,035	29,126,191
Financial Expenses	25	10,043,432	12,370,031
<b>Profit from Operation</b>		<b>103,135,474</b>	<b>95,753,027</b>
Non Operating Income	26	2,632	340,761
<b>Net Profit Before Tax</b>		<b>103,138,106</b>	<b>96,093,788</b>
Workers Profit Participation Fund (WPPF)		4,911,338	4,575,895
<b>Net Profit After WPPF</b>		<b>98,226,768</b>	<b>91,517,893</b>
<b>Income Tax Expenses</b>		<b>34,379,369</b>	<b>31,859,860</b>
Current Tax	20	17,060,618	12,993,105
Deferred Tax	14	17,318,751	18,866,755
<b>Net profit after tax</b>		<b>63,847,399</b>	<b>59,658,032</b>
<b>Non-Controlling Interest @4.9997156% of NPAT</b>	27	2,558,474	2,327,818
<b>Profit for Ordinary Shareholders</b>		<b>61,288,925</b>	<b>57,330,214</b>
<b>Earnings Per Share (EPS) Basic:</b>	28	<b>1.36</b>	<b>1.64</b>

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

**Sd/-**  
**Chief Finance Officer**

**Sd/-**  
**Company Secretary**

**Sd/-**  
**Director**

**Sd/-**  
**Managing Director**

Signed in terms of our separate report of even date annexed.

Dhaka  
Dated: September 27, 2017

**Sd/-**  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**INTRACO REFUELING STATION LTD & ITS SUBSIDIARIES**  
**Consolidated Statement of Changes in Equity**  
**For the year ended June 30, 2017**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>	<b>Non-Controlling Interest</b>	<b>Total Equity</b>
Balance as on : July 01, 2016	450,000,000	112,943,888	562,943,888	10,960,449	573,904,336
Net Profit for the year after Tax	-	61,288,925	61,288,925	2,558,474	63,847,399
Balance as on: June 30, 2017	<b>450,000,000</b>	<b>174,232,812</b>	<b>624,232,812</b>	<b>13,518,923</b>	<b>637,751,735</b>

**INTRACO REFUELING STATION LTD & ITS SUBSIDIARIES**  
**Consolidated Statement of Changes in Equity (Restated)**  
**For the year ended June 30, 2016**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>	<b>Non-Controlling Interest</b>	<b>Total Equity</b>
Balance as on : July 01, 2015	300,000	68,769,760	69,069,760	6,126,459	75,196,219
Issued share Capital during the year	449,700,000	-	449,700,000	-	449,700,000
Capital paid by Non -Controlling inst.	-	-	-	5,305,156	5,305,156
Cash dividend of Subsidiaries company		-	-	(2,798,984)	(2,798,984)
Net Profit adjustment for WPPF		(2,532,414)	(2,532,414)	-	(2,532,414)
Net Profit adjustment for Income Tax	-	(10,623,673)	(10,623,673)	-	(10,623,673)
Net Profit for the year after Tax	-	57,330,214	57,330,214	2,327,818	59,658,032
Balance as on: June 30, 2016	<b>450,000,000</b>	<b>112,943,888</b>	<b>562,943,888</b>	<b>10,960,449</b>	<b>573,904,336</b>

The accounting policies and explanatory notes form an integral part of the Financial Statements.

**Sd/-**  
**Chief Finance Officer**

**Sd/-**  
**Company Secretary**

**Sd/-**  
**Director**

**Sd/-**  
**Managing Director**

Signed in terms of our separate report of even date annexed.

Dhaka  
Dated: September 27, 2017

**Sd/-**  
**Mahfel Huq & Co.**  
**Chartered Accountants**



**Intraco Refueling Station Ltd & Its Subsidiaries**  
**Consolidated Statement of Cash Flows**  
**For the year ended 30 June 2017**

Particulars	Notes	Consolidated	
		Amount in taka	
		30-Jun-2017	30-Jun-2016
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>			
Cash received from customers		1,010,749,849	962,487,362
Received from other income		2,632	340,761
Cash Payments to suppliers		(798,101,402)	(737,102,271)
Cash Payments to employees		(42,021,397)	(31,669,792)
Cash Payments to others		(45,094,297)	(34,332,459)
<b>Cash generated from operations</b>		<b>125,535,385</b>	<b>159,723,601</b>
Cash payments for financial expenses		(10,043,432)	(15,159,435)
Paid for income tax		(10,726,543)	(2,875,037)
<b>Net cash from operating activities</b>		<b>104,765,410</b>	<b>141,689,129</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>			
Paid for Property, plant & equipment Purchase		(50,851,138)	(123,711,528)
Paid for spare parts purchase		(15,682,365)	(19,626,516)
Paid for Capital work-in-Progress		(31,331,984)	(35,475,407)
Paid for Advance against Land		-	(149,000,000)
<b>Net cash used in investing activities</b>		<b>(97,865,487)</b>	<b>(327,813,451)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>			
Paid long term loan		(9,075,568)	(3,625,182)
Received Share money against Issue of share Capital		-	199,987,037
Share Money deposit on Non-Controlling part		-	5,305,154
Paid for cash dividend		(2,798,984)	-
<b>Net cash provided by financing activities</b>		<b>(11,874,552)</b>	<b>201,667,009</b>
<b>Net Increase/(Decrease) in cash &amp; cash equivalents</b>		<b>(4,974,629)</b>	<b>15,542,687</b>
<b>Opening Cash and Cash Equivalents</b>		<b>22,098,326</b>	<b>6,555,639</b>
<b>Closing Cash and Cash Equivalents</b>		<b>17,123,697</b>	<b>22,098,326</b>
<b>Net Operating Cash Flow Per Share</b>	29	<b>2.33</b>	<b>4.05</b>

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
Chief Finance Officer

Sd/-  
Company Secretary

Sd/-  
Director

Sd/-  
Managing Director

Signed in terms of our separate report of even date annexed.

Dhaka  
Dated: September 27, 2017

Sd/-  
Mahfel Huq & Co.  
Chartered Accountants

**Intraco Refueling Station Ltd & Its Subsidiaries**  
**Consolidated Accounting Policies and Explanatory Notes**  
**As at and For the year ended June 30, 2017**

**1.00 Corporate History of the Reporting Entity**

Intraco Refueling Station Ltd. (The Company) was incorporated in Bangladesh as a Private Limited Company vide Registration No. C-66298(3790)/07 dated 27th March, 2007. The Company had been converted into a public Limited Company on 28th June 2015 under The Companies Act, 1994.

The registered office and principal place of business of the company have changed and is newly located at INTRACO CENTER, House # 40, Block # J, Pragati Sarani, Baridhara, Dhaka-1212.

**2.00 Corporate Business**

The company is involved in the operation of CNG Refueling Station in different places in Bangladesh. Besides this, the company has taken the initiative to establish a LPG Storage and Distribution Plant in Gazaria, Munshiganj, to considering its potentiality and identifying the opportunity to serve the nation. The Company and its Subsidiaries are operating its CNG Stations on rented Land through lease agreement from Bangladesh Railway and different Private Landowners as under;

Name of the Company	Location	Land Owner
Intraco Refueling Station Ltd.	Haratali Highway, Sadar South, Comilla	Mrs. Parvin Akhter Md.Siddikur Rahman Sah Alam Buiya
	Comilla Road, Bishinudi, Haratali, Chandpur, Comilla	Mr.Amir Hossen Khan,S/o Late A.Ohab Khan,Comilla Road Chanpur-3600
	154,Naya Aity,Mukti Sarani, Shenar Par Demra Dhaka.	Md. Fazlur Rahman Md.Ataur Rahman 26, No Shayesta khoan Road, Amiz Bhobon Po. Narayangang, Thana Narayanganj, Dist Narayangang.
Good CNG Refueling Station Ltd	Pabna Road ,Moddo Orunkhola ,Gulti Thana-Ishwardhi,Dist-Pabna	Md.Fazlur Rahman,Vill.Bhorpur Po.Ishurdhi Dist-Pabna
M Hye & Co CNG Refueling Station Ltd	Poddar Bari, Bohula Sarak Thana-Hobigang,Dist Hobigang	Md.Mojibul Hye Vill.Bohula sarak Hobigang,Dist Hobigang
Nessa & Sons Ltd	259/1, Bagbari,Gabtolli,Dhaka	Hasmat Gani Hasmat Ragia Begum Selina Begum Zerina Begum Sahadat Gani Salma Hoque . Vill-Kalatali,Keranigang,Dhaka
Absar & Elias Enterprise Ltd	Asian Highway,Tiger pass more Dist Chittagong	Bangladesh Railway,Tiger pass more Dist Chittagong.
East End Automobiles Ltd	Arakan Road, Thana-Chandgaon Dist-Chittagong	Md.Earshadullah kalurghat Road,Chandgon ,Chittagong

**2.01 Subsidiary Companies**

**Good CNG Refueling Station Ltd.**

Good CNG Refueling Station Ltd was incorporated in Bangladesh as a Private Limited Company under The Companies Act, 1994 vide Registration No. C-80047/09 dated 8th October, 2009.

The Company is involved in the operation of CNG refueling station.

**M Hye & Co. CNG Refueling Station Ltd.**

M Hye & Co. CNG Refueling Station Limited (The Company) was incorporated in Bangladesh as a Private Limited Company under The Companies Act, 1994 vide Registration No. C-94484/11 dated 26th July, 2011.

The Company is involved in the operation of CNG refueling station.

**Nessa & Sons Ltd.**

Nessa & Sons Limited (The Company) was incorporated in Bangladesh as a Private Limited Company under The Companies Act, 1994 vide Registration No. C-94488/11 dated 26th July, 2011.

The Company is involved in the operation of CNG refueling station.

**Absar & Elias Enterprises Ltd.**

Absar & Elias Enterprise Ltd. (The Company) was incorporated in Bangladesh as a Private Limited Company under The Companies Act, 1994 vide Registration No. C-63432(923)/06 dated 24th August, 2006.

The Company is involved in the operation of CNG refueling station.

**East End Automobiles Ltd.**

East End Automobiles Ltd was incorporated in Bangladesh as a Private Limited Company under The Companies Act, 1994 vide Registration No. C-109457/13 dated 2nd June, 2013.

The Company is involved in the operation of CNG refueling station.

**3.00 Basis of preparation and significant accounting policies****3.01 Basis of Measurement of Elements of Financial Position**

The financial statements of the company are prepared on going concern assumption under historical cost convention on accrual basis and in accordance with the Bangladesh Accounting Standards(BASs)-1" Presentation of Financial Statements", Bangladesh Financial Reporting Standards(BFRSs), the Companies Act 1994, the Securities and Exchange Rules, 1987 and other applicable laws & regulations.

The following Bangladesh Accounting Standards have been applied for the preparation of the financial statements for the year.

BAS-1	Presentation of Financial Statements
BAS-2	Inventories
BAS-7	Statement of Cash Flows
BAS-8	Accounting Policies, Changes in Accounting Estimates and Errors
BAS-10	Events after the Reporting Period
BAS-12	Income Taxes
BAS-16	Property, Plant & Equipment
BAS-18	Revenue
BAS-19	Employee Benefits
BAS-23	Borrowing Costs
BAS-24	Related Party Disclosures
BAS-33	Earnings per Share
BAS-34	Interim Financial Reporting
BAS-36	Impairment of Assets
BAS-37	Provisions, Contingent Liabilities and Contingent Assets.
BAS-39	Financial Instruments: Recognition and Measurement

The following BFRS have been applied :

BFRS-7	Financial Instruments : Disclosure
BFRS-8	Operating Segments
BFRS-9	Financial Instruments
BFRS-10	Consolidated Financial Statements
BFRS-12	Disclosure of interests in Other Entities

**3.02 Going Concern**

The company has adequate resources to continue its operation for the foreseeable future. As such, the directors intended to adopt the going concern basis in preparing the financial statements. The current credit facilities and resources of the company provides sufficient fund to meet the present requirements of its existing business.

### 3.03 Structure, Content and Presentation of Financial Position

Being the general purpose financial statements, the presentation of these financial statements is in accordance with the guidelines provided by BAS 1: Presentation of Financial Statements financial statements comprises:

- i) Consolidated Statement of financial position as at June 30, 2017
- ii) Consolidated Statement of Profit or Loss and other comprehensive income for the year ended June 30, 2017
- iii) Consolidated Statement of Changes in Equity for the year ended June 30, 2017
- iv) Consolidated Statement of cash flows for the year ended June 30, 2017
- v) Consolidated Notes comprising a summary of significant accounting policies and other explanatory information to the financial Statements for the year ended June 30, 2017

### 3.04 Basis of Consolidation

#### a) Subsidiaries

Subsidiaries are entities controlled by Intraco Refueling Station Ltd (The Company). Control exists when Intraco Refueling Station Ltd has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights presently exercisable are taken into account. The financial statements of subsidiaries have been included in the consolidated financial statements from the date that control commences until the date that it ceases. The followings are the subsidiaries and basis of consolidation.

Name of Subsidiary	% of controlling Interest	% of Non-cont. Interest	No. of Shares		Total No. of Holding Shares
			Controlling	Non controlling	
Good CNG Refueling Station Ltd	95.00057	4.99943	828,500	43,600	872,100
M Hye & Co. CNG Refueling Station Ltd.	95.00020	4.99977	2,601,714	136,927	2,738,641
Nessa & Sons Ltd.	95.00099	4.99990	2,395,000	126,050	2,521,050
Absar & Elias Enterprises Ltd.	95.00045	4.99955	2,105,400	110,800	2,216,200
East End Automobiles Ltd.	95.00028	4.99972	2,558,310	134,640	2,692,950
			<b>10,488,924</b>	<b>552,017</b>	<b>11,040,941</b>

#### Average Interest

**95.000274 4.9997259**

The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by Intraco Refueling Station Ltd.

#### b) Transactions eliminated on consolidation

The financial statements of the subsidiaries has been consolidated in accordance with BAS 27" Consolidated and Separate Financial Statements" Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions, have been eliminated in preparing the consolidated financial statements. Unrealized gains arising from transactions with associates are eliminated against the investment to the extent of Intraco Refueling Station Ltd.'s interest in the investee. Unrealized losses, if any, are eliminated in the same way as unrealized gains, but only to the extent there is no evidence of impairment.

### 3.05 Non-controlling Interest

During the statement of financial position, statement of comprehensive income, and statement of cash flow has been consolidated on the basis of audited financial statements . Total profits of the Company and its Subsidiary are shown in the Consolidated Statement of Profit or Loss & Other Comprehensive Income with the proportion after taxation pertaining to non-controlling shareholders being deducted as "Non-controlling interest"

All Assets and Liabilities of the company and of its subsidiary are shown in the consolidated statement of financial position. The Interest of Non-controlling shareholders of the subsidiary is shown separately in the consolidated statement of financial position under the head "Non-controlling Interest".

### 3.06 Reporting Period

The period of the financial statements covers from July 01, 2016 to June 30, 2017 .

### 3.07 Revenue

Revenue represents the invoice value of CNG Gas refueled to customers vehicle during the Year. Revenue from Compressed Natural Gas (CNG) sales is recognized when the significant risks and rewards of ownership have been transferred to the buyer.

### 3.08 Property, Plant and Equipment

#### Initial Recognition and measurement

Property, plant and equipment are capitalized at cost of acquisition and subsequently stated at cost or revaluation less accumulated depreciation in compliance with the requirements of BAS 16: Property, Plant and Equipment. The cost of acquisition of an asset comprises its purchase price and any directly attributable cost of bringing the assets to its working condition for its intended use inclusive of inward freight, duties, non-refundable taxes and un-allocated expenditures etc. Expenses on recurring nature for normal wear tear is charged to revenue.

#### Depreciation on Fixed Assets

Depreciation is provided to amortize the value of the assets after commissioning, over the year of their expected useful life, in accordance with the provisions of BAS 16: Property, Plant and Equipment. Depreciation charged of an asset when the assets are available for use. Depreciation is charged on all fixed assets on reducing balance method. The Rate of depreciation for this year as below:

Particulars	30-Jun-2017	30-Jun-2016
Land	-	-
Land Development	5%	-
Vehicle	10%	10%
Furniture & fixture	10%	10%
Office Equipment	10%	10%
Building & Other Construction	5%	5%
Plant & Machineries	5%	5%
Backup Storage (With Vehicle)	5%	5%
Generator	10%	10%
Gas Line Installation	10%	10%
Computer	10%	10%
Online UPS	10%	10%
Invertor	10%	10%
Electrical Installation	10%	10%
Fire Extinguisher	10%	10%

#### Retirement and Disposals:

An asset is derecognized on disposal or when no future economic benefits are expected from its use. Gain or loss arising from the retirement or disposal of an asset is determined as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized as gain or loss from disposal of asset in the statement of comprehensive income.

#### Impairment:

##### I) Financial Assets

Accounts receivable and others receivables are assessed at each reporting date to determine whether there is any objective evidence of impairment. Financial assets are impaired if objective indicates that a loss event has occurred after the initial recognition of the asset and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably. Objective evidence that financial assets are impaired can include default of delinquency by a debtor, indicates that a debtor of issuer will enter bankruptcy etc. During the period no impaired loss occurred to recognize in the Financial Statements.

##### II) Non-Financial assets

An asset is impaired when its carrying amount exceeds its recoverable amount. The company assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount of an asset is the higher of its fair value less cost to sell and its value in use. Carrying amount of the assets is reduced to its recoverable amount by recognizing an impaired loss is recognized immediately in statement of comprehensive income unless the asset is carried at revalued amount. Any impaired loss of a revalued asset treated as a revaluation decrease. During the period no impaired loss occurred to recognize in the Financial Statements.

### 3.09 Cash and Cash Equivalent

Cash and cash equivalents comprise cash in-hand, demand deposits and short term bank deposits that are readily convertible to a known amount of cash, and that are not subject to significant risk of change in value.

### 3.10 Events after the Reporting Period

The board of directors of **Good CNG Refueling Station Ltd.** of its Board Meeting held on 12.09.2017 declared cash dividend to its shareholders @ 70% for the year 2017.

The board of directors of **M HYE & Co. CNG Refueling Station Ltd.** of its Board Meeting held on 12.09.2017 declared cash dividend to its shareholders @ 40% for the year 2017.

The board of directors of **Nesa & Sons Ltd.** of its Board Meeting held on 14.09.2017 declared cash dividend to its shareholders @ 40% for the year 2017.

The board of directors of **Absar & Elias Enterprises Ltd.** of its Board Meeting held on 14.09.2017 declared cash dividend to its shareholders @ 40% for the year 2017.

The board of directors of **East End Automobiles Ltd.** of its Board Meeting held on 14.09.2017 declared cash dividend to its shareholders @ 30% for the year 2017.

**Details of Dividend are as follows:**

Name of Subsidiary	% of dividend
Good CNG Refueling Station Ltd	70
M Hye & Co. CNG Refueling Station Ltd.	40
Nessa & Sons Ltd.	40
Absar & Elias Enterprises Ltd.	40
East End Automobiles Ltd.	30

### 3.11 Statement of Cash Flows

The Statement of Cash Flows is prepared in accordance with Bangladesh Accounting Standards BAS 7 Statement of Cash Flows and cash flow from the operating activities have been presented under direct method considering the provision of BAS 7 which provides that entities are encouraged to report cash flow from operating activities using the Direct Method.

### 3.12 Related Party Disclosures

The company carried out a number transactions with related parties. The information as required by BAS 24 Related Party Disclosures has been disclosed in a separate note to the financial statements.

### 3.13 Earnings Per Share

The company calculates Earnings Per Share (EPS) in accordance with the requirement of BAS – 33: “Earnings Per Share”, which has been shown on the face of the Statement of Profit or Loss and other Comprehensive Income.

#### **Basic earnings**

This represents earnings for the year ended June 30, 2017 attributable to the ordinary shareholders.

#### **Basic earnings per share**

This has been calculated dividing the basic earnings by the weighted average number of shares outstanding for the year.

### 3.14 Employee Benefit Plan:

The Company maintains defined benefit plan for its eligible permanent employees. The eligibility is determined according to the terms and conditions set in the respective deeds.

The Company has accounted for and disclosed employee benefits in compliance with the provisions of BAS-19: Employee Benefits.

The cost of employee benefit is charged off as revenue expenditure in the year to which the contributions relate.

The company's employee benefits include the following:

#### **Short Term Employee Benefits**

Short -term employee benefits include salaries, bonuses etc. obligations for such benefits are measured on an undiscounted basis and are expensed as the related service is provided.

#### **Workers Profit Participation Fund (WPPF)**

The company has created a fund for workers " Workers profit participation Fund (WPPF)" as per Labor Act by 5% of profit after charging such expenses and the fund has been registered according to provision of labor Act 2013.

### **3.15 Provisions Contingent Liabilities and Contingent Assets**

In accordance with the guidelines as prescribed by IAS 37 Provisions, Contingent Liabilities and Contingent Assets, provisions are recognized in the following situations:

- a. when the company has an obligation ( legal or constructive) as a result of past events;
- b. when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- c. when reliable estimates can be made of the amount of the obligation.

### **3.16 Income Tax**

#### **Current Tax**

A provision for Tax has been made during the year applying the rate as per Income Tax Ordinance 1984.

#### **Deferred Tax.**

The company accounts for deferred tax as per Bangladesh Accounting Standard (BAS) 12 " Income Taxes". Deferred Tax is recognized using the balance sheet method for all temporary timing differences arising between the tax base of assets and liabilities and their carrying value for financial reporting purpose. Tax rate prevailing at the balance sheet date is used to determine deferred tax.

### **3.17 Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset to one entity and a financial liability or equity instrument to another entity as per BAS-39 "Financial Instruments' Recognition and Measurement."

#### **Financial Assets**

Financial assets of the company include cash and cash equivalents, equity instrument to another entity, Trade receivables and other receivables. The company initially recognize a financial asset in its statement of financial position when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognize a financial asset when, and only when; the contractual rights to the cash flows from the financial asset expire or transfer the contractual rights to receive the cash flows of the financial asset.

#### **Financial Liabilities:**

The company initially recognize a financial liability in its statement of financial position when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognize a financial liability from its statement of financial position when, and only when, it is extinguished, that is when the obligation specified in the contract is discharged or cancelled or expires.

### **3.18 Comparative Information & Restatement Thereof**

Comparative information has been disclosed in the respect of previous year for all numeric information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current year's financial statement.

Previous year's figures has been restated / rearranged when ever consider necessary to ensure comparability with the current year's presentation as per BAS-8 "Accounting Policies, Changes in Accounting Estimates and Errors". Previous year's figures have been restated due to little adjustment of management perception and this have been disclosed in separate note #18.01 & 20.01 to the financial statements.

### **3.19 Segment Reporting:**

As required by BFRS-8 "Operating Segments", if an entity operates business activities that may earn revenues or incur expenses, whose operating results are regularly reviewed by the chief operating decision maker and for which discrete financial information is available. The company consider the operation on aggregate basis and manage the operations as a single operating segment. Hence it is felt that such segment reporting is not required to be disclosed.

### **3.20 Risk factors and management's perception about the risks:**

#### **a) Industry Risks:**

Industry risk is related with the factors affecting the company such as raw material, labor, demand of the product, government policy to the sector, competitor's rivalry.

#### **Management perception:**

Intraco Refueling Station Ltd is aware of the above facts. Industry risk is inherent in any kind of business. At the moment industry is favoring for operating CNG business because presently the demand of CNG is increasing day by day.

#### **b) Market risks:**

Market risk refers to the risk of adverse market conditions affecting the sales and profitability of the company. Mostly, the risk arises from falling demand for the service which would harm the performance of the company. On the other hand, strong marketing and brand management would help the company to increase their customer base.

Management perception:

Market risk is dealt with efficiently by the experienced management.

c) Operational risks:

Operational risks refer to the possibility of plant shut down due to disruption in supply of gas, technological failure, natural calamities, human errors and other unforeseen events. Such incidences may lead to non operation, large overhauling costs and financial losses.

Management perception:

Management take preventive measures to deal with operational risks efficiently and effectively. All the machineries used by the Intraco Refueling Station Ltd to conduct the day to day operation is brand new in nature. So potential of machinery and technical failure at the time of operation is very minimal. Beside, the company made agreement with Titas Gas Transmission Co. Ltd and Bakhrabad Gas distribution Co. Ltd which is expected to ensure availability of gas supply for uninterrupted operation.

d) Liquidity risks:

The risk that a company may be unable to meet short term financial demands. This usually occurs due to the inability to convert its current assets to cash without a loss of capital or income. Liquidity is a common phenomenon of the business.

Management perception:

Intraco Refueling Stations Ltd. has been dealing with its working capital in efficient way.



**Intraco Refueling Station Ltd & Its Subsidiaries**

Notes to the Financial Statements

As at and for the year ended June 30, 2017

<b>Consolidated</b>			
<b>Amounts in Taka</b>			
<b>30-Jun-17</b>	<b>01-Jul-2016</b>	<b>30-Jun-16</b>	
	<b>Restated</b>		
<b>4.00 Property, Plant &amp; Equipment: Tk 740,282,547</b>			
This represents the written down value of assets as at 30-06-2017 at historical cost.			
Land	171,746,700	6,846,500	8,643,835
Land Development	1,707,468	1,797,335	-
Vehicle	15,583,255	17,178,347	17,178,347
Furniture & fixture	7,845,440	4,157,072	4,157,072
Office Equipment	933,497	844,491	844,491
Building & Other Construction	94,004,071	39,038,217	39,038,217
Plant & Machineries	390,807,648	396,037,272	396,037,272
Backup Storage (With Vehicle)	11,175,151	10,669,732	10,669,732
Generator	8,905,659	9,885,256	9,885,256
Gas Line Installation	11,687,301	10,294,384	10,294,384
Computer	662,551	618,300	618,300
Online UPS	4,198,838	4,665,375	4,665,375
Invertor	1,314,788	1,460,875	1,460,875
Electrical Installation	17,672,573	10,761,209	10,761,209
Fire Extinguisher	328,091	348,396	348,396
Tube well	26,620	23,688	23,688
Air Compressor	1,679,836	41,068	41,068
Digital Meter	3,062	3,402	3,402
	<b>740,282,547</b>	<b>514,670,920</b>	<b>514,670,920</b>

All the above buildings have been constructed and machinery have been erected on Leased Land taken from Bangladesh Railway and other Private Land Lord.

**4.01 Movement of Property, Plant & Equipment: Tk 740,282,547**

These have arrived at as under:

Cost (Opening Balance)	685,068,933	685,068,933	678,517,513
Add: Addition during the year	256,392,990	-	6,551,420
<b>Total Cost (a)</b>	<b>941,461,923</b>	<b>685,068,933</b>	<b>685,068,933</b>
Accumulated Depreciation (Opening Balance)	170,398,013	170,398,013	163,244,545
Add: Depreciation Charged	30,781,363	-	7,153,468
<b>Total Depreciation (b)</b>	<b>201,179,376</b>	<b>170,398,013</b>	<b>170,398,013</b>
<b>Written down Value (a-b)</b>	<b>740,282,547</b>	<b>514,670,920</b>	<b>514,670,920</b>

**A schedule of Property, Plant & Equipment is given in Annexure-A**

**5.00 Stock of Machineries: Tk 89,620,000**

This has been arrived as follows

Opening Stock of Machineries # Note # 5.01	89,620,000	89,620,000	89,620,000
	<b>89,620,000</b>	<b>89,620,000</b>	<b>89,620,000</b>
<b>5.01 a) Compressor GEO-C-150HP 4 Stage Motor Driven SL No # SC08058-1 to 3</b>	53,517,900	53,517,900	53,517,900
<b>b) Compressor GEO-C-150HP 4 Stage Motor Driven SL No # SC08069-2, SCO7052-1</b>	36,102,100	36,102,100	36,102,100
	<b>89,620,000</b>	<b>89,620,000</b>	<b>89,620,000</b>

The above machineries were imported for another four new CNG Stations in the year 2012 to 2014 after obtaining due permission from Rupantarito Prakritic Gas company Ltd. As the company could not obtain Gas connection, the machineries are still lying in the store.

**6.00 Capital Work- in -Progress: Tk. 30,079,462**

The break-up of the amount is given below:

Building & Other Construction			
Intraco Refueling Station Ltd	30,079,462	11,329,878	11,329,878
Good CNG Refueling Station Ltd	-	7,213,120	7,213,120
M Hye & Co CNG Refueling Station Ltd	-	4,654,469	4,654,469
Nessa & Sons Ltd	-	6,589,314	6,589,314
Absar & Elias Enterprise Ltd	-	5,552,873	5,552,873
East End Automobiles Ltd	-	4,919,456	4,919,456
	<b>30,079,462</b>	<b>40,259,110</b>	<b>40,259,110</b>

**7.00 Inventories: Tk 11,023,248**

This consists of the following;

Intraco Refueling Station Ltd (Spare parts)

<b>(a) Opening Stock:</b>	<b>5,588,793</b>	<b>5,588,793</b>	<b>4,993,038</b>
Consumable items	2,409,535	2,409,535	2,434,635
Capitalized Items	3,179,257	3,179,257	2,558,402
<b>(b) Purchase during the year:</b>	<b>40,843,770</b>	<b>-</b>	<b>13,040,500</b>
Consumable items	25,161,405	-	5,868,225
Capitalized Items	15,682,365	-	7,172,275
<b>(c ) Total (a+b)</b>	<b>46,432,563</b>	<b>5,588,793</b>	<b>18,033,538</b>
Consumable items	27,570,940	2,409,535	8,302,860
Capitalized Items	18,861,622	3,179,257	9,730,677
<b>(d) Total Issued this year</b>	<b>35,409,315</b>	<b>-</b>	<b>12,444,745</b>
Consumable items	20,379,095	-	5,893,325
Capitalized Items Note # 7.01	15,030,220	-	6,551,420
<b>Closing Stock: (c-d)</b>	<b>11,023,248</b>	<b>5,588,793</b>	<b>5,588,793</b>
Consumable items	7,191,845	2,409,535	2,409,535
Capitalized Items	3,831,403	3,179,257	3,179,257

These have been valued at cost. The above stock of Spare parts valued and certified by the management.

Details are shown in **Annexure-B**

**7.01 Capitalized this year: Tk 15,030,220**

This consists of the following;

Intraco Refueling Station Ltd	5,814,360	820,420	820,420
Good CNG Refueling Station Ltd	-	1,015,260	1,015,260
M Hye & Co CNG Refueling Station Ltd	2,633,003	408,765	408,765
Nessa & Sons Ltd	2,028,957	1,640,550	1,640,550
Absar & Elias Enterprise Ltd	3,598,740	1,375,840	1,375,840
East End Automobiles Ltd	955,160	1,290,585	1,290,585
	<b>15,030,220</b>	<b>6,551,420</b>	<b>6,551,420</b>

**8.00 Trade & Others Receivable: Tk 11,477,851**

This consists of amount receivable by the following Companies;

Intraco Refueling Station Ltd	544,364	488,424	488,424
Good CNG Refueling Station Ltd	183,243	292,153	292,153
M Hye & Co CNG Refueling Station Ltd	1,114,439	728,537	728,537
Nessa & Sons Ltd	2,679,099	3,415,232	3,415,232
Absar & Elias Enterprise Ltd	6,956,706	6,534,029	6,534,029
Total	<b>11,477,851</b>	<b>11,458,375</b>	<b>11,458,375</b>

Trade receivable have been stated at their nominal value. Trade receivable are accrued in the ordinary course of business. All receivable has been considered as good and realizable. Details shown in annexure "B"

#### 8.01 Ageing of Accounts Receivable

Less Than 6 Months	11,477,851	11,458,375	11,458,375
More Than 6 Months	-	-	-

**11,477,851**

**11,458,375**

**11,458,375**

**The classification of receivables as required by the Schedule XI of the Companies Act, 1994 are given below:**

Receivables considered good in respect of which the company is fully secured.	-	-	-
Receivables considered good in respect of which the company holds no security other than the debtor personal security.	10,900,714	10,580,002	10,580,002
Receivables considered doubtful or bad.	-	-	-
Debts due to by directors or other officers of the company	-	-	-
Receivables due by common management.	577,137	878,373	878,373
The maximum amount of receivable due by any director or other officer of the company.	-	-	-

**11,477,851**

**11,458,375**

**11,458,375**

#### 9.00 Advance, deposit and prepayments: Tk 43,169,465

The break-up of the amount is given below:

Advance Tax # Notes # 09.01	10,932,360	2,911,000	2,911,000
Deposits # Notes # 09.02	31,439,760	25,089,125	25,089,125
Prepaid Insurance	797,345	797,344	797,344
Advance Against Land	-	149,000,000	149,000,000
<b>Total</b>	<b>43,169,465</b>	<b>177,797,468</b>	<b>177,797,468</b>

#### 9.01 Advance Tax: Tk 10,932,360

This has been arrived as follows:

Opening Balance	2,911,000	2,909,600	2,909,600
AIT Paid during this year	10,726,543	1,400	1,400
Total	13,637,542	2,911,000	2,911,000
Less: AIT adjusted with assessment	2,705,182	-	-
Total	<b>10,932,360</b>	<b>2,911,000</b>	<b>2,911,000</b>

#### 9.02 Deposits : Tk 31,439,760

This has been arrived as follows:

Bank Guarantee Margin	14,841,435	8,490,800	8,490,800
Security deposit to Titas Gas Transmission Co. Ltd	3,710,645	3,710,645	3,710,645
Security deposit to Bakhrabad Gas Distribution Co. Ltd	6,084,548	6,084,548	6,084,548
Security deposit to Pashchimanchal Gas Co. Ltd	1,470,010	1,470,010	1,470,010
Security deposit to Jalalabd Gas T&D system Ltd	2,154,611	2,154,611	2,154,611
Security deposit to KGDCL	2,165,320	2,165,320	2,165,320
Security deposit to PDB	1,011,191	1,011,191	1,011,191
Security deposit to T&T	2,000	2,000	2,000
<b>Total</b>	<b>31,439,760</b>	<b>25,089,125</b>	<b>25,089,125</b>

**10.00 Cash & cash equivalent: Tk 17,123,697****Cash in Hand : Tk 5,886,166**

This has been arrived as follows:

Chandpur Station	610,416	277,418	277,418
Amizuddin Station (Narayangonj)	494,208	164,014	164,014
Haratali Station	490,217	124,945	124,945
Ishwardy Station	833,944	609,402	609,402
Hobigonj Station	980,088	179,652	179,652
Gabtolli Station	966,854	388,144	388,144
Tigerpass Station	954,331	729,256	729,256
Chandgaon Station	309,676	543,890	543,890
Petty cash in head office	246,432	175,485	175,485
<b>Total</b>	<b>5,886,166</b>	<b>3,192,206</b>	<b>3,192,206</b>

**Cash at Bank: Tk 11,237,531**

This has been arrived as follows:

Dutch Bangla Bank Ltd. A/c # 1790	614,084	129,555	129,555
Dutch Bangla Bank Ltd. A/c # 315	748,037	540,013	540,013
Dutch Bangla Bank Ltd. A/c # 57	682,483	660,948	660,948
Dhaka Bank Ltd. A/c # STD-312	70,405	370,707	370,707
Pubali Bank Ltd. A/c # 160	649,941	301,568	301,568
Social Islami Bank Ltd. A/c # 02032	3,099,055	631,823	631,823
United Commercial Bank Ltd A/c # 19957	-	4,765	4,765
Prime Bank Ltd. A/c # 2788	14,696	123,921	123,921
Sonali Bank Ltd. A/c # 598	226,290	12,498,485	12,498,485
National Bank Ltd. A/c # 589	1,108,520	465,506	465,506
The Farmers Bank Ltd A/c# 3254	425	-	-
ICB Islami Bank Ltd. A/c # 50310	1,548,414	1,131,548	1,131,548
Uttara Bank Ltd. A/c # 4114	467,023	572,556	572,556
First Security Islami Bank Ltd.-A/c-8261	1,971,172	833,003	833,003
Agrani Bank Ltd -A/c-177286	194	-	-
Social Islami Bank Ltd, A/c-1844	29,788	-	-
First Security Islami Bank Ltd.-A/c-9656	6,201	641,722	641,722
Agrani Bank Ltd, A/c-14247	803	-	-
<b>Total</b>	<b>11,237,531</b>	<b>18,906,120</b>	<b>18,906,120</b>
<b>Grand Total</b>	<b>17,123,697</b>	<b>22,098,326</b>	<b>22,098,326</b>

**11.00 Share Capital : Tk. 450,000,000****Authorized Capital**

10,00,00,000 Ordinary Shares of Tk. 10 each

<b>1,000,000,000</b>	<b>1,000,000,000</b>	<b>1,000,000,000</b>
----------------------	----------------------	----------------------

**Issued, Subs.& Paid-up Capital**

450,000,000	450,000,000	450,000,000
<b>450,000,000</b>	<b>450,000,000</b>	<b>450,000,000</b>

4,50,00,000 Ordinary Shares of Tk. 10 each fully paid up

**12.00 Retained Earnings: Tk 174,232,812**

This is made up as follows:

Opening Balance	112,943,888	126,099,974	113,396,241
Less: Net profit adjustment for income tax	-	(10,623,673)	-
Less: Net profit adjustment for WPPF	-	(2,532,414)	-
Profit for the period	61,288,925	-	12,703,733
<b>Total</b>	<b>174,232,812</b>	<b>112,943,888</b>	<b>126,099,974</b>

**13.00 Non Controlling Interest: Tk 13,518,923**

This is made up as follows:

A. Subsidiary Share Capital (Notes # 13.01)	110,409,400	110,409,400	110,409,400
B. Intraco Refueling Station Ltd invest to Subsidiary Company (Notes # 13.02)	104,889,244	104,889,244	104,889,244
Percentage of holding share of Subsidiary company By IRSL (A/B)	95.0002844%	95.0002844%	95.0002844%
Non Controlling interest Percentage	4.9997156%	4.9997156%	4.9997156%
C. Non controlling interest on Share Capital	5,520,168	5,520,168	5,520,168
Opening Retained earnings (Notes # 13.03)	108,809,015	97,864,237	97,864,237
D.Non controlling interest on Opening retained earnings	5,440,281	4,893,073	4,893,073
Current years profit of subsidiaries (Notes # 13.04)	51,172,398	10,944,778	10,944,778
E. Non controlling interest on current years profit of subsidiary @ 4.9997156%	2,558,474	547,208	547,208
Total Non-controlling Interest (C+D+E)	<b>13,518,923</b>	<b>10,960,449</b>	<b>10,960,449</b>

**13.01 A. Subsidiary Share Capital : Tk 110,409,400**

Good CNG Refueling Station Ltd	8,721,000	8,721,000	8,721,000
M Hye & Co CNG Refueling Station Ltd	27,386,400	27,386,400	27,386,400
Nessa & Sons Ltd	25,210,500	25,210,500	25,210,500
East End Automobiles Ltd	26,929,500	26,929,500	26,929,500
Absar & Elias Enterprise Ltd	22,162,000	22,162,000	22,162,000
	<b>110,409,400</b>	<b>110,409,400</b>	<b>110,409,400</b>

**13.02 B. Intraco Refueling Station Ltd invest to Subsidiary Company: Tk 104,889,244**

Good CNG Refueling Station Ltd	8,285,000	8,285,000	8,285,000
M Hye & Co CNG Refueling Station Ltd	26,017,144	26,017,144	26,017,144
Nessa & Sons Ltd	23,950,000	23,950,000	23,950,000
East End Automobiles Ltd	25,583,100	25,583,100	25,583,100
Absar & Elias Enterprise Ltd	21,054,000	21,054,000	21,054,000
	<b>104,889,244</b>	<b>104,889,244</b>	<b>104,889,244</b>

**13.03 Subsidiary wise Retained earnings: Tk 108,809,015****Opening Retained earnings:**

Good CNG Refueling Station Ltd	36,040,484	34,243,873	34,243,873
M Hye & Co CNG Refueling Station Ltd	12,560,466	10,882,968	10,882,968
Nessa & Sons Ltd	27,159,242	24,869,995	24,869,995
East End Automobiles Ltd	8,361,585	5,704,714	5,704,714
Absar & Elias Enterprise Ltd	24,687,238	22,162,687	22,162,687
	<b>108,809,015</b>	<b>97,864,237</b>	<b>97,864,237</b>

**13.04 Current years profit of subsidiaries: Tk 51,172,398**

Good CNG Refueling Station Ltd	6,237,073	1,796,611	1,796,611
M Hye & Co CNG Refueling Station Ltd	13,196,232	1,677,498	1,677,498
Nessa & Sons Ltd	11,780,507	2,289,247	2,289,247
East End Automobiles Ltd	8,276,835	2,656,871	2,656,871
Absar & Elias Enterprise Ltd	11,681,751	2,524,551	2,524,551
	<b>51,172,398</b>	<b>10,944,778</b>	<b>10,944,778</b>

**14.00 Deferred Tax Liability: Tk. 82,086,547**

The break-up of the amount is given below:

Opening Balance	64,767,796	64,767,796	61,820,771
Current Year Provision	17,318,751	-	2,947,025
<b>Total</b>	<b>82,086,547</b>	<b>64,767,796</b>	<b>64,767,796</b>

**15.00 Long Term Borrowings: Tk 51,722,992**

This consists of the following;

Name of the bank

Shahajalal Islami Bank Ltd A/c # 0045

71,431,747

80,507,314

80,507,314

**Total Term loan****71,431,747****80,507,314****80,507,314**

Less Current Portion of Term Loan

Shahajalal Islami Bank Ltd A/c # 0045

19,708,755

17,318,271

17,318,271

**19,708,755****17,318,271****17,318,271****Long Term Portion****51,722,992****63,189,043****63,189,043****16.00 Trade and Other Payables : Tk 57,333,698**

This consists of the following

Gas Bill (CMS) Payable

55,769,341

55,642,742

55,642,742

Gas Bill (Captive) Payable

1,564,357

1,078,750

1,078,750

TDS Payable

-

2,121,954

2,121,954

VAT Payable

-

2,707,256

2,707,256

**Total****57,333,698****61,550,701****61,550,701****17.00 Liabilities for Expenses : Tk 8,429,195**

This consists of the following

Salary &amp; Wages

3,156,469

2,386,173

2,386,173

Telephone &amp; Mobile bill

75,418

55,210

55,210

Electricity Bill

3,251,618

3,086,521

3,086,521

Audit fees

402,500

201,250

201,250

CNG Station Rent

203,500

203,500

203,500

Vacant Land Rent

20,000

-

-

Sharing revenue against Land Rent to Land lord.

1,319,690

1,462,392

1,462,392

**Total****8,429,195****7,395,046****7,395,046****18.00 Workers Profit Participation Fund: Tk. 8,759,186**

The break-up of the amount is given below:

Opening Balance

7,940,087

5,407,674

4,388,370

Add: Previous year WPPF under provision Note # 18.01

-

2,532,414

-

Current Year's Provision

4,911,338

-

1,019,303

Less: Payment during this year

4,092,240

-

-

**Total****8,759,186****7,940,087****5,407,674****Restated**

18.01 (a) Previous period (01/04/2016 to 30/06/2016) WPPF was required to charge TK 35,51,717. Inadvertently the amount was charged Tk 10,19,303.

(b) For the effect above the retained earnings was restated to Tk 11,29,43,888 from Tk 12,60,99,974 and WPPF provision was restated to Tk 79,40,087 from Tk 54,07,674.

**19.00 Dividend Payable : Tk 0**

Total Dividend Payable of Subsidiary Company

-

55,979,680

55,979,680

Less: Total Receivable of Parent Company

-

53,180,696

53,180,696

**Dividend payable for Non controlling share holders**

-

**2,798,984****2,798,984****Provision for Income Tax : Tk****Restated****20.00 76,984,165**

This has been arrived as at under;

As per last year

62,628,728

52,005,056

47,816,958

Less: Adjustment after assess

2,705,182

-

-

Total

59,923,546

52,005,056

47,816,958

Add: Prior Year's Adjustment for income Tax  
Note # 20.01

-

10,623,673

-

Add : Provision during the year

17,060,618

-

4,188,097

**76,984,165****62,628,728****52,005,056**

- 20.01** (a) Previous period (01/04/2016 to 30/06/2016) current tax was required to charge Tk 1,48,11,769. Inadvertently the amount was charged Tk 41,88,097.  
 (b) For the effect above the retained earnings was restated to Tk 11,29,43,888 from Tk 12,60,99,974 and tax provision was restated to Tk 6,26,28,728 from Tk 5,20,05,056 .

**21.00 Net Asset Value (NAV) Per Share:**

Total Asset	942,776,271	861,492,992	861,492,992
Less: Total Liability	305,024,537	287,588,657	274,432,570
Less: Non Controlling Interest	13,518,923	10,960,449	10,960,449
Net Asset	<u>624,232,812</u>	<u>562,943,888</u>	<u>576,099,974</u>
No. of ordinary share	<u>45,000,000</u>	<u>45,000,000</u>	<u>45,000,000</u>
Net Asset Value per share	13.87	12.51	12.80

**Intraco Refueling Station Ltd & Its Subsidiaries**

Notes to the Financial Statements

As at and for the year ended 30 June, 2017

		<b>Consolidated</b>	
		<b>Amounts in Taka</b>	
		<b>30-Jun-2017</b>	<b>30-Jun-2016</b>
<b>22.00</b>	<b>Turnover: Tk. 993,352,993</b>		
	<b>This consists of the following</b>		
	Sales Revenue	1,010,769,325	960,368,426
	Less: Sharing revenue	17,416,332	18,434,600
		<b>993,352,993</b>	<b>941,933,826</b>
<b>23.00</b>	<b>Cost of Sales: Tk. 842,863,052</b>		
	Gas Bill (Compressor )	699,495,656	662,597,594
	Gas Bill (Captive/Engine )	13,127,725	11,590,948
	Spare parts consumption	20,379,095	23,689,080
	Maintenance & Lubricants Expenses	15,295,175	21,101,453
	Electricity Bill	38,362,438	37,120,648
	Station Rent	2,442,000	2,442,000
	Salary & Wages	25,580,824	21,327,650
	Depreciation	28,180,139	24,815,205
	<b>Total</b>	<b>842,863,052</b>	<b>804,684,578</b>
<b>24.00</b>	<b>Administrative &amp; Selling Expenses: Tk. 37,311,035</b>		
	The break-up of the amount is given below:		
	Salary & Allowances	13,521,943	10,332,497
	Travelling & Conveyance	1,855,014	1,497,502
	Travelling overseas	1,026,025	728,737
	Printing & Stationery	2,551,651	2,250,780
	Entertainment	966,181	959,173
	Telephone & Mobile expense	1,099,646	829,689
	Water bill	50,579	82,541
	Bank Charge & Commission	271,278	249,974
	Bank Guarantee Commission	3,368,456	-
	Office Rent	2,400,000	1,140,000
	Vacant Land Rent	120,000	
	Electricity bill	358,198	1,033,180
	Wasa bill	30,530	85,296
	Postage & Courier	206,863	100,633
	Gas & Fuel expenses-vehicle	1,002,652	374,811
	Vehicle maintenance	558,677	122,030
	Fees & Professional charges	208,332	427,308
	Insurance Premium Stations	1,670,625	1,666,030
	Insurance Premium Vehicle	184,924	390,596
	Employees welfare expense	90,185	-
	Group Insurance	-	-
	Internet expense	203,530	192,649
	Registration & Renewals	715,595	2,809,089
	Food bill	507,250	142,500
	Overtime bill	149,251	115,035
	Audit fees with VAT	402,500	503,125
	Vat A/c	288,000	222,659
	Other Expenses	901,927	1,160,683
	Depreciation	2,601,224	1,709,674
	<b>Total</b>	<b>37,311,035</b>	<b>29,126,191</b>



<b>25.00 Financial Expenses: Tk. 10,043,432</b>			
Shahajalal Islami Bank Ltd A/c # 0045		10,043,432	12,370,031
<b>Total</b>		<b>10,043,432</b>	<b>12,370,031</b>
<b>26.00 Non Operating Income: Tk. 2,632</b>			
Bank Interest & others		2,632	340,761
<b>Total</b>		<b>2,632</b>	<b>340,761</b>
<b>27.00 Non Controlling interest: Tk. 2,558,474</b>			
Subsidiaries net profit (Note # 27.01)		51,172,398	46,559,530
Non-Controlling Interest @4.9997156% of NPAT		2,558,474	2,327,818
<b>27.01 Good CNG Refueling Station Ltd</b>		<b>6,237,073</b>	<b>10,037,186</b>
M Hye & Co CNG Refueling Station Ltd		13,196,232	7,104,523
Nessa & Sons Ltd		11,780,507	11,280,463
East End Automobiles Ltd		8,276,835	7,836,526
Absar & Elias Enterprise Ltd		11,681,751	10,300,832
<b>Total</b>		<b>51,172,398</b>	<b>46,559,530</b>
<b>28.00 Earnings Per Share:</b>			
The composition of earnings per shares (EPS) is given below:			
Profit after tax		61,288,925	57,330,214
Average number of ordinary shares outstanding during the period # Note # 28.01		45,000,000	35,000,648
Earnings per share Basic :		<b>1.36</b>	<b>1.64</b>
<b>28.01 Calculation of Average Number of Shares:</b>		<b>Days of Utilization of Shares</b>	
		<b>Days of Whole Year</b>	
Allotment of Shares made on 27-03-2007			
		365	366
30,000	X	365	366
		30,000	30,000
Allotment of Shares made on 30-05-2015			
		365	366
9,470,000	X	365	366
		9,470,000	9,470,000
Allotment of Shares made on 31-12-2015 (Share Money exist from the beginning of the Year)			
		365	366
15,501,296	X	365	366
		15,501,296	15,501,296
Allotment of Shares made on 31-12-2015 (Cash receive during the year)			
		365	183
19,998,704	X	365	366
		19,998,704	9,999,352
<b>Total Weighted Average Number of Shares</b>		<b>45,000,000</b>	<b>35,000,648</b>
<b>29.00 Net operating cash flows per Shares ( NOCFPS):</b>			
The Computation of NOCFPS is given below:			
Net Cash Generated from Operating Activities		104,765,410	141,689,129
Number of Shares outstanding during the period		45,000,000	35,000,648
Net Operating Cash Flows per Share (NOCFPS)		<b>2.33</b>	<b>4.05</b>

**INTRACO REFUELING STATION LTD & ITS SUBSIDIARIES**  
**Schedule of Property, Plant & Equipment**  
**As at June 30, 2017**

**Annexure-A**

Particulars	Cost			Rate of Dep.	Depreciation			Written down value as on 31-Mar-17
	Balance as on 01-Jul-16	Addition during the year	Balance as on 31-Mar-17		Balance as on 01-Jul-16	Charged during the year	Balance as on 31-Mar-17	
Land	6,846,500	164,900,200	171,746,700	-	-	-	-	171,746,700
Land Development	1,797,335	-	1,797,335	5%	-	89,867	89,867	1,707,468
Vehicle	18,452,497	125,890	18,578,387	10%	1,274,150	1,720,982	2,995,132	15,583,255
Furniture & fixture	5,818,709	4,401,775	10,220,484	10%	1,661,637	713,406	2,375,044	7,845,440
Office Equipment	1,098,625	186,741	1,285,366	10%	254,134	97,736	351,869	933,497
Building & Other Construction	52,355,303	57,792,657	110,147,960	5%	13,317,086	2,826,804	16,143,889	94,004,071
Plant & Machineries	534,376,228	15,030,220	549,406,448	5%	138,338,956	20,259,844	158,598,800	390,807,648
Backup Storage (With Vehicle)	10,850,000	1,093,585	11,943,585	5%	180,268	588,166	768,434	11,175,151
Generator	11,144,690	9,399	11,154,089	10%	1,259,434	988,996	2,248,430	8,905,659
Gas Line Installation	14,570,985	2,653,068	17,224,053	10%	4,276,601	1,260,152	5,536,752	11,687,301
Computer	1,139,460	113,350	1,252,810	10%	521,160	69,100	590,259	662,551
Online UPS	4,950,000	-	4,950,000	10%	284,625	466,538	751,163	4,198,838
Invertor	1,550,000	-	1,550,000	10%	89,125	146,088	235,213	1,314,788
Electrical Installation	19,216,803	8,379,915	27,596,718	10%	8,455,594	1,468,552	9,924,145	17,672,573
Fire Extinguisher	612,322	15,300	627,622	10%	263,926	35,605	299,531	328,091
Tube well	104,318	5,890	110,208	10%	80,630	2,958	83,588	26,620
Air Compressor	176,845	1,685,000	1,861,845	10%	135,777	46,232	182,009	1,679,836
Digital Meter	8,313	-	8,313	10%	4,911	340	5,251	3,062
<b>Balance as at June 30, 2017</b>	<b>685,068,933</b>	<b>256,392,990</b>	<b>941,461,923</b>		<b>170,398,013</b>	<b>30,781,363</b>	<b>201,179,376</b>	<b>740,282,547</b>

**Allocation of Depreciation:**

Administrative cost	2,601,224
Factory cost	28,180,139
<b>Total</b>	<b>30,781,363</b>

**INTRACO REFUELING STATION LTD & ITS SUBSIDIARIES**

**For the year ended 30 June 2017**

**Quantity-wise information of inventories is as follows:**

**Annexure-B**

<b>Name Of Spare Parts :</b>	<b>Closing (Capital) Pcs.</b>	<b>Closing (Consumption) Pcs.</b>	<b>Closing (Capital) Amount</b>	<b>Closing (Consumption) Amount</b>	<b>Total Closing (Amount)</b>
Oil Pump	1	-	120,750	-	120,750
1 <sup>st</sup> Stage Suction Valve	-	1	-	99,750	99,750
1 <sup>st</sup> Stage Discharge Valve	-	1	-	99,750	99,750
2 <sup>nd</sup> Stage Suction Valve	-	1	-	87,250	87,250
2 <sup>nd</sup> Stage Discharge Valve	-	1	-	87,250	87,250
3 <sup>rd</sup> Stage Suction Valve	-	1	-	85,300	85,300
3 <sup>rd</sup> Stage Discharge Valve	-	1	-	85,300	85,300
4 <sup>th</sup> Valve Assembly	-	1	-	95,230	95,230
1 <sup>st</sup> Stage Valve Cover "O" Ring	-	6	-	19,320	19,320
2 <sup>nd</sup> Stage Valve Cover "O" Ring	-	6	-	15,420	15,420
3 <sup>rd</sup> Stage Valve Cover "O" Ring	-	6	-	13,380	13,380
4 <sup>th</sup> Stage Valve Cover "O" Ring	-	7	-	14,980	14,980
1 <sup>st</sup> Stage Valve Seat Gasket	-	8	-	25,920	25,920
2 <sup>nd</sup> Stage Valve Seat Gasket	-	7	-	19,460	19,460
3 <sup>rd</sup> Stage Valve Seat Gasket	-	8	-	21,120	21,120
3 <sup>rd</sup> Stage Valve Seat Gasket	-	8	-	19,760	19,760
Piston	-	1	-	45,820	45,820
Cylinder Liner	-	1	-	40,670	40,670
Cylinder Liner "O" Ring	-	2	-	7,120	7,120
Cylinder Head Gasket (Front)	-	5	-	40,750	40,750
Cylinder Head Gasket (Rear)	-	5	-	40,750	40,750
1 <sup>st</sup> Stage Piston Ring	-	2	-	61,960	61,960
1 <sup>st</sup> Stage Rider Ring	-	1	-	50,170	50,170
2 <sup>nd</sup> Piston Ring (Single)	-	1	-	20,650	20,650
2 <sup>nd</sup> Piston Ring (Double)	-	1	-	25,430	25,430
3 <sup>rd</sup> Stage Piston Ring	-	2	-	31,960	31,960
3 <sup>rd</sup> Stage Rider Ring	-	1	-	25,780	25,780
4 <sup>th</sup> Stage Piston Ring	-	1	-	50,450	50,450
4 <sup>th</sup> Stage Rider Ring	-	1	-	35,880	35,880
Intake Valve	-	2	-	56,340	56,340
Exhaust Valve	-	2	-	56,340	56,340
Valve Steam Seal	-	5	-	26,950	26,950
Valve Guide	-	5	-	26,950	26,950
Half Seat Gasket	1	-	95,470	-	95,470
1 <sup>st</sup> & 2 <sup>nd</sup> Piston Rod	-	1	-	250,310	250,310
4 <sup>th</sup> Cylinder Liner	-	1	-	105,960	105,960
1 <sup>st</sup> Stage Safety Valve	-	1	-	85,470	85,470
2 <sup>nd</sup> Stage Safety Valve	-	1	-	85,470	85,470
3 <sup>rd</sup> Stage Safety Valve	-	1	-	85,470	85,470
4 <sup>th</sup> Stage Safety Valve	-	1	-	85,470	85,470
Gland Packing (1 <sup>st</sup> & 2 <sup>nd</sup> )	-	1	-	175,360	175,360
Gland Packing (3 <sup>rd</sup> & 4 <sup>th</sup> )	-	1	-	199,420	199,420
Oil Scraper	-	1	-	95,460	95,460

Coupling Nut & Bolt	-	10	-	108,700	108,700
Pressure Transmitter	-	1	-	98,620	98,620
Temperature Transmitter	-	1	-	98,350	98,350
4 <sup>th</sup> Cylinder Liner	-	1	-	102,390	102,390
Check Valve Service Kit	-	1	-	30,470	30,470
1 <sup>st</sup> Stage Suction Valve(Diff.)	-	2	-	303,640	303,640
1 <sup>st</sup> Stage Discharge Valve (Diff.)	-	2	-	303,640	303,640
2 <sup>nd</sup> Stage Suction Valve (Diff.)	-	1	-	98,750	98,750
2 <sup>nd</sup> Stage Discharge Valve (Diff.)	-	1	-	98,750	98,750
3rd Stage Suction Valve (Diff.)	-	1	-	87,520	87,520
3rd Stage Discharge Valve (Diff.)	-	1	-	87,520	87,520
4th Stage Suction Valve (Diff.)	-	1	-	85,970	85,970
4th Stage Discharge Valve (Diff.)	-	1	-	85,970	85,970
5th Stage Valve (Diff.)	-	1	-	84,310	84,310
1 <sup>st</sup> Stage Piston Ring (Diff.)	-	2	-	64,340	64,340
1 <sup>st</sup> Stage Rider Ring (Diff.)	-	2	-	104,340	104,340
2 <sup>nd</sup> Stage Piston Ring (Diff.)	-	5	-	153,250	153,250
2 <sup>nd</sup> Stage Rider Ring (Diff.)	-	1	-	37,890	37,890
3 <sup>rd</sup> Stage Piston Ring (Diff.)	-	3	-	77,790	77,790
3 <sup>rd</sup> Stage Rider Ring (Diff.)	-	1	-	31,480	31,480
4th Stage Piston Ring (Diff.)	-	3	-	65,220	65,220
4th Stage Rider Ring (Diff.)	-	2	-	24,880	24,880
5th Stage Piston Ring (Diff.)	-	4	-	139,520	139,520
5th Stage Rider Ring (Diff.)	-	3	-	119,340	119,340
Piston (Diff.)	-	2	-	95,820	95,820
Cylinder Liner (Diff.)	-	2	-	91,260	91,260
Intake Valve (Diff.)	-	5	-	127,300	127,300
Exhaust Valve (Diff.)	-	5	-	127,300	127,300
Gas Inlet Filter (Diff.)	-	1	-	34,780	34,780
Temperature Transmitter (Diff.)	-	1	-	93,460	93,460
1 <sup>st</sup> Stage Valve Seat Gasket (Diff.)	-	2	-	7,140	7,140
2 <sup>nd</sup> Stage Valve Seat Gasket (Diff.)	-	7	-	21,280	21,280
3 <sup>rd</sup> Stage Valve Seat Gasket (Diff.)	-	4	-	11,560	11,560
4 <sup>th</sup> Stage Valve Seat Gasket (Diff.)	-	2	-	5,260	5,260
5 <sup>th</sup> Stage Valve Seat Gasket (Diff.)	-	2	-	4,280	4,280
1 <sup>st</sup> Stage Valve "O" Ring (Diff.)	-	3	-	14,490	14,490
2 <sup>nd</sup> Stage Valve "O" Ring (Diff.)	-	4	-	17,000	17,000
3 <sup>rd</sup> Stage Valve "O" Ring (Diff.)	-	6	-	22,140	22,140

4 <sup>th</sup> Stage Valve "O" Ring (Diff.)	-	4	-	12,580	12,580
5 <sup>th</sup> Stage Valve "O" Ring (Diff.)	-	4	-	10,260	10,260
1 <sup>st</sup> Stage Discharge Valve Holder	1	-	50,475	-	50,475
1 <sup>st</sup> Stage Suction Valve Holder	1	-	50,475	-	50,475
"O" Ring For Exhaust Manifold	29	-	104,255	-	104,255
Governor Controller	2	-	220,490	-	220,490
Mother Board	2	-	351,890	-	351,890
Display Board	2	-	183,330	-	183,330
Solenoid Valve Rebuilt Kit	2	-	170,650	-	170,650
Controller	1	-	66,985	-	66,985
Cam Shaft	1	-	159,295	-	159,295
Check Valve For Compressor (1/2 Inch)	1	-	55,870	-	55,870
Check Valve For Compressor (3/4 Inch)	1	-	55,870	-	55,870
Oil Distributor For Compressor (350HP)	3	-	504,930	-	504,930
Disk Flex Spring & Bott & Nut (Coupling)	1	-	304,780	-	304,780
5th Cylinder Liner	1	-	86,475	-	86,475
1st Stage Piston Rod	1	-	275,980	-	275,980
2nd Stage Piston Rod	1	-	250,745	-	250,745
Piston Ring (Top)	5	-	35,750	-	35,750
Piston Ring (2nd)	3	-	21,450	-	21,450
Piston Ring (Oil)	3	-	21,450	-	21,450
Fuel mixer assembly	-	1	-	87,360	87,360
High Tension Lead	-	2	-	60,280	60,280
Spark plug	-	10	-	37,500	37,500
Gas Regulator (Small) for 150hp,	-	1	-	94,250	94,250
Gas Regulator fisher (Big)	-	1	-	175,775	175,775
Electric starter	-	1	-	255,480	255,480
Breakway Valve "O" Ring	-	36	-	22,016	22,016
Nozzle Head "O" Ring	-	9	-	1,082	1,082
Safety Valve "O" Ring (15.5mm)	-	9	-	12,927	12,927
Push Rod	1	-	3,970	-	3,970
Safety Valve "O" Ring (6.3mm)	-	10	-	5,780	5,780
Safety Valve "O" Ring (30.5mm)	2	-	6,681	-	6,681
Blow Down Regulator	-	1	-	99,850	99,850
Spring For Dispenser	98	-	126,107	-	126,107
Grease	3	-	10,700	-	10,700
Breakway Valve	-	1	-	84,160	84,160
Quick Coupler	-	1	-	32,140	32,140
High Pressure Pipe (Feet.)	39	-	62,430	-	62,430
Coupling Rubber Ball	-	2	-	30,920	30,920
Air Filter	-	10	-	84,700	84,700

Lube Oil Filter	-	4	-	18,760	18,760
Oil Filter	-	2	-	30,860	30,860
Final Filter Element 4C	-	1	-	28,550	28,550
Final Filter Element 10 C	-	1	-	28,550	28,550
Seperator Filter	-	2	-	44,300	44,300
Touch Pad	-	1	-	65,230	65,230
Touch Card	-	1	-	60,170	60,170
Lip Seal (Small)	4	-	34,280	-	34,280
Lip Seal (Big)	-	3	-	34,410	34,410
Distributor Block With Magnet 1st & 3rd	1	-	198,760	-	198,760
Distributor Block With Magnet 2nd, 4th & 5th	1	-	198,760	-	198,760
Lubricate Oil (Ltr.)	-	11	-	6,686	6,686
Halai Sheet Gasket (Feet.)	8	-	2,350	-	2,350
				<b>3,831,403</b>	<b>7,191,845</b>
					<b>11,023,248</b>

**Independent Auditor's Report**  
**To the Shareholders of**  
**INTRACO REFUELING STATION LTD**

**Report on the Financial Statements**

We have audited the accompanying Financial Statements of INTRACO REFUELING STATION LTD, which comprise the Statement of Financial Position as at 30 June 2017 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 a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

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

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing (BSA). Those standards require 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.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

## **Opinion**

In our opinion, the financial statements give a true and fair view of the financial position of the company as at 30 June 2017 and of its financial performance and its cash flows for the year then ended in accordance with the Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), The Companies Act 1994, The Securities and Exchange Rules 1987 and other applicable laws and regulations.

## **Emphasis of Matter**

Without qualifying our opinion, we draw attention to the following matter:

**Stock of Machineries:** The management of the company explained its position in note # 5 to the financial statements as to why the machineries are still lying in stock.

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

We further report that:

- a) we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
- 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 these books;
- 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; and
- d) the expenditure incurred was for the purpose of the company's business.

Dhaka

September 27, 2017

Sd/-

**MAHFEL HUQ & Co.**

Chartered Accountants



**INTRACO REFUELING STATION LTD**  
**Statement of Financial Position**  
As at June 30, 2017

Particulars	Notes	Amount in Taka		
		30-Jun-2017	01-Jul-2016	30-Jun-2016
			Restated	
ASSETS				
NON-CURRENT ASSETS				
Property, Plant & Equipment	4.00	337,532,073	156,204,388	156,204,388
Stock of Machineries	5.00	89,620,000	89,620,000	89,620,000
Capital Work-In-Progress	6.00	30,079,462	11,329,878	11,329,878
Total Non-Current Assets		457,231,535	257,154,266	257,154,266
Investment in Share	7.00	104,889,244	104,889,244	104,889,244
CURRENT ASSETS				
Inventories	8.00	11,023,248	5,588,793	5,588,793
Trade Receivables	9.00	544,364	488,424	488,424
Dividend Receivable	10.00	-	53,180,696	53,180,696
Advances, Deposits & Pre-payments	11.00	22,269,581	160,621,805	160,621,805
Cash & Cash Equivalents	12.00	7,946,264	16,003,647	16,003,647
Total Current Assets		41,783,457	235,883,365	235,883,365
Total Assets		603,904,236	597,926,875	597,926,875
EQUITY AND LIABILITIES				
Shareholders equity				
Share Capital	13.00	450,000,000	450,000,000	450,000,000
Retained Earnings	14.00	22,250,166	9,575,166	2,471,939
Total Equity		472,250,166	459,575,166	452,471,939
NON-CURRENT LIABILITIES				
Deferred Tax Liability	15.00	22,873,745	18,131,252	18,131,252
Long term Borrowings -Net of Current Portion	16.00	51,722,992	63,189,043	63,189,043
		74,596,737	81,320,295	81,320,295
CURRENT LIABILITIES				
Current portion of Long term Loan	16.00	19,708,755	17,318,271	17,318,271
Trade and other payables	17.00	17,322,058	17,548,217	17,548,217
Liabilities for expenses	18.00	2,876,059	2,424,551	2,424,551
Workers Profit Participation fund	19.00	1,732,872	3,700,111	3,700,111
Provision for Tax	20.00	15,417,589	16,040,264	23,143,490
Total Current Liabilities		57,057,333	57,031,414	64,134,641
Total Liabilities		131,654,069	138,351,710	145,454,936
Total Equity and Liabilities		603,904,236	597,926,875	597,926,875
Net Asset Value (NAV)	21.00	10.49	10.21	10.05

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-	Sd/-	Sd/-	Sd/-
<b>Chief Finance Officer</b>	<b>Company Secretary</b>	<b>Director</b>	<b>Managing Director</b>

This is the statement of financial position referred to in our report of even date annexed.

Dhaka  
Dated: September 27, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**INTRACO REFUELING STATION LTD**  
**Statement of Profit or Loss and Other Comprehensive Income**  
**For the year ended June 30, 2017**

Sl.	Particulars	Notes	Amount in Taka	
			30-Jun-2017	30-Jun-2016
A	Sales Revenue	22.00	299,896,774	267,485,421
B	Less: Cost of Sales	23.00	249,500,803	221,269,330
C	Gross Profit (A-B)		50,395,971	46,216,091
D	Administrative & Selling Expenses	24.00	19,880,170	13,304,587
E	Financial Expenses	25.00	10,043,432	12,370,031
F	Profit from Operation (C-D-E)		20,472,369	20,541,473
G	Other Income	26.00	2,632	53,521,457
H	Net Profit before tax (F+G)		20,475,001	74,062,930
I	Workers Profit Participation Fund (WPPF)		975,000	3,526,806
j	Net Profit After WPPF (H-I)		19,500,001	70,536,124
K	Income Tax Expenses		6,825,000	24,516,241
	Current Tax	20.00	2,082,507	18,133,420
	Deferred Tax Expense		4,742,494	6,382,821
L	Net Profit After Tax (J-K)		12,675,001	46,019,883
M	Other Comprehensive Income		-	-
N	Total Comprehensive Income (L+M)		12,675,001	46,019,883
O	Earnings Per Share (EPS)	27.00	0.28	1.31

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
Chief Finance Officer

Sd/-  
Company Secretary

Sd/-  
Director

Sd/-  
Managing Director

This is the statement of Profit or Loss & other comprehensive income referred to in our report of even date annexed.

Dhaka  
Dated: September 27, 2017

Sd/-  
**Mahfel Huq & Co.**  
Chartered Accountants

**INTRACO REFUELING STATION LTD**  
**Statement of Changes in Equity**  
**For the year ended June 30, 2017**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : July 01, 2016	450,000,000	9,575,166	459,575,166
Net Profit for the year	-	12,675,001	12,675,001
Balance as on: June 30, 2017	<b>450,000,000</b>	<b>22,250,166</b>	<b>472,250,166</b>

**INTRACO REFUELING STATION LTD**  
**Statement of Changes in Equity (Restated)**  
**For the year ended June 30, 2016**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : July 01, 2015	300,000	(43,547,944)	(43,247,944)
Share Issued During the period	449,700,000	-	449,700,000
Excess tax charged on previous year net profit		7,103,226	7,103,226
Net Profit for the year	-	46,019,883	46,019,883
Balance as on: June 30, 2016	<b>450,000,000</b>	<b>9,575,166</b>	<b>459,575,166</b>

The accounting policies and explanatory notes form an integral part of the Financial Statements.

**Sd/-**  
**Chief Finance Officer**

**Sd/-**  
**Company Secretary**

**Sd/-**  
**Director**

**Sd/-**  
**Managing Director**

This is the Statement of Changes in Equity referred to in our report of even date annexed.

Dhaka  
Dated: September 27, 2017

**Sd/-**  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**INTRACO REFUELING STATION LTD**  
**Statement of Cash Flows**  
**For the year ended June 30, 2017**

Particulars	Notes	Amount in Taka	
		30-Jun-2017	30-Jun-2016
<b>A. CASH FLOWS FROM OPERATING ACTIVITIES:</b>			
Cash received from customers		306,371,484	274,586,902
Receipts from other income		2,632	340,761
Cash Payments to suppliers		(237,668,144)	(199,932,039)
Cash Payments to employees		(15,730,485)	(10,135,809)
Cash Payments to others		(22,281,003)	(15,791,481)
<b>Cash generated from operation</b>		<b>30,694,484</b>	<b>49,068,334</b>
Cash payments for financial expenses		(10,043,432)	(15,159,435)
Paid for Income Tax		(10,726,543)	(2,875,037)
<b>Net cash generated by operating activities</b>		<b>9,924,509</b>	<b>31,033,862</b>
<b>B. CASH FLOWS FROM INVESTING ACTIVITIES:</b>			
Acquisition of Property, Plant & Equipment		(24,288,532)	(53,462,328)
Receive from subsidiary company against spare parts		9,215,860	18,713,398
Paid for spare parts purchase		(15,682,365)	(19,626,516)
Paid for Advance against Land		-	(149,000,000)
Paid for Capital work-in-Progress		(31,331,984)	(11,329,878)
<b>Net cash used in investing activities</b>		<b>(62,087,021)</b>	<b>(214,705,324)</b>
<b>C. CASH FLOWS FROM FINANCING ACTIVITIES:</b>			
Paid long term loan		(9,075,568)	(3,625,182)
Received Share money deposit		-	199,987,037
Received of cash dividend		53,180,696	-
<b>Net cash provided by financing activities</b>		<b>44,105,128</b>	<b>196,361,855</b>
<b>D. Net Increase/(Decrease) in cash &amp; cash equivalents (A+B+C)</b>		<b>(8,057,384)</b>	<b>12,690,393</b>
<b>E. Cash &amp; cash equivalents at the beginning of the year</b>		<b>16,003,647</b>	<b>3,313,254</b>
<b>F. Cash &amp; cash equivalents at the end of the year (D+E)</b>		<b>7,946,264</b>	<b>16,003,647</b>
<b>G. Net Operating Cash Flow Per Share</b>	<b>29</b>	<b>0.22</b>	<b>0.89</b>

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-	Sd/-	Sd/-	Sd/-
<b>Chief Finance Officer</b>	<b>Company Secretary</b>	<b>Director</b>	<b>Managing Director</b>

This is the Statement of cash flows referred to in our even dated report to the shareholders.

Dhaka  
Dated: September 27, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**INTRACO REFUELING STATION LTD**  
**Accounting Policies and Explanatory Notes**  
**For the year ended June 30, 2017**

**1.00 Corporate History of the Reporting Entity**

Intraco Refueling Station Ltd. (The Company) was incorporated in Bangladesh as a Private Limited Company vide Registration No. C-66298(3790)/07 dated 27th March, 2007. The Company had been converted into a public Limited Company on 28th June 2015 under the Companies Act, 1994.

The registered office and principal place of business of the company have changed and is newly located at INTRACO CENTER, House # 40, Block # J, Pragati Sarani, Baridhara, Dhaka-1212.

**2.00 Corporate Business**

The company is involved in the construction and operation of CNG Refueling Station all over the Bangladesh. Besides this, the company has taken the initiative to establish a LPG Storage and Distribution Plant in Gazaria, Munshiganj, to considering its potentiality and identifying the opportunity to serve the nation.

**3.00 Basis of preparation and significant accounting policies**

**3.01 Basis of Measurement of Elements of Financial Statements**

The financial statements of the company are prepared on going concern assumption under historical cost convention on accrual basis and in accordance with the Bangladesh Accounting Standards(BASs)-1" Presentation of Financial Statements", Bangladesh Financial Reporting Standards(BFRSs), the Companies Act 1994, the Securities and Exchange Rules, 1987 and other applicable laws & regulations.

The following Bangladesh Accounting Standards were applied for the preparation of the financial statements for the year.

BAS-1	Presentation of Financial Statements
BAS-2	Inventories
BAS-7	Statement of Cash Flows
BAS-8	Accounting Policies, Changes in Accounting Estimates and Errors
BAS-10	Events after the Reporting year
BAS-12	Income Taxes
BAS-16	Property, Plant & Equipment
BAS-18	Revenue
BAS-19	Employee Benefits
BAS-23	Borrowing Costs
BAS-24	Related Party Disclosures
BAS-27	Separate Financial Statements
BAS-33	Earnings per Share
BAS-34	Interim Financial Reporting
BAS-36	Impairment of Assets
BAS-37	Provisions, Contingent Liabilities and Contingent Assets.
BAS-39	Financial Instruments: Recognition and Measurement
BFRS-8	Operating Segments

**3.02 Going Concern Basis**

The company has adequate resources to continue its operation for the foreseeable future. As such, the directors intended to adopt the going concern basis in preparing the financial statements. The current credit facilities and resources of the company provides sufficient fund to meet the present requirements of its existing business.

**3.03 Structure, Content and Presentation of Financial Statements**

Being the general purpose financial statements, the presentation of these financial statements is in accordance with the guidelines provided by BAS 1: Presentation of Financial Statements financial statements comprises:

- i) Statement of financial position as at June 30, 2017
- ii) Statement of Profit or Loss and other comprehensive income for the year ended June 30, 2017
- iii) Statement of Changes in Equity for the year ended June 30, 2017
- iv) Statement of cash flows for the year ended June 30, 2017
- v) Notes comprising a summary of significant accounting policies and other explanatory information to the financial Statements for the year ended June 30, 2017

**3.04 Reporting year**

The year of the financial statements covers from July 01, 2016 to June 30, 2017.

**3.05 Revenue**

Revenue represents the invoice value of CNG Gas refueled to customers vehicle during the Year. Revenue from Compressed Natural Gas (CNG) sales is recognized when the significant risks and rewards of ownership have been transferred to the buyer.

**3.06 Borrowing Costs**

Financial Expenses (Borrowing Costs) incurred during the year was recognized as revenue expenses in accordance with BAS-23 "Borrowing Costs".

**3.07 Property, Plant and Equipment****Initial Recognition and measurement**

Property, plant and equipment are capitalized at cost of acquisition and subsequently stated at cost or revaluation less accumulated depreciation in compliance with the requirements of BAS 16: Property, Plant and Equipment. The cost of acquisition of an asset comprises its purchase price and any directly attributable cost of bringing the assets to its working condition for its intended use inclusive of inward freight, duties, non-refundable taxes and un-allocated expenditures etc. Expenses on recurring nature for normal wear tear is charged to revenue.

**Depreciation on Fixed Assets**

Depreciation is provided to amortize the value of the assets after commissioning, over the year of their expected useful life, in accordance with the provisions of BAS 16: Property, Plant and Equipment. Depreciation charged of an asset when the assets are available for use. Depreciation is charged on all fixed assets on reducing balance method. The Rate of depreciation for this year as below:

Particulars	30-Jun-2017	30-Jun-2016
Land	-	-
Land Development	5%	-
Vehicle	10%	10%
Furniture & fixture	10%	10%
Office Equipment	10%	10%
Building & Other Construction	5%	5%
Plant & Machineries	5%	5%
Backup Storage (With Vehicle)	5%	5%
Generator	10%	10%
Gas Line Installation	10%	10%
Computer	10%	10%
Online UPS	10%	10%
Invertor	10%	10%
Electrical Installation	10%	10%
Fire Extinguisher	10%	10%

**Retirement and Disposals:**

An asset is derecognized on disposal or when no future economic benefits are expected from its use. Gain or loss arising from the retirement or disposal of an asset is determined as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized as gain or loss from disposal of asset in the statement of comprehensive income.

**Impairment:****I) Financial Assets**

Accounts receivable and others receivables are assessed at each reporting date to determine whether there is any objective evidence of impairment. Financial assets are impaired if objective indicates that a loss event has occurred after the initial recognition of the asset and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably. Objective evidence that financial assets are impaired can include default of delinquency by a debtor, indicates that a debtor of issuer will enter bankruptcy etc. During the period no impaired loss occurred to recognize in the Financial Statements.

## II) Non-Financial assets

An asset is impaired when its carrying amount exceeds its recoverable amount. The company assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount of an asset is the higher of its fair value less cost to sell and its value in use. Carrying amount of the assets is reduced to its recoverable amount by recognizing an impaired loss is recognized immediately in statement of comprehensive income unless the asset is carried at revalued amount. Any impaired loss of a revalued asset treated as a revaluation decrease. During the period no impaired loss occurred to recognize in the Financial Statements.

### 3.08 Cash and Cash Equivalent

Cash and cash equivalents comprise cash in-hand, demand deposits and short term bank deposits that are readily convertible to a known amount of cash, and that are not subject to significant risk of change in value.

### 3.09 Events after the reporting period

The board of directors of **Good CNG Refueling Station Ltd.** of its Board Meeting held on 12.09.2017 declared cash dividend to its shareholders @ 70% for the year 2017.

The board of directors of **M HYE & Co. CNG Refueling Station Ltd.** of its Board Meeting held on 12.09.2017 declared cash dividend to its shareholders @ 40% for the year 2017.

The board of directors of **Nesa & Sons Ltd.** of its Board Meeting held on 14.09.2017 declared cash dividend to its shareholders @ 40% for the year 2017.

The board of directors of **Absar & Elias Enterprises Ltd.** of its Board Meeting held on 14.09.2017 declared cash dividend to its shareholders @ 40% for the year 2017.

The board of directors of **East End Automobiles Ltd.** of its Board Meeting held on 14.09.2017 declared cash dividend to its shareholders @ 30% for the year 2017.

**Details of Dividend are as follows:**

Name of Subsidiary	% of dividend
Good CNG Refueling Station Ltd	70
M Hye & Co. CNG Refueling Station Ltd.	40
Nessa & Sons Ltd.	40
Absar & Elias Enterprises Ltd.	40
East End Automobiles Ltd.	30

### 3.10 Statement of Cash Flows

The Statement of Cash Flows is prepared in accordance with Bangladesh Accounting Standards BAS 7 Statement of Cash Flows and cash flow from the operating activities have been presented under direct method considering the provision of BAS 7 which provides that entities are encouraged to report cash flow from operating activities using the Direct Method.

### 3.11 Related Party Disclosures

The company carried out a number transactions with related parties. The information as required by BAS 24 Related Party Disclosures has been disclosed in a separate note to the financial statements.

### 3.12 Earnings per Share

The company calculates Earnings per Share (EPS) in accordance with the requirement of BAS – 33: “Earnings per Share”, which has been shown on the face of the Statement of Profit or Loss and other Comprehensive Income.

#### Basic earnings

This represents earnings for the year ended June 30, 2017 attributable to the ordinary shareholders.

#### Basic earnings per share

This has been calculated dividing the basic earnings by the weighted average number of shares outstanding for the year.

### 3.13 Employee Benefit Plan:

The Company maintains defined benefit plan for its eligible permanent employees. The eligibility is determined according to the terms and conditions set in the respective deeds.

The Company has accounted for and disclosed employee benefits in compliance with the provisions of BAS-19: Employee Benefits.

The cost of employee benefit is charged off as revenue expenditure in the year to which the contributions relate.

The company's employee benefits include the following:

**Short Term Employee Benefits**

Short -term employee benefits include salaries, bonuses etc. obligations for such benefits are measured on an undiscounted basis and are expensed as the related service is provided.

**Workers Profit Participation Fund (WPPF)**

The company has created a fund for workers " Workers profit participation Fund (WPPF)" as per Labor Act by 5% of profit after charging such expenses and the fund has been registered according to provision of labor Act 2013.

**3.14 Provisions Contingent Liabilities and Contingent Assets**

In accordance with the guidelines as prescribed by BAS 37 Provisions, Contingent Liabilities and Contingent Assets, provisions are recognized in the following situations:

- a. when the company has an obligation ( legal or constructive) as a result of past events;
- b. when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- c. when reliable estimates can be made of the amount of the obligation.

**3.15 Income Tax**

**Current Tax**

A provision for Tax has been made during the year applying the rate as per Income Tax Ordinance 1984.

**Deferred Tax**

The company accounts for deferred tax as per Bangladesh Accounting Standard (BAS) 12 " Income Taxes". Deferred Tax is recognized using the balance sheet method for all temporary timing differences arising between the tax base of assets and liabilities and their carrying value for financial reporting purpose. Tax rate prevailing at the balance sheet date is used to determine deferred tax.

**3.16 Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset to one entity and a financial liability or equity instrument to another entity as per BAS-39 "Financial Instruments' Recognition and Measurement."

**Financial Assets**

Financial assets of the company include cash and cash equivalents, equity instrument to another entity, Trade receivables and other receivables. The company initially recognize a financial asset in its statement of financial position when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognize a financial asset when, and only when; the contractual rights to the cash flows from the financial asset expire or transfer the contractual rights to receive the cash flows of the financial asset.

**Financial Liabilities:**

The company initially recognize a financial liability in its statement of financial position when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognize a financial liability from its statement of financial position when, and only when, it is extinguished, that is when the obligation specified in the contract is discharged or cancelled or expires.

**3.17 Comparative Information & Restatement Thereof**

Comparative information has been disclosed in the respect of previous year for all numeric information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current year's financial statement.

Previous year's figures has been restated / rearranged when ever consider necessary to ensure comparability with the current year's presentation as per BAS-8 "Accounting Policies, Changes in Accounting Estimates and Errors". Previous year's figures have been restated due to little adjustment of management perception and this have been disclosed in separate note # 20.01 to the financial statements.



### **3.18 Segment Reporting:**

As required by BFRS-8 "Operating Segments", if an entity operates business activities that may earn revenues or incur expenses, whose operating results are regularly reviewed by the chief operating decision maker and for which discrete financial information is available. The company consider the operation on aggregate basis and manage the operations as a single operating segment. Hence it is felt that such segment reporting is not required to be disclosed.

### **3.19 Risk factors and management's perception about the risks:**

#### **a) Industry Risks:**

Industry risk is related with the factors affecting the company such as raw material, labor, demand of the product, government policy to the sector, competitor's rivalry.

#### **Management perception:**

Intraco Refueling Station Ltd is aware of the above facts. Industry risk is inherent in any kind of business. At the moment industry is favoring for operating CNG business because presently the demand of CNG is increasing day by day.

#### **b) Market risks:**

Market risk refers to the risk of adverse market conditions affecting the sales and profitability of the company. Mostly, the risk arises from falling demand for the service which would harm the performance of the company. On the other hand, strong marketing and brand management would help the company to increase their customer base.

#### **Management perception:**

Market risk is dealt with efficiently by the experienced management.

#### **c) Operational risks:**

Operational risks refer to the possibility of plant shut down due to disruption in supply of gas, technological failure, natural calamities, human errors and other unforeseen events. Such incidences may lead to non operation, large overhauling costs and financial losses.

#### **Management perception:**

Management take preventive measures to deal with operational risks efficiently and effectively. All the machineries used by the Intraco Refueling Station Ltd to conduct the day to day operation is brand new in nature. So potential of machinery and technical failure at the time of operation is very minimal. Beside, the company made agreement with Titas Gas Transmission Co. Ltd and Bakhrabad Gas Distribution Co. Ltd which is expected to ensure availability of gas supply for uninterrupted operation.

#### **d) Liquidity risks:**

The risk that a company may be unable to meet short term financial demands. This usually occurs due to the inability to convert its current assets to cash without a loss of capital or income. Liquidity is a common phenomenon of the business.

#### **Management perception:**

Intraco Refueling Stations Ltd. has been dealing with its working capital in efficient way.

# INTRACO REFUELING STATION LTD

Notes to the Financial Statements

As at and for the year ended 30 June, 2017

		Amount in Taka		
		30-Jun-2017	01-Jul-2016	30-Jun-2016
		Restated		
<b>4.00</b>	<b>Property, Plant and Equipments Tk. 337,532,073</b>			
This represents the written down value of assets as at 30-06-2017 at historical cost.				
This has been arrived at as under:				
Land	171,746,700	6,846,500	8,643,835	
Land Development	1,707,468	1,797,335	-	
Vehicle	15,583,255	17,178,347	17,178,347	
Furniture & fixture	3,603,443	1,033,490	1,033,490	
Office Equipment	933,497	844,491	844,491	
Building & Other Construction	22,310,832	9,443,677	9,443,677	
Plant & Machineries	89,048,355	87,811,512	87,811,512	
Backup Storage	11,175,151	10,669,732	10,669,732	
Generator	7,248,471	8,043,935	8,043,935	
Gas Line Installation	2,508,909	2,144,922	2,144,922	
Computer	662,551	618,300	618,300	
Online UPS	4,198,838	4,665,375	4,665,375	
Invertor	1,314,788	1,460,875	1,460,875	
Electrical Installation	5,161,724	3,297,500	3,297,500	
Fire Extinguisher	328,091	348,396	348,396	
	<b>337,532,073</b>	<b>156,204,388</b>	<b>156,204,388</b>	
<b>4.01</b>	<b>Movement of Property, Plant &amp; Equipment</b>			
This has been arrived at as under:				
A. Cost:				
Opening Balance	243,193,181	243,193,181	242,372,761	
Add: Addition during the period	191,685,292	-	820,420	
	434,878,473	243,193,181	243,193,181	
B. Accumulated Depreciation				
Opening Balance	86,988,793	86,988,793	84,609,818	
Add: Depreciation Charged during the year	10,357,607	-	2,378,975	
	97,346,400	86,988,793	86,988,793	
(A-B) Written down Value	<b>337,532,073</b>	<b>156,204,388</b>	<b>156,204,388</b>	
Details are shown in <b>Annexure-A</b>				
<b>5.00</b>	<b>Stock of Machineries: Tk. 89,620,000</b>			
The break-up of the amount is given below:				
Opening Stock of Machineries # Note # 5.01	89,620,000	89,620,000	89,620,000	
Less: Capitalized this period	-	-	-	
<b>Closing Stock of Machineries</b>	<b>89,620,000</b>	<b>89,620,000</b>	<b>89,620,000</b>	
<b>5.01</b>	<b>Details of Machineries:</b>			
a) Compressor GEO-C-150HP 4 Stage Motor Driven SL No # SC08058-1 to 3	53,517,900	53,517,900	53,517,900	
b) Compressor GEO-C-150HP 4 Stage Motor Driven SL No # SC08069-2, SCO7052-1	36,102,100	36,102,100	36,102,100	
	89,620,000	89,620,000	89,620,000	

The above machineries were imported for another four new CNG Stations in the year 2012 to 2014 after obtaining due permission from Rupantarito Prakritik Gas company Ltd. As the company could not obtain Gas connection, the machineries are still lying in the store.

**6.00 Capital Work- in -Progress: Tk. 30,079,462**

The break-up of the amount is given below:

Building &amp; Other Construction:

Opening Balance	11,329,878	11,329,878	10,054,619
Add: Addition during the year	31,331,984	-	1,275,259
Total	42,661,862	11,329,878	11,329,878
Less: Capitalized this Year	12,582,400	-	-
Balance	<b>30,079,462</b>	<b>11,329,878</b>	<b>11,329,878</b>

**7.00 Investment In Share: Tk. 104,889,244**

The break-up of the amount is given below:

Good CNG Refueling Station Ltd	8,285,000	8,285,000	8,285,000
M Hye & Co CNG Refueling Station Ltd	26,017,144	26,017,144	26,017,144
Nessa & Sons Ltd	23,950,000	23,950,000	23,950,000
Absar & Elias Enterprise Ltd	21,054,000	21,054,000	21,054,000
East End Automobiles Ltd	25,583,100	25,583,100	25,583,100
	<b>104,889,244</b>	<b>104,889,244</b>	<b>104,889,244</b>

**8.00 Inventories: Tk. 11,023,248**

The break-up of the amount is given below:

<b>(a) Opening Stock:</b>	<b>5,588,793</b>	<b>5,588,793</b>	<b>4,993,038</b>
Consumable items	2,409,535	2,409,535	2,434,635
Capitalized Items	3,179,257	3,179,257	2,558,402
<b>(b) Purchase during the Year:</b>	<b>40,843,770</b>	<b>-</b>	<b>13,040,500</b>
Consumable items	25,161,405	-	5,868,225
Capitalized Items	15,682,365	-	7,172,275
<b>(c ) Total (a+b)</b>	<b>46,432,563</b>	<b>5,588,793</b>	<b>18,033,538</b>
(d) Spares consumption this year	6,472,390		645,700
(e) Capitalized this year	5,814,360		820,420
(f) Issue to Subsidiary company:	23,122,565	-	10,978,625
Consumable items	13,906,705	-	5,247,625
Capitalized Items	9,215,860	-	5,731,000
<b>Closing Stock (c-d-e-f)</b>	<b>11,023,248</b>	<b>5,588,793</b>	<b>5,588,793</b>
Consumable items	7,191,845	2,409,535	2,409,535
Capitalized Items	3,831,403	3,179,257	3,179,257

These have been valued at cost. The above stock valued and certified by the management.

Details are shown in **Annexure-B****9.00 Trade Receivables: Tk. 544,364**

This consists of the following:

Trade Receivables:

Check Point Bangladesh Ltd	264,256	216,393	216,393
Arbab Poli Pac Limited	138,738	125,336	125,336
Abanti Colour	141,370	135,315	135,315
DPDC Demra Dhaka	-	4,510	4,510
Custom Office	-	6,870	6,870
Total	<b>544,364</b>	<b>488,424</b>	<b>488,424</b>

**9.01 Ageing of Accounts Receivable**

Less Than 6 Months

More Than 6 Months

544,364	488,424	488,424
-	-	-
<b>544,364</b>	<b>488,424</b>	<b>488,424</b>

**The classification of receivables as required by the Schedule XI of the Companies Act, 1994 are given below:**

Receivables considered good in respect of which the company is fully secured.	-	-	-
Receivables considered good in respect of which the company holds no security other than the debtor personal security.	544,364	488,424	488,424
Receivables considered doubtful or bad.	-	-	-
Debts due to by directors or other officers of the company	-	-	-
Receivables due by common management.	-	-	-
The maximum amount of receivable due by any director or other officer of the company.	-	-	-
	<b>544,364</b>	<b>488,424</b>	<b>488,424</b>

**10.00 Dividend Receivable: Tk. 0**

The break-up of the amount is given below:

Good CNG Refueling Station Ltd.	-	8,284,950	8,284,950
Nessa & Sons Ltd.	-	11,974,988	11,974,988
M Hye & Co CNG Refueling Station Ltd.	-	11,707,686	11,707,686
Absar & Elias Enterprise Ltd	-	8,421,560	8,421,560
East End Automobiles Ltd	-	12,791,513	12,791,513
<b>Total</b>	<b>-</b>	<b>53,180,696</b>	<b>53,180,696</b>

**11.00 Advances, Deposits & Pre-payments: Tk. 22,269,581**

The break-up of the amount is given below:

Advances	# Notes # 11.01	10,932,360	2,911,000	2,911,000
Deposits	# Notes # 11.02	11,337,221	8,710,805	8,710,805
Advance Against Land		-	149,000,000	149,000,000
		<b>22,269,581</b>	<b>160,621,805</b>	<b>160,621,805</b>

**11.01 Advances:**

This has been arrived as follows:

Opening Balance of AIT	2,911,000	2,909,600	2,909,600
Add: AIT Paid During the year	10,726,543	1,400	1,400
Total	13,637,542	2,911,000	2,911,000
Less: AIT adjusted with assessment	2,705,182	-	-
Closing Balance of AIT	<b>10,932,360</b>	<b>2,911,000</b>	<b>2,911,000</b>

**11.02 Deposit:**

This has been arrived as follows:

Bank Guarantee Margin	5,386,359	2,759,943	2,759,943
Security deposit to Titas Gas Transmission Co. Ltd	1,758,225	1,758,225	1,758,225
Security deposit to Bakhrabad Gas distribution Co. Ltd	4,192,637	4,192,637	4,192,637
<b>Total</b>	<b>11,337,221</b>	<b>8,710,805</b>	<b>8,710,805</b>

**12.00 Cash & Cash Equivalents: Tk. 7,946,264**

The break-up of the amount is given below:

Cash in hand	# Notes # 12.01	1,841,273	741,862	741,862
Cash at bank	# Notes # 12.02	6,104,991	15,261,785	15,261,785
<b>Total</b>		<b>7,946,264</b>	<b>16,003,647</b>	<b>16,003,647</b>

**12.01 Cash in Hand: Tk. 1,841,273****Station Name**

Chandpur Station	610,416	277,418	277,418
Amizuddin Station	494,208	164,014	164,014
Haratali Station	490,217	124,945	124,945
Petty cash in head office	246,432	175,485	175,485
	<b>1,841,273</b>	<b>741,862</b>	<b>741,862</b>

Cash in hand has been certified by the management of the company.

**12.02 Cash at Bank: Tk. 6,104,991**

The break-up of the amount is given below:

**Bank Name**

Dutch Bangla Bank Ltd. A/c # 1790	614,084	129,555	129,555
Dutch Bangla Bank Ltd. A/c # 315	748,037	540,013	540,013
Dutch Bangla Bank Ltd. A/c # 57	682,483	660,948	660,948
Dhaka Bank Ltd. A/c # STD-312	70,405	370,707	370,707
Pubali Bank Ltd. A/c # 160	649,941	301,568	301,568
Social Islami Bank Ltd. A/c # 02032	3,099,055	631,823	631,823
United Commercial Bank Ltd A/c # 19957	-	4,765	4,765
Prime Bank Ltd. A/c # 2788	14,696	123,921	123,921
Sonali Bank Ltd. A/c # 598	226,290	12,498,485	12,498,485
<b>Total</b>	<b>6,104,991</b>	<b>15,261,785</b>	<b>15,261,785</b>

All the above Bank Balance has been reconciled and agreed with the Bank Statement.

**13.00 Share Capital: Tk. 450,000,000****Authorized Capital:**

100,000,000 ordinary shares of tk. 10/- each	<b>1,000,000,000</b>	<b>1,000,000,000</b>	<b>1,000,000,000</b>
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**Issued, Subscribed, Called-up & Paid-up Capital :**

45,000,000 ordinary shares of tk. 10/- each	<b>450,000,000</b>	<b>450,000,000</b>	<b>450,000,000</b>
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**14.00 Retained Earnings: Tk. 22,250,166**

		<b>Restated</b>	
Balance brought forward	9,575,166	2,471,939	(32,755,607)
Add excess tax charged on previous year net profit 20.01	-	7,103,226	-
Profit for the year	12,675,001	-	35,227,546
<b>Balance carried forward</b>	<b>22,250,166</b>	<b>9,575,166</b>	<b>2,471,939</b>

**15.00 Deferred Tax Liability: Tk. 22,873,745**

The break-up of the amount is given below:

Opening Balance	18,131,252	18,131,252	17,295,993
Current Year Provision # Note # 15.01	4,742,494	-	835,258
<b>Total</b>	<b>22,873,745</b>	<b>18,131,252</b>	<b>18,131,252</b>

**15.01 Deferred Tax Calculation:**

Carrying Value	337,532,073	156,204,388	156,204,388
Written Down Value (Tax)	272,178,515	104,400,812	104,400,812
<b>Temporary Difference</b>	<b>65,353,558</b>	<b>51,803,576</b>	<b>51,803,576</b>
Income Tax rate	35%	35%	35%
Deferred Tax Liability (B/S)	22,873,745	18,131,252	18,131,252
Deferred Tax Liability (Opening)	18,131,252	17,295,993	17,295,993
Deferred Tax Liability (I/S)	4,742,494	835,258	835,258

**16.00 Long Term Borrowings- Net of current portion: Tk. 51,722,992**

The break-up of the amount is given below:

Shahajalal Islami Bank Ltd A/c # 0045	71,431,747	80,507,314	80,507,314
<b>Total</b>	<b>71,431,747</b>	<b>80,507,314</b>	<b>80,507,314</b>
<b>Less: Current Portion of long term loan:</b>			
Shahajalal Islami Bank Ltd A/c # 0045	19,708,755	17,318,271	17,318,271
	<b>19,708,755</b>	<b>17,318,271</b>	<b>17,318,271</b>
<b>Net Amount</b>	<b>51,722,992</b>	<b>63,189,043</b>	<b>63,189,043</b>

This represents the present outstanding balance of the above term loan. The above loan is secured by personal guarantee of the director of the company and the pari passu sharing agreement between bank and the company's fixed and floating assets. The interest rate of this loan is varying from 13% -17%.

**17.00 Trade and other payables Tk. 17,322,058**

The break-up of the amount is given below:

Gas Bill (CMS) Payable	17,005,407	14,930,647	14,930,647
Gas Bill (Captive) Payable	316,651	276,799	276,799
TDS Payable	-	1,025,898	1,025,898
VAT Payable	-	1,314,873	1,314,873
<b>Total</b>	<b>17,322,058</b>	<b>17,548,217</b>	<b>17,548,217</b>

**18.00 Liabilities for expenses: Tk. 2,876,059**

The break-up of the amount is given below:

Salary & Wages	1,155,365	852,143	852,143
Telephone & Mobile bill	75,418	55,210	55,210
Electricity Bill	918,366	837,440	837,440
Audit fees	115,000	57,500	57,500
CNG Station Rent	82,500	82,500	82,500
Vacant land rent	20,000	-	-
Sharing revenue against Land Rent to Land lord.	509,410	539,758	539,758
<b>Total</b>	<b>2,876,059</b>	<b>2,424,551</b>	<b>2,424,551</b>

**19.00 Workers Profit Participation Fund: Tk. 1,732,872**

The break-up of the amount is given below:

Opening Balance	3,700,111	3,700,111	990,300
Current Year's Provision	975,000	-	2,709,811
Less: Payment during the year	2,942,240	-	-
<b>Total</b>	<b>1,732,872</b>	<b>3,700,111</b>	<b>3,700,111</b>

**20.00 Provision for Tax: Tk. 15,417,589**

The break-up of the amount is given below:

Opening Balance	16,040,264	23,143,490	5,010,070
Less: Excess tax charged on previous year net profit note # 20.01	-	(7,103,226)	-
Less: Adjustment after assess	(2,705,182)	-	-
Current Year Provision	2,082,507	-	18,133,420
<b>Total</b>	<b>15,417,589</b>	<b>16,040,264</b>	<b>23,143,490</b>

**20.01 Excess Tax charged: Tk. 7,103,226**

Income Tax Charged on net profit June 30, 2016

Less: Income Tax will be

Minimum tax on Sales (Note # 20.02)	64,859,170	@ 0.6%
Other income	13,999	@ 35 %
Dividend income	53,180,696	@ 20 %

**Excess Tax Charged**

<b>18,133,420</b>
<b>11,030,194</b>
<b>389,155</b>
<b>4,900</b>
<b>10,636,139</b>
<b>7,103,226</b>

(a) Previous period (01/04/2016 to 30/06/2016) tax calculated on dividend income @ 35%, and the amount was charged by tk. 18,213,244. The applicable tax rate on dividend income was 20%. The tax on dividend income is restated to tk. 10,636,139 from tk. 18,213,244.

(b) Previous period (01/04/2016 to 30/06/2016) there was taxable loss amount (tk. 1,370,924) and no minimum tax was calculated for taxable loss. Now, minimum tax is calculated by tk. 389,155. The total current tax is restated to tk 11,030,194 (Tk. 10,636,139 + tk. 389,155 +tax on other income tk. 4,900) from tk. 18,133,420.

(c ) For the effect of (a) and (b) the retained earnings was restated to tk . 95,75,166 from tk. 2,471,939 and tax provision was restated to tk.1,60,40,264 from tk. 2,31,43,490.

**20.02 Calculation of Taxable income / Loss:**

Net Profit After WPPF	54,196,225
Less: Dividend income	53,180,696
<b>Net income</b>	<b>1,015,529</b>
Add: Accounting Depreciation	2,378,975
Less: Tax Depreciation	4,765,427
<b>Net Taxable Loss</b>	<b>(1,370,924)</b>

**21.00 Net Asset Value (NAV)Per Share:**

Total Asset	603,904,236	597,926,875	597,926,875
Less: Total Liability	131,654,069	138,351,710	145,454,936
Net Asset	472,250,166	459,575,165	452,471,939
No. of ordinary share	45,000,000	45,000,000	45,000,000
Net Asset Value per share	10.49	10.21	10.05

# INTRACO REFUELING STATION LTD

## Notes to the Financial Statements

As at and for the year ended 30 June, 2017

	30-Jun-2017	30-Jun-2016
<b>22.00 Turnover: Tk. 299,896,774</b>		
Sales Revenue	306,427,424	274,249,452
Less: Sharing revenue	6,530,650	6,764,031
	<b>299,896,774</b>	<b>267,485,421</b>
As per agreement Sharing revenue has paid on gross receipts to Land lord against Land rent during the year.		
<b>23.00 Cost of Sales: Tk. 249,500,803</b>		
The break-up of the amount is given below:		
Gas Bill (Compressor )	207,397,810	183,800,650
Gas Bill (Captive/Engine )	3,927,156	2,840,313
Spare parts consumption	6,472,390	3,568,500
Maintenance & Lubricants Expenses	3,041,400	4,386,393
Electricity Bill	10,830,920	11,852,787
Station Rent	990,000	990,000
Salary & Wages	8,712,524	7,387,708
Depreciation	8,128,603	6,442,978
<b>Total</b>	<b>249,500,803</b>	<b>221,269,330</b>
<b>24.00 Administrative &amp; Selling Expenses: Tk. 19,880,170</b>		
The break-up of the amount is given below:		
Salary & Allowance	3,632,257	2,630,260
Travelling & Conveyance	792,730	499,877
Travelling overseas	1,026,025	728,737
Printing & Stationery	1,227,578	907,599
Entertainment	559,603	587,387
Telephone & Mobile expense	855,829	609,638
Water bill	24,281	55,486
Bank Charge & Commission	185,782	114,586
Bank Guarantee Commission	1,838,491	-
Office Rent	2,400,000	1,140,000
Vacant Land Rent	120,000	-
Electricity bill	358,198	1,033,180
Wasa bill	30,530	85,296
Postage & Courier	184,793	59,980
Gas & Fuel expenses-vehicle	1,002,652	374,811
Vehicle maintenance	558,677	122,030
Fees & Professional charges	42,458	3,500
Insurance Premium Station	607,500	607,500
Insurance Premium Vehicle	184,924	390,596
Employees welfare expense	90,185	-
Internet expense	203,530	192,649
Registration & Renewals	425,146	893,779
Food bill	507,250	142,500
Overtime bill	149,251	115,035
Audit fees with VAT	115,000	143,750
VAT A/c	288,000	222,659
Other Expenses	240,496	271,935
Depreciation	2,229,004	1,371,816
<b>Total</b>	<b>19,880,170</b>	<b>13,304,587</b>



**25.00 Financial Expenses: Tk. 10,043,432**

The break-up of the amount is given below:

Shahajalal Islami Bank Ltd

10,043,432	12,370,031
<b>10,043,432</b>	<b>12,370,031</b>

**26.00 Other Income: Tk. 2,632**

The break-up of the amount is given below:

Bank Interest received

Dividend Income

2,632	340,761
-	53,180,696
<b>2,632</b>	<b>53,521,457</b>

**27.00 Earnings Per Share:**

This has been calculated in compliance with the requirements of BAS 33: Earning per share is the basic earning dividing by the weighted average number of ordinary shares outstanding the end of the year.

The composition of earning per shares (EPS) is given below:

Profit after tax

Average number of ordinary shares outstanding during the year #

Note # 27.01

Earnings per share

12,675,001	46,019,883
45,000,000	35,000,648
<b>0.28</b>	<b>1.31</b>

**27.01 Calculation of Average Number of Shares:**

		<b>Days of Utilization of Shares</b>	
		<b>Days of Whole Year</b>	
Allotment of Shares made on 27-03- 2007		365	366
30,000	<b>X</b>	365	366
		30,000	30,000
Allotment of Shares made on 30-05-2015		365	366
9,470,000	<b>X</b>	365	366
		9,470,000	9,470,000
Allotment of Shares made on 31-12-2015 (Share Money exist from the beginning of the Year)		365	366
15,501,296	<b>X</b>	365	366
		15,501,296	15,501,296
Allotment of Shares made on 31-12-2015 (Cash receive during the year)		365	183
19,998,704	<b>X</b>	365	366
		19,998,704	9,999,352
<b>Total Weighted Average Number of Shares</b>		<b>45,000,000</b>	<b>35,000,648</b>

**28.00 Net operating cash flows per Shares ( NOCFPS):**

The Computation of NOCFPS is given below:

Net Cash Generated from Operating Activities

Number of Shares outstanding during the year

Net Operating Cash Flows per Share (NOCFPS)

9,924,509	31,033,862
45,000,000	35,000,648
<b>0.22</b>	<b>0.89</b>

**29.00 Related parties Transaction:**

As per Bangladesh Accounting standards BAS 24 Related party Disclosures, Parties are considered to be related if one of the party has the ability to control the other party or exercise significant influence over the other party is making financial and operating decision.

The name of the related parties and nature of these transactions have been set out in accordance with the provisions of BAS-24. During the year, the company carried out transactions with following related parties:

<i>Name of the parties</i>	<i>Relationship</i>	<i>Nature of business</i>	<i>Transaction value</i>		
Good CNG Refueling Station Ltd.	Common Shareholder	Sales of spare parts	1,559,015		6,613,085
		Dividend Received	8,285,000		-
Nessa & Sons Ltd.	Common Shareholder	Sales of spare parts	5,420,202		9,297,418
		Dividend Received	11,975,000		-
M Hye & Co CNG Refueling Station Ltd.	Common Shareholder	Sales of spare parts	5,533,586		5,287,867
		Dividend Received	11,707,713		-
Absar & Elias enterprises Ltd.	Common Shareholder	Sales of spare parts	7,539,030		9,112,505
		Dividend Received	8,421,600		-
East End Automobiles Ltd.	Common Shareholder	Sales of spare parts	3,070,732		8,523,103
		Dividend Received	12,791,550		-

**30.00 Number of employees and range of salary:**

The company has 140 full time employees as of June 30, 2017, Details are as follows:

Particulars	30-Jun-2017	30-Jun-2016
Salary range Below Tk 3000	-	-
Salary range Above Tk 3000	140	140

**31.00 Capacity Utilization:**

Name of station	Loaded capacity yearly (m3)	Capacity Utilization yearly (m3)	Percentage
Narayangonj Station	2,547,876	1,681,401	66%
Haratali Station	1,558,704	1,482,347	95%
Chandpur Station	3,993,600	3,538,246	89%

**INTRACO REFUELING STATION LTD**  
**Schedule of Property, Plant & Equipment**  
**As at June 30, 2017**

**Annexure-A**

Particulars	Cost			Rate of Dep.	Depreciation			Written down value as on 30-Jun-17
	Balance as on 01-Jul-16	Addition during the year	Balance as on 30-Jun-17		Balance as on 01-Jul-16	Charged during the year	Balance as on 30-Jun-17	
Land	6,846,500	164,900,200	171,746,700		-	-	-	171,746,700
Land Development	1,797,335	-	1,797,335	5%	-	89,867	89,867	1,707,468
Vehicle	18,452,497	125,890	18,578,387	10%	1,274,150	1,720,982	2,995,132	15,583,255
Furniture & fixture	1,338,084	2,911,140	4,249,224	10%	304,594	341,187	645,781	3,603,443
Office Equipment	1,098,625	186,741	1,285,366	10%	254,134	97,736	351,869	933,497
Building & Other Construction	13,937,725	13,599,922	27,537,647	5%	4,494,048	732,767	5,226,815	22,310,832
Plant & Machineries	161,008,833	5,814,360	166,823,193	5%	73,197,321	4,577,517	77,774,838	89,048,355
Backup Storage (With Vehicle)	10,850,000	1,093,585	11,943,585	5%	180,268	588,166	768,434	11,175,151
Generator	9,055,940	9,399	9,065,339	10%	1,012,005	804,863	1,816,868	7,248,471
Gas Line Installation	3,431,639	642,755	4,074,394	10%	1,286,717	278,768	1,565,485	2,508,909
Computer	1,139,460	113,350	1,252,810	10%	521,160	69,100	590,259	662,551
Online UPS	4,950,000	-	4,950,000	10%	284,625	466,538	751,163	4,198,838
Invertor	1,550,000	-	1,550,000	10%	89,125	146,088	235,213	1,314,788
Electrical Installation	7,124,221	2,272,650	9,396,871	10%	3,826,721	408,426	4,235,147	5,161,724
Fire Extinguisher	612,322	15,300	627,622	10%	263,926	35,605	299,531	328,091
<b>Balance as at June 30, 2017</b>	<b>243,193,181</b>	<b>191,685,292</b>	<b>434,878,473</b>		<b>86,988,793</b>	<b>10,357,607</b>	<b>97,346,400</b>	<b>337,532,073</b>
<b>Balance as at June 30, 2016</b>	<b>242,372,761</b>	<b>820,420</b>	<b>243,193,181</b>		<b>84,609,818</b>	<b>2,378,975</b>	<b>86,988,793</b>	<b>156,204,388</b>

**Allocation of Depreciation:**

Administrative cost	2,229,004
Factory cost	8,128,603
<b>Total</b>	<b><u>10,357,607</u></b>

**INTRACO REFUELING STATION LTD**

**For the year ended 30 June 2017**

**Quantity-wise information of inventories is as follows:**

**Annexure-B**

<b>Name Of Spare Parts :</b>	<b>Closing (Capital) Pcs.</b>	<b>Closing (Consumption) Pcs.</b>	<b>Closing (Capital) Amount</b>	<b>Closing (Consumption) Amount</b>	<b>Total Closing (Amount)</b>
Oil Pump	1	-	120,750	-	120,750
1 <sup>st</sup> Stage Suction Valve	-	1	-	99,750	99,750
1 <sup>st</sup> Stage Discharge Valve	-	1	-	99,750	99,750
2 <sup>nd</sup> Stage Suction Valve	-	1	-	87,250	87,250
2 <sup>nd</sup> Stage Discharge Valve	-	1	-	87,250	87,250
3 <sup>rd</sup> Stage Suction Valve	-	1	-	85,300	85,300
3 <sup>rd</sup> Stage Discharge Valve	-	1	-	85,300	85,300
4 <sup>th</sup> Valve Assembly	-	1	-	95,230	95,230
1 <sup>st</sup> Stage Valve Cover "O" Ring	-	6	-	19,320	19,320
2 <sup>nd</sup> Stage Valve Cover "O" Ring	-	6	-	15,420	15,420
3 <sup>rd</sup> Stage Valve Cover "O" Ring	-	6	-	13,380	13,380
4 <sup>th</sup> Stage Valve Cover "O" Ring	-	7	-	14,980	14,980
1 <sup>st</sup> Stage Valve Seat Gasket	-	8	-	25,920	25,920
2 <sup>nd</sup> Stage Valve Seat Gasket	-	7	-	19,460	19,460
3 <sup>rd</sup> Stage Valve Seat Gasket	-	8	-	21,120	21,120
3 <sup>rd</sup> Stage Valve Seat Gasket	-	8	-	19,760	19,760
Piston	-	1	-	45,820	45,820
Cylinder Liner	-	1	-	40,670	40,670
Cylinder Liner "O" Ring	-	2	-	7,120	7,120
Cylinder Head Gasket (Front)	-	5	-	40,750	40,750
Cylinder Head Gasket (Rear)	-	5	-	40,750	40,750
1 <sup>st</sup> Stage Piston Ring	-	2	-	61,960	61,960
1 <sup>st</sup> Stage Rider Ring	-	1	-	50,170	50,170
2 <sup>nd</sup> Piston Ring (Single)	-	1	-	20,650	20,650
2 <sup>nd</sup> Piston Ring (Double)	-	1	-	25,430	25,430
3 <sup>rd</sup> Stage Piston Ring	-	2	-	31,960	31,960
3 <sup>rd</sup> Stage Rider Ring	-	1	-	25,780	25,780
4 <sup>th</sup> Stage Piston Ring	-	1	-	50,450	50,450
4 <sup>th</sup> Stage Rider Ring	-	1	-	35,880	35,880
Intake Valve	-	2	-	56,340	56,340
Exhaust Valve	-	2	-	56,340	56,340
Valve Steam Seal	-	5	-	26,950	26,950
Valve Guide	-	5	-	26,950	26,950
Half Seat Gasket	1	-	95,470	-	95,470
1 <sup>st</sup> & 2 <sup>nd</sup> Piston Rod	-	1	-	250,310	250,310
4 <sup>th</sup> Cylinder Liner	-	1	-	105,960	105,960
1 <sup>st</sup> Stage Safety Valve	-	1	-	85,470	85,470
2 <sup>nd</sup> Stage Safety Valve	-	1	-	85,470	85,470
3 <sup>rd</sup> Stage Safety Valve	-	1	-	85,470	85,470
4 <sup>th</sup> Stage Safety Valve	-	1	-	85,470	85,470
Gland Packing (1 <sup>st</sup> & 2 <sup>nd</sup> )	-	1	-	175,360	175,360

Gland Packing (3 <sup>rd</sup> & 4 <sup>th</sup> )	-	1	-	199,420	199,420
Oil Scraper	-	1	-	95,460	95,460
Coupling Nut & Bolt	-	10	-	108,700	108,700
Pressure Transmitter	-	1	-	98,620	98,620
Temperature Transmitter	-	1	-	98,350	98,350
4 <sup>th</sup> Cylinder Liner	-	1	-	102,390	102,390
Check Valve Service Kit	-	1	-	30,470	30,470
1 <sup>st</sup> Stage Suction Valve(Diff.)	-	2	-	303,640	303,640
1 <sup>st</sup> Stage Discharge Valve (Diff.)	-	2	-	303,640	303,640
2 <sup>nd</sup> Stage Suction Valve (Diff.)	-	1	-	98,750	98,750
2 <sup>nd</sup> Stage Discharge Valve (Diff.)	-	1	-	98,750	98,750
3rd Stage Suction Valve (Diff.)	-	1	-	87,520	87,520
3rd Stage Discharge Valve (Diff.)	-	1	-	87,520	87,520
4th Stage Suction Valve (Diff.)	-	1	-	85,970	85,970
4th Stage Discharge Valve (Diff.)	-	1	-	85,970	85,970
5th Stage Valve (Diff.)	-	1	-	84,310	84,310
1 <sup>st</sup> Stage Piston Ring (Diff.)	-	2	-	64,340	64,340
1 <sup>st</sup> Stage Rider Ring (Diff.)	-	2	-	104,340	104,340
2 <sup>nd</sup> Stage Piston Ring (Diff.)	-	5	-	153,250	153,250
2 <sup>nd</sup> Stage Rider Ring (Diff.)	-	1	-	37,890	37,890
3 <sup>rd</sup> Stage Piston Ring (Diff.)	-	3	-	77,790	77,790
3 <sup>rd</sup> Stage Rider Ring (Diff.)	-	1	-	31,480	31,480
4th Stage Piston Ring (Diff.)	-	3	-	65,220	65,220
4th Stage Rider Ring (Diff.)	-	2	-	24,880	24,880
5th Stage Piston Ring (Diff.)	-	4	-	139,520	139,520
5th Stage Rider Ring (Diff.)	-	3	-	119,340	119,340
Piston (Diff.)	-	2	-	95,820	95,820
Cylinder Liner (Diff.)	-	2	-	91,260	91,260
Intake Valve (Diff.)	-	5	-	127,300	127,300
Exhaust Valve (Diff.)	-	5	-	127,300	127,300
Gas Inlet Filter (Diff.)	-	1	-	34,780	34,780
Temperature Transmitter (Diff.)	-	1	-	93,460	93,460
1 <sup>st</sup> Stage Valve Seat Gasket (Diff.)	-	2	-	7,140	7,140
2 <sup>nd</sup> Stage Valve Seat Gasket (Diff.)	-	7	-	21,280	21,280
3 <sup>rd</sup> Stage Valve Seat Gasket (Diff.)	-	4	-	11,560	11,560
4 <sup>th</sup> Stage Valve Seat Gasket (Diff.)	-	2	-	5,260	5,260
5 <sup>th</sup> Stage Valve Seat Gasket (Diff.)	-	2	-	4,280	4,280
1 <sup>st</sup> Stage Valve "O" Ring (Diff.)	-	3	-	14,490	14,490
2 <sup>nd</sup> Stage Valve "O" Ring (Diff.)	-	4	-	17,000	17,000
3 <sup>rd</sup> Stage Valve "O" Ring (Diff.)	-	6	-	22,140	22,140

4 <sup>th</sup> Stage Valve "O" Ring (Diff.)	-	4	-	12,580	12,580
5 <sup>th</sup> Stage Valve "O" Ring (Diff.)	-	4	-	10,260	10,260
1 <sup>st</sup> Stage Discharge Valve Holder	1	-	50,475	-	50,475
1 <sup>st</sup> Stage Suction Valve Holder	1	-	50,475	-	50,475
"O" Ring For Exhaust Manifold	29	-	104,255	-	104,255
Governor Controller	2	-	220,490	-	220,490
Mother Board	2	-	351,890	-	351,890
Display Board	2	-	183,330	-	183,330
Solenoid Valve Rebuilt Kit	2	-	170,650	-	170,650
Controller	1	-	66,985	-	66,985
Cam Shaft	1	-	159,295	-	159,295
Check Valve For Compressor (1/2 Inch)	1	-	55,870	-	55,870
Check Valve For Compressor (3/4 Inch)	1	-	55,870	-	55,870
Oil Distributor For Compressor (350HP)	3	-	504,930	-	504,930
Disk Flex Spring & Bott & Nut (Coupling)	1	-	304,780	-	304,780
5th Cylinder Liner	1	-	86,475	-	86,475
1st Stage Piston Rod	1	-	275,980	-	275,980
2nd Stage Piston Rod	1	-	250,745	-	250,745
Piston Ring (Top)	5	-	35,750	-	35,750
Piston Ring (2nd)	3	-	21,450	-	21,450
Piston Ring (Oil)	3	-	21,450	-	21,450
Fuel mixer assembly	-	1	-	87,360	87,360
High Tension Lead	-	2	-	60,280	60,280
Spark plug	-	10	-	37,500	37,500
Gas Regulator (Small) for 150hp,	-	1	-	94,250	94,250
Gas Regulator fisher (Big)	-	1	-	175,775	175,775
Electric starter	-	1	-	255,480	255,480
Breakway Valve "O" Ring	-	36	-	22,016	22,016
Nozzle Head "O" Ring	-	9	-	1,082	1,082
Safety Valve "O" Ring (15.5mm)	-	9	-	12,927	12,927
Push Rod	1	-	3,970	-	3,970
Safety Valve "O" Ring (6.3mm)	-	10	-	5,780	5,780
Safety Valve "O" Ring (30.5mm)	2	-	6,681	-	6,681
Blow Down Regulator	-	1	-	99,850	99,850
Spring For Dispenser	98	-	126,107	-	126,107
Grease	3	-	10,700	-	10,700
Breakway Valve	-	1	-	84,160	84,160
Quick Coupler	-	1	-	32,140	32,140
High Pressure Pipe (Feet.)	39	-	62,430	-	62,430
Coupling Rubber Ball	-	2	-	30,920	30,920
Air Filter	-	10	-	84,700	84,700
Lube Oil Filter	-	4	-	18,760	18,760

Oil Filter	-	2	-	30,860	30,860
Final Filter Element 4C	-	1	-	28,550	28,550
Final Filter Element 10 C	-	1	-	28,550	28,550
Seperator Filter	-	2	-	44,300	44,300
Touch Pad	-	1	-	65,230	65,230
Touch Card	-	1	-	60,170	60,170
Lip Seal (Small)	4	-	34,280	-	34,280
Lip Seal (Big)	-	3	-	34,410	34,410
Distributor Block With Magnet 1st & 3rd	1	-	198,760	-	198,760
Distributor Block With Magnet 2nd, 4th & 5th	1	-	198,760	-	198,760
Lubricate Oil (Ltr.)	-	11	-	6,686	6,686
Halai Sheet Gasket (Feet.)	8	-	2,350	-	2,350
				<b>3,831,403</b>	<b>7,191,845</b>
					<b>11,023,248</b>

- (b) **Information as is required under section 186 of the কোম্পানি আইন, 1994 relating to holding company;**

**Independent Auditor's Report  
To the Shareholders of  
ABSAR & ELIAS ENTERPRISES LTD**

**Report on the Financial Statements**

We have audited the accompanying Financial Statements of ABSAR & ELIAS ENTERPRISES LTD, which comprise the Statement of Financial Position as at 30 June 2017 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 a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), 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.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing (BSA). Those standards require 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.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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



## **Opinion**

In our opinion, the financial statements give a true and fair view of the financial position of the company as at 30 June 2017 and of its financial performance and its cash flows for the year then ended in accordance with the Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), The Companies Act 1994 and other applicable laws and regulations.

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

We further report that:

- a) we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
- 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 these 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.

Dhaka

September 14, 2017

Sd/-

**MAHFEL HUQ & Co.**

Chartered Accountants

**ABSAR & ELIAS ENTERPRISES LTD**  
**Statement of Financial Position**  
As at June 30, 2017

Particulars	Notes	Amount in Taka	
		30-Jun-2017	30-Jun-2016
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, Plant & Equipment	4.00	80,752,613	67,267,665
Capital Work-In-Progress	5.00	-	5,552,873
<b>Total Non-Current Assets</b>		<b>80,752,613</b>	<b>72,820,538</b>
<b>CURRENT ASSETS</b>			
Trade Receivables	6.00	6,956,706	6,534,029
Advances, Deposits & Pre-Payments	7.00	4,588,580	4,588,580
Cash & Cash Equivalents	8.00	2,955,485	1,562,259
<b>Total Current Assets</b>		<b>14,500,771</b>	<b>12,684,868</b>
<b>Total Assets</b>		<b>95,253,384</b>	<b>85,505,406</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders Equity</b>			
Share Capital	9.00	22,162,000	22,162,000
Retained Earnings	10.00	36,368,989	24,687,238
<b>Total Equity</b>		<b>58,530,989</b>	<b>46,849,238</b>
<b>NON CURRENT LIABILITIES</b>			
Deferred Tax Liability	11.00	10,623,142	7,717,183
<b>Total Non Current Liabilities</b>		<b>10,623,142</b>	<b>7,717,183</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	12.00	11,142,605	10,739,977
Liabilities for expenses	13.00	1,524,178	1,434,549
Dividend Payable	14.00	-	8,864,800
Workers Profit Participation fund	15.00	1,113,195	964,599
Provision for Tax	16.00	12,319,275	8,935,060
<b>Total Current Liabilities</b>		<b>26,099,254</b>	<b>30,938,985</b>
<b>Total Liabilities</b>		<b>36,722,395</b>	<b>38,656,168</b>
<b>Total Equity and Liabilities</b>		<b>95,253,384</b>	<b>85,505,406</b>
<b>Net Asset Value (NAV)</b>	<b>21.00</b>	<b>26.41</b>	<b>21.14</b>

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
**Manager-Accounts**

Sd/-  
**Director**

Sd/-  
**Managing Director**

This is the statement of financial position referred to in our report of even date annexed.

Dhaka  
Dated: September 14, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**ABSAR & ELIAS ENTERPRISES LTD**  
**Statement of Profit or Loss And Other Comprehensive Income**  
**For the year ended June 30, 2017**

Sl.	Particulars	Notes	Amount in Taka	
			30-Jun-2017	30-Jun-2016
A	Sales Revenue	17.00	201,389,468	177,964,176
B	Less: Cost of Sales	18.00	175,976,127	154,947,238
C	Gross Profit (A-B)		25,413,341	23,016,938
D	Administrative & Selling Expenses	19.00	6,542,820	6,377,131
E	Profit from Operation (C-D)		18,870,521	16,639,807
F	Workers Profit Participation Fund (WPPF)		898,596	792,372
G	Net Profit After WPPF (E-F)		17,971,925	15,847,435
H	Income Tax expenses		6,290,174	5,546,603
	Current Tax	16.00	3,384,215	2,796,941
	Deferred Tax	11.00	2,905,958	2,749,662
I	Net Profit After Tax (G-H)		11,681,751	10,300,832
J	Other Comprehensive Income		-	-
K	Total Comprehensive Income (I+J)		11,681,751	10,300,832
L	Earnings Per Share (EPS)	20.00	5.27	4.76

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-

**Manager-Accounts**

Sd/-

**Director**

Sd/-

**Managing Director**

This is the statement of Profit or Loss & other comprehensive income referred to in our report of even date annexed.

Sd/-

Dhaka

**Mahfel Huq & Co.**

Dated: September 14, 2017

**Chartered Accountants**

**ABSAR & ELIAS ENTERPRISES LTD**  
**Statement of Changes in Equity**  
**For the year ended June 30, 2017**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : July 01, 2016	22,162,000	24,687,238	46,849,238
Net Profit for the year	-	11,681,751	11,681,751
Balance as on: June 30, 2017	<b>22,162,000</b>	<b>36,368,989</b>	<b>58,530,989</b>

**ABSAR & ELIAS ENTERPRISES LTD**  
**Statement of Changes in Equity**  
**For the year ended June 30, 2016**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : July 01, 2015	1,000,000	23,251,205	24,251,205
Share Issued During the year	21,162,000	-	21,162,000
Cash dividend for the year 2005-16		(8,864,800)	(8,864,800)
Net Profit for the Year	-	10,300,832	10,300,832
Balance as on: June 30, 2016	<b>22,162,000</b>	<b>24,687,238</b>	<b>46,849,238</b>

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
**Manager-Accounts**

Sd/-  
**Director**

Sd/-  
**Managing Director**

This is the Statement of Changes in Equity referred to in our report of even date annexed.

Dhaka  
Dated: September 14, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**ABSAR & ELIAS ENTERPRISES LTD**  
**Statement of Cash Flows**  
**For the year ended June 30, 2017**

Particulars	Notes	Amount in Taka	
		30-Jun-2017	30-Jun-2016
<b>A. CASH FLOWS FROM OPERATING ACTIVITIES:</b>			
Cash received from customers		200,966,791	178,664,099
Cash Payments to suppliers		(168,394,523)	(148,018,996)
Cash Payments to employees		(8,111,391)	(6,587,131)
Cash Payments to others		(2,359,276)	(1,983,566)
Net cash generated by operating activities		22,101,601	22,074,406
<b>B. CASH FLOWS FROM INVESTING ACTIVITIES:</b>			
Acquisition of Property, plant & equipment		(11,843,575)	(16,785,730)
Paid for Capital work-in-Progress		-	(5,552,873)
Net cash used in investing activities		(11,843,575)	(22,338,603)
<b>C. CASH FLOWS FROM FINANCING ACTIVITIES:</b>			
Paid for cash dividend		(8,864,800)	-
Received Share Money deposit		-	1,058,000
Net cash used in financing activities		(8,864,800)	1,058,000
<b>D. Net Increase/(Decrease) in cash &amp; cash equivalents (A+B+C)</b>		<b>1,393,226</b>	<b>793,803</b>
<b>E. Cash &amp; cash equivalents at the beginning of the year</b>		<b>1,562,259</b>	<b>768,456</b>
<b>F. Cash &amp; cash equivalents at the end of the year (D+E)</b>		<b>2,955,485</b>	<b>1,562,259</b>
<b>G Net Operating Cash Flow Per Share</b>	22	<b>9.97</b>	<b>10.20</b>

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
**Manager-Accounts**

Sd/-  
**Director**

Sd/-  
**Managing Director**

This is the statement of cash flows referred to in our even dated report to the shareholders.

Dhaka  
Dated: September 14, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**ABSAR & ELIAS ENTERPRISES LTD**  
**Accounting Policies and Explanatory Notes**  
**For the year ended June 30, 2017**

**1.00 Corporate History of the Reporting Entity**

Absar & Elias Enterprise Ltd. (The Company) was incorporated in Bangladesh as a Private Limited Company under the Companies Act, 1994 vide Registration No. C-63432(923)/06 dated 24th August, 2006.

The registered office and principal place of business of the company is located at 69, Sahrawardy Avenue, Baridhara, Dhaka-1212 and the station situated in Tigarpass More, Chittagong.

The company is a subsidiary of Intraco Refueling Station Ltd

**2.00 Corporate Business**

The Company is involved in operation of CNG refueling stations.

**3.00 Basis of preparation and significant accounting policies**

**3.01 Basis of Measurement of Elements of Financial Statements**

The financial statements of the company are prepared on going concern assumption under historical cost convention on accrual basis and in accordance with the Bangladesh Accounting Standards(BASs)-1" Presentation of Financial Statements", Bangladesh Financial Reporting Standards(BFRSs), the Companies Act 1994, the Securities and Exchange Rules, 1987 and other applicable laws & regulations.

The following Bangladesh Accounting Standards were applied for the preparation of the financial statements for the Year.

BAS-1	Presentation of Financial Statements
BAS-7	Statement of Cash Flows
BAS-8	Accounting Policies, Changes in Accounting Estimates and Errors
BAS-10	Events after the Reporting Year
BAS-12	Income Taxes
BAS-16	Property, Plant & Equipment
BAS-18	Revenue
BAS-19	Employee Benefits
BAS-24	Related party Disclosures
BAS-33	Earnings per Share
BAS-36	Impairment of Assets
BAS-37	Provisions, Contingent Liabilities and Contingent Assets.
BAS-39	Financial Instruments: Recognition and Measurement
BFRS-8	Operating Segments

**3.02 Going Concern Basis**

The company has adequate resources to continue its operation for the foreseeable future. As such, the directors intended to adopt the going concern basis in preparing the financial statements. The current credit facilities and resources of the company provides sufficient fund to meet the present requirements of its existing business.

### 3.03 Structure, Content and Presentation of Financial Statements

Being the general purpose financial statements, the presentation of these financial statements is in accordance with the guidelines provided by BAS 1: Presentation of Financial Statements financial statements comprises:

- i) Statement of financial position as at June 30, 2017.
- ii) Statement of Profit or Loss and other comprehensive income for the Year ended June 30, 2017.
- iii) Statement of Changes in Equity for the Year ended June 30, 2017.
- iv) Statement of cash flows for the Year ended June 30, 2017.
- v) Notes comprising a summary of significant accounting policies and other explanatory information to the financial Statements for the Year ended June 30, 2017.

### 3.04 Reporting Year

The Year of the financial statements covers from July 01, 2016 to June 30, 2017.

### 3.05 Revenue

Revenue represents the invoice value of CNG Gas refuel to customers vehicle during the Year. Revenue from CNG Gas sales is recognized when the significant risks and rewards of ownership have been transferred to the buyer.

### 3.06 Property, Plant and Equipment

#### Initial Recognition and measurement

Property, plant and equipment are capitalized at cost of acquisition and subsequently stated at cost or revaluation less accumulated depreciation in compliance with the requirements of BAS 16: Property, Plant and Equipment. The cost of acquisition of an asset comprises its purchase price and any directly attributable cost of bringing the assets to its working condition for its intended use inclusive of inward freight, duties, non-refundable taxes and un-allocated expenditures etc. Expenses on recurring nature for normal wear tear is charged to revenue.

#### Depreciation on Fixed Assets

Depreciation is provided to amortize the value of the assets after commissioning, over the year of their expected useful life, in accordance with the provisions of BAS 16: Property, Plant and Equipment. Depreciation charged of an asset when the assets are available for use. Depreciation is charged on all fixed assets on reducing balance method. The Rate of depreciation for this year as below:

Particulars	30-Jun-2017	30-Jun-2016
Furniture & fixture	10%	10%
Building & Other Construction	5%	5%
Plant & Machineries	5%	5%
Generator	10%	10%
Tube well	10%	10%
Air Compressor	10%	10%
Electrical Installation	10%	10%
Digital Meter	10%	10%

#### Retirement and Disposals:

An asset is derecognized on disposal or when no future economic benefits are expected from its use. Gain or loss arising from the retirement or disposal of an asset is determined as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized as gain or loss from disposal of asset in the statement of comprehensive income.

**Impairment:****I) Financial Assets**

Accounts receivable and others receivables are assessed at each reporting date to determine whether there is any objective evidence of impairment. Financial assets are impaired if objective indicates that a loss event has occurred after the initial recognition of the asset and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably. Objective evidence that financial assets are impaired can include default or delinquency by a debtor, indicates that a debtor or issuer will enter bankruptcy etc. During the period no impaired loss occurred to recognize in the Financial Statements.

**II) Non-Financial assets**

An asset is impaired when its carrying amount exceeds its recoverable amount. The company assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount of an asset is the higher of its fair value less cost to sell and its value in use. Carrying amount of the assets is reduced to its recoverable amount by recognizing an impaired loss is recognized immediately in statement of comprehensive income unless the asset is carried at revalued amount. Any impaired loss of a revalued asset treated as a revaluation decrease. During the period no impaired loss occurred to recognize in the Financial Statements.

**3.07 Cash and Cash Equivalent**

Cash and cash equivalents comprise cash in-hand, demand deposits and short term bank deposits that are readily convertible to a known amount of cash, and that are not subject to significant risk of change in value.

**3.08 Events after the reporting period**

In compliance with the requirements of BAS 10: Adjusting Events after the reporting period, "Post Balance Events" that provide additional information about the company's position at the balance date are reflected in the financial statements and events after the balance sheet date that are not adjusting events are disclosed in the notes when material. There were no adjusting or non-adjusting events after the reporting year that requires adjustment or additional disclosure.

**3.09 Statement of Cash Flows**

The Statement of Cash Flows is prepared in accordance with Bangladesh Accounting Standards BAS 7 Statement of Cash Flows and cash flow from the operating activities have been presented under direct method considering the provision of BAS 7 which provides that entities are encouraged to report cash flow from operating activities using the Direct Method.

**3.10 Earnings per Share**

The company calculates Earnings per Share (EPS) in accordance with the requirement of BAS 33 Earnings per Share which has been shown on the face of the Statement of Profit or Loss and other Comprehensive Income.

**Basic earnings**

This represents earnings for the Year ended June 30, 2017 attributable to the ordinary shareholders.

**Basic earnings per share**

This has been calculated dividing the basic earnings by the weighted average number of shares outstanding for the Year.



### **3.11 Related Party Disclosures**

The company carried out a number transactions with related parties. The information as required by BAS 24 Related Party Disclosures has been disclosed in a separate note to the financial statements.

### **3.12 Employee Benefit Plan:**

The Company maintains defined benefit plan for its eligible permanent employees. The eligibility is determined according to the terms and conditions set in the respective deeds.

The Company has accounted for and disclosed employee benefits in compliance with the provisions of BAS-19: Employee Benefits.

The cost of employee benefit is charged off as revenue expenditure in the Year to which the contributions relate.

The company's employee benefits include the following:

#### **Short Term Employee Benefits**

Short -term employee benefits include salaries, bonuses etc. obligations for such benefits are measured on an undiscounted basis and are expensed as the related service is provided.

#### **Workers Profit Participation Fund (WPPF)**

The company has created a fund for workers "Workers profit participation Fund (WPPF)" as per Labor Act "Bangladesh Labor (amendment) Act' 2013" by 5% of profit after charging such expenses and the fund yet to be constituted.

### **3.13 Provisions Contingent Liabilities and Contingent Assets**

In accordance with the guidelines as prescribed by BAS 37 Provisions, Contingent Liabilities and Contingent Assets, provisions are recognized in the following situations:

- a. when the company has an obligation ( legal or constructive) as a result of past events;
- b. when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- c. when reliable estimates can be made of the amount of the obligation.

### **3.14 Income Tax**

#### **Current Tax**

A provision for Tax has been made during the Year applying the rate as per Income Tax Ordinance 1984.

#### **Deferred Tax**

The company accounts for deferred tax as per Bangladesh Accounting Standard (BAS) 12 "Income Taxes". Deferred Tax is recognized using the balance sheet method for all temporary timing differences arising between the tax base of assets and liabilities and their carrying value for financial reporting purpose. Tax rate prevailing at the balance sheet date is used to determine deferred tax.

### **3.15 Financial Instruments:**

A financial instrument is any contract that gives rise to a financial asset to one entity and a financial liability or equity instrument to another entity as per BAS-39 "Financial Instruments' Recognition and Measurement."

**Financial assets:**

Financial assets of the company include cash and cash equivalents, equity instrument to another entity, Trade receivables and other receivables. The company initially recognize a financial asset in its statement of financial position when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognize a financial asset when, and only when; the contractual rights to the cash flows from the financial asset expire or transfer the contractual rights to receive the cash flows of the financial asset.

**Financial Liabilities:**

The company initially recognize financial liability in its statement of financial position when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognize a financial liability from its statement of financial position when, and only when, it is extinguished, that is when the obligation specified in the contract is discharged or cancelled or expires.

**3.16 Comparative Information**

Comparative information has been disclosed in the respect of previous year for all numeric information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current year's financial statement.

**3.17 Segment Reporting:**

As required by BFRS-8 "Operating Segments", if an entity operates business activities that may earn revenues or incur expenses, whose operating results are regularly reviewed by the chief operating decision maker and for which discrete financial information is available. The company consider the operation on aggregate basis and manage the operations as a single operating segment. Hence it is felt that such segment reporting is not applicable for the company.

**ABSAR & ELIAS ENTERPRISES LTD**

Notes to the Financial Statements

As at and for the year ended June 30 , 2017

		<b>Amount in Taka</b>	
		<b>30-Jun-2017</b>	<b>30-Jun-2016</b>
<b>4.00</b>	<b>Property, Plant &amp; Equipment: Tk. 80,752,613</b>		
	This represents the written down value of assets as at 30-06-2017 at historical cost.		
	Furniture & fixture	756,457	394,891
	Building & Other Construction	12,231,320	2,671,182
	Plant & Machineries	62,252,031	61,845,073
	Generator	1,657,188	1,841,321
	Tube well	26,620	23,688
	Air Compressor	1,679,836	41,068
	Electrical Installation	2,146,098	447,040
	Digital Meter	3,062	3,402
		<b>80,752,613</b>	<b>67,267,665</b>
<b>4.01</b>	<b>Movement of Property, Plant &amp; Equipment</b>		
	This has been arrived at as under:		
	A. Cost:		
	Opening Balance	96,797,775	95,421,935
	Add: Addition during the period	17,396,448	1,375,840
		114,194,223	96,797,775
	B. Accumulated Depreciation		
	Opening Balance	29,530,110	28,648,705
	Add: Depreciation Charged during the period	3,911,500	881,405
		33,441,610	29,530,110
	(A-B) Written down Value	<b>80,752,613</b>	<b>67,267,665</b>
	Details are shown in <b>Annexure-A</b>		
<b>5.00</b>	<b>Capital Work- in -Progress: Tk. 0</b>		
	The break-up of the amount is given below:		
	Building & Other Construction		
	Opening Balance	5,552,873	1,816,388
	Add: Addition during the year	3,505,082	3,736,485
	Total	9,057,955	5,552,873
	Less: Capitalized this period	9,057,955	-
		<b>-</b>	<b>5,552,873</b>
<b>6.00</b>	<b>Trade Receivable: Tk. 6,956,706</b>		
	This consists of the following:		
	YOUNG ONE, CTG.	391,954	127,063
	Regency Garments	153,290	200,154
	Bangladesh Betar Ctg	8,843	16,641
	Metro Link	977,012	922,812
	Police Super	1,347,855	2,123,914
	Intraco Ltd	43,857	39,441
	Bangla Link	298,166	320,898
	DHL	167,753	191,136
	Ali Nor Traders	237,740	262,740
	Sunman Group	911,425	650,838
	Gonopurto Division	22,673	1,377
	Nuclear Power	3,706	2,895
	UPS	56,944	77,332
	Habib Group	136,093	145,530
	District Police	212,271	313,075

Ctg On- Line	83,310	68,598
City Cell	50,791	50,791
Sunmar Properties	-	55,458
Bangla Lion	11,851	11,851
MH GROUP	8,019	21,828
MRHDHY	9,680	3,734
SKD	218,950	166,030
Khaja Group	120,148	74,035
Asian University	8,197	5,131
Agrani Bank	15,424	8,822
Radission	-	50,559
Railway Police	1,970	2,285
Labour Office	10,727	2,173
DC Office	1,422,522	545,926
Chittagong Maa O Shishu Hospital	25,536	65,872
Astites	-	5,090
<b>Total</b>	<b>6,956,706</b>	<b>6,534,029</b>

**6.01 Ageing of Accounts Receivable**

Less Than 6 Months	6,956,706	6,534,029
More Than 6 Months	-	-
	<b>6,956,706</b>	<b>6,534,029</b>

The classification of receivables as required by the Schedule XI of the Companies Act, 1994 are given below:

Receivables considered good in respect of which the company is fully secured.	-	-
Receivables considered good in respect of which the company holds no security other than the debtor personal security.	6,912,849	6,494,588
Receivables considered doubtful or bad.	-	-
Debts due to by directors or other officers of the company	-	-
Receivables due by common management.	43,857	39,441
The maximum amount of receivable due by any director or other officer of the company.	-	-
	<b>6,956,706</b>	<b>6,534,029</b>

**7.00 Advances, Deposits & Pre-Payments: Tk. 4,588,580**

The break-up of the amount is given below:

Bank Gurantee Margin	2,403,200	2,403,200
Security deposit to BGSL	1,891,911	1,891,911
Security deposit to T & T	2,000	2,000
Security deposit to PDB	132,000	132,000
Prepaid Insurance Note # 7.01	159,469	159,469
<b>Total</b>	<b>4,588,580</b>	<b>4,588,580</b>

**7.01 Prepaid Insurance:**

Opening Balance	159,469	212,625
Advance during the year	212,625	-
Less: Adjusted during the year	212,625	53,156
	<b>159,469</b>	<b>159,469</b>

8.00 **Cash & Cash Equivalents: Tk. 2,955,485**

The break-up of the amount is given below:

Cash in hand	# Notes # 8.01	954,331	729,256
Cash at bank	# Notes # 8.02	2,001,154	833,003
<b>Total</b>		<b>2,955,485</b>	<b>1,562,259</b>

8.01 **Cash in Hand : Tk. 954,331**

**Station Name**

Tigerpass Station	954,331	729,256
	<b>954,331</b>	<b>729,256</b>

Cash in hand has been certified by the management of the company.

8.02 **Cash at Bank : Tk. 2,001,154**

The break-up of the amount is given below:

**Bank Name**

First Security Islami Bank Ltd.-A/c-8261	1,971,172	833,003
Agrani Bank Ltd -A/c-177286	194	-
Social Islami Bank Ltd, A/c-1844	29,788	-
<b>Total</b>	<b>2,001,154</b>	<b>833,003</b>

The above Bank Balance has been reconciled and agreed with the Bank Statement.

9.00 **Share Capital : Tk. 22,162,000**

**Authorized Capital:**

10,000,000 ordinary shares of tk. 10/- each	<b>100,000,000</b>	<b>100,000,000</b>
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**Issued, Subscribed, Called-up & Paid-up Capital :**

2,216,200 ordinary shares of tk. 10/- each	<b>22,162,000</b>	<b>22,162,000</b>
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Shareholding position of Shareholders:

Name of Shareholders	No. of Shares	Percentage	30-Jun-2017	30-Jun-2016
Mohammed Riyadh Ali	89,700	4.047%	897,000	897,000
Monowara Hakim Ali	7,755	0.350%	77,550	77,550
Mohammed Irad Ali	5,540	0.250%	55,400	55,400
H M Hakim Ali	7,755	0.350%	77,550	77,550
Rasheduzzaman Chowdhury	50	0.002%	500	500
Intraco Refueling Station Ltd	2,105,400	95.000%	21,054,000	21,054,000
<b>Total</b>	<b>2,216,200</b>	<b>100.000%</b>	<b>22,162,000</b>	<b>22,162,000</b>

10.00 **Retained Earnings Tk. 36,368,989**

Balance brought forward	24,687,238	23,251,205
Cash dividend for 2015-16	-	(8,864,800)
Profit for the year	11,681,751	10,300,832
<b>Balance carried forward</b>	<b>36,368,989</b>	<b>24,687,238</b>

11.00 **Deferred Tax Liability: Tk. 10,623,142**

The break-up of the amount is given below:

Opening Balance	7,717,183	7,228,855
Current Year Provision # Note # 11.01	2,905,958	488,328
<b>Total</b>	<b>10,623,142</b>	<b>7,717,183</b>

11.01 **Deferred Tax Calculation:**

Carrying Value	80,752,613	67,267,665
Written Down Value (Tax)	50,400,780	45,218,571
<b>Temporary Difference</b>	<b>30,351,833</b>	<b>22,049,094</b>
Income Tax rate	35%	35%
Deferred Tax Liability (B/S)	10,623,142	7,717,183
Deferred Tax Liability (Opening)	7,717,183	7,228,855
Deferred Tax Liability (I/S)	2,905,958	488,328

**12.00 Trade and other payables. 11,142,605**

The break-up of the amount is given below:

Gas Bill (CMS) Payable  
Gas Bill (Captive) Payable**Total**

10,895,782	10,521,806
246,823	218,171
<b>11,142,605</b>	<b>10,739,977</b>

**13.00 Liabilities for expenses: Tk. 1,524,178**

The break-up of the amount is given below:

Salary & Allowance  
Wages payable  
Electricity Bill  
Audit fees  
Station Rent**Total**

456,804	371,860
124,536	121,785
764,338	791,154
57,500	28,750
121,000	121,000
<b>1,524,178</b>	<b>1,434,549</b>

**14.00 Dividend Payable: Tk. 0**

The break-up of the amount is given below:

Opening Balance  
Current Year's Dividend  
Paid during the year

8,864,800	-
-	8,864,800
(8,864,800)	-
<b>-</b>	<b>8,864,800</b>

**15.00 Workers Profit Participation Fund: Tk. 1,113,195**

The break-up of the amount is given below:

Opening Balance  
Current Year's Provision  
Less: Payment during the year**Total**

964,599	770,403
898,596	194,196
750,000	-
<b>1,113,195</b>	<b>964,599</b>

**16.00 Provision for Tax: Tk. 12,319,275**

The break-up of the amount is given below:

Opening Balance  
Current Year's Provision**Total**

8,935,060	8,064,014
3,384,215	871,046
<b>12,319,275</b>	<b>8,935,060</b>

**ABSAR & ELIAS ENTERPRISES LTD**

Notes to the Financial Statements

As at and for the year ended June 30, 2017

		<b>Amount in Taka</b>	
		<b>30-Jun-2017</b>	<b>30-Jun-2016</b>
<b>17.00 Sales Revenue: Tk. 201,389,468</b>			
Sales Revenue		201,389,468	177,964,176
		<b>201,389,468</b>	<b>177,964,176</b>
<b>18.00 Cost of Sales: Tk. 175,976,127</b>			
The break-up of the amount is given below:			
Gas Bill (Compressor )		148,074,629	127,216,119
Gas Bill (Captive/Engine )		2,781,465	2,517,495
Electricity Bill		9,054,117	7,665,905
Salary & Wages		3,319,235	2,334,000
Lube Oil		1,162,858	1,487,523
Lose tools & Spare Parts # Note-18.01		3,940,290	5,250,765
Repair & Maintenance		2,331,792	3,439,253
Station Rent		1,452,000	1,452,000
Depreciation		3,859,741	3,584,178
<b>Total</b>		<b>175,976,127</b>	<b>154,947,238</b>
<b>18.01 Lose tools &amp; Spare parts : Tk. 0.00</b>			
The break-up of the amount is given below:			
Opening Stock		-	-
Purchase during the year		7,539,030	9,112,505
<b>Total (a)</b>		<b>7,539,030</b>	<b>9,112,505</b>
Spares consumption this year		3,940,290	5,250,765
Capitalized this year		3,598,740	3,861,740
<b>Total (b)</b>		<b>7,539,030</b>	<b>9,112,505</b>
<b>Closing Stock (a-b)</b>		<b>-</b>	<b>-</b>
<b>19.00 Administrative &amp; Selling Expenses: Tk. 6,542,820</b>			
The break-up of the amount is given below:			
Salary & Allowances		4,879,851	4,144,730
Travelling & Conveyance		467,562	617,646
Printing & Stationery		276,918	392,945
Entertainment		166,348	140,088
Telephone & Mobile expense		131,299	128,960
Bank Charge & Commission		25,679	46,495
Postage & Courier		5,220	13,845
Water Charge		26,298	27,055
Fess & Renewals		165,874	423,808
Insurance Premium		212,625	212,156
Office Maintenance Expense		56,636	94,837
Paper & Periodicals		19,251	18,814
Audit fee including VAT		57,500	71,875
Depreciation		51,759	43,876
<b>Total</b>		<b>6,542,820</b>	<b>6,377,131</b>
<b>20.00 Earnings Per Share:</b>			
The composition of earning per shares (EPS) is given below:			
Profit after tax		11,681,751	10,300,832
Average number of ordinary shares outstanding during the period # Note # 20.01		2,216,200	2,163,589
Earnings per share		<b>5.27</b>	<b>4.76</b>

**20.01 Calculation of Average Number of Shares:**

Allotment of Shares up to June 2017		<b>Days of Utilization of Shares</b>	
		<b>Days of Whole Year</b>	
100,000	X	365	366
		365	366
		100,000	100,000
Allotment of Shares made on 30-12-2015 (Share money exist from the beginning of the year)			
2,010,400	X	365	366
		365	366
		2,010,400	2,010,400
Allotment of Shares made on 30-12-2015 (Cash receive during the year)			
105,800	X	365	184
		365	366
		105,800	53,189
<b>Total Weighted Average Number of Shares</b>		2,216,200	2,163,589
<b>21.00</b>	Net Asset Value (NAV) Per Share:		
	Total Asset	95,253,384	85,505,406
	Less: Total Liability	36,722,395	38,656,168
	Net Asset	58,530,989	46,849,238
	No. of ordinary share	2,216,200	2,216,200
	Net Asset Value per share	26.41	21.14
<b>22.00</b>	<b>Net operating cash flows per Shares ( NOCFPS):</b>		
	The Computation of NOCFPS is given below:		
	Net Cash Generated from Operating Activities	22,101,601	22,074,406
	Number of Shares outstanding during the period	2,216,200	2,163,589
	Net Operating Cash Flows per Share (NOCFPS)	<b>9.97</b>	<b>10.20</b>

**23.00 Related parties Transaction:**

As per Bangladesh Accounting standards BAS 24 Related party Disclosures, Parties are considered to be related if one of the party has the ability to control the other party or exercise significant influence over the other party is making financial and operating decision.

The name of the related parties and nature of these transactions have been set out in accordance with the provisions of BAS-24. During the year, the company carried out transactions with following related parties:

Name of the parties	Relationship	Nature of business	Transaction value		
Intraco Refueling station Ltd	Common Shareholder	Spare parts purchase	7,539,030		9,112,505
Intraco Refueling station Ltd	Common Shareholder	Dividend payment	8,421,600		-

**24.00 Number of employees and range of salary:**

The company has 45 full time employees as of June 30, 2017, Details are as follows:

Particulars	30-Jun-2017	30-Jun-2016
Salary Range Below Tk 3000	-	-
Salary Range Above Tk 3000	45	42

**25.00 Capacity Utilization:**

Name of station	Loaded capacity yearly (m3)	Capacity Utilization yearly (m3)	Percentage
Tigerpass Station	6,912,000	5,153,725	75%



**ABSAR & ELIAS ENTERPRISES LTD**  
**Schedule of Property, Plant & Equipment**  
**As at June 30, 2017**

**Annexure-A**

Particulars	Cost			Rate of Dep.	Depreciation			Written down value as on 30-Jun-17
	Balance as on 01-Jul-16	Addition during the year	Balance as on 30-Jun-17		Balance as on 01-Jul-16	Charged during the Year	Balance as on 30-Jun-17	
Furniture & fixture	686,910	413,325	1,100,235	10%	292,019	51,759	343,778	756,457
Building & Other Construction	6,535,707	9,852,955	16,388,662	5%	3,864,525	292,817	4,157,342	12,231,320
Plant & Machineries	86,254,466	3,598,740	89,853,206	5%	24,409,393	3,191,783	27,601,175	62,252,031
Generator	2,088,750	-	2,088,750	10%	247,429	184,132	431,562	1,657,188
Tube well	104,318	5,890	110,208	10%	80,630	2,958	83,588	26,620
Air Compressor	176,845	1,685,000	1,861,845	10%	135,777	46,232	182,009	1,679,836
Electrical Installation	942,466	1,840,538	2,783,004	10%	495,426	141,480	636,906	2,146,098
Digital Meter	8,313	-	8,313	10%	4,911	340	5,251	3,062
<b>Balance as at June 30, 2017</b>	<b>96,797,775</b>	<b>17,396,448</b>	<b>114,194,223</b>		<b>29,530,110</b>	<b>3,911,500</b>	<b>33,441,610</b>	<b>80,752,613</b>
<b>Balance as at June 30, 2016</b>	<b>95,421,935</b>	<b>1,375,840</b>	<b>96,797,775</b>		<b>28,648,705</b>	<b>881,405</b>	<b>29,530,110</b>	<b>67,267,665</b>

**Allocation of Depreciation:**

Administrative cost	51,759
Factory cost	3,859,741
<b>Total</b>	<b><u>3,911,500</u></b>

**Independent Auditor's Report**  
**To the Shareholders of**  
**East End Automobiles Ltd**

**Report on the Financial Statements**

We have audited the accompanying Financial Statements of East End Automobiles Ltd, which comprise the Statement of Financial Position as at 30 June 2017 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 a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), 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.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing (BSA). Those standards require 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.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

## **Opinion**

In our opinion, the financial statements give a true and fair view of the financial position of the company as at 30 June 2017 and of its financial performance and its cash flows for the year then ended in accordance with the Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), The Companies Act 1994 and other applicable laws and regulations.

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

We further report that:

- a) we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
- 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 these 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.

Dhaka  
September 14, 2017

**Sd/-**  
**MAHFEL HUQ & Co.**  
Chartered Accountants

**East End Automobiles Ltd**  
**Statement of Financial Position**  
As at June 30, 2017

Particulars	Notes	Amount in Taka	
		30-Jun-2017	30-Jun-2016
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, Plant & Equipment	4.00	64,815,928	59,059,819
Capital Work-In-Progress	5.00	-	4,919,456
<b>Total Non-Current Assets</b>		<b>64,815,928</b>	<b>63,979,275</b>
<b>CURRENT ASSETS</b>			
Advances, Deposits & Pre-Payments	6.00	3,147,846	3,147,845
Cash & Cash Equivalents	7.00	316,680	1,185,612
<b>Total Current Assets</b>		<b>3,464,526</b>	<b>4,333,457</b>
<b>Total Assets</b>		<b>68,280,454</b>	<b>68,312,732</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders equity</b>			
Share Capital	8.00	26,929,500	26,929,500
Retained Earnings	9.00	16,638,420	8,361,585
<b>Total Equity</b>		<b>43,567,920</b>	<b>35,291,085</b>
<b>NON CURRENT LIABILITIES</b>			
Deferred Tax Liability	10.00	8,559,667	6,239,225
<b>Total Non Current Liabilities</b>		<b>8,559,667</b>	<b>6,239,225</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	11.00	6,407,830	6,315,977
Liabilities for expenses	12.00	584,571	614,224
Dividend Payable	13.00	-	13,464,750
Workers Profit Participation fund	14.00	1,417,838	781,158
Provision for Tax	15.00	7,742,628	5,606,313
<b>Total Current Liabilities</b>		<b>16,152,867</b>	<b>26,782,421</b>
<b>Total Liabilities</b>		<b>24,712,534</b>	<b>33,021,646</b>
<b>Total Equity and Liabilities</b>		<b>68,280,454</b>	<b>68,312,732</b>
<b>Net Asset Value (NAV)</b>	<b>20.00</b>	<b>16.18</b>	<b>13.10</b>

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
**Manager-Accounts**

Sd/-  
**Director**

Sd/-  
**Managing Director**

This is the statement of financial position referred to in our report of even date annexed.

Dhaka  
Dated: September 14, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**East End Automobiles Ltd**  
**Statement of Profit or Loss and Other Comprehensive Income**  
**For the year ended June 30, 2017**

Sl.	Particulars	Notes	Amount in Taka	
			30-Jun-2017	30-Jun-2016
<b>A</b>	<b>Revenues</b>	<b>16.00</b>	93,621,592	112,696,773
<b>B</b>	<b>Less: Cost of Sales</b>	<b>17.00</b>	78,087,352	97,332,560
<b>C</b>	<b>Gross Profit (A-B)</b>		<b>15,534,240</b>	<b>15,364,213</b>
<b>D</b>	Administrative & Selling Expenses	<b>18.00</b>	2,163,968	2,705,209
<b>E</b>	<b>Profit from Operation (C-D)</b>		<b>13,370,273</b>	<b>12,659,004</b>
<b>F</b>	Workers Profit Participation Fund (WPPF)		636,680	602,810
<b>G</b>	<b>Net Profit After WPPF (E-F)</b>		<b>12,733,593</b>	<b>12,056,194</b>
<b>H</b>	<b>Income Tax expenses</b>		<b>4,456,758</b>	<b>4,219,668</b>
	Current Tax	<b>15.00</b>	2,136,316	1,989,861
	Deferred Tax	<b>10.00</b>	2,320,442	2,229,807
<b>I</b>	<b>Net Profit After Tax (G-H)</b>		<b>8,276,835</b>	<b>7,836,526</b>
<b>J</b>	Other Comprehensive Income		-	-
<b>K</b>	<b>Total Comprehensive Income (I+J)</b>		<b>8,276,835</b>	<b>7,836,526</b>
<b>L</b>	<b>Earnings Per Share (EPS)</b>	<b>19.00</b>	<b>3.07</b>	<b>2.98</b>

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
**Manager-Accounts**

Sd/-  
**Director**

Sd/-  
**Managing Director**

This is the statement of Profit or Loss & other comprehensive income referred to in our report of even date annexed.

Dhaka  
Dated: September 14, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**East End Automobiles Ltd**  
**Statement of Changes in Equity**  
**For the year ended June 30, 2017**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : July 01, 2016	26,929,500	8,361,585	35,291,085
Net Profit for the year	-	8,276,835	8,276,835
Balance as on: June 30, 2017	<b>26,929,500</b>	<b>16,638,420</b>	<b>43,567,920</b>

**East End Automobiles Ltd**  
**Statement of Changes in Equity**  
**For the year ended June 30, 2016**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : July 01, 2015	1,000,000	13,989,808	14,989,808
Share Issued During the year	25,929,500	-	25,929,500
Cash dividend for the year 2015-16		(13,464,750)	(13,464,750)
Net Profit for the year	-	7,836,526	7,836,526
Balance as on: June 30, 2016	<b>26,929,500</b>	<b>8,361,585</b>	<b>35,291,085</b>

The accounting policies and explanatory notes form an integral part of the Financial Statements.

**Sd/-**  
**Manager-Accounts**

**Sd/-**  
**Director**

**Sd/-**  
**Managing Director**

This is the Statement of Changes in Equity referred to in our report of even date annexed.

Dhaka  
Dated: September 14, 2017

**Sd/-**  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**East End Automobiles Ltd**  
**Statement of Cash Flows**  
**For the year ended June 30, 2017**

Particulars	Notes	Amount in Taka	
		30-Jun-2017	30-Jun-2016
<b>A. CASH FLOWS FROM OPERATING ACTIVITIES:</b>			
Receipts from customers		95,920,372	115,508,154
Cash Payments to suppliers		(71,592,553)	(90,786,608)
Cash Payments to employees		(4,635,950)	(3,837,857)
Cash Payments to others		(3,008,819)	(4,470,143)
Net cash generated by operating activities		16,683,050	16,413,546
<b>B. CASH FLOWS FROM INVESTING ACTIVITIES:</b>			
Acquisition of Property, plant & equipment		(4,087,232)	(13,426,166)
Paid for Capital work-in-Progress		-	(3,363,562)
Net cash used in investing activities		(4,087,232)	(16,789,728)
<b>C. CASH FLOWS FROM FINANCING ACTIVITIES:</b>			
Received Share Money Deposit		-	1,296,398
Paid for cash dividend		(13,464,750)	-
Net cash provided by financing activities		(13,464,750)	1,296,398
<b>D. Net Increase/(Decrease) in cash &amp; cash equivalents (A+B+C)</b>		<b>(868,932)</b>	<b>920,216</b>
<b>E. Cash &amp; cash equivalents at the beginning of the year</b>		<b>1,185,612</b>	<b>265,396</b>
<b>F. Cash &amp; cash equivalents at the end of the year (D+E)</b>		<b>316,680</b>	<b>1,185,612</b>
<b>G Net Operating Cash Flow Per Share</b>	<b>21</b>	<b>6.20</b>	<b>6.24</b>

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
**Manager-Accounts**

Sd/-  
**Director**

Sd/-  
**Managing Director**

This is the statement of cash flows referred to in our even dated report to the shareholders.

Dhaka  
Dated: September 14, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**East End Automobiles Ltd**  
**Accounting Policies and Explanatory Notes**  
**For the Year ended June 30, 2017**

**1.00 Corporate History of the Reporting Entity**

East End Automobiles Ltd was incorporated in Bangladesh as a Private Limited Company under the Companies Act, 1994 vide Registration No. C-109457/13 dated 2nd September, 2013.

The registered office and principal place of business of the company is located at 69, Sahrawardy Avenue, Baridhara, Dhaka-1212 and the station situated in Arakan Road, Chandgaon, Chittagong.

The company is subsidiary of Intraco Refueling Station Ltd.

**2.00 Corporate Business**

The Company is involved in operation of CNG refueling stations.

**3.00 Basis of preparation and significant accounting policies**

**3.01 Basis of Measurement of Elements of Financial Statements**

The financial statements of the company are prepared on going concern assumption under historical cost convention on accrual basis and in accordance with the Bangladesh Accounting Standards(BASs)-1" Presentation of Financial Statements", Bangladesh Financial Reporting Standards(BFRSs), the Companies Act 1994, the Securities and Exchange Rules, 1987 and other applicable laws & regulations.

The following Bangladesh Accounting Standards were applied for the preparation of the financial statements for the year.

BAS-1	Presentation of Financial Statements
BAS-7	Statement of Cash Flows
BAS-8	Accounting Policies, Changes in Accounting Estimates and Errors
BAS-10	Events after the Reporting year
BAS-12	Income Taxes
BAS-16	Property, Plant & Equipment
BAS-18	Revenue
BAS-19	Employee Benefits
BAS-24	Related party Disclosures
BAS-33	Earnings per Share
BAS-34	Interim Financial Reporting
BAS-36	Impairment of Assets
BAS-37	Provisions, Contingent Liabilities and Contingent Assets.
BAS-39	Financial Instruments: Recognition and Measurement
BFRS-8	Operating Segments

**3.02 Going Concern Basis**

The company has adequate resources to continue its operation for the foreseeable future. As such, the directors intended to adopt the going concern basis in preparing the financial statements. The current credit facilities and resources of the company provides sufficient fund to meet the present requirements of its existing business.

**3.03 Structure, Content and Presentation of Financial Statements**

Being the general purpose financial statements, the presentation of these financial statements is in accordance with the guidelines provided by BAS 1: Presentation of Financial Statements financial statements comprises:

- i) Statement of financial position as at June 30, 2017.
- ii) Statement of Profit or Loss and other comprehensive income for the year ended June 30, 2017.
- iii) Statement of Changes in Equity for the year ended June 30, 2017.
- iv) Statement of cash flows for the year ended June 30, 2017.
- v) Notes comprising a summary of significant accounting policies and other explanatory information to the financial Statements for the year ended June 30, 2017.



### 3.04 Reporting year

The year of the Accounts covers from 1st July,2016 to 30 June ,2017 .

### 3.05 Revenue

Revenue represents the invoice value of CNG Gas refueled to customers vehicle during the Year. Revenue from Compressed Natural Gas (CNG) sales is recognized when the significant risks and rewards of ownership have been transferred to the buyer.

### 3.06 Property, Plant and Equipment

#### Initial Recognition and measurement

Property, plant and equipment are capitalized at cost of acquisition and subsequently stated at cost or revaluation less accumulated depreciation in compliance with the requirements of BAS 16: Property, Plant and Equipment. The cost of acquisition of an asset comprises its purchase price and any directly attributable cost of bringing the assets to its working condition for its intended use inclusive of inward freight, duties, non-refundable taxes and un-allocated expenditures etc. Expenses on recurring nature for normal wear tear is charged to revenue.

#### Depreciation on Fixed Assets

Depreciation is provided to amortize the value of the assets after commissioning, over the year of their expected useful life, in accordance with the provisions of BAS 16: Property, Plant and Equipment. Depreciation charged of an asset when the assets are available for use. Depreciation is charged on all fixed assets on reducing balance method. The Rate of depreciation for this year as below:

Particulars	30-Jun-2017	30-Jun-2016
Furniture & fixture	10%	10%
Building & Other Construction	5%	5%
Plant & Machineries	5%	5%
Gas Line Installation	10%	10%
Electrical Installation	10%	10%

#### Retirement and Disposals:

An asset is derecognized on disposal or when no future economic benefits are expected from its use. Gain or loss arising from the retirement or disposal of an asset is determined as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized as gain or loss from disposal of asset in the statement of comprehensive income.

#### Impairment:

##### I) Financial Assets

Accounts receivable and others receivables are assessed at each reporting date to determine whether there is any objective evidence of impairment. Financial assets are impaired if objective indicates that a loss event has occurred after the initial recognition of the asset and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably. Objective evidence that financial assets are impaired can include default of delinquency by a debtor, indicates that a debtor of issuer will enter bankruptcy etc. During the period no impaired loss occurred to recognize in the Financial Statements.

##### II) Non-Financial assets

An asset is impaired when its carrying amount exceeds its recoverable amount. The company assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount of an asset is the higher of its fair value less cost to sell and its value in use. Carrying amount of the assets is reduced to its recoverable amount by recognizing an impaired loss is recognized immediately in statement of comprehensive income unless the asset is carried at revalued amount. Any impaired loss of a revalued asset treated as a revaluation decrease. During the period no impaired loss occurred to recognize in the Financial Statements.

### 3.07 Cash and Cash Equivalent

Cash and cash equivalents comprise cash in-hand, demand deposits and short term bank deposits that are readily convertible to a known amount of cash, and that are not subject to significant risk of change in value.

### **3.08 Events after the Reporting period**

In compliance with the requirements of BAS 10: Adjusting Events after the reporting period, "Post Balance Events" that provide additional information about the company's position at the balance date are reflected in the financial statements and events after the balance sheet date that are not adjusting events are disclosed in the notes when material. There were no adjusting or non-adjusting events after the reporting year that requires adjustment or additional disclosure.

### **3.09 Statement of Cash Flows**

The Statement of Cash Flows is prepared in accordance with Bangladesh Accounting Standards BAS 7 Statement of Cash Flows and cash flow from the operating activities have been presented under direct method considering the provision of BAS 7 which provides that entities are encouraged to report cash flow from operating activities using the Direct Method.

### **3.10 Earnings per Share**

The company calculates Earnings per Share (EPS) in accordance with the requirement of BAS 33 Earnings per Share which has been shown on the face of the Statement of Profit or Loss and other Comprehensive Income.

#### **Basic earnings**

This represents earnings for the year ended June 30, 2017 attributable to the ordinary shareholders.

#### **Basic earnings per share**

This has been calculated dividing the basic earnings by the weighted average number of shares outstanding for the year.

### **3.11 Related Party Disclosures**

The company carried out a number transactions with related parties. The information as required by BAS 24 Related Party Disclosures has been disclosed in a separate note to the financial statements.

### **3.12 Employee Benefit Plan:**

The Company maintains defined benefit plan for its eligible permanent employees. The eligibility is determined according to the terms and conditions set in the respective deeds.

The Company has accounted for and disclosed employee benefits in compliance with the provisions of BAS-19: Employee Benefits.

The cost of employee benefit is charged off as revenue expenditure in the year to which the contributions relate.

The company's employee benefits include the following:

#### **Short Term Employee Benefits**

Short -term employee benefits include salaries, bonuses etc. obligations for such benefits are measured on an undiscounted basis and are expensed as the related service is provided.

#### **Workers Profit Participation Fund (WPPF)**

The company has created a fund for workers " Workers profit participation Fund (WPPF)" as per Labor Act "Bangladesh Labor (amendment) Act' 2013" by 5% of profit after charging such expenses and the fund yet to be constituted.

### **3.13 Provisions Contingent Liabilities and Contingent Assets**

In accordance with the guidelines as prescribed by BAS 37: Provisions, Contingent Liabilities and Contingent Assets, provisions are recognized in the following situations:

- a. when the company has an obligation ( legal or constructive) as a result of past events;
- b. when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- c. when reliable estimates can be made of the amount of the obligation.

### **3.14 Income Tax**

#### **Current Tax**

A provision for Tax has been made during the year applying the rate as per Income Tax Ordinance 1984.

#### **Deferred Tax**

The company accounts for deferred tax as per Bangladesh Accounting Standard (BAS) 12 "Income Taxes". Deferred Tax is recognized using the balance sheet method for all temporary timing differences arising between the tax base of assets and liabilities and their carrying value for financial reporting purpose. Tax rate prevailing at the balance sheet date is used to determine deferred tax.

### **3.15 Financial Instruments:**

A financial instrument is any contract that gives rise to a financial asset to one entity and a financial liability or equity instrument to another entity as per BAS-39 "Financial Instruments' Recognition and Measurement."

#### **Financial assets:**

Financial assets of the company include cash and cash equivalents, equity instrument to another entity, Trade receivables and other receivables. The company initially recognize a financial asset in its statement of financial position when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognize a financial asset when, and only when; the contractual rights to the cash flows from the financial asset expire or transfer the contractual rights to receive the cash flows of the financial asset.

#### **Financial Liabilities:**

The company initially recognize a financial liability in its statement of financial position when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognize a financial liability from its statement of financial position when, and only when, it is extinguished, that is when the obligation specified in the contract is discharged or cancelled or expires.

### **3.16 Comparative Information**

Comparative information has been disclosed in the respect of previous year for all numeric information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current year's financial statement.

### **3.17 Segment Reporting:**

As required by BFRS-8 "Operating Segments", if an entity operates business activities that may earn revenues or incur expenses, whose operating results are regularly reviewed by the chief operating decision maker and for which discrete financial information is available. The company consider the operation on aggregate basis and manage the operations as a single operating segment. Hence it is felt that such segment reporting is not applicable for the company.

**East End Automobiles Ltd**  
Notes to the Financial Statements  
As at and for the year ended June 30, 2017

		<b>Amount in Taka</b>	
		<b>30-Jun-2017</b>	<b>30-Jun-2016</b>
<b>4.00</b>	<b>Property, Plant and Equipments Tk. 64,815,928</b>		
	This represents the written down value of assets as at 30-06-2017 at historical cost.		
	Furniture & fixture	697,184	643,422
	Building & Other Construction	15,506,740	8,474,072
	Plant & Machineries	45,792,974	47,235,403
	Gas Line Installation	1,819,600	1,596,443
	Electrical Installation	999,430	1,110,478
		<b>64,815,928</b>	<b>59,059,819</b>
<b>4.01</b>	<b>Movement of Property, Plant &amp; Equipment</b>		
	This represents the written down value of assets as at 30-06-2017 at historical cost.		
	This has been arrived at as under:		
	A. Cost:		
	Opening Balance	67,072,571	65,781,986
	Add: Addition during the period	9,006,688	1,290,585
		<b>76,079,259</b>	<b>67,072,571</b>
	B. Accumulated Depreciation		
	Opening Balance	8,012,753	7,227,109
	Add: Depreciation Charged during the year	3,250,578	785,643
		<b>11,263,330</b>	<b>8,012,752</b>
	(A-B) Written down Value	<b>64,815,928</b>	<b>59,059,819</b>
	Details are shown in <b>Annexure-A</b>		
<b>5.00</b>	<b>Capital Work- in -Progress: Tk. 0</b>		
	The break-up of the amount is given below:		
	Building & Other Construction		
	Opening Balance	4,919,456	3,136,306
	Add: Addition during the period	2,167,627	1,783,150
	Total	7,087,083	4,919,456
	Less: Capitalized this period	7,087,083	-
		<b>-</b>	<b>4,919,456</b>
<b>6.00</b>	<b>Advances, Deposits &amp; Pre-Payments: Tk. 3,147,846</b>		
	The break-up of the amount is given below:		
	Bank Guarantee Margin	572,636	572,636
	Security deposit to KGDCL	2,165,320	2,165,320
	Security deposit to PDB	250,420	250,420
	Prepaid Insurance Note # 6.01	159,469	159,469
	<b>Total</b>	<b>3,147,846</b>	<b>3,147,845</b>
<b>6.01</b>	<b>Prepaid Insurance:</b>		
	Opening Balance	159,469	212,625
	Advance during the year	212,625	-
	Less: Adjusted during the year	212,625	53,156
	<b>Balance</b>	<b>159,469</b>	<b>159,469</b>

**7.00 Cash & Cash Equivalents: Tk. 316,680**

The break-up of the amount is given below:

Cash in hand	# Notes # 7.01	309,676	543,890
Cash at bank	# Notes # 7.02	7,004	641,722
<b>Total</b>		<b>316,680</b>	<b>1,185,612</b>

**7.01 Cash in Hand : Tk. 309,676****Station Name**

Chandgaon Station	309,676	543,890
	<b>309,676</b>	<b>543,890</b>

Cash in hand has been certified by the management of the company.

**7.02 Cash at Bank : Tk. 7,004**

The break-up of the amount is given below:

**Bank Name**

First Security Islami Bank Ltd, A/c-9656	6,201	641,722
Agrani Bank Ltd, A/c-14247	803	-
<b>Total</b>	<b>7,004</b>	<b>641,722</b>

The above Bank Balance has been reconciled and agreed with the Bank Statement.

**8.00 Share Capital : Tk. 26,929,500****Authorized Capital:**

10,000,000 ordinary shares of tk. 10/- each	<b>100,000,000</b>	<b>100,000,000</b>
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**Issued, Subscribed, Called-up & Paid-up Capital :**

2,692,950 ordinary shares of tk. 10/- each	<b>26,929,500</b>	<b>26,929,500</b>
--	-------------------	-------------------

Shareholding position of Shareholders:

<b>Name of Shareholders</b>	<b>No. of Shares</b>	<b>Percentage</b>	<b>30-Jun-2017</b>	<b>30-Jun-2016</b>
Mohammed Riyadh Ali	122,475	4.548%	1,224,750	1,224,750
Mohammed Irad Ali	12,115	0.450%	121,150	121,150
Ershad Ullah	50	0.002%	500	500
Intraco Refueling Station Ltd	2,558,310	95.000%	25,583,100	25,583,100
<b>Total</b>	<b>2,692,950</b>	<b>100.00%</b>	<b>26,929,500</b>	<b>26,929,500</b>

**9.00 Retained Earnings : Tk. 16,638,420**

Balance brought forward	8,361,585	13,989,808
Cash dividend for 2015-16	-	(13,464,750)
Add: Profit for the year	8,276,835	7,836,526
<b>Balance carried forward</b>	<b>16,638,420</b>	<b>8,361,585</b>

**10.00 Deferred Tax Liability: Tk. 8,559,667**

The break-up of the amount is given below:

Opening Balance	6,239,225	5,847,915
Current Year Provision # Note # 10.01	2,320,442	391,310
<b>Total</b>	<b>8,559,667</b>	<b>6,239,225</b>

**10.01 Deferred Tax Calculation:**

Carrying Value	64,815,928	59,059,818
Written Down Value (Tax)	40,359,738	41,233,462
<b>Temporary Difference</b>	<b>24,456,191</b>	<b>17,826,356</b>
Income Tax rate	35%	35%
Deferred Tax Liability (B/S)	8,559,667	6,239,225
Deferred Tax Liability (Opening)	6,239,225	5,847,915
Deferred Tax Liability (I/S)	2,320,442	391,310

**11.00 Trade and other payables Tk. 6,407,830**

The break-up of the amount is given below:

Gas Bill (CMS) Payable

Gas Bill (Captive) Payable

**Total**

5,750,438	6,102,835
657,392	213,142
<b>6,407,830</b>	<b>6,315,977</b>

**12.00 Liabilities for expenses: Tk. 584,571**

The break-up of the amount is given below:

Salary &amp; Wages

Electricity Bill

Audit fees

Sharing revenue against Land Rent to Land lord.

**Total**

255,432	284,795
105,938	99,757
57,500	28,750
165,701	200,922
<b>584,571</b>	<b>614,224</b>

**13.00 Dividend Payable: Tk. 0**

The break-up of the amount is given below:

Opening Balance

Current Year's Dividend

Paid during the period

13,464,750	-
-	13,464,750
(13,464,750)	-
<b>-</b>	<b>13,464,750</b>

**14.00 Workers Profit Participation Fund: Tk. 1,417,838**

The break-up of the amount is given below:

Opening Balance

Current Year Provision

**Total**

781,158	576,783
636,680	204,375
<b>1,417,838</b>	<b>781,158</b>

**15.00 Provision for Tax: Tk. 7,742,628**

The break-up of the amount is given below:

Opening Balance

Current Year's Provision

**Total**

5,606,313	4,567,000
2,136,316	1,039,313
<b>7,742,628</b>	<b>5,606,313</b>

**East End Automobiles Ltd**  
Notes to the Financial Statements  
As at and for the year ended June 30, 2017

		<b>Amount in Taka</b>	
		<b>30-Jun-2017</b>	<b>30-Jun-2016</b>
16.00	<b>Turnover: Tk. 93,621,592</b>		
	Sales Revenue	95,920,372	115,508,154
	Less: Sharing revenue	2,298,780	2,811,381
		<b>93,621,592</b>	<b>112,696,773</b>
17.00	<b>Cost of Sales: Tk. 78,087,352</b>		
	The break-up of the amount is given below:		
	Gas Bill (Compressor )	63,758,033	79,191,204
	Gas Bill (Captive)	2,175,440	2,356,042
	Maintenance & Lubricants Expenses	2,241,556	4,330,699
	Electricity Bill	1,393,805	665,516
	Spare parts consumption # Note - 17.01	2,115,572	4,721,550
	Salary & Wages	3,225,146	2,977,543
	Depreciation	3,177,800	3,090,006
	<b>Total</b>	<b>78,087,352</b>	<b>97,332,560</b>
17.01	<b>Stock of Spare parts : Tk. 0.00</b>		
	The break-up of the amount is given below:		
	Opening Stock	-	-
	Purchase during the year	3,070,732	8,523,103
	<b>Total (a)</b>	<b>3,070,732</b>	<b>8,523,103</b>
	Less: Spares consumption this year	2,115,572	4,721,550
	Less: Capitalized this year	955,160	3,801,553
	<b>Total (b)</b>	<b>3,070,732</b>	<b>8,523,103</b>
	<b>Closing Stock (a-b)</b>	<b>-</b>	<b>-</b>
18.00	<b>Administrative &amp; Selling Expenses: Tk. 2,163,968</b>		
	The break-up of the amount is given below:		
	Salary & Allowance	1,381,441	927,511
	Travelling & Conveyance	68,978	82,064
	Telephone & Mobile bill	35,103	23,939
	Printing & Stationery	185,924	210,750
	Entertainment	25,374	31,328
	Bank Charge & Commission	20,452	45,290
	Postage & Courier	2,430	3,750
	Insurance Premium	212,625	212,156
	Registration, Renewals & Fees	28,000	891,100
	Audit fees with VAT	57,500	71,875
	Other Expenses	73,363	138,099
	Depreciation	72,778	67,347
	<b>Total</b>	<b>2,163,968</b>	<b>2,705,209</b>
19.00	<b>Earnings Per Share:</b>		
	The composition of earning per shares (EPS) is given below:		
	Profit after tax	8,276,835	7,836,526
	Average number of ordinary shares outstanding during the period # Note # 19.01	2,692,950	2,628,484
	Earnings per share	<b>3.07</b>	<b>2.98</b>

19.01 **Calculation of Average Number of Shares:**

Allotment of Shares up to June 2017		Days of Utilization of Shares	
		Days of Whole Year	
		365	366
100,000	X	365	366
		100,000	100,000
Allotment of Shares made on 30-12-2015 (Share money exist from the beginning of the year)		365	366
2,463,310	X	365	366
		2,463,310	2,463,310
Allotment of Shares made on 30-12-2015 (Cash receive during the year)		365	184
129,640	X	365	366
		129,640	65,174
<b>Total Weighted Average Number of Shares</b>		<b>2,692,950</b>	<b>2,628,484</b>
<b>20.00</b>	<b>Net Asset Value (NAV) Per Share:</b>		
	Total Asset	68,280,454	68,312,732
	Less: Total Liability	24,712,534	33,021,646
	Net Asset	43,567,920	35,291,085
	No. of ordinary share	2,692,950	2,692,950
	Net Asset Value per share	16.18	13.10
<b>21.00</b>	<b>Net operating cash flows per Shares ( NOCFPS):</b>		
	The Computation of NOCFPS is given below:		
	Net Cash Generated from Operating Activities	16,683,050	16,413,546
	Number of Shares outstanding during the year	2,692,950	2,628,484
	Net Operating Cash Flows per Share (NOCFPS)	<b>6.20</b>	<b>6.24</b>

**22.00 Related parties Transaction:**

As per Bangladesh Accounting standards BAS 24 Related party Disclosures, Parties are considered to be related if one of the party has the ability to control the other party or exercise significant influence over the other party is making financial and operating decision.

The name of the related parties and nature of these transactions have been set out in accordance with the provisions of BAS-24. During the year, the company carried out transactions with following related parties:

Name of the parties	Relationship	Nature of business	Transaction value	
Intraco Refueling station Ltd	Common Shareholder	Spare parts purchase	3,070,732	8,523,103
Intraco Refueling station Ltd	Common Shareholder	Cash dividend paid	12,791,550	-

**23.00 Number of employees and range of salary:**

The company has 32 full time employees as of June 30, 2017, Details are as follows:

Particulars	30-Jun-2017	30-Jun-2016
Salary Range Below Tk 3000	-	-
Salary Range Above Tk 3000	32	30

**24.00 Capacity Utilization:**

Name of station	Loaded capacity yearly (m3)	Capacity Utilization yearly (m3)	Percentage
Chandgaon Station	2,186,496	2,079,461	95%



**East End Automobiles Ltd**  
Schedule of Fixed Assets  
As at June 30, 2017

**Annexure-A**

Particulars	Cost			Rate of Dep.	Depreciation			Written down value as on 30-Jun-17
	Balance as on 01-Jul-16	Addition during the year	Balance as on 30-Jun-17		Balance as on 01-Jul-16	Charged during the year	Balance as on 30-Jun-17	
Furniture & fixture	825,880	126,540	952,420	10%	182,458	72,778	255,236	697,184
Building & Other Construction	9,503,237	7,499,653	17,002,890	5%	1,029,165	466,985	1,496,150	15,506,740
Plant & Machineries	53,190,596	955,160	54,145,756	5%	5,955,193	2,397,589	8,352,782	45,792,974
Gas Line Installation	2,074,118	425,335	2,499,453	10%	477,675	202,178	679,853	1,819,600
Electrical Installation	1,478,740	-	1,478,740	10%	368,262	111,048	479,310	999,430
<b>Balance as at June 30, 2017</b>	<b>67,072,571</b>	<b>9,006,688</b>	<b>76,079,259</b>		<b>8,012,753</b>	<b>3,250,578</b>	<b>11,263,331</b>	<b>64,815,928</b>
<b>Balance as at June 30, 2016</b>	<b>65,781,986</b>	<b>1,290,585</b>	<b>67,072,571</b>		<b>7,227,109</b>	<b>785,643</b>	<b>8,012,753</b>	<b>59,059,818</b>

**Allocation of Depreciation:**

Administrative cost	72,778
Factory cost	3,177,800
<b>Total</b>	<b><u>3,250,578</u></b>

**Independent Auditor's Report**  
**To the Shareholders of**  
**GOOD CNG REFUELING STATION LTD**

**Report on the Financial Statements**

We have audited the accompanying Financial Statements of GOOD CNG REFUELING STATION LTD, which comprise the Statement of Financial Position as at 30 June 2017 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 a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), 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.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing (BSA). Those standards require 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.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

## **Opinion**

In our opinion, the financial statements give a true and fair view of the financial position of the company as at 30 June 2017 and of its financial performance and its cash flows for the year then ended in accordance with the Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), The Companies Act 1994 and other applicable laws and regulations.

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

We further report that:

- a) we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
- 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 these 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.

Dhaka  
September 12, 2017

**Sd/-**  
**MAHFEL HUQ & Co.**  
Chartered Accountants

**GOOD CNG REFUELING STATION LTD**  
**Statement of Financial Position**

As at June 30, 2017

Particulars	Notes	Amount in Taka	
		30-Jun-2017	30-Jun-2016
<b>Assets</b>			
<b>NON-CURRENT ASSETS</b>			
Property, Plant & Equipment	4.00	83,915,245	79,213,870
Capital Work-In-Progress	5.00	-	7,213,120
<b>Total Non-Current Assets</b>		<b>83,915,245</b>	<b>86,426,990</b>
<b>CURRENT ASSETS</b>			
Trade Receivables	6.00	183,243	292,153
Advances, Deposits & Pre-payments	7.00	4,174,445	2,088,624
Cash & Cash Equivalents	8.00	1,942,889	1,074,908
<b>Total Current Assets</b>		<b>6,300,577</b>	<b>3,455,685</b>
<b>Total Assets</b>		<b>90,215,822</b>	<b>89,882,675</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders Equity</b>			
Share Capital	9.00	8,721,000	8,721,000
Retained Earnings	10.00	42,277,556	36,040,484
<b>Total Equity</b>		<b>50,998,556</b>	<b>44,761,484</b>
<b>NON CURRENT LIABILITIES</b>			
Deferred Tax Liability	11.00	13,887,114	11,597,594
<b>Total Non Current Liabilities</b>		<b>13,887,114</b>	<b>11,597,594</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	12.00	6,686,928	7,889,163
Liabilities for expenses	13.00	1,141,655	960,545
Dividend Payable	14.00	-	8,721,000
Workers Profit Participation fund	15.00	1,342,388	862,613
Provision for Tax	16.00	16,159,180	15,090,275
<b>Total Current Liabilities</b>		<b>25,330,151</b>	<b>33,523,596</b>
<b>Total Liabilities</b>		<b>39,217,265</b>	<b>45,121,191</b>
<b>Total Equity and Liabilities</b>		<b>90,215,822</b>	<b>89,882,675</b>
<b>Net Asset Value (NAV)</b>	<b>21.00</b>	<b>58.48</b>	<b>51.33</b>

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
**Manager-Accounts**

Sd/-  
**Director**

Sd/-  
**Managing Director**

This is the statement of financial position referred to in our report of even date annexed.

Dhaka  
Dated: September 12, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**GOOD CNG REFUELING STATION LTD**  
**Statement of Profit or Loss and Other Comprehensive Income**  
**For the year ended June 30, 2017**

Sl.	Particulars	Notes	Amount in Taka	
			30-Jun-2017	30-Jun-2016
A	Sales Revenue	17.00	93,528,450	107,305,733
B	Less: Cost of Sales	18.00	80,296,418	88,955,183
C	Gross Profit (A-B)		13,232,032	18,350,550
D	Less: Administrative & Selling Expenses	19.00	3,156,760	2,136,634
E	Profit from Operation (C-D)		10,075,272	16,213,916
F	Workers Profit Participation Fund (WPPF)		479,775	772,091
G	Net Profit After WPPF (E-F)		9,595,497	15,441,825
H	Income Tax expenses		3,358,424	5,404,639
	Current Tax	16.00	1,068,904	2,922,030
	Deferred Tax	11.00	2,289,520	2,482,610
I	Net Profit After Tax (G-H)		6,237,073	10,037,186
J	Other Comprehensive Income		-	-
K	Total Comprehensive Income (I+J)		6,237,073	10,037,186
L	Earnings Per Share (EPS)	20.00	7.15	11.79

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
**Manager-Accounts**

Sd/-  
**Director**

Sd/-  
**Managing Director**

This is the statement of comprehensive income referred to in our report of even date annexed.

Dhaka  
Dated: September 12, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**GOOD CNG REFUELING STATION LTD**  
**Statement of Changes in Equity**  
**For the year ended June 30, 2017**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : July 01, 2016	8,721,000	36,040,484	44,761,484
Net Profit for the year	-	6,237,073	6,237,073
Balance as on: June 30, 2017	<b>8,721,000</b>	<b>42,277,556</b>	<b>50,998,556</b>

**GOOD CNG REFUELING STATION LTD**  
**Statement of Changes in Equity**  
**For the year ended June 30, 2016**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : July 01, 2015	300,000	34,724,298	35,024,298
Share Issued During the year	8,421,000	-	8,421,000
Cash dividend for the year 2015-16	-	(8,721,000)	(8,721,000)
Net Profit for the year	-	10,037,186	10,037,186
Balance as on: June 30, 2016	<b>8,721,000</b>	<b>36,040,484</b>	<b>44,761,484</b>

The accounting policies and explanatory notes form an integral part of the Financial Statements.

Sd/-  
**Manager-Accounts**

Sd/-  
**Director**

Sd/-  
**Managing Director**

This is the Statement of Changes in Equity referred to in our report of even date annexed.

Dhaka  
Dated: September 12, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**GOOD CNG REFUELING STATION LTD**

**Statement of Cash Flows**

**For the year ended June 30, 2017**

Particulars	Notes	Amount in Taka	
		30-Jun-2017	30-Jun-2016
<b>A. CASH FLOWS FROM OPERATING ACTIVITIES:</b>			
Cash Received from customers		95,659,590	109,704,963
Cash Payments to suppliers		(73,785,303)	(78,084,667)
Cash Payments to employees		(4,138,235)	(3,707,439)
Cash Payments to others		(6,367,574)	(3,560,054)
Net cash generated by operating activities		11,368,478	24,352,803
<b>B. CASH FLOWS FROM INVESTING ACTIVITIES:</b>			
Acquisition of Property, plant & equipment		(1,779,497)	(19,538,554)
Paid for Capital work-in-Progress		-	(4,684,233)
Net cash used in investing activities		(1,779,497)	(24,222,787)
<b>C. CASH FLOWS FROM FINANCING ACTIVITIES:</b>			
Paid for cash dividend		(8,721,000)	-
Received Share Money Deposit		-	421,000
Net cash used in financing activities		(8,721,000)	421,000
<b>D. Net Increase/(Decrease) in cash &amp; cash equivalents (A+B+C)</b>		<b>867,981</b>	<b>551,016</b>
<b>E. Cash &amp; cash equivalents at the beginning of the year</b>		<b>1,074,908</b>	<b>523,892</b>
<b>F. Cash &amp; cash equivalents at the end of the year (D+E)</b>		<b>1,942,889</b>	<b>1,074,908</b>
<b>G. Net Operating Cash Flow Per Share</b>	22	<b>13.04</b>	<b>28.61</b>

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
**Manager-Accounts**

Sd/-  
**Director**

Sd/-  
**Managing Director**

This is the statement of cash flows referred to in our even dated report to the shareholders.

Dhaka  
Dated: September 12, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**GOOD CNG REFUELING STATION LTD**  
**Accounting Policies and Explanatory Notes**  
**As at and For the year ended June 30, 2017**

**1.00 Corporate History of the Reporting Entity**

Good CNG Refueling Station Ltd was incorporated in Bangladesh as a Private Limited Company under the Companies Act, 1994 vide Registration No. C-80047/09 dated 8th October, 2009.

The registered office and principal place of business of the company is located at 69, Sahrawardy Avenue, Baridhara, Dhaka-1212 and the station situated in Pabna Road, Moddo Orunkula, Gulti, Ishwardi.

The company is subsidiary of Intraco Refueling Station Ltd

**2.00 Corporate Business**

The Company is involved in operation of CNG refueling stations.

**3.00 Basis of preparation and significant accounting policies**

**3.01 Basis of Measurement of Elements of Financial Statements**

The financial statements of the company are prepared on going concern assumption under historical cost convention on accrual basis and in accordance with the Bangladesh Accounting Standards (BASs)-1 "Presentation of Financial Statements", Bangladesh Financial Reporting Standards (BFRSs), the Companies Act 1994, the Securities and Exchange Rules, 1987 and other applicable laws & regulations.

The following Bangladesh Accounting Standards were applied for the preparation of the financial statements for the year.

BAS-1	Presentation of Financial Statements
BAS-7	Statement of Cash Flows
BAS-8	Accounting Policies, Changes in Accounting Estimates and Errors
BAS-10	Events after the Reporting Period
BAS-12	Income Taxes
BAS-16	Property, Plant & Equipment
BAS-18	Revenue
BAS-19	Employee Benefits
BAS-24	Related party Disclosures
BAS-33	Earnings per Share
BAS-34	Interim Financial Reporting
BAS 36	Impairment of Assets
BAS-37	Provisions, Contingent Liabilities and Contingent Assets.
BAS-39	Financial Instruments: Recognition and Measurement
BFRS-8	Operating Segments



### 3.02 Going Concern Basis

The company has adequate resources to continue its operation for the foreseeable future. As such, the directors intended to adopt the going concern basis in preparing the financial statements. The current credit facilities and resources of the company provides sufficient fund to meet the present requirements of its existing business.

### 3.03 Structure, Content and Presentation of Financial Statements

Being the general purpose financial statements, the presentation of these financial statements is in accordance with the guidelines provided by BAS 1: Presentation of Financial Statements financial statements comprises:

- i) Statement of financial position as at June 30, 2017
- ii) Statement of Profit or Loss and other comprehensive income for the year ended June 30, 2017
- iii) Statement of Changes in Equity for the year ended June 30, 2017
- iv) Statement of cash flows for the year ended June 30, 2017
- v) Notes comprising a summary of significant accounting policies and other explanatory information to the financial Statements for the year ended June 30, 2017

### 3.04 Reporting Period

The period of the financial statements covers from July 01, 2016 to June 30, 2017 .

### 3.05 Revenue

Revenue represents the invoice value of CNG Gas refueled to customers vehicle during the Year. Revenue from Compressed Natural Gas (CNG) sales is recognized when the significant risks and rewards of ownership have been transferred to the buyer.

### 3.06 Property, Plant and Equipment

#### Initial Recognition and measurement

Property, plant and equipment are capitalized at cost of acquisition and subsequently stated at cost or revaluation less accumulated depreciation in compliance with the requirements of BAS 16: Property, Plant and Equipment. The cost of acquisition of an asset comprises its purchase price and any directly attributable cost of bringing the assets to its working condition for its intended use inclusive of inward freight, duties, non-refundable taxes and un-allocated expenditures etc. Expenses on recurring nature for normal wear tear is charged to revenue.

#### Depreciation on Fixed Assets

Depreciation is provided to amortize the value of the assets after commissioning, over the year of their expected useful life, in accordance with the provisions of BAS 16: Property, Plant and Equipment. Depreciation charged of an asset when the assets are available for use. Depreciation is charged on all fixed assets on reducing balance method. The Rate of depreciation for this year as below:

Particulars	30-Jun-2017	30-Jun-2016
Furniture & fixture	10%	10%
Building & Other Construction	5%	5%
Plant & Machinerics	5%	5%
Gas Line Installation	10%	10%
Electrical Installation	10%	10%

**Retirement and Disposals:**

An asset is derecognized on disposal or when no future economic benefits are expected from its use. Gain or loss arising from the retirement or disposal of an asset is determined as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized as gain or loss from disposal of asset in the statement of comprehensive income.

**Impairment:**

All fixed assets have been reviewed and it was confirmed that no such fixed assets have been impaired during the period and for this reason no provision has been made for Impairment of assets. BAS 36.

**I) Financial Assets**

Accounts receivable and others receivables are assessed at each reporting date to determine whether there is any objective evidence of impairment. Financial assets are impaired if objective indicates that a loss event has occurred after the initial recognition of the asset and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably. Objective evidence that financial assets are impaired can include default or delinquency by a debtor, indicates that a debtor of issuer will enter bankruptcy etc. During the period no impaired loss occurred to recognize in the Financial Statements.

**II) Non-Financial assets**

An asset is impaired when its carrying amount exceeds its recoverable amount. The company assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount of an asset is the higher of its fair value less cost to sell and its value in use. Carrying amount of the assets is reduced to its recoverable amount by recognizing an impaired loss is recognized immediately in statement of comprehensive income unless the asset is carried at revalued amount. Any impaired loss of a revalued asset treated as a revaluation decrease. During the period no impaired loss occurred to recognize in the Financial Statements.

**3.07 Cash and Cash Equivalent**

Cash and cash equivalents comprise cash in-hand, demand deposits and short term bank deposits that are readily convertible to a known amount of cash, and that are not subject to significant risk of change in value.

**3.08 Events after the reporting Period**

In compliance with the requirements of BAS 10: Adjusting Events after the reporting period, "Post Balance Events" that provide additional information about the company's position at the balance date are reflected in the financial statements and events after the balance sheet date that are not adjusting events are disclosed in the notes when material. There were no adjusting or non-adjusting events after the reporting year that requires adjustment or additional disclosure.

**3.09 Statement of Cash Flows**

The Statement of Cash Flows is prepared in accordance with Bangladesh Accounting Standards BAS 7 Statement of Cash Flows and cash flow from the operating activities have been presented under direct method considering the provision of BAS 7 which provides that entities are encouraged to report cash flow from operating activities using the Direct Method.

### **3.10 Earnings per Share**

The company calculates Earnings per Share (EPS) in accordance with the requirement of BAS 33 Earnings per Share which has been shown on the face of the Statement of Profit or Loss and other Comprehensive Income.

#### **Basic earnings**

This represents earnings for the year ended June 30, 2017 attributable to the ordinary shareholders.

#### **Basic earnings per share**

This has been calculated dividing the basic earnings by the weighted average number of shares outstanding for the period.

### **3.11 Related Party Disclosures**

The company carried out a number transactions with related parties. The information as required by BAS 24 Related Party Disclosures has been disclosed in a separate note to the financial statements.

### **3.12 Employee Benefit Plan:**

The Company maintains defined benefit plan for its eligible permanent employees. The eligibility is determined according to the terms and conditions set in the respective deeds.

The Company has accounted for and disclosed employee benefits in compliance with the provisions of BAS-19: Employee Benefits.

The cost of employee benefit is charged off as revenue expenditure in the period to which the contributions relate.

The company's employee benefits include the following:

#### **Short Term Employee Benefits**

Short -term employee benefits include salaries, bonuses etc. obligations for such benefits are measured on an undiscounted basis and are expensed as the related service is provided.

#### **Workers Profit Participation Fund (WPPF)**

The company has created a fund for workers "Workers profit participation Fund (WPPF)" as per Labor Act "Bangladesh Labor (amendment) Act' 2013" by 5% of profit after charging such expenses and the fund yet to be constituted.

### **3.13 Provisions Contingent Liabilities and Contingent Assets**

In accordance with the guidelines as prescribed by BAS-37: Provisions, Contingent Liabilities and Contingent Assets, provisions are recognized in the following situations:

- a. when the company has an obligation ( legal or constructive) as a result of past events;
- b. when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- c. when reliable estimates can be made of the amount of the obligation.

### **3.14 Income Tax**

#### **Current Tax**

A provision for Tax has been made during the year applying the rate as per Income Tax Ordinance 1984.

#### **Deferred Tax.**

The company accounts for deferred tax as per Bangladesh Accounting Standard (BAS) 12 "Income Taxes". Deferred Tax is recognized using the balance sheet method for all temporary timing differences arising between the tax base of assets and liabilities and their carrying value for financial reporting purpose. Tax rate prevailing at the balance sheet date is used to determine deferred tax.

### **3.15 Financial Instruments:**

A financial instrument is any contract that gives rise to a financial asset to one entity and a financial liability or equity instrument to another entity as per BAS-39 "Financial Instruments' Recognition and Measurement."

#### **Financial assets:**

Financial assets of the company include cash and cash equivalents, equity instrument to another entity, Trade receivables and other receivables. The company initially recognize a financial asset in its statement of financial position when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognize a financial asset when, and only when; the contractual rights to the cash flows from the financial asset expire or transfer the contractual rights to receive the cash flows of the financial asset.

#### **Financial Liabilities:**

The company initially recognize a financial liability in its statement of financial position when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognize a financial liability from its statement of financial position when, and only when, it is extinguished, that is when the obligation specified in the contract is discharged or cancelled or expires.

### **3.16 Comparative Information**

Comparative information has been disclosed in the respect of previous year for all numeric information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current year's financial statement.

### **3.17 Segment Reporting:**

As required by BFRS-8 "Operating Segments", if an entity operates business activities that may earn revenues or incur expenses, whose operating results are regularly reviewed by the chief operating decision maker and for which discrete financial information is available. The company consider the operation on aggregate basis and manage the operations as a single operating segment. Hence it is felt that such segment reporting is not applicable for the company.

**GOOD CNG REFUELING STATION LTD**  
**Notes to the Financial Statements**  
**As at and for the year ended June 30, 2017**

		<b>Amount in Taka</b>	
		<b>30-Jun-2017</b>	<b>30-Jun-2016</b>
4.00	<b>Property, Plant and Equipments Tk. 83,915,245</b>		
	This represents the written down value of assets as at 30-06-2017 at historical cost.		
	Furniture & fixture	711,002	666,484
	Building & Other Construction	14,727,572	6,630,184
	Plant & Machineries	65,198,267	68,629,754
	Gas Line Installation	1,941,076	1,801,528
	Electrical Installation	1,337,328	1,485,920
		<u>83,915,245</u>	<u>79,213,870</u>
4.01	<b>Movement of Property, Plant &amp; Equipment</b>		
	This has been arrived at as under:		
	A. Cost:		
	Opening Balance	96,168,498	95,153,238
	Add: Addition during the period	8,992,617	1,015,260
		<u>105,161,115</u>	<u>96,168,498</u>
	B. Accumulated Depreciation		
	Opening Balance	16,954,628	15,904,871
	Add: Depreciation Charged during the year	4,291,242	1,049,757
		<u>21,245,870</u>	<u>16,954,628</u>
	(A-B) Written down Value	<u><b>83,915,245</b></u>	<u><b>79,213,870</b></u>
	Details are shown in <b>Annexure-A</b>		
5.00	<b>Capital Work- in -Progress: Tk. 0</b>		
	The break-up of the amount is given below:		
	Building & Other Construction		
	Opening Balance	7,213,120	5,557,815
	Add: Addition during the period	1,322,472	1,655,305
	Total	8,535,592	7,213,120
	Less: Capitalization	8,535,592	-
	Balance	<u>-</u>	<u><b>7,213,120</b></u>
6.00	<b>Trade Receivables: Tk. 183,243</b>		
	This consists of the following:		
	Trade Receivables:		
	UNO	10,776	24,168
	Upozilla Chairman	9,397	35,859
	PGCL	34,542	50,238
	Avantage Denim Studio Ltd	40,868	171,738
	Municipality Office	6,779	10,150
	Police Super	80,881	-
	<b>Total</b>	<u><b>183,243</b></u>	<u><b>292,153</b></u>
6.01	<b>Ageing of Accounts Receivable</b>		
	Less Than 6 Months	183,243	292,153
	More Than 6 Months	-	-
		<u><b>183,243</b></u>	<u><b>292,153</b></u>

**The classification of receivables as required by the Schedule XI of the Companies Act, 1994 are given below:**

Receivables considered good in respect of which the company is fully secured.	-	-
Receivables considered good in respect of which the company holds no security other than the debtor personal security.	183,243	292,153
Receivables considered doubtful or bad.	-	-
Debts due to by directors or other officers of the company	-	-
Receivables due by common management.	-	-
The maximum amount of receivable due by any director or other officer of the company.	-	-
	<b>183,243</b>	<b>292,153</b>

**7.00 Advances, Deposits & Pre-payments: Tk. 4,174,445**

The break-up of the amount is given below:

Bank Guarantee Margin	2,424,966	339,145
Security deposit to Pashchimanchal Gas Co. Ltd	1,470,010	1,470,010
Security deposit to PDB	120,000	120,000
Prepaid Insurance Note # 7.01	159,469	159,469
<b>Total</b>	<b>4,174,445</b>	<b>2,088,624</b>
7.01 Prepaid Insurance	159,469	212,625
Advance during the year	212,625	-
Less: Adjusted during the period	212,625	53,156
	<b>159,469</b>	<b>159,469</b>

**8.00 Cash & Cash Equivalents: Tk. 1,942,889**

The break-up of the amount is given below:

Cash in hand # Notes # 8.01	833,944	609,402
Cash at bank # Notes # 8.02	1,108,945	465,506
<b>Total</b>	<b>1,942,889</b>	<b>1,074,908</b>

**8.01 Cash in Hand : Tk. 833,944**

**Station Name**

Ishwardy Station	833,944	609,402
	<b>833,944</b>	<b>609,402</b>

Cash in hand has been certified by the management of the company.

**8.02 Cash at Bank : Tk. 1,108,945**

The break-up of the amount is given below:

**Bank Name**

National Bank Ltd. A/c # 589	1,108,520	465,506
The Farmers Bank Ltd A/c# 3254	425	-
<b>Total</b>	<b>1,108,945</b>	<b>465,506</b>

The above Bank Balance has been reconciled and agreed with the Bank Statement.

**9.00 Share Capital: Tk. 8,721,000**

**Authorized Capital:**

10,000,000 ordinary shares of tk. 10/- each	<b>100,000,000</b>	<b>100,000,000</b>
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**Issued, Subscribed, Called-up & Paid-up Capital :**

872,100 ordinary shares of tk. 10/- each	<b>8,721,000</b>	<b>8,721,000</b>
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Shareholding position of Shareholders:

Name of Shareholders	No. of Shares	Percentage	30-Jun-2017	30-Jun-2016
Mohammed Riyadh Ali	30,520	3.50%	305,200	305,200
Monowara Hakim Ali	5,814	0.67%	58,140	58,140
Mohammed Irad Ali	5,814	0.67%	58,140	58,140
Munshi Md. Ashraf Ali	1,452	0.17%	14,520	14,520
Intraco Refueling Station Ltd	828,500	95.00%	8,285,000	8,285,000
	872,100	100.00%	8,721,000	8,721,000

10.00	<b>Retained Earnings: Tk. 42,277,556</b>		
	Balance brought forward	36,040,484	34,724,298
	Cash dividend for 2015-16	-	(8,721,000)
	Profit for the period	6,237,073	10,037,186
	<b>Balance carried forward</b>	<b>42,277,556</b>	<b>36,040,484</b>
11.00	<b>Deferred Tax Liability: Tk. 13,887,114</b>		
	The break-up of the amount is given below:		
	Opening Balance	11,597,594	11,193,189
	Current Year Provision # Note # 11.01	2,289,520	404,405
	<b>Total</b>	<b>13,887,114</b>	<b>11,597,594</b>
11.01	<b>Deferred Tax Calculation:</b>		
	Carrying Value	83,915,245	79,213,870
	Written Down Value (Tax)	44,237,776	46,077,886
	<b>Temporary Difference</b>	<b>39,677,468</b>	<b>33,135,984</b>
	Income Tax rate	35%	35%
	Deferred Tax Liability (B/S)	13,887,114	11,597,594
	Deferred Tax Liability (Opening)	11,597,594	11,193,189
	Deferred Tax Liability (I/S)	2,289,520	404,405
12.00	<b>Trade and other payables Tk. 6,686,928</b>		
	The break-up of the amount is given below:		
	Gas Bill (CMS) Payable	6,686,928	6,513,247
	TDS Payable	-	611,518
	VAT Payable	-	764,398
	<b>Total</b>	<b>6,686,928</b>	<b>7,889,163</b>
13.00	<b>Liabilities for expenses: Tk. 1,141,655</b>		
	The break-up of the amount is given below:		
	Salary & Wages	366,049	182,679
	Electricity Bill	559,705	551,993
	Audit fees	57,500	28,750
	Sharing revenue against Land Rent to Land lord.	158,401	197,123
	<b>Total</b>	<b>1,141,655</b>	<b>960,545</b>
14.00	<b>Dividend Payable: Tk. 0</b>		
	The break-up of the amount is given below:		
	Opening Balance	8,721,000	-
	Current Year's Dividend	-	8,721,000
	Paid during the period	(8,721,000)	-
		-	<b>8,721,000</b>
15.00	<b>Workers Profit Participation Fund: Tk. 1,342,388</b>		
	The break-up of the amount is given below:		
	Opening Balance	862,613	724,412
	Current Year Provision	479,775	138,201
	<b>Total</b>	<b>1,342,388</b>	<b>862,613</b>
16.00	<b>Provision for Tax: Tk. 16,159,180</b>		
	The break-up of the amount is given below:		
	Opening Balance	15,090,275	14,527,274
	Current Year Provision	1,068,904	563,001
	<b>Total</b>	<b>16,159,180</b>	<b>15,090,275</b>

**GOOD CNG REFUELING STATION LTD**

Notes to the Financial Statements

As at and for the year ended June 30, 2017

		<b>Amount in Taka</b>	
		<b>30-Jun-2017</b>	<b>30-Jun-2016</b>
17.00	<b>Turnover: Tk. 93,528,450</b>		
	Sales Revenue	95,550,680	109,736,376
	Less: Sharing revenue	2,022,230	2,430,643
		<b>93,528,450</b>	<b>107,305,733</b>
	As per agreement Sharing revenue has paid on gross receipts to Land lord against Land rent during the year.		
18.00	<b>Cost of Sales: Tk. 80,296,418</b>		
	The break-up of the amount is given below:		
	Gas Bill (Compressor )	63,405,177	68,405,605
	Maintenance & Lubricants Expenses	1,394,953	3,073,077
	Electricity Bill	6,223,923	7,534,419
	Spare parts consumption # Note -18.01	1,559,015	3,032,405
	Salary & Wages	3,492,589	2,969,482
	Depreciation	4,220,761	3,940,194
	<b>Total</b>	<b>80,296,418</b>	<b>88,955,183</b>
18.01	<b>Stock of Spare parts : Tk. 0.00</b>		
	The break-up of the amount is given below:		
	Opening Stock	-	-
	Purchase during the year	1,559,015	6,613,085
	<b>Total (a)</b>	<b>1,559,015</b>	<b>6,613,085</b>
	Less: Spares consumption this year	1,559,015	3,032,405
	Less: Capitalized this year	-	3,580,680
	<b>Total (b)</b>	<b>1,559,015</b>	<b>6,613,085</b>
	<b>Closing Stock (a-b)</b>	<b>-</b>	<b>-</b>
19.00	<b>Administrative &amp; Selling Expenses: Tk. 3,156,760</b>		
	The break-up of the amount is given below:		
	Salary & Allowance	829,016	754,872
	Travelling & Conveyance	333,225	142,740
	Telephone & Mobile bill	23,265	21,734
	Printing & Stationery	146,514	216,303
	Entertainment	96,602	68,155
	Bank Charge & Commission	6,072	13,610
	Bank Guarantee Commission	1,120,255	-
	Postage & Courier	6,165	13,470
	Insurance Premium	212,625	211,031
	Registration & Renewals	88,394	335,510
	Audit fees with VAT	57,500	71,875
	Other Expenses	166,646	215,567
	Depreciation	70,482	71,767
	<b>Total</b>	<b>3,156,760</b>	<b>2,136,634</b>
20.00	<b>Earnings Per Share:</b>		
	The composition of earning per shares (EPS) is given below:		
	Profit after tax	6,237,073	10,037,186
	Average number of ordinary shares outstanding during the period # note # 21.01	872,100	851,165
	<b>Earnings per share</b>	<b>7.15</b>	<b>11.79</b>



20.01 **Calculation of Average Number of Shares:**

Allotment of Shares up to 30 June 2017		<b>Days of Utilization of Shares</b>	
		<b>Days of Whole Year</b>	
30,000	X	365	366
		365	366
		30,000	30,000
Allotment of Shares made on 30-12-2015 (Share money exist from the beginning of the year)		365	366
800,000	X	365	366
		800,000	800,000
Allotment of Shares made on 30-12-2015 (Cash receive during the year)		365	184
42,100	X	365	366
		42,100	21,165
<b>Total Weighted Average Number of Shares</b>		<b>872,100</b>	<b>851,165</b>
21.00	Net Asset Value (NAV) Per Share:		
	Total Asset	90,215,822	89,882,675
	Less: Total Liability	39,217,265	45,121,191
	Net Asset	50,998,556	44,761,484
	No. of ordinary share	872,100	872,100
	Net Asset Value per share	58.48	51.33
22.00	<b>Net operating cash flows per Shares ( NOCFPS):</b>		
	The Computation of NOCFPS is given below:		
	Net Cash Generated from Operating Activities	11,368,478	24,352,803
	Number of Shares outstanding during the year	872,100	851,165
	Net Operating Cash Flows per Share (NOCFPS)	<b>13.04</b>	<b>28.61</b>

23.00 **Related parties Transaction:**

As per Bangladesh Accounting standards BAS 24 Related party Disclosures, Parties are considered to be related if one of the party has the ability to control the other party or exercise significant influence over the other party is making financial and operating decision.

The name of the related parties and nature of these transactions have been set out in accordance with the provisions of BAS-24. During the year, the company carried out transactions with following related parties:

Name of the parties	Relationship	Nature of business	Transaction value		
Intraco Refueling station Ltd	Common Shareholder	Spare parts purchase	1,559,015		6,613,085
Intraco Refueling station Ltd	Common Shareholder	Cash dividend paid	8,285,000		-

24.00 **Number of employees and range of salary:**

The company has 28 full time employees as of June 30, 2017, Details are as follows:

Particulars	30-Jun-2017	30-Jun-2016
Salary Range Below Tk 3000	-	-
Salary Range Above Tk 3000	28	28

25.00 **Capacity Utilization:**

Name of station	Loaded capacity yearly (m3)	Capacity Utilization yearly (m3)	Percentage
Ishwardy Station	1,814,400	1,700,654	94%

**GOOD CNG REFUELING STATION LTD**  
**Schedule of Fixed Assets**  
**As at June 30, 2017**

**Annexure-A**

Particulars	Cost			Rate of Dep.	Depreciation			Written down value as on 30-Jun-17
	Balance as on 01-Jul-16	Addition during the year	Balance as on 30-Jun-17		Balance as on 01-Jul-16	Charged during the year	Balance as on 30-Jun-17	
Furniture & fixture	1,007,700	115,000	1,122,700	10%	341,216	70,482	411,698	711,002
Building & Other Construction	8,092,400	8,535,592	16,627,992	5%	1,462,216	438,204	1,900,420	14,727,572
Plant & Machineries	81,672,122	-	81,672,122	5%	13,042,368	3,431,488	16,473,855	65,198,267
Gas Line Installation	2,867,021	342,025	3,209,046	10%	1,065,493	202,477	1,267,970	1,941,076
Electrical Installation	2,529,255	-	2,529,255	10%	1,043,335	148,592	1,191,927	1,337,328
<b>Balance as at June 30, 2017</b>	<b>96,168,498</b>	<b>8,992,617</b>	<b>105,161,115</b>		<b>16,954,628</b>	<b>4,291,242</b>	<b>21,245,870</b>	<b>83,915,245</b>
<b>Balance as at June 30, 2016</b>	<b>95,153,238</b>	<b>1,015,260</b>	<b>96,168,498</b>		<b>15,904,871</b>	<b>1,049,757</b>	<b>16,954,628</b>	<b>79,213,870</b>

**Allocation of Depreciation:**

Administrative cost	70,482
Factory cost	4,220,761
<b>Total</b>	<b>4,291,242</b>

**Independent Auditor's Report**  
**To the Shareholders of**  
**M HYE & CO. CNG REFUELING STATION LTD**

**Report on the Financial Statements**

We have audited the accompanying Financial Statements of M HYE & CO. CNG REFUELING STATION LTD, which comprise the Statement of Financial Position as at 30 June 2017 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 a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), 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.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing (BSA). Those standards require 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.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

## **Opinion**

In our opinion, the financial statements give a true and fair view of the financial position of the company as at 30 June 2017 and of its financial performance and its cash flows for the year then ended in accordance with the Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), The Companies Act 1994 and other applicable laws and regulations.

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

We further report that:

- a) we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
- 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 these 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.

Dhaka

September 12, 2017

**Sd/-**

**MAHFEL HUQ & Co.**

Chartered Accountants

**M HYE & CO. CNG REFUELING STATION LTD**

**Statement of Financial Position**

As at June 30, 2017

Particulars	Notes	Amount in Taka	
		30-Jun-2017	30-Jun-2016
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, Plant & Equipment	4.00	78,048,066	68,027,361
Capital Work-In-Progress	5.00	-	4,654,469
<b>Total Non-Current Assets</b>		<b>78,048,066</b>	<b>72,681,830</b>
<b>CURRENT ASSETS</b>			
Trade Receivables	6.00	1,114,439	728,537
Advances, Deposits & Pre-payments	7.00	5,327,024	3,688,626
Cash & Cash Equivalents	8.00	2,528,502	1,311,200
<b>Total Current Assets</b>		<b>8,969,965</b>	<b>5,728,363</b>
<b>Total Assets</b>		<b>87,018,031</b>	<b>78,410,192</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders Equity</b>			
Share Capital	9.00	27,386,400	27,386,400
Retained Earnings	10.00	25,756,697	12,560,466
<b>Total Equity</b>		<b>53,143,097</b>	<b>39,946,866</b>
<b>NON CURRENT LIABILITIES</b>			
Deferred Tax Liability	11.00	12,012,944	9,763,869
<b>Total Non Current Liabilities</b>		<b>12,012,944</b>	<b>9,763,869</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	12.00	7,872,650	8,086,077
Liabilities for expenses	13.00	1,404,460	1,176,303
Dividend Payable	14.00	-	12,323,880
Workers Profit Participation fund	15.00	1,252,546	637,452
Provision for Tax	16.00	11,332,333	6,475,745
<b>Total Current Liabilities</b>		<b>21,861,989</b>	<b>28,699,457</b>
<b>Total Liabilities</b>		<b>33,874,934</b>	<b>38,463,326</b>
<b>Total Equity and Liabilities</b>		<b>87,018,031</b>	<b>78,410,192</b>
<b>Net Asset Value (NAV)</b>	21.00	<b>19.40</b>	<b>14.59</b>

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
Manager-Accounts

Sd/-  
Director

Sd/-  
Managing Director

This is the statement of financial position referred to in our report of even date annexed.

Dhaka  
Dated: September 12, 2017

Sd/-  
Mahfel Huq & Co.  
Chartered Accountants

**M HYE & CO CNG REFUELING STATION LTD**  
**Statement of Profit or Loss and Other Comprehensive Income**  
**For the year ended June 30, 2017**

Sl.	Particulars	Notes	Amount in Taka	
			30-Jun-2017	30-Jun-2016
<b>A</b>	<b>Revenues</b>	<b>17.00</b>	152,428,495	118,315,459
<b>B</b>	<b>Less: Cost of Sales</b>	<b>18.00</b>	128,079,923	104,788,625
<b>C</b>	<b>Gross Profit (A-B)</b>		<b>24,348,572</b>	<b>13,526,834</b>
<b>D</b>	<b>Less: Administrative &amp; Selling Expenses</b>	<b>19.00</b>	3,031,583	2,050,297
<b>E</b>	<b>Profit from Operation (C-D)</b>		<b>21,316,990</b>	<b>11,476,537</b>
<b>F</b>	<b>Workers Profit Participation Fund (WPPF)</b>		1,015,095	546,502
<b>G</b>	<b>Net Profit After WPPF (E-F)</b>		<b>20,301,895</b>	<b>10,930,035</b>
<b>H</b>	<b>Income Tax expenses</b>		<b>7,105,663</b>	<b>3,825,512</b>
	Current Tax	<b>16.00</b>	4,856,588	1,660,926
	Deferred Tax	<b>11.00</b>	2,249,076	2,164,586
<b>I</b>	<b>Net Profit After Tax (G-H)</b>		<b>13,196,232</b>	<b>7,104,523</b>
<b>J</b>	<b>Other Comprehensive Income</b>		-	-
<b>K</b>	<b>Total Comprehensive Income (I+J)</b>		<b>13,196,232</b>	<b>7,104,523</b>
<b>L</b>	<b>Earnings Per Share (EPS)</b>	<b>20.00</b>	<b>4.82</b>	<b>2.66</b>

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

**Sd/-**  
**Manager-Accounts**

**Sd/-**  
**Director**

**Sd/-**  
**Managing Director**

This is the statement of Profit or Loss & other comprehensive income referred to in our report of even date annexed.

Dhaka

Dated: September 12, 2017

**Sd/-**  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**M HYE & CO. CNG REFUELING STATION LTD**

**Statement of Changes in Equity**

**For the year ended June 30, 2017**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : July 01, 2016	27,386,400	12,560,466	39,946,866
Net Profit for the year	-	13,196,232	13,196,232
Balance as on: June 30, 2017	<b>27,386,400</b>	<b>25,756,697</b>	<b>53,143,097</b>

**M HYE & CO. CNG REFUELING STATION LTD**

**Statement of Changes in Equity**

**For the year ended June 30, 2016**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : July 01, 2015	1,000,000	17,779,823	18,779,823
Share Issued During the year	26,386,400	-	26,386,400
Cash dividend for the year 2015-16	-	(12,323,880)	(12,323,880)
Net Profit for the year	-	7,104,523	7,104,523
Balance as on: June 30, 2016	<b>27,386,400</b>	<b>12,560,466</b>	<b>39,946,866</b>

The accounting policies and explanatory notes form an integral part of the Financial Statements.

**Sd/-**  
**Manager-Accounts**

**Sd/-**  
**Director**

**Sd/-**  
**Managing Director**

This is the Statement of Changes in Equity referred to in our report of even date annexed.

Dhaka

Dated: September 12, 2017

**Sd/-**  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**M HYE & CO CNG REFUELING STATION LTD**

**Statement of Cash Flows**

**For the year ended June 30, 2017**

Particulars	Notes	Amount in Taka	
		30-Jun-2017	30-Jun-2016
<b>A. CASH FLOWS FROM OPERATING ACTIVITIES:</b>			
Cash Received from customers		155,148,583	121,609,546
Cash Payments to suppliers		(121,286,432)	(94,673,387)
Cash Payments to employees		(4,322,660)	(3,600,279)
Cash Payments to others		(6,639,824)	(3,501,834)
Net cash generated by operating activities		22,899,667	19,834,047
<b>B. CASH FLOWS FROM INVESTING ACTIVITIES:</b>			
Acquisition of Property, plant & equipment		(9,358,485)	(16,528,805)
Paid for Capital work-in-Progress		-	(3,955,547)
Net cash used in investing activities		(9,358,485)	(20,484,352)
<b>C. CASH FLOWS FROM FINANCING ACTIVITIES:</b>			
Paid for cash dividend		(12,323,880)	-
Receipt of Share Money Deposit		-	1,319,256
Net cash used in financing activities		(12,323,880)	1,319,256
<b>D. Net Increase/(Decrease) in cash &amp; cash equivalents (A+B+C)</b>		<b>1,217,302</b>	<b>668,951</b>
<b>E. Cash &amp; cash equivalents at the beginning of the year</b>		<b>1,311,200</b>	<b>642,249</b>
<b>F. Cash &amp; cash equivalents at the end of the year (D+E)</b>		<b>2,528,502</b>	<b>1,311,200</b>
<b>G. Net Operating Cash Flow Per Share</b>	<b>22</b>	<b>8.36</b>	<b>7.42</b>

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
**Manager-Accounts**

Sd/-  
**Director**

Sd/-  
**Managing Director**

This is the statement of cash flows referred to in our even dated report to the shareholders.

Dhaka  
Dated: September 12, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**



**M HYE & CO. CNG REFUELING STATION LTD**  
**Accounting Policies and Explanatory Notes**  
**For the year ended June 30, 2017**

**1.00 Corporate History of the Reporting Entity**

M Hye & Co. CNG Refueling Station Limited (The Company) was incorporated in Bangladesh as a Private Limited Company under the Companies Act, 1994 vide Registration No. C-94484/11 dated 26th July, 2011.

The registered office and principal place of business of the company is located at 69, Suhrawardy Avenue, Baridhara, Dhaka-1212 and the station situated in Poddar Bari Bohula Road, Hobigang, Sylhet. The company is a subsidiary of Intraco Refueling Station Ltd

**2.00 Corporate Business**

The Company is involved in operation of CNG refueling stations.

**3.00 Basis of preparation and significant accounting policies**

**3.01 Basis of Measurement of Elements of Financial Statements**

The financial statements of the company are prepared on going concern assumption under historical cost convention on accrual basis and in accordance with the Bangladesh Accounting Standards(BASs)-1" Presentation of Financial Statements", Bangladesh Financial Reporting Standards(BFRSs), the Companies Act 1994, the Securities and Exchange Rules, 1987 and other applicable laws & regulations. The following Bangladesh Accounting Standards were applied for the preparation of the financial statements for the year.

BAS-1	Presentation of Financial Statements
BAS-7	Statement of Cash Flows
BAS-8	Accounting Policies, Changes in Accounting Estimates and Errors
BAS-10	Events after the Reporting Period
BAS-12	Income Taxes
BAS-16	Property, Plant & Equipment
BAS-18	Revenue
BAS-19	Employee Benefits
BAS-24	Related party Disclosures
BAS-33	Earnings per Share
BAS-34	Interim Financial Reporting
BAS-36	Impairment of Assets
BAS-37	Provisions, Contingent Liabilities and Contingent Assets.
BAS-39	Financial Instruments: Recognition and Measurement
BFRS-8	Operating Segments

**3.02 Going Concern Basis**

The company has adequate resources to continue its operation for the foreseeable future. As such, the directors intended to adopt the going concern basis in preparing the financial statements. The current credit facilities and resources of the company provides sufficient fund to meet the present requirements of its existing business.

**3.03 Structure, Content and Presentation of Financial statements**

Being the general purpose financial statements, the presentation of these financial statements is in accordance with the guidelines provided by BAS 1: Presentation of Financial Statements financial statements comprises:

- i) Statement of financial position as at June 30, 2017
- ii) Statement of Profit or Loss and other comprehensive income for the year ended June 30, 2017
- iii) Statement of Changes in Equity for the year ended June 30, 2017
- iv) Statement of cash flows for the year ended June 30, 2017
- v) Notes comprising a summary of significant accounting policies and other explanatory information to the financial Statements for the year ended June 30, 2017

**3.04 Reporting Period**

The period of the financial statements covers from July 01, 2016 to June 30, 2017.

### 3.05 Revenue

Revenue represents the invoice value of CNG Gas refueled to customers vehicle during the Year. Revenue from Compressed Natural Gas (CNG) sales is recognized when the significant risks and rewards of ownership have been transferred to the buyer.

### 3.06 Property, Plant and Equipment

#### Initial Recognition and measurement

Property, plant and equipment are capitalized at cost of acquisition and subsequently stated at cost or revaluation less accumulated depreciation in compliance with the requirements of BAS 16: Property, Plant and Equipment. The cost of acquisition of an asset comprises its purchase price and any directly attributable cost of bringing the assets to its working condition for its intended use inclusive of inward freight, duties, non-refundable taxes and un-allocated expenditures etc. Expenses on recurring nature for normal wear tear is charged to revenue.

#### Depreciation on Fixed Assets

Depreciation is provided to amortize the value of the assets after commissioning, over the year of their expected useful life, in accordance with the provisions of BAS 16: Property, Plant and Equipment. Depreciation charged of an asset when the assets are available for use. Depreciation is charged on all fixed assets on reducing balance method. The Rate of depreciation for this year as below:

Particulars	30-Jun-2017	30-Jun-2016
Furniture & fixture	10%	10%
Building & Other Construction	5%	5%
Plant & Machineries	5%	5%
Gas Line Installation	10%	10%
Electrical Installation	10%	10%

#### Retirement and Disposals:

An asset is derecognized on disposal or when no future economic benefits are expected from its use. Gain or loss arising from the retirement or disposal of an asset is determined as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized as gain or loss from disposal of asset in the statement of comprehensive income.

#### Impairment:

##### I) Financial Assets

Accounts receivable and others receivables are assessed at each reporting date to determine whether there is any objective evidence of impairment. Financial assets are impaired if objective indicates that a loss event has occurred after the initial recognition of the asset and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably. Objective evidence that financial assets are impaired can include default of delinquency by a debtor, indicates that a debtor of issuer will enter bankruptcy etc. During the period no impaired loss occurred to recognize in the Financial Statements.

##### II) Non-Financial assets

An asset is impaired when its carrying amount exceeds its recoverable amount. The company assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount of an asset is the higher of its fair value less cost to sell and its value in use. Carrying amount of the assets is reduced to its recoverable amount by recognizing an impaired loss is recognized immediately in statement of comprehensive income unless the asset is carried at revalued amount. Any impaired loss of a revalued asset treated as a revaluation decrease. During the period no impaired loss occurred to recognize in the Financial Statements.

### 3.07 Cash and Cash Equivalent

Cash and cash equivalents comprise cash in-hand, demand deposits and short term deposits that are readily convertible to a known amount of cash, and that are not subject to significant risk of change in value.

### **3.08 Events after the reporting period**

In compliance with the requirements of BAS 10: Adjusting Events after the reporting period, "Post Balance Events" that provide additional information about the company's position at the balance date are reflected in the financial statements and events after the balance sheet date that are not adjusting events are disclosed in the notes when material. There were no adjusting or non-adjusting events after the reporting year that requires adjustment or additional disclosure.

### **3.09 Statement of Cash Flows**

The Statement of Cash Flows is prepared in accordance with Bangladesh Accounting Standards BAS 7 Statement of Cash Flows and cash flow from the operating activities have been presented under direct method considering the provision of BAS 7 which provides that entities are encouraged to report cash flow from operating activities using the Direct Method.

### **3.10 Earnings per Share**

The company calculates Earnings per Share (EPS) in accordance with the requirement of BAS 33 Earnings per Share which has been shown on the face of the Statement of Profit or Loss and other Comprehensive Income.

#### **Basic earnings**

This represents earnings for the year ended June 30, 2017 attributable to the ordinary shareholders.

#### **Basic earnings per share**

This has been calculated dividing the basic earnings by the weighted average number of shares outstanding for the period.

### **3.11 Related Party Disclosures**

The company carried out a number transactions with related parties. The information as required by BAS 24 Related Party Disclosures has been disclosed in a separate note to the financial statements.

### **3.12 Employee Benefit Plan:**

The Company maintains defined benefit plan for its eligible permanent employees. The eligibility is determined according to the terms and conditions set in the respective deeds.

The Company has accounted for and disclosed employee benefits in compliance with the provisions of BAS-19: Employee Benefits.

The cost of employee benefit is charged off as revenue expenditure in the period to which the contributions relate.

The company's employee benefits include the following:

#### **Short Term Employee Benefits**

Short -term employee benefits include salaries, bonuses etc. obligations for such benefits are measured on an undiscounted basis and are expensed as the related service is provided.

#### **Workers Profit Participation Fund (WPPF)**

The company has created a fund for workers " Workers profit participation Fund (WPPF)" as per Labor Act "Bangladesh Labor (amendment) Act' 2013" by 5% of profit after charging such expenses and the fund yet to be constituted.

### **3.13 Provisions Contingent Liabilities and Contingent Assets**

In accordance with the guidelines as prescribed by BAS 37 Provisions, Contingent Liabilities and Contingent Assets, provisions are recognized in the following situations:

- a. when the company has an obligation ( legal or constructive) as a result of past events;
- b. when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- c. When reliable estimates can be made of the amount of the obligation.

### **3.14 Income Tax**

#### **Current Tax**

A provision for Tax has been made during the year applying the rate as per Income Tax Ordinance 1984.

#### **Deferred Tax.**

The company accounts for deferred tax as per Bangladesh Accounting Standard (BAS) 12 "Income Taxes". Deferred Tax is recognized using the balance sheet method for all temporary timing differences arising between the tax base of assets and liabilities and their carrying value for financial reporting purpose. Tax rate prevailing at the balance sheet date is used to determine deferred tax.

**3.15 Financial Instruments:**

A financial instrument is any contract that gives rise to a financial asset to one entity and a financial liability or equity instrument to another entity as per BAS-39 "Financial Instruments' Recognition and Measurement."

**Financial assets:**

Financial assets of the company include cash and cash equivalents, equity instrument to another entity, Trade receivables and other receivables. The company initially recognize a financial asset in its statement of financial position when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognize a financial asset when, and only when; the contractual rights to the cash flows from the financial asset expire or transfer the contractual rights to receive the cash flows of the financial asset.

**Financial Liabilities:**

The company initially recognize a financial liability in its statement of financial position when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognize a financial liability from its statement of financial position when, and only when, it is extinguished, that is when the obligation specified in the contract is discharged or cancelled or expires.

**3.16 Comparative Information**

Comparative information has been disclosed in the respect of previous year for all numeric information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current year's financial statement.

**3.17 Segment Reporting:**

As required by BFRS-8 "Operating Segments", if an entity operates business activities that may earn revenues or incur expenses, whose operating results are regularly reviewed by the chief operating decision maker and for which discrete financial information is available. The company consider the operation on aggregate basis and manage the operations as a single operating segment. Hence it is felt that such segment reporting is not applicable for the company.

**M HYE & CO. CNG REFUELING STATION LTD**

Notes to the Financial Statements

As at and for the year ended June 30, 2017

		<b>Amount in Taka</b>	
		<b>30-Jun-2017</b>	<b>30-Jun-2016</b>
4.00	<b>Property, Plant and Equipments Tk. 78,048,066</b>		
	This represents the written down value of assets as at 30-06-2017 at historical cost.		
	This has been arrived at as under:		
	Furniture & fixture	838,647	613,267
	Building & Other Construction	13,751,422	5,587,762
	Plant & Machineries	57,404,759	57,725,705
	Gas Line Installation	2,651,412	2,449,999
	Electrical Installation	3,401,826	1,650,628
		<u>78,048,066</u>	<u>68,027,361</u>
4.01	<b>Movement of Property, Plant &amp; Equipment</b>		
	This has been arrived at as under:		
	A. Cost:		
	Opening Balance	81,356,089	80,947,324
	Add: Addition during the period	14,012,954	408,765
		<u>95,369,043</u>	<u>81,356,089</u>
	B. Accumulated Depreciation		
	Opening Balance	13,328,728	12,408,148
	Add: Depreciation Charged during the year	3,992,248	920,581
		<u>17,320,977</u>	<u>13,328,728</u>
	(A-B) Written down Value	<u><b>78,048,066</b></u>	<u><b>68,027,361</b></u>
	Details are shown in <b>Annexure-A</b>		
5.00	<b>Capital Work- in -Progress: Tk. 0</b>		
	The break-up of the amount is given below:		
	Building & Other Construction		
	Opening Balance	4,654,469	2,842,010
	Add: Addition during the year	3,931,682	1,812,459
	Total	8,586,151	4,654,469
	Less: Capitalization	8,586,151	-
	Balance	<u><b>-</b></u>	<u><b>4,654,469</b></u>
6.00	<b>Trade Receivable: Tk. 1,114,439</b>		
	This consists of the following:		
	District Commissioner	351,606	96,405
	Chief Judicial Magistrate	7,153	2,790
	District Information office, Hobigonj	13,512	-
	Sonali Bank Ltd	22,758	31,668
	Police Super	258,389	352,547
	Nari O Shisu unnoyun	41,689	2,226
	District Judge	10,456	11,992
	Agriculture Office	32,531	12,513
	Jalalabad Gas	115,655	72,023
	U P Chairman	47,481	17,180
	Unser VDP	6,668	5,063
	Grameen Bank	2,099	5,788
	District Fishery Office	22,073	10,442
	Upozilla Chairman Lakai	59,556	37,180
	Agriculture Bank	4,819	6,964
	Zilla Porished	2,949	11,736
	Zilla Samaj Sheba	16,100	4,462

	Vat office	18,686	7,911
	Water Development Board	51,726	24,566
	Pubali Bank Ltd	28,533	15,081
	<b>Total</b>	<b>1,114,439</b>	<b>728,537</b>
<b>6.01</b>	<b>Ageing of Accounts Receivable</b>		
	Less Than 6 Months	1,114,439	728,537
	More Than 6 Months	-	-
		<b>1,114,439</b>	<b>728,537</b>
<b>The classification of receivables as required by the Schedule XI of the Companies Act, 1994 are given below:</b>			
	Receivables considered good in respect of which the company is fully secured.	-	-
	Receivables considered good in respect of which the company holds no security other than the debtor personal security.	1,114,439	728,537
	Receivables considered doubtful or bad.	-	-
	Debts due to by directors or other officers of the company	-	-
	Receivables due by common management.	-	-
	The maximum amount of receivable due by any director or other officer of the company.	-	-
		<b>1,114,439</b>	<b>728,537</b>
<b>7.00</b>	<b>Advances, Deposits &amp; Pre-Payments: Tk. 5,327,024</b>		
	The break-up of the amount is given below:		
	Bank Guarantee Margin	2,758,324	1,119,926
	Security deposit to Jalalabd Gas T&D system Ltd	2,154,611	2,154,611
	Security deposit to PDB	254,620	254,620
	Prepaid Insurance # Note # 7.01	159,469	159,469
	<b>Total</b>	<b>5,327,024</b>	<b>3,688,626</b>
<b>7.01</b>	Prepaid Insurance	159,469	212,625
	Advance during the year	212,625	-
	Less: Adjusted during the period	212,625	53,156
		159,469	159,469
<b>8.00</b>	<b>Cash &amp; Cash Equivalents: Tk. 2,528,502</b>		
	The break-up of the amount is given below:		
	Cash in hand # Notes # 8.01	980,088	179,652
	Cash at bank # Notes # 8.02	1,548,414	1,131,548
	<b>Total</b>	<b>2,528,502</b>	<b>1,311,200</b>
<b>8.01</b>	<b>Cash in Hand : Tk. 980,088</b>		
	<u>Station Name</u>		
	Hobigonj Station	980,088	179,652
		<b>980,088</b>	<b>179,652</b>
	Cash in hand has been certified by the management of the company.		
<b>8.02</b>	<b>Cash at Bank : Tk. 1,548,414</b>		
	The break-up of the amount is given below:		
	<u>Bank Name</u>		
	ICB Islami Bank Ltd. A/c # 50310	1,548,414	1,131,548
	<b>Total</b>	<b>1,548,414</b>	<b>1,131,548</b>
	The above Bank Balance has been reconciled and agreed with the Bank Statement.		

9.00 **Share Capital : Tk. 27,386,400**

**Authorized Capital:**

10,000,000 ordinary shares of tk. 10/- each

**100,000,000**

**100,000,000**

**Issued, Subscribed, Called-up & Paid-up Capital :**

2,738,640 ordinary shares of tk. 10/- each

**27,386,400**

**27,386,400**

Shareholding position of Shareholders:

Name of Shareholders	No. of Shares	Percentage	30-Jun-2017	30-Jun-2016
Mohammed Riyadh Ali	124,556	4.548%	1,245,556	1,245,556
Mohammed Irad Ali	12,320	0.450%	123,200	123,200
Md. Mujibul Hye	50	0.002%	500	500
Intraco Refueling Station Ltd	2,601,714	95.000%	26,017,144	26,017,144
	2,738,640	100.00%	27,386,400	27,386,400

10.00 **Retained Earnings Tk. 25,756,697**

Balance brought forward

12,560,466

17,779,823

Cash dividend for 2015-16

(12,323,880)

Profit for the period

13,196,232

7,104,523

**Balance carried forward**

**25,756,697**

**12,560,466**

11.00 **Deferred Tax Liability: Tk. 12,012,944**

The break-up of the amount is given below:

Opening Balance

9,763,869

9,421,034

Current Year Provision # Note # 11.01

2,249,076

342,835

**Total**

**12,012,944**

**9,763,869**

11.01 **Deferred Tax Calculation:**

Carrying Value

78,048,066

68,027,361

Written Down Value (Tax)

43,725,368

40,130,593

**Temporary Difference**

**34,322,698**

**27,896,768**

Income Tax rate

35%

35%

Deferred Tax Liability (B/S)

12,012,944

9,763,869

Deferred Tax Liability (Opening)

9,763,869

9,421,034

Deferred Tax Liability (I/S)

2,249,076

342,835

12.00 **Trade and other payables Tk. 7,872,650**

The break-up of the amount is given below:

Gas Bill (CMS) Payable

7,872,650

6,973,555

TDS Payable

-

484,538

VAT Payable

-

627,985

**Total**

**7,872,650**

**8,086,077**

13.00 **Liabilities for expenses: Tk. 1,404,460**

The break-up of the amount is given below:

Salary & Wages

292,500

232,448

Electricity Bill

811,102

712,169

Audit fees

57,500

28,750

Sharing revenue against Land Rent to Land lord.

243,358

202,936

**Total**

**1,404,460**

**1,176,303**

14.00 **Dividend Payable: Tk. 0**

The break-up of the amount is given below:

Opening Balance

12,323,880

-

Current Year's Dividend

-

12,323,880

Paid during the period

(12,323,880)

-

-

**12,323,880**

15.00 **Workers Profit Participation Fund: Tk. 1,252,546**

The break-up of the amount is given below:

Opening Balance

Current Year Provision

Less: Payment during the period

**Total**

637,452	508,413
1,015,095	129,038
400,000	-
<b>1,252,546</b>	<b>637,452</b>

16.00 **Provision for Tax: Tk. 11,332,333**

The break-up of the amount is given below:

Opening Balance

Current Year Provision

**Total**

6,475,745	5,915,312
4,856,588	560,433
<b>11,332,333</b>	<b>6,475,745</b>



**M HYE & CO. CNG REFUELING STATION LTD**

Notes to the Financial Statements

As at and for the year ended June 30, 2017

		<b>Amount in Taka</b>	
		<b>30-Jun-2017</b>	<b>30-Jun-2016</b>
<b>17.00</b>	<b>Turnover: Tk. 152,428,495</b>		
	Sales Revenue	155,534,485	120,923,563
	Less: Sharing revenue	3,105,990	2,608,104
		<b>152,428,495</b>	<b>118,315,459</b>
	As per agreement Sharing revenue has paid on gross receipts to Land lord against Land rent during the year.		
<b>18.00</b>	<b>Cost of Sales: Tk. 128,079,923</b>		
	The break-up of the amount is given below:		
	Gas Bill (Compressor )	106,068,085	86,862,193
	Maintenance & Lubricants Expenses	2,202,394	1,062,752
	Electricity Bill	9,901,942	8,415,147
	Spare parts consumption # Note # 18.01	2,900,583	2,191,650
	Salary & Wages	3,084,280	2,861,911
	Depreciation	3,922,639	3,394,972
	<b>Total</b>	<b>128,079,923</b>	<b>104,788,625</b>
<b>18.01</b>	<b>Stock of Spare parts: Tk. 0.00</b>		
	The break-up of the amount is given below:		
	Opening Stock	-	-
	Purchase during the year	5,533,586	5,287,867
	<b>Total (a)</b>	<b>5,533,586</b>	<b>5,287,867</b>
	Less: Spares consumption this year	2,900,583	2,191,650
	Less: Capitalized this year	2,633,003	3,096,217
	<b>Total (b)</b>	<b>5,533,586</b>	<b>5,287,867</b>
	<b>Closing Stock (a-b)</b>	<b>-</b>	<b>-</b>
<b>19.00</b>	<b>Administrative &amp; Selling Expenses: Tk. 3,031,583</b>		
	The break-up of the amount is given below:		
	Salary & Allowance	1,298,432	775,872
	Travelling & Conveyance	67,170	59,989
	Telephone & Mobile bill	25,136	21,077
	Printing & Stationery	502,786	307,587
	Entertainment	82,679	40,608
	Bank Charge & Commission	14,455	20,492
	Bank Guarantee Commission	409,710	-
	Postage & Courier	3,595	5,355
	Insurance Premium	212,625	211,031
	Registration & Renewals	125,480	304,850
	Audit fees with VAT	57,500	71,875
	Other Expenses	162,405	165,750
	Depreciation	69,610	65,810
	<b>Total</b>	<b>3,031,583</b>	<b>2,050,297</b>
<b>20.00</b>	<b>Earnings Per Share:</b>		
	The composition of earning per shares (EPS) is given below:		
	Profit after tax	13,196,232	7,104,523
	Average number of ordinary shares outstanding during the period # Note # 20.01	2,738,640	2,673,037
	Earnings per share	<b>4.82</b>	<b>2.66</b>

## 20.01 Calculation of Average Number of Shares:

Allotment of Shares made on 26-07-2011		Days of Utilization of Shares	
		Days of Whole Year	
100,000	X	365	366
		365	366
		100,000	100,000
Allotment of Shares made on 30-12-2015 (Share money exist from the beginning of the year)		365	366
2,506,714	X	365	366
		2,506,714	2,506,714
Allotment of Shares made on 30-12-2015 (Cash receive during the year)		365	184
131,926	X	365	366
		131,926	66,323
		2,738,640	2,673,037
<b>Total Weighted Average Number of Shares</b>			
<b>21.00 Net Asset Value (NAV) Per Share:</b>			
Total Asset		87,018,031	78,410,192
Less: Total Liability		33,874,934	38,463,326
Net Asset		53,143,097	39,946,866
No. of ordinary share		2,738,640	2,738,640
Net Asset Value per share		19.40	14.59
<b>22.00 Net operating cash flows per Shares ( NOCFPS):</b>			
The Computation of NOCFPS is given below:			
Net Cash Generated from Operating Activities		22,899,667	19,834,047
Number of Shares outstanding during the year		2,738,640	2,673,037
Net Operating Cash Flows per Share (NOCFPS)		<b>8.36</b>	<b>7.42</b>

## 23.00 Related parties Transaction:

As per Bangladesh Accounting standards BAS 24 Related party Disclosures, Parties are considered to be related if one of the party has the ability to control the other party or exercise significant influence over the other party is making financial and operating decision.

The name of the related parties and nature of these transactions have been set out in accordance with the provisions of BAS-24. During the year, the company carried out transactions with following related parties:

Name of the parties	Relationship	Nature of business	Transaction value	
Intraco Refueling station Ltd	Common Shareholder	Spare parts purchase	5,533,586	5,287,867
Intraco Refueling station Ltd	Common Shareholder	Cash dividend	11,707,713	-

## 24.00 Number of employees and range of salary:

The company has 35 full time employees as of June 30, 2017, Details are as follows:

Particulars	30-Jun-2017	30-Jun-2016
Salary Range Below Tk 3000	-	-
Salary Range Above Tk 3000	35	35

## 25.00 Capacity Utilization:

Name of station	Loaded capacity yearly (m3)	Capacity Utilization yearly (m3)	Percentage
Hobigonj Station	4,443,984	3,703,635	83%

**M HYE & CO. CNG REFUELING STATION LTD**  
**Schedule of Fixed Assets**  
**As at June 30, 2017**

**Annexure-A**

Particulars	Cost			Rate of Dep.	Depreciation			Written down value as on 30-Jun-17
	Balance as on 01-Jul-16	Addition during the year	Balance as on 30-Jun-17		Balance as on 01-Jul-16	Charged during the year	Balance as on 30-Jun-17	
Furniture & fixture	875,750	294,990	1,170,740	10%	262,483	69,610	332,093	838,647
Building & Other Construction	6,794,434	8,586,151	15,380,585	5%	1,206,672	422,491	1,629,163	13,751,422
Plant & Machineries	67,748,216	2,633,003	70,381,219	5%	10,022,511	2,953,949	12,976,460	57,404,759
Gas Line Installation	3,210,239	477,860	3,688,099	10%	760,240	276,446	1,036,687	2,651,412
Electrical Installation	2,727,450	2,020,950	4,748,400	10%	1,076,822	269,752	1,346,574	3,401,826
<b>Balance as at June 30, 2017</b>	<b>81,356,089</b>	<b>14,012,954</b>	<b>95,369,043</b>		<b>13,328,728</b>	<b>3,992,248</b>	<b>17,320,977</b>	<b>78,048,066</b>
<b>Balance as at June 30, 2016</b>	<b>80,947,324</b>	<b>408,765</b>	<b>81,356,089</b>		<b>12,408,148</b>	<b>920,581</b>	<b>13,328,728</b>	<b>68,027,361</b>

**Allocation of Depreciation:**

Administrative cost	69,610
Factory cost	3,922,639
<b>Total</b>	<b>3,992,248</b>

**Independent Auditor's Report**  
**To the Shareholders of**  
**NESSA & SONS LTD**

**Report on the Financial Statements**

We have audited the accompanying Financial Statements of NESSA & SONS LTD, which comprise the Statement of Financial Position as at 30 June 2017 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 a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), 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.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing (BSA). Those standards require 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.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

## **Opinion**

In our opinion, the financial statements give a true and fair view of the financial position of the company as at 30 June 2017 and of its financial performance and its cash flows for the year then ended in accordance with the Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), The Companies Act 1994 and other applicable laws and regulations.

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

We further report that:

- a) we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
- 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 these 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.

Dhaka  
September 14, 2017

Sd/-  
**MAHFEL HUQ & Co.**  
Chartered Accountants

**NESSA & SONS LTD**  
**Statement of Financial Position**  
As at June 30, 2017

Particulars	Notes	Amount in Taka	
		30-Jun-2017	30-Jun-2016
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, Plant & Equipment	4.00	95,218,623	84,897,818
Capital Work-In-Progress	5.00	-	6,589,314
<b>Total Non-Current Assets</b>		<b>95,218,623</b>	<b>91,487,132</b>
<b>CURRENT ASSETS</b>			
Trade Receivables	6.00	2,679,099	3,415,232
Advances, Deposits & Pre-Payments	7.00	3,661,990	3,661,990
Cash & Cash Equivalents	8.00	1,433,877	960,700
<b>Total Current Assets</b>		<b>7,774,966</b>	<b>8,037,922</b>
<b>Total Assets</b>		<b>102,993,589</b>	<b>99,525,054</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders equity</b>			
Share Capital	9.00	25,210,500	25,210,500
Retained Earnings	10.00	38,939,749	27,159,242
<b>Total Equity</b>		<b>64,150,249</b>	<b>52,369,742</b>
<b>NON CURRENT LIABILITIES</b>			
Deferred Tax Liability	11.00	14,129,935	11,318,674
		<b>14,129,935</b>	<b>11,318,674</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	12.00	7,901,627	10,971,290
Liabilities for expenses	13.00	898,272	784,874
Dividend Payable	14.00	-	12,605,250
Workers Profit Participation fund	15.00	1,900,347	994,154
Provision for Tax	16.00	14,013,159	10,481,070
<b>Total Current Liabilities</b>		<b>24,713,405</b>	<b>35,836,639</b>
<b>Total Liabilities</b>		<b>38,843,340</b>	<b>47,155,312</b>
<b>Total Equity and Liabilities</b>		<b>102,993,589</b>	<b>99,525,054</b>
<b>Net Asset Value (NAV)</b>	21.00	25.45	20.77

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
**Manager-Accounts**

Sd/-  
**Director**

Sd/-  
**Managing Director**

This is the statement of financial position referred to in our report of even date annexed.

Dhaka  
Dated: September 14, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**NESSA & SONS LTD**  
**Statement of Profit or Loss & Other Comprehensive Income**  
**For the year ended June 30, 2017**

Sl.	Particulars	Notes	Amount in Taka	
			30-Jun-2017	30-Jun-2016
A	Sales Revenue	17.00	152,488,214	158,166,264
B	Less: Cost of Sales	18.00	130,922,429	137,391,642
C	Gross Profit (A-B)		21,565,785	20,774,622
D	Administrative & Selling Expenses:	19.00	2,535,735	2,552,335
E	Profit from Operation (C-D)		19,030,050	18,222,287
F	Workers Profit Participation Fund (WPPF)		906,193	867,728
G	Net Profit After WPPF (E-F)		18,123,857	17,354,559
H	Income Tax expenses		6,343,350	6,074,096
	Current Tax	16.00	3,532,089	3,216,826
	Deferred Tax	11.00	2,811,261	2,857,271
I	Net Profit After Tax (G-H)		11,780,507	11,280,463
J	Other Comprehensive Income		-	-
K	Total Comprehensive Income (I+J)		11,780,507	11,280,464
L	Earnings Per Share (EPS)	20.00	4.67	4.58

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
**Manager-Accounts**

Sd/-  
**Director**

Sd/-  
**Managing Director**

This is the statement of Profit or Loss & other comprehensive income referred to in our report of even date annexed.

Dhaka  
Dated: September 14, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**NESSA & SONS LTD**  
**Statement of Changes in Equity**  
**For the year ended June 30, 2017**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : July 01, 2016	25,210,500	27,159,242	52,369,742
Net Profit for the year	-	11,780,507	11,780,507
Balance as on: June 30, 2017	<b>25,210,500</b>	<b>38,939,749</b>	<b>64,150,249</b>

**NESSA & SONS LTD**  
**Statement of Changes in Equity**  
**For the year ended June 30, 2016**

<b>Particulars</b>	<b>Ordinary Share Capital</b>	<b>Retained Earnings</b>	<b>Total</b>
Balance as on : July 01, 2015	1,000,000	28,484,028	29,484,028
Share Issued During the year	24,210,500	-	24,210,500
Cash dividend for the year 2015-16	-	(12,605,250)	(12,605,250)
Net Profit for the year	-	11,280,464	11,280,464
Balance as on: June 30, 2016	<b>25,210,500</b>	<b>27,159,242</b>	<b>52,369,742</b>

The accounting policies and explanatory notes form an integral part of the Financial Statements.

**Sd/-**  
**Manager-Accounts**

**Sd/-**  
**Director**

**Sd/-**  
**Managing Director**

This is the Statement of Changes in Equity referred to in our report of even date annexed.

Dhaka  
Dated: September 14, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**



**NESSA & SONS LTD**  
**Statement of Cash Flows**  
**For the year ended June 30, 2017**

Particulars	Notes	Amount in Taka	
		30-Jun-2017	30-Jun-2016
<b>A. CASH FLOWS FROM OPERATING ACTIVITIES:</b>			
Cash received from customers		156,683,029	162,413,698
Cash Payments to suppliers		(125,374,447)	(125,606,574)
Cash Payments to employees		(5,082,677)	(3,801,277)
Cash Payments to others		(4,437,801)	(5,025,382)
Net cash generated by operating activities		21,788,104	27,980,465
<b>B. CASH FLOWS FROM INVESTING ACTIVITIES:</b>			
Acquisition of Property, plant & equipment		(8,709,677)	(22,683,343)
Paid for Capital work-in-Progress		-	(6,589,314)
Net cash used in investing activities		(8,709,677)	(29,272,657)
<b>C. CASH FLOWS FROM FINANCING ACTIVITIES:</b>			
Paid for cash dividend		(12,605,250)	-
Receipt of Share Money Deposit		-	1,210,500
Net cash used in financing activities		(12,605,250)	1,210,500
<b>D. Net Increase/(Decrease) in cash &amp; cash equivalents (A+B+C)</b>		<b>473,177</b>	<b>(81,692)</b>
<b>E. Cash &amp; cash equivalents at the beginning of the year</b>		<b>960,700</b>	<b>1,042,392</b>
<b>F. Cash &amp; cash equivalents at the end of the year (D+E)</b>		<b>1,433,877</b>	<b>960,700</b>
<b>G. Net Operating Cash Flow Per Share</b>	<b>22</b>	<b>8.64</b>	<b>11.37</b>

*The accounting policies and explanatory notes form an integral part of the Financial Statements.*

Sd/-  
**Manager-Accounts**

Sd/-  
**Director**

Sd/-  
**Managing Director**

This is the statement of cash flows referred to in our even dated report to the shareholders.

Dhaka  
Dated: September 14, 2017

Sd/-  
**Mahfel Huq & Co.**  
**Chartered Accountants**

**NESSA & SONS LTD**  
**Accounting Policies and Explanatory Notes**  
**For the year ended June 30, 2017**

**1.00 Corporate History of the Reporting Entity**

Nessa & Sons Limited (The Company) was incorporated in Bangladesh as a Private Limited Company under the Companies Act, 1994 vide Registration No. C-94488/11 dated 26th July, 2011.

The registered office and principal place of business of the company is located at 69, Sahrawardy Avenue, Baridhara, Dhaka-1212 and the station situated in 259/1 Bagbari Gatabally, Dhaka.

The company is subsidiary of Intraco Refueling Station Ltd

**2.00 Corporate Business**

The Company is involved in operation of CNG refueling stations.

**3.00 Basis of preparation and significant accounting policies**

**3.01 Basis of Measurement of Elements of Financial Statements**

The financial statements of the company are prepared on going concern assumption under historical cost convention on accrual basis and in accordance with the Bangladesh Accounting Standards (BASs)-1 "Presentation of Financial Statements", Bangladesh Financial Reporting Standards (BFRSs), the Companies Act 1994, the Securities and Exchange Rules, 1987 and other applicable laws & regulations. The following Bangladesh Accounting Standards were applied for the preparation of the financial statements for the year.

BAS-1	Presentation of Financial Statements
BAS-7	Statement of Cash Flows
BAS-8	Accounting Policies, Changes in Accounting Estimates and Errors
BAS-10	Events after the Reporting Year
BAS-12	Income Taxes
BAS-16	Property, Plant & Equipment
BAS-18	Revenue
BAS-19	Employee Benefits
BAS-24	Related Party Disclosures
BAS-33	Earnings per Share
BAS-34	Interim Financial Reporting
BAS-36	Impairment of Assets
BAS-37	Provisions, Contingent Liabilities and Contingent Assets.
BAS-39	Financial Instruments: Recognition and Measurement
BFRS-8	Operating Segments

**3.02 Going Concern Basis**

The company has adequate resources to continue its operation for the foreseeable future. As such, the directors intended to adopt the going concern basis in preparing the financial statements. The current credit facilities and resources of the company provides sufficient fund to meet the present requirements of its existing business.

**3.03 Structure, Content and Presentation of Financial Statements**

Being the general purpose financial statements, the presentation of these financial statements is in accordance with the guidelines provided by BAS 1: Presentation of Financial Statements financial statements comprises:

- i) Statement of financial position as at June 30, 2017.
- ii) Statement of Profit or Loss and other comprehensive income for the Year ended June 30, 2017.
- iii) Statement of Changes in Equity for the Year ended June 30, 2017.
- iv) Statement of cash flows for the Year ended June 30, 2017.
- v) Notes comprising a summary of significant accounting policies and other explanatory information to the financial Statements for the Year ended June 30, 2017.

**3.04 Reporting Year**

The Year of the financial statements covers from July 01, 2016 to June 30, 2017.

### 3.05 Revenue

Revenue represents the invoice value of CNG Gas refueled to customers vehicle during the Year. Revenue from Compressed Natural Gas (CNG) sales is recognized when the significant risks and rewards of ownership have been transferred to the buyer.

### 3.06 Property, Plant and Equipment

#### Initial Recognition and measurement

Property, plant and equipment are capitalized at cost of acquisition and subsequently stated at cost or revaluation less accumulated depreciation in compliance with the requirements of BAS 16: Property, Plant and Equipment. The cost of acquisition of an asset comprises its purchase price and any directly attributable cost of bringing the assets to its working condition for its intended use inclusive of inward freight, duties, non-refundable taxes and un-allocated expenditures etc. Expenses on recurring nature for normal wear tear is charged to revenue.

#### Depreciation on Fixed Assets

Depreciation is provided to amortize the value of the assets after commissioning, over the year of their expected useful life, in accordance with the provisions of BAS 16: Property, Plant and Equipment. Depreciation charged of an asset when the assets are available for use. Depreciation is charged on all fixed assets on reducing balance method. The Rate of depreciation for this year as below:

Particulars	30-Jun-2017	30-Jun-2016
Furniture & fixture	10%	10%
Building & Other Construction	5%	5%
Plant & Machineries	5%	5%
Gas Line Installation	10%	10%
Electrical Installation	10%	10%

#### Retirement and Disposals:

An asset is derecognized on disposal or when no future economic benefits are expected from its use. Gain or loss arising from the retirement or disposal of an asset is determined as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized as gain or loss from disposal of asset in the statement of comprehensive income.

#### Impairment:

##### I) Financial Assets

Accounts receivable and others receivables are assessed at each reporting date to determine whether there is any objective evidence of impairment. Financial assets are impaired if objective indicates that a loss event has occurred after the initial recognition of the asset and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably. Objective evidence that financial assets are impaired can include default of delinquency by a debtor, indicates that a debtor of issuer will enter bankruptcy etc. During the period no impaired loss occurred to recognize in the Financial Statements.

##### II) Non-Financial assets

An asset is impaired when its carrying amount exceeds its recoverable amount. The company assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount of an asset is the higher of its fair value less cost to sell and its value in use. Carrying amount of the assets is reduced to its recoverable amount by recognizing an impaired loss is recognized immediately in statement of comprehensive income unless the asset is carried at revalued amount. Any impaired loss of a revalued asset treated as a revaluation decrease. During the period no impaired loss occurred to recognize in the Financial Statements.

### 3.07 Cash and Cash Equivalent

Cash and cash equivalents comprise cash in-hand, demand deposits and short term bank deposits that are readily convertible to a known amount of cash, and that are not subject to significant risk of change in value.

### 3.08 Events after the reporting period

In compliance with the requirements of BAS 10: Adjusting Events after the reporting period, "Post Balance Events" that provide additional information about the company's position at the balance date are reflected in the financial statements and events after the balance sheet date that are not adjusting events are disclosed in the notes when material. There were no adjusting or non-adjusting events after the reporting year that requires adjustment or additional disclosure.

### **3.09 Statement of Cash Flows**

The Statement of Cash Flows is prepared in accordance with Bangladesh Accounting Standards BAS 7 Statement of Cash Flows and cash flow from the operating activities have been presented under direct method considering the provision of BAS 7 which provides that entities are encouraged to report cash flow from operating activities using the Direct Method.

### **3.10 Earnings per Share**

The company calculates Earnings per Share (EPS) in accordance with the requirement of BAS 33 Earnings per Share which has been shown on the face of the Statement of Profit or Loss and other Comprehensive Income.

#### **Basic earnings**

This represents earnings for the Year ended June 30, 2017 attributable to the ordinary shareholders.

#### **Basic earnings per share**

This has been calculated dividing the basic earnings by the weighted average number of shares outstanding for the Year .

### **3.11 Related Party Disclosures**

The company carried out a number transactions with related parties. The information as required by BAS 24 Related Party Disclosures has been disclosed in a separate note to the financial statements.

### **3.12 Employee Benefit Plan:**

The Company maintains defined benefit plan for its eligible permanent employees. The eligibility is determined according to the terms and conditions set in the respective deeds.

The Company has accounted for and disclosed employee benefits in compliance with the provisions of BAS-19: Employee Benefits.

The cost of employee benefit is charged off as revenue expenditure in the Year to which the contributions relate.

The company's employee benefits include the following:

#### **Short Term Employee Benefits**

Short -term employee benefits include salaries, bonuses etc. obligations for such benefits are measured on an undiscounted basis and are expensed as the related service is provided.

#### **Workers Profit Participation Fund (WPPF)**

The company has created a fund for workers " Workers profit participation Fund (WPPF)" as per Labor Act "Bangladesh Labor (amendment) Act' 2013" by 5% of profit after charging such expenses and the fund yet to be constituted.

### **3.13 Provisions Contingent Liabilities and Contingent Assets**

In accordance with the guidelines as prescribed by BAS 37 Provisions, Contingent Liabilities and Contingent Assets, provisions are recognized in the following situations:

- a. when the company has an obligation ( legal or constructive) as a result of past events;
- b. when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- c. when reliable estimates can be made of the amount of the obligation.

### **3.14 Income Tax**

#### **Current Tax**

A provision for Tax has been made during the year applying the rate as per Income Tax Ordinance 1984.

#### **Deferred Tax.**

The company accounts for deferred tax as per Bangladesh Accounting Standard (BAS) 12 " Income Taxes". Deferred Tax is recognized using the balance sheet method for all temporary timing differences arising between the tax base of assets and liabilities and their carrying value for financial reporting purpose. Tax rate prevailing at the balance sheet date is used to determine deferred tax.

**3.15 Financial Instruments:**

A financial instrument is any contract that gives rise to a financial asset to one entity and a financial liability or equity instrument to another entity as per BAS-39 "Financial Instruments' Recognition and Measurement."

**Financial assets:**

Financial assets of the company include cash and cash equivalents, equity instrument to another entity, Trade receivables and other receivables. The company initially recognize a financial asset in its statement of financial position when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognize a financial asset when, and only when; the contractual rights to the cash flows from the financial asset expire or transfer the contractual rights to receive the cash flows of the financial asset.

**Financial Liabilities:**

The company initially recognize a financial liability in its statement of financial position when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognize a financial liability from its statement of financial position when, and only when, it is extinguished, that is when the obligation specified in the contract is discharged or cancelled or expires.

**3.16 Comparative Information**

Comparative information has been disclosed in the respect of previous year for all numeric information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current year's financial statement.

**3.17 Segment Reporting:**

As required by BFRS-8 "Operating Segments", if an entity operates business activities that may earn revenues or incur expenses, whose operating results are regularly reviewed by the chief operating decision maker and for which discrete financial information is available. The company consider the operation on aggregate basis and manage the operations as a single operating segment. Hence it is felt that such segment reporting is not required to be disclosed.

**NESSA & SONS LTD**  
Notes to the Financial Statements  
As at and for the year ended June 30, 2017

		<b>Amount in Taka</b>	
		<b>30-Jun-2017</b>	<b>30-Jun-2016</b>
<b>4.00</b>	<b>Property, Plant and Equipments Tk. 95,218,623</b>		
	This represents the written down value of assets as at 30-06-2017 at historical cost.		
	This has been arrived at as under:		
	Furniture & fixture	1,238,708	805,518
	Building & Other Construction	15,476,185	6,231,341
	Plant & Machineries	71,111,261	72,789,823
	Gas Line Installation	2,766,302	2,301,492
	Electrical Installation	4,626,167	2,769,643
		<u>95,218,623</u>	<u>84,897,818</u>
<b>4.01</b>	<b>Movement of Property, Plant &amp; Equipment</b>		
	This has been arrived at as under:		
	A. Cost:		
	Opening Balance	100,480,819	98,840,269
	Add: Addition during the period	15,298,991	1,640,550
		<u>115,779,810</u>	<u>100,480,819</u>
	B. Accumulated Depreciation		
	Opening Balance	15,583,001	14,445,894
	Add: Depreciation Charged during the year	4,978,186	1,137,107
		<u>20,561,187</u>	<u>15,583,001</u>
	(A-B) Written down Value	<u>95,218,623</u>	<u>84,897,818</u>
	Details are shown in <b>Annexure-A</b>		
<b>5.00</b>	<b>Capital Work- in -Progress: Tk. 0</b>		
	The break-up of the amount is given below:		
	Building & Other Construction		
	Opening Balance	6,589,314	4,438,110
	Add: Addition during the period	3,129,070	2,151,204
	Total	9,718,384	6,589,314
	Less: Capitalized this period	9,718,384	-
		<u>-</u>	<u>6,589,314</u>
<b>6.00</b>	<b>Trade &amp; Other Receivable: Tk. 2,679,099</b>		
	This consists of the following:		
	Intraco Ltd	533,280	838,932
	Opex Garments	2,042,386	2,520,757
	Anowar Cement	103,433	55,543
	Total	<u>2,679,099</u>	<u>3,415,232</u>
<b>6.01</b>	<b>Ageing of Accounts Receivable</b>		
	Less Than 6 Months	2,679,099	3,415,232
	More Than 6 Months	-	-
		<u>2,679,099</u>	<u>3,415,232</u>

**The classification of receivables as required by the Schedule XI of the Companies Act, 1994 are given below:**

Receivables considered good in respect of which the company is fully secured.	-	-
Receivables considered good in respect of which the company holds no security other than the debtor personal security.	2,145,819	2,576,300
Receivables considered doubtful or bad.	-	-
Debts due to by directors or other officers of the company	-	-
Receivables due by common management.	533,280	838,932
The maximum amount of receivable due by any director or other officer of the company.	-	-
	<u>2,679,099</u>	<u>3,415,232</u>

7.00	<b>Advances, Deposits &amp; Pre-Payments: Tk. 3,661,990</b>																																
	The break-up of the amount is given below:																																
	Bank Guarantee Margin	1,295,950	1,295,950																														
	Security deposit to Titas Gas T & D Co. Ltd	1,952,420	1,952,420																														
	Security deposit to PDB	254,151	254,151																														
	Prepaid Insurance # Note # 7.01	159,469	159,469																														
	<b>Total</b>	<b>3,661,990</b>	<b>3,661,990</b>																														
7.01	Prepaid Insurance:																																
	Opening Balance	159,469	212,625																														
	Advance during the year	212,625	-																														
	Less: Adjust during the year	212,625	53,156																														
		<b>159,469</b>	<b>159,469</b>																														
8.00	<b>Cash &amp; Cash Equivalents: Tk. 1,433,877</b>																																
	The break-up of the amount is given below:																																
	Cash in hand # Notes # 8.01	966,854	388,144																														
	Cash at bank # Notes # 8.02	467,023	572,556																														
	<b>Total</b>	<b>1,433,877</b>	<b>960,700</b>																														
8.01	<b>Cash in Hand : Tk. 966,854</b>																																
	<u>Station Name</u>																																
	Gabtali Station	966,854	388,144																														
		<b>966,854</b>	<b>388,144</b>																														
	Cash in hand has been certified by the management of the company.																																
8.02	<b>Cash at Bank : Tk. 467,023</b>																																
	The break-up of the amount is given below:																																
	<u>Bank Name</u>																																
	Uttara Bank Ltd	467,023	572,556																														
	<b>Total</b>	<b>467,023</b>	<b>572,556</b>																														
	The above Bank Balance has been reconciled and agreed with the Bank Statement.																																
9.00	<b>Share Capital : Tk. 25,210,500</b>																																
	<u>Authorized Capital:</u>																																
	10,000,000 ordinary shares of tk. 10/- each	<b>100,000,000</b>	<b>100,000,000</b>																														
	<u>Issued, Subscribed, Called-up &amp; Paid-up Capital :</u>																																
	2,521,050 ordinary shares of tk. 10/- each	<b>25,210,500</b>	<b>25,210,500</b>																														
	Shareholding positon of Shareholders:																																
	<table><tr><th>Name of Shareholders</th><th>No. of Shares</th><th>Percentage</th><th>30-Jun-2017</th><th>30-Jun-2016</th></tr><tr><td>Mohammed Riyadh Ali</td><td>114,656</td><td>4.548%</td><td>1,146,560</td><td>1,146,560</td></tr><tr><td>Mohammed Irad Ali</td><td>11,344</td><td>0.450%</td><td>113,440</td><td>113,440</td></tr><tr><td>Md. Hasmot Gani</td><td>50</td><td>0.002%</td><td>500</td><td>500</td></tr><tr><td>Intraco Refueling Station Ltd</td><td>2,395,000</td><td>95.000%</td><td>23,950,000</td><td>23,950,000</td></tr><tr><td></td><td>2,521,050</td><td>100.00%</td><td>25,210,500</td><td>25,210,500</td></tr></table>	Name of Shareholders	No. of Shares	Percentage	30-Jun-2017	30-Jun-2016	Mohammed Riyadh Ali	114,656	4.548%	1,146,560	1,146,560	Mohammed Irad Ali	11,344	0.450%	113,440	113,440	Md. Hasmot Gani	50	0.002%	500	500	Intraco Refueling Station Ltd	2,395,000	95.000%	23,950,000	23,950,000		2,521,050	100.00%	25,210,500	25,210,500		
Name of Shareholders	No. of Shares	Percentage	30-Jun-2017	30-Jun-2016																													
Mohammed Riyadh Ali	114,656	4.548%	1,146,560	1,146,560																													
Mohammed Irad Ali	11,344	0.450%	113,440	113,440																													
Md. Hasmot Gani	50	0.002%	500	500																													
Intraco Refueling Station Ltd	2,395,000	95.000%	23,950,000	23,950,000																													
	2,521,050	100.00%	25,210,500	25,210,500																													
10.00	<b>Retained Earnings Tk. 38,939,749</b>																																
	Balance brought forward	27,159,242	28,484,028																														
	Cash dividend for 2015-16	-	(12,605,250)																														
	Add: Profit for the year	11,780,507	11,280,464																														
	<b>Balance carried forward</b>	<b>38,939,749</b>	<b>27,159,242</b>																														
11.00	<b>Deferred Tax Liability: Tk. 14,129,935</b>																																
	The break-up of the amount is given below:																																
	Opening Balance	11,318,674	10,833,785																														
	Current Year Provision # Note # 11.01	2,811,261	484,889																														
	<b>Total</b>	<b>14,129,935</b>	<b>11,318,674</b>																														

<b>11.01</b>	<b>Deferred Tax Calculation:</b>		
	Carrying Value	95,218,623	84,897,818
	Written Down Value (Tax)	54,847,380	52,558,750
	<b>Temporary Difference</b>	<b>40,371,242</b>	<b>32,339,067</b>
	Income Tax rate	35%	35%
	Deferred Tax Liability (B/S)	14,129,935	11,318,674
	Deferred Tax Liability (Opening)	11,318,674	10,833,785
	Deferred Tax Liability (I/S)	2,811,261	484,889
<b>12.00</b>	<b>Trade and other payables Tk. 7,901,627</b>		
	The break-up of the amount is given below:		
	Gas Bill (CMS) Payable	7,558,136	10,600,652
	Gas Bill (Captive) Payable	343,491	370,638
	<b>Total</b>	<b>7,901,627</b>	<b>10,971,290</b>
<b>13.00</b>	<b>Liabilities for expenses: Tk. 898,272</b>		
	The break-up of the amount is given below:		
	Salary & Wages	505,783	340,463
	Electricity Bill	92,169	94,008
	Audit fees	57,500	28,750
	Sharing revenue against Land Rent to Land lord.	242,820	321,653
	<b>Total</b>	<b>898,272</b>	<b>784,874</b>
<b>14.00</b>	<b>Dividend Payable: Tk. 0</b>		
	The break-up of the amount is given below:		
	Opening Balance	12,605,250	-
	Current Year's Dividend	-	12,605,250
	Paid during the period	(12,605,250)	-
		<b>-</b>	<b>12,605,250</b>
<b>15.00</b>	<b>Workers Profit Participation Fund: Tk. 1,900,347</b>		
	The break-up of the amount is given below:		
	Opening Balance	994,154	818,058
	Current Year Provision	906,193	176,096
	<b>Total</b>	<b>1,900,347</b>	<b>994,154</b>
<b>16.00</b>	<b>Provision for Tax: Tk. 14,013,159</b>		
	The break-up of the amount is given below:		
	Opening Balance	10,481,070	9,733,288
	Current Year Provision	3,532,089	747,783
	<b>Total</b>	<b>14,013,159</b>	<b>10,481,070</b>



**NESSA & SONS LTD**  
Notes to the Financial Statements  
As at and for the year ended June 30, 2017

	<b>30-Jun-2017</b>	<b>30-Jun-2016</b>
<b>17.00 Turnover: Tk. 152,488,214</b>		
Sales Revenue	155,946,896	161,986,705
Less: Sharing revenue	3,458,682	3,820,441
	<b>152,488,214</b>	<b>158,166,264</b>
As per agreement Sharing revenue has paid on gross receipts to Land lord against Land rent during the year.		
<b>18.00 Cost of Sales: Tk. 130,922,429</b>		
The break-up of the amount is given below:		
Gas Bill (Compressor )	110,791,922	117,121,823
Gas Bill (Captive)	4,243,664	3,877,098
Maintenance & Lubricants Expenses	2,920,222	3,321,756
Electricity Bill	957,731	986,874
Spare parts consumption # Note # 18.01	3,391,245	4,924,210
Salary & Wages	3,747,050	2,797,005
Depreciation	4,870,595	4,362,876
<b>Total</b>	<b>130,922,429</b>	<b>137,391,642</b>
<b>18.01 Stock of Spare parts : Tk. 0.00</b>		
The break-up of the amount is given below:		
Opening Stock	-	-
Purchase during the year	5,420,202	9,297,418
<b>Total (a)</b>	<b>5,420,202</b>	<b>9,297,418</b>
Less: Spares consumption this year	3,391,245	4,924,210
Less: Capitalized this year	2,028,957	4,373,208
<b>Total (b)</b>	<b>5,420,202</b>	<b>9,297,418</b>
<b>Closing Stock (a-b)</b>	<b>-</b>	<b>-</b>
<b>19.00 Administrative &amp; Selling Expenses: Tk. 2,535,735</b>		
The break-up of the amount is given below:		
Salary & Allowance	1,500,947	1,099,251
Travelling & Conveyance	125,349	95,186
Telephone & Mobile bill	29,014	24,341
Printing & Stationery	192,680	196,782
Entertainment	35,575	91,607
Bank Charge & Commission	18,838	9,501
Postage & Courier	4,660	4,233
Insurance Premium	212,625	212,156
Registration, Renewals & Fees	48,575	383,850
Audit fees with VAT	57,500	71,875
Other Expenses	202,381	274,495
Depreciation	107,591	89,057
<b>Total</b>	<b>2,535,735</b>	<b>2,552,335</b>
<b>20.00 Earnings Per Share:</b>		
The composition of earning per shares (EPS) is given below:		
Profit after tax	11,780,507	11,280,464
Average number of ordinary shares outstanding during the period # Note # 20.01	2,521,050	2,460,856
<b>Earnings per share</b>	<b>4.67</b>	<b>4.58</b>

20.01 **Calculation of Average Number of Shares:**

Allotment of Shares made on 26-07-2011		<b>Days of Utilization of Shares</b>	
		<b>Days of Whole Year</b>	
		365	366
100,000	X	365	366
		100,000	100,000
Allotment of Shares made on 30-12-2015 (Share money exist from the beginning of the year)			
		365	366
2,300,000	X	365	366
		2,300,000	2,300,000
Allotment of Shares made on 30-12-2015 (Cash receive during the year)			
		365	184
121,050	X	365	366
		121,050	60,856
<b>Total Weighted Average Number of Shares</b>		<b>2,521,050</b>	<b>2,460,856</b>

21.00 **Net Asset Value (NAV) Per Share:**

Total Asset	102,993,589	99,525,054
Less: Total Liability	38,843,340	47,155,312
Net Asset	64,150,249	52,369,742
No. of ordinary share	2,521,050	2,521,050
Net Asset Value per share	25.45	20.77

22.00 **Net operating cash flows per Shares ( NOCFPS):**

The Computation of NOCFPS is given below:

Net Cash Generated from Operating Activities	21,788,104	27,980,465
Number of Shares outstanding during the year	2,521,050	2,460,856
Net Operating Cash Flows per Share (NOCFPS)	<b>8.64</b>	<b>11.37</b>

23.00 **Related parties Transaction:**

As per Bangladesh Accounting standards BAS 24 Related party Disclosures, Parties are considered to be related if one of the party has the ability to control the other party or exercise significant influence over the other party is making financial and operating decision.

The name of the related parties and nature of these transactions have been set out in accordance with the provisions of BAS-24. During the year, the company carried out transactions with following related parties:

Name of the parties	Relationship	Nature of business	Transaction value		
Intraco Refueling station Ltd	Common Shareholder	Spare parts purchase	5,420,202		9,297,418
Intraco Refueling station Ltd	Common Shareholder	Cash Dividend	11,975,000		-

24.00 **Number of employees and range of salary:**

The company has 33 full time employees as of June 30, 2017, Details are as follows:

Particulars	30-Jun-2017	30-Jun-2016
Salary range Below Tk 3000	-	-
Salary range Above Tk 3000	33	33

25.00 **Capacity Utilization:**

Name of station	Loaded capacity yearly (m3)	Capacity Utilization yearly (m3)	Percentage
Gabtali Station	4,792,560	3,904,434	81%

**NESSA & SONS LTD**  
**Schedule of Fixed Assets**  
**As at June 30, 2017**

**Annexure-A**

Particulars	Cost			Rate of Dep.	Depreciation			Written down value as on 30-Jun-17
	Balance as on 01-Jul-16	Addition during the year	Balance as on 30-Jun-17		Balance as on 01-Jul-16	Charged during the year	Balance as on 30-Jun-17	
Furniture & fixture	1,084,385	540,780	1,625,165	10%	278,867	107,591	386,457	1,238,708
Building & Other Construction	7,491,800	9,718,384	17,210,184	5%	1,260,459	473,540	1,733,999	15,476,185
Plant & Machineries	84,501,995	2,028,957	86,530,952	5%	11,712,172	3,707,519	15,419,691	71,111,261
Gas Line Installation	2,987,968	765,093	3,753,061	10%	686,476	300,283	986,759	2,766,302
Electrical Installation	4,414,671	2,245,777	6,660,448	10%	1,645,028	389,253	2,034,281	4,626,167
<b>Balance as at June 30, 2017</b>	<b>100,480,819</b>	<b>15,298,991</b>	<b>115,779,810</b>		<b>15,583,001</b>	<b>4,978,186</b>	<b>20,561,187</b>	<b>95,218,623</b>
<b>Balance as at June 30, 2016</b>	<b>98,840,269</b>	<b>1,640,550</b>	<b>100,480,819</b>		<b>14,445,894</b>	<b>1,137,107</b>	<b>15,583,001</b>	<b>84,897,818</b>

**Allocation of Depreciation:**

Administrative cost	107,591
Factory cost	4,870,595
<b>Total</b>	<b>4,978,186</b>

**(c) Selected ratios as specified in Annexure-D;**

**Auditor's certificate regarding calculation of EPS and Ratios**

This is to certify that Intraco Refueling Station Ltd. & Its Subsidiaries (Consolidated & The Company) has maintained the following ratios as computed on the basis of the audited financial statements for the year ended 2017, for the period ended June 30, 2016 and for the year ended March 31, 2015, 2014 and 2013.

Particulars	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
	30.06.2017	30.06.2017	30.06.2016	30.06.2016	31.03.2015	31.03.2015	31.03.2014	31.03.2014	31.03.2013	31.03.2013
	Ratio									
<b>I. Liquidity Ratios:</b>										
(i) Current Ratio	0.48	0.73	1.36	4.14	0.54	4.34	0.52	5.15	0.75	4.01
(ii) Quick Ratio	0.17	0.15	0.21	1.22	0.24	0.20	0.24	0.23	0.20	0.31
<b>II. Operating Efficiency Ratios:</b>										
(i) Accounts Receivable Turnover Ratio	86.62	580.75	94.72	524.91	66.33	259.72	94.33	148.37	209.25	183.48
(ii) Inventory Turnover Ratio	101.48	30.04	225.48	63.19	173.62	51.52	113.67	32.00	43.28	18.81
(iii) Asset Turnover Ratio	1.10	0.50	1.62	0.71	1.48	0.71	1.57	0.63	1.58	0.83
<b>III. Profitability Ratios:</b>										
(i) Gross Margin Ratio	15.15%	16.80%	14.59%	17.20%	14.02%	15.21%	14.49%	13.46%	13.10%	13.18%
(ii) Operating Profit Ratio	11.39%	10.18%	11.48%	12.33%	10.71%	11.13%	12.26%	12.17%	11.80%	11.84%
(iii) Net Profit Ratio	6.17%	4.23%	6.00%	14.79%	5.23%	2.95%	5.95%	2.44%	4.85%	2.08%
(iv) Return on Assets Ratio	6.79%	2.11%	9.72%	10.49%	7.74%	2.10%	9.32%	1.55%	7.65%	1.72%
(v) Return on Equity Ratio	10.33%	2.72%	21.73%	23.22%	98.89%	-13.59%	1145.15 %	-8.75%	-60.97%	-7.43%
(vi) Basic Earnings Per Share (EPS)	1.36	0.28	2.05	1.46	1.56	0.26	1.52	0.17	1.07	0.20
(vii) EBITDA Margin	14.49%	13.63%	12.11%	13.07%	13.19%	13.04%	14.77%	14.46%	14.44%	14.12%
<b>IV. Solvency Ratios:</b>										
(i) Debt to Total Assets Ratio	0.08	0.12	0.09	0.13	0.16	0.26	0.18	0.28	0.30	0.40
(ii) Debt to Equity Ratio	0.11	0.15	0.14	0.18	1.42	(1.84)	4.37	(1.68)	(7.58)	(2.14)
(iii) Times Interest Earned Ratio	11.27	3.04	8.10	2.52	5.37	1.68	4.76	1.32	2.92	1.27
(iv) Debt Service Coverage Ratio	7.53	2.14	7.26	2.26	5.29	1.58	3.12	0.85	2.33	0.99
<b>V. Cash Flow Ratios:</b>										
(i) Net Operating Cash Flow per Share (NOCFPS)	2.33	0.22	4.83	1.04	3.43	0.76	3.75	0.64	2.74	0.51
(ii) NOCFPS to EPS	1.71	0.78	2.36	0.71	2.20	2.89	2.47	3.71	2.56	2.57

Sd/-

Place: Dhaka

Date: 8th October, 2017

**Mahfel Huq & Co.**  
**Chartered Accountants**

Ratio Calculation																					
Particulars	Formula	Consolidated		The Company		Consolidated		The Company		Consolidated		The Company		Consolidated		The Company		Consolidated		The Company	
		30.06.2017		30.06.2017		30.06.2016		30.06.2016		31.03.2015		31.03.2015		31.03.2014		31.03.2014		31.03.2013		31.03.2013	
		Calculation	Ratio	Calculation	Ratio	Calculation	Ratio	Calculation	Ratio	Calculation	Ratio	Calculation	Ratio	Calculation	Ratio	Calculation	Ratio	Calculation	Ratio	Calculation	Ratio
I. Liquidity Ratios:																					
(i) Current Ratio	Current Assets/Current Liabilities	82,794,261	0.48	41,783,457	0.73	216,942,962	1.36	235,883,365	4.14	50,466,266	0.54	117,780,968	4.34	46,911,860	0.52	118,348,587	5.15	56,243,415	0.75	96,624,966	4.01
		171,214,998		57,057,333		159,631,818		57,031,414		93,291,691		27,109,279		90,825,155		22,986,339		74,797,186		24,117,600	
(ii) Quick Ratio	(Current Assets- Inventories-Advance, Deposit & Prepayments)/Current Liabilities	28,601,549		8,490,629		33,556,702		69,672,768		22,404,657		5,293,432		21,620,775		5,367,256		15,166,730		7,580,851	
		171,214,998	0.17	57,057,333	0.15	159,631,818	0.21	57,031,414	1.22	93,291,691	0.24	27,109,279	0.20	90,825,155	0.24	22,986,339	0.23	74,797,186	0.20	24,117,600	0.31
II. Operating Efficiency Ratios:																					
(i) Accounts Receivable Turnover Ratio	Turnover/Average Accounts Receivables	993,352,993	86.62	299,896,774	580.75	1,125,346,259	94.72	325,326,529	524.91	745,167,843	66.33	224,246,245	259.72	637,633,994	94.33	177,341,881	148.37	402,564,242	209.25	175,177,602	183.48
		11,468,113		516,394		11,880,920		619,775		11,234,845		863,432		6,759,691		1,195,299		1,923,877		954,728	
(ii) Inventory Turnover Ratio	Cost of Sales /Average Inventory	842,863,052	101.48	249,500,803	30.04	961,164,908	225.48	269,376,353	63.19	640,693,870	173.62	190,129,734	51.52	545,213,739	113.67	153,469,648	32.00	349,837,786	43.28	152,085,000	18.81
		8,306,020		8,306,020		4,262,657		4,262,657		3,690,107		3,690,107		4,796,426		8,083,803		8,083,803		8,083,803	
(iii) Asset Turnover Ratio	Turnover/Average Total Assets	993,352,993	1.10	299,896,774	0.50	1,125,346,259	1.62	325,326,529	0.71	745,167,843	1.48	224,246,245	0.71	637,633,994	1.57	177,341,881	0.63	402,564,242	1.58	175,177,602	0.83
		902,134,632		600,915,556		694,744,523		458,676,036		503,037,917		315,364,933		406,782,242		280,178,662		255,207,510		211,991,486	
III. Profitability Ratios:																					
(i) Gross Margin Ratio	Gross Profit/Turnover	150,489,941	15.15%	50,395,971	16.80%	164,181,351	14.59%	55,950,176	17.20%	104,473,973	14.02%	34,116,511	15.21%	92,420,255	14.49%	23,872,233	13.46%	52,726,456	13.10%	23,092,602	13.18%
		993,352,993		299,896,774		1,125,346,259		325,326,529		745,167,843		224,246,245		637,633,994		177,341,881		402,564,242		175,177,602	
(ii) Operating Profit Ratio	Operating Profit/Turnover	113,178,906	11.39%	30,515,801	10.18%	129,165,240	11.48%	40,125,741	12.33%	79,832,382	10.71%	24,962,642	11.13%	78,171,140	12.26%	21,584,945	12.17%	47,504,990	11.80%	20,736,661	11.84%
		993,352,993		299,896,774		1,125,346,259		325,326,529		745,167,843		224,246,245		637,633,994		177,341,881		402,564,242		175,177,602	
(iii) Net Profit Ratio	Net Profit after Tax/Turnover	61,288,925	6.17%	12,675,001	4.23%	67,543,928	6.00%	48,101,449	14.79%	38,946,484	5.23%	6,611,675	2.95%	37,931,330	5.95%	4,333,276	2.44%	19,529,370	4.85%	3,635,675	2.08%
		993,352,993		299,896,774		1,125,346,259		325,326,529		745,167,843		224,246,245		637,633,994		177,341,881		402,564,242		175,177,602	
(iv) Return on Assets Ratio	Net Profit after Tax/Average Total assets	61,288,925	6.79%	12,675,001	2.11%	67,543,928	9.72%	48,101,449	10.49%	38,946,484	7.74%	6,611,675	2.10%	37,931,330	9.32%	4,333,276	1.55%	19,529,370	7.65%	3,635,675	1.72%
		902,134,632		600,915,556		694,744,523		458,676,036		503,037,917		315,364,933		406,782,242		280,178,662		255,207,510		211,991,486	
(v) Return on Equity Ratio	Net Profit after Tax/AverageTotal Shareholders Equity	61,288,925	10.33%	12,675,001	2.72%	67,543,928	21.73%	48,101,449	23.22%	38,946,484	98.89%	6,611,675	-13.59%	37,931,330	1145.15%	4,333,276	-8.75%	19,529,370	-60.97%	3,635,675	-7.43%
		593,588,350		465,912,666		310,899,967		207,122,828		39,382,803		(48,635,347)		3,312,359		(49,540,809)		(32,030,476)		(48,958,271)	
(vi) Basic Earnings Per Share (EPS)	Net Profit after Tax/Weighted Average number of Shares	61,288,925	1.36	12,675,001	0.28	67,543,928	2.05	48,101,449	1.46	38,946,484	1.56	6,611,675	0.26	37,931,330	1.52	4,333,276	0.17	19,529,370	1.07	3,635,675	0.20
		45,000,000		45,000,000		33,009,530		33,009,530		25,001,296		25,001,296		25,001,296		25,001,296		18,235,175		18,235,175	
(vii) EBITDA Margin	EBITDA/Turnover	143,960,269	14.49%	40,873,408	13.63%	136,318,709	12.11%	42,504,716	13.07%	98,269,886	13.19%	29,239,476	13.04%	94,185,027	14.77%	25,643,152	14.46%	58,122,980	14.44%	24,726,836	14.12%
		993,352,993		299,896,774		1,125,346,259		325,326,529		745,167,843		224,246,245		637,633,994		177,341,881		402,564,242		175,177,602	
IV. Solvency Ratios:																					
(i) Debt to Total Assets Ratio	Total Debt/Total Assets	71,431,747	0.08	71,431,747	0.12	80,507,314	0.09	80,507,314	0.13	83,347,074	0.16	83,347,074	0.26	87,036,646	0.18	87,036,646	0.28	100,762,463	0.30	100,762,463	0.40
		942,776,271		603,904,236		861,492,992		597,926,875		527,996,054		319,425,197		478,079,779		311,304,669		335,484,704		249,052,656	
(ii) Debt to Equity Ratio	Total Debt/Total Equity	71,431,747	0.11	71,431,747	0.15	80,507,314	0.14	80,507,314	0.18	83,347,074	1.42	83,347,074	(1.84)	87,036,646	4.37	87,036,646	(1.68)	100,762,463	(7.58)	100,762,463	(2.14)
		624,232,812		472,250,166		562,943,888		459,575,166		58,856,045		(45,329,510)		19,909,561		(51,941,185)		(13,284,844)		(47,140,433)	
(iii) Times Interest Earned Ratio	Operating Profit/Financial Expenses	113,178,906	11.27	30,515,801	3.04	129,165,240	8.10	40,125,741	2.52	79,832,382	5.37	24,962,641.71	1.68	78,171,140	4.76	21,584,945	1.32	47,504,990	2.92	20,736,661	1.27
		10,043,432		10,043,432		15,944,857		15,944,857		14,871,629		14,871,629		16,413,504		16,413,504		16,290,148		16,290,148	
(iv) Debt Service Coverage Ratio	Net Operating Profit / Total Debt Service	143,960,269	7.53	40,873,408	2.14	136,318,709	7.26	42,504,716	2.26	98,269,886	5.29	29,239,476	1.58	94,185,027	3.12	25,643,152	0.85	58,122,980	2.33	24,726,836	0.99
		19,118,991		19,118,991		18,784,617		18,784,617		18,561,200		18,561,200		30,139,321		30,139,321		24,948,300		24,948,300	
V. Cash Flow Ratios:																					
(i) Net Operating Cash Flow per Share (NOCFPS)	Net Operating Cash Flow/ Number of Ordinary Shares Outstanding	104,765,410	2.33	9,924,509	0.22	159,363,025	4.83	34,244,563	1.04	85,851,937	3.43	19,116,772	0.76	93,717,513	3.75	16,062,485	0.64	49,973,425	2.74	9,338,152	0.51
		45,000,000		45,000,000		33,009,530		33,009,530		25,001,296		25,001,296		25,001,296		25,001,296		18,235,175		18,235,175	
(ii) NOCFPS to EPS	Net Operating Cash Flow per Share/EPS	2.33	1.71	0.22	0.78	4.83	2.36	1.04	0.71	3.43	2.20	0.76	2.89	3.75	2.47	0.64	3.71	2.74	2.56	0.51	2.57
		1.36		0.28		2.05		1.46		1.56		0.26		1.52		0.17		1.07		0.20	

**Comparison ratios with the industry average ratios of the same periods:**

Particulars	Consolidated IRSL		The Company	Industry Average ***	Remark/ Explanation
	30.06.2016		30.06.2016	2016	
	Ratio		Ratio	Ratio	

**I. Liquidity Ratios:**

(i) Current Ratio	1.36		4.14	2.12	IRSL's Consolidated Ratio is lower than the industry average ratio because of relatively lower inventory and other current assets but the company's ratio is higher for relatively higher current assets.
(ii) Quick Ratio	0.21		1.22	0.99	IRSL's Ratio is satisfactory with the industry average ratio

**II. Operating Ratios:**

(i) Accounts Receivable Turnover Ratio	94.72		524.91	12.49	IRSL's Ratio is satisfactory as collection period is shorter than the average industry.
(ii) Inventory Turnover Ratio	225.48		63.19	2.90	IRSL's Ratio is satisfactory as inventory is sold in shorter time.
(iii) Asset Turnover Ratio	1.62		0.71	0.81	IRSL's Ratio is better than the industry average ratio.

**III. Profitability Ratios:**

(i) Gross Margin Ratio	14.59%		17.20%	31.03%	IRSL's Ratio is lower than the industry average ratio. Revenue of IRSL comes from only CNG sales but revenue of Navana CNG Ltd. comes from CNG sales, conversion revenue and other service revenue. But the gross profit from similar nature is almost same.
(ii) Operating Income Ratio	11.48%		12.33%	17.80%	IRSL's Ratio is lower than the industry average ratio because of different nature.
(iii) Net Income Ratio	6.00%		14.79%	8.70%	IRSL's Ratio is satisfactory with the industry average ratio.
(iv) Return on Assets Ratio	9.72%		10.49%	7.08%	IRSL's Ratio is better than the industry average ratio.
(v) Return on Equity Ratio	21.73%		23.22%	13.32%	IRSL's Ratio is better than the industry average ratio.
(vi) Basic Earnings Per Share (EPS)	2.05		1.46	4.10	IRSL's Ratio is satisfactory with the industry average ratio.
(vii) EBITDA Margin	12.11%		13.07%	20.99%	IRSL's Ratio is lower than the industry average ratio because of different nature.

**IV. Solvency Ratios:**

(i) Debt to total Assets Ratio	0.09		0.13	0.42	IRSL's Ratio is better than the industry average ratio as the debt burden is lower than the asset.
(ii) Debt to Equity Ratio	0.14		0.18	0.86	IRSL's Ratio is satisfactory with the industry average ratio as the debt burden is lower than the equity.
(iii) Times Interest Earned Ratio	8.10		2.52	3.29	IRSL's Ratio is better than the industry average ratio.
(iv) Debt Service Coverage Ratio	7.26		2.26	Not Available	IRSL's Ratio is satisfactory as net operating profit is sufficient to pay financial expense and long term debt.

**V. Cash Flow Ratios:**

(iii) Net Operating Cash Flow per Share	4.83		1.04	(2.02)	IRSL's Ratio is satisfactory as Net Operating Cash Flow is positive.
(iv) Net Operating Cash Flow per Share/EPS	2.36		0.71	(0.49)	IRSL's Ratio is satisfactory as Net Operating Cash Flow is positive.

\*\*\* The Industry average ratio is calculated through using the ratio of a listed similar company namely Navana CNG Limited and its subsidiaries for the year ended June 30, 2016. (Source: Annual Report)

Particulars	Consolidated IRSL		The Company	Industry Average ***	Remark/ Explanation
	31.03.2015		31.03.2015	2015	
	Ratio		Ratio	Ratio	

#### I. Liquidity Ratios:

(i) Current Ratio	0.54		4.34	1.50	IRSL's Consolidated Ratio is lower than the industry average ratio because of relatively lower inventory and other current assets but the company's ratio is higher for relatively higher current assets.
(ii) Quick Ratio	0.24		0.20	0.75	IRSL's Ratio is lower than the industry average ratio because of relatively lower quick assets.

#### II. Operating Ratios:

(i) Accounts Receivable Turnover Ratio	66.33		259.72	11.51	IRSL's Ratio is satisfactory as collection period is shorter than the average industry.
(ii) Inventory Turnover Ratio	173.62		51.52	2.19	IRSL's Ratio is satisfactory as inventory is sold in shorter time.
(iii) Asset Turnover Ratio	1.48		0.71	0.60	IRSL's Ratio is better than the industry average ratio.

#### III. Profitability Ratios:

(i) Gross Margin Ratio	14.02%		15.21%	31.40%	IRSL's Ratio is lower than the industry average ratio. Revenue of IRSL comes from only CNG sales but revenue of Navana CNG Ltd. comes from CNG sales, conversion revenue and other service revenue. But the gross profit from similar nature is almost same.
(ii) Operating Income Ratio	10.71%		11.13%	19.42%	IRSL's Ratio is lower than the industry average ratio because of different nature.
(iii) Net Income Ratio	5.23%		2.95%	11.79%	IRSL's Ratio is lower than the industry average ratio because of different nature.
(iv) Return on Assets Ratio	7.74%		2.10%	7.13%	IRSL's Ratio is satisfactory with the industry average ratio.
(v) Return on Equity Ratio	98.89%		-13.59%	11.51%	IRSL's Consolidated Ratio is better than the industry average ratio and the company's ratio is negative because of negative equity.
(vi) Basic Earnings Per Share (EPS)	1.56		0.26	3.36	IRSL's Ratio is satisfactory with the industry average ratio.
(vii) EBITDA Margin	13.19%		13.04%	23.12%	IRSL's Ratio is lower than the industry average ratio because of different nature.

#### IV. Solvency Ratios:

(i) Debt to total Assets Ratio	0.16		0.26	0.33	IRSL's Ratio is better than the industry average ratio.
(ii) Debt to Equity Ratio	1.42		(1.84)	0.57	IRSL's Consolidated Ratio is satisfactory with the industry average ratio and the company's ratio is negative because of negative equity.
(iii) Times Interest Earned Ratio	5.37		1.68	4.79	IRSL's Ratio is satisfactory with the industry average ratio.
(iv) Debt Service Coverage Ratio	5.29		1.58	Not Available	IRSL's Ratio is satisfactory as net operating profit is sufficient to pay financial expense and long term debt.

#### V. Cash Flow Ratios:

(iii) Net Operating Cash Flow per Share	3.43		0.76	2.78	IRSL's Ratio is satisfactory as Net Operating Cash Flow is positive.
(iv) Net Operating Cash Flow per Share/EPS	2.20		2.89	0.83	IRSL's Ratio is satisfactory as Net Operating Cash Flow is positive.

\*\*\* The Industry average ratio is calculated through using the ratio of a listed similar company namely Navana CNG Limited and its subsidiaries for the year ended March 31, 2015. (Source: Annual Report)

Particulars	Consolidated IRSL		The Company	Industry Average ***	Remark/ Explanation
	31.03.2014		31.03.2014	2014	
	Ratio		Ratio	Ratio	

#### I. Liquidity Ratios:

(i) Current Ratio	0.52		5.15	1.43	IRSL's Consolidated Ratio is lower than the industry average ratio because of relatively lower inventory and other current assets but the company's ratio is higher for relatively higher current assets.
(ii) Quick Ratio	0.24		0.23	0.76	IRSL's Ratio is lower than the industry average ratio because of relatively lower quick assets.

#### II. Operating Ratios:

(i) Accounts Receivable Turnover Ratio	94.33		148.37	10.66	IRSL's Ratio is satisfactory as collection period is shorter than the average industry.
(ii) Inventory Turnover Ratio	113.67		32.00	2.02	IRSL's Ratio is satisfactory as inventory is sold in shorter time.
(iii) Asset Turnover Ratio	1.57		0.63	0.58	IRSL's Ratio is better than the industry average ratio.

#### III. Profitability Ratios:

(i) Gross Margin Ratio	14.49%		13.46%	32.68%	IRSL's Ratio is lower than the industry average ratio. Revenue of IRSL comes from only CNG sales but revenue of Navana CNG Ltd. comes from CNG sales, conversion revenue and other service revenue. But the gross profit from similar nature is almost same.
(ii) Operating Income Ratio	12.26%		12.17%	19.70%	IRSL's Ratio is lower than the industry average ratio because of different nature.
(iii) Net Income Ratio	5.95%		2.44%	14.10%	IRSL's Ratio is lower than the industry average ratio because of different nature.
(iv) Return on Assets Ratio	9.32%		1.55%	8.20%	IRSL's Ratio is satisfactory with the industry average ratio.
(v) Return on Equity Ratio	1145.15%		-8.75%	13.04%	IRSL's Consolidated Ratio is better than the industry average ratio and the company's ratio is negative because of negative equity.
(vi) Basic Earnings Per Share (EPS)	1.52		0.17	3.30	IRSL's Ratio is satisfactory with the industry average ratio.
(vii) EBITDA Margin	14.77%		14.46%	27.66%	IRSL's Ratio is satisfactory with the industry average ratio.

#### IV. Solvency Ratios:

(i) Debt to total Assets Ratio	0.18		0.28	0.25	IRSL's Ratio is better than the industry average ratio.
(ii) Debt to Equity Ratio	4.37		-1.68	0.38	IRSL's Consolidated Ratio is higher as the debt burden is higher than the equity and the company's ratio is negative because of negative equity..
(iii) Times Interest Earned Ratio	4.76		1.32	19.43	IRSL's Ratio is satisfactory as it is sufficient to pay the interest.
(iv) Debt Service Coverage Ratio	3.12		0.85	Not Available	IRSL's Ratio is satisfactory as net operating profit is sufficient to pay financial expense and long term debt.

#### V. Cash Flow Ratios:

(iii) Net Operating Cash Flow per Share	3.75		0.64	1.07	IRSL's Ratio is satisfactory as Net Operating Cash Flow is positive.
(iv) Net Operating Cash Flow per Share/EPS	2.47		3.71	0.32	IRSL's Ratio is satisfactory as Net Operating Cash Flow is positive.

\*\*\* The Industry average ratio is calculated through using the ratio of a listed similar company namely Navana CNG Limited and its subsidiaries for the year ended March 31, 2014. (Source: Annual Report)



Particulars	Consolidated IRSL		The Company	Industry Average ***	Remark/ Explanation
	31.03.2013		31.03.2013	2013	
	Ratio		Ratio	Ratio	

#### I. Liquidity Ratios:

(i) Current Ratio	0.75		4.01	1.25	IRSL's Consolidated Ratio is lower than the industry average ratio because of relatively lower inventory and other current assets but the company's ratio is higher for relatively higher current assets.
(ii) Quick Ratio	0.20		0.31	0.55	IRSL's Ratio is lower than the industry average ratio because of relatively lower quick assets.

#### II. Operating Ratios:

(i) Accounts Receivable Turnover Ratio	209.25		183.48	12.91	IRSL's Ratio is satisfactory as collection period is shorter than the average industry.
(ii) Inventory Turnover Ratio	43.28		18.81	2.18	IRSL's Ratio is satisfactory as inventory is sold in shorter time.
(iii) Asset Turnover Ratio	1.58		0.83	0.71	IRSL's Ratio is better than the industry average ratio.

#### III. Profitability Ratios:

(i) Gross Margin Ratio	13.10%		13.18%	34.25%	IRSL's Ratio is lower than the industry average ratio. Revenue of IRSL comes from only CNG sales but revenue of Navana CNG Ltd. comes from CNG sales, conversion revenue and other service revenue. But the gross profit from similar nature is almost same.
(ii) Operating Income Ratio	11.80%		11.84%	20.67%	IRSL's Ratio is lower than the industry average ratio because of different nature.
(iii) Net Income Ratio	4.85%		2.08%	15.01%	IRSL's Ratio is lower than the industry average ratio because of different nature.
(iv) Return on Assets Ratio	7.65%		1.72%	10.63%	IRSL's Ratio is lower than the industry average ratio because of different nature.
(v) Return on Equity Ratio	-60.97%		-7.43%	15.88%	IRSL's Ratio is negative as the average equity was negative.
(vi) Basic Earnings Per Share (EPS)	1.07		0.20	4.04	IRSL's Ratio is satisfactory with the industry average ratio.
(vii) EBITDA Margin	14.44%		14.12%	23.54%	IRSL's Ratio is satisfactory with the industry average ratio.

#### IV. Solvency Ratios:

(i) Debt to total Assets Ratio	0.30		0.40	0.25	IRSL's Ratio is satisfactory with the industry average ratio.
(ii) Debt to Equity Ratio	(7.58)		(2.14)	0.42	IRSL's Ratio is negative as the total equity was negative.
(iii) Times Interest Earned Ratio	2.92		1.27	17.17	IRSL's Ratio is satisfactory as it is sufficient to pay the interest.
(iv) Debt Service Coverage Ratio	2.33		0.99	Not Available	IRSL's Ratio is satisfactory as net operating profit is sufficient to pay financial expense and long term debt.

#### V. Cash Flow Ratios:

(iii) Net Operating Cash Flow per Share	2.74		0.51	1.05	IRSL's Ratio is satisfactory as Net Operating Cash Flow is positive.
(iv) Net Operating Cash Flow per Share/EPS	2.56		2.57	0.26	IRSL's Ratio is satisfactory as Net Operating Cash Flow is positive.

\*\*\* The Industry average ratio is calculated through using the ratio of a listed similar company namely Navana CNG Limited and its subsidiaries for the year ended March 31, 2013. (Source: Annual Report)

- (d) **Auditors report under Section 135(1), Para 24(1) of Part II of Schedule III of the কোম্পানি আইন, ১৯৯৪. The report shall include comparative income statements and balance sheet and aforementioned ratios for immediate preceding five accounting years of the issuer. If the issuer has been in commercial operation for less than five years, the above mentioned inclusion and submission will have to be made for the period since commercial operation;**

Auditors' report Under Section-135 (1) and Para-24(1) of Part-II of Schedule-III of the Companies Act 1994

We have examined the Financial Statements of Intraco Refueling Station Ltd. & Its Subsidiaries (Consolidated and The Company) for the year ended June 30, 2017 and July 01 2016 & for the year ended March 31, 2015, April 01 2014 and March 31 2013 which were audited by us. In pursuance of Section-135 (1) and Para-24 (1) of Part-II of Schedule-III of the Companies Act 1994, our report is as under:

**A) Statements of Assets and Liabilities of the company is as under:**

Particulars	Amount In Taka									
	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
	30.06.2017	30.06.2017	01.07.2016	01.07.2016	31.03.2015	31.03.2015	01.04.2014	01.04.2014	31.03.2013	31.03.2013
			Restated	Restated	Restated	Restated	Restated	Restated		
<b>APPLICATION OF FUND</b>										
<b>NON-CURRENT ASSETS</b>										
Property, Plant & Equipment	740,282,547	337,532,073	514,670,920	156,204,388	365,279,288	85,308,730	318,917,419	76,620,582	203,092,889	74,094,289
Stock of Machineries	89,620,000	89,620,000	89,620,000	89,620,000	112,250,500	112,250,500	112,250,500	112,250,500	76,148,400	76,148,400
Capital Work-In-Progress	30,079,462	30,079,462	40,259,110	11,329,878	-	-	-	-	-	-
<b>Total Non-Current Assets</b>	<b>859,982,010</b>	<b>457,231,535</b>	<b>644,550,030</b>	<b>257,154,266</b>	<b>477,529,788</b>	<b>197,559,230</b>	<b>431,167,919</b>	<b>188,871,082</b>	<b>279,241,289</b>	<b>150,242,689</b>
Investment in Share	-	104,889,244	-	104,889,244	-	4,085,000	-	4,085,000	-	2,185,000
<b>CURRENT ASSETS</b>										
Inventories	11,023,248	11,023,248	5,588,793	5,588,793	2,936,522	2,936,522	4,443,692	4,443,692	5,149,160	5,149,160
Trade Receivables	11,477,851	544,364	11,458,375	488,424	12,303,464	751,125	10,166,226	975,739	3,353,156	1,414,859
Dividend Receivable	-	-	-	53,180,696	-	-	-	-	-	-
Advance, Deposit & Pre-payments	43,169,465	22,269,581	177,797,468	160,621,805	25,125,088	109,551,014	20,847,393	108,537,639	35,927,525	83,894,956
Cash & cash equivalent	17,123,697	7,946,264	22,098,326	16,003,647	10,101,192	4,542,306	11,454,549	4,391,517	11,813,574	6,165,992
<b>Total Current Assets</b>	<b>82,794,261</b>	<b>41,783,457</b>	<b>216,942,962</b>	<b>235,883,365</b>	<b>50,466,266</b>	<b>117,780,968</b>	<b>46,911,860</b>	<b>118,348,587</b>	<b>56,243,415</b>	<b>96,624,966</b>
<b>TOTAL ASSETS</b>	<b>942,776,271</b>	<b>603,904,236</b>	<b>861,492,992</b>	<b>597,926,875</b>	<b>527,996,054</b>	<b>319,425,197</b>	<b>478,079,779</b>	<b>311,304,669</b>	<b>335,484,704</b>	<b>249,052,656</b>

## SHARE HOLDERS EQUITY

Share Capital	450,000,000	450,000,000	450,000,000	450,000,000	300,000	300,000	300,000	300,000	300,000	300,000
Retained Earnings	174,232,812	22,250,166	112,943,888	9,575,166	58,556,045	(45,629,510)	19,609,561	(52,241,185)	(13,584,844)	(47,440,433)
<b>Equity attributable to owners of the Company</b>	<b>624,232,812</b>	<b>472,250,166</b>	<b>562,943,888</b>	<b>459,575,166</b>	<b>58,856,045</b>	<b>(45,329,510)</b>	<b>19,909,561</b>	<b>(51,941,185)</b>	<b>(13,284,844)</b>	<b>(47,140,433)</b>
Non Controlling Interest	13,518,923	-	10,960,449	-	5,698,450	-	3,996,619	-	1,896,873	-
<b>Total Equity</b>	<b>637,751,735</b>	<b>472,250,166</b>	<b>573,904,336</b>	<b>459,575,166</b>	<b>64,554,495</b>	<b>(45,329,510)</b>	<b>23,906,179</b>	<b>(51,941,185)</b>	<b>(11,387,971)</b>	<b>(47,140,433)</b>

## NON-CURRENT LIABILITIES

Share Money Deposit	-	-	-	-	249,712,963	249,712,963	249,712,963	249,712,963	182,051,745	182,051,745
Deferred Tax Liability	82,086,547	22,873,745	64,767,796	18,131,252	43,862,734	11,358,294	32,202,739	9,113,809	-	-
Long Term Borrowings	51,722,992	51,722,992	63,189,043	63,189,043	76,574,171	76,574,171	81,432,743	81,432,743	90,023,743	90,023,743
	<b>133,809,538</b>	<b>74,596,737</b>	<b>127,956,839</b>	<b>81,320,295</b>	<b>370,149,868</b>	<b>337,645,428</b>	<b>363,348,444</b>	<b>340,259,514</b>	<b>272,075,488</b>	<b>272,075,488</b>

## CURRENT LIABILITIES

Current portion of Long Term Borrowings	19,708,755	19,708,755	17,318,271	17,318,271	6,772,903	6,772,903	5,603,903	5,603,903	10,738,720	10,738,720
Trade & Others Payables	57,333,698	17,322,058	61,550,701	17,548,217	44,062,271	13,470,661	51,291,233	12,571,221	23,574,647	9,829,852
Liabilities for expenses	8,429,195	2,876,059	7,395,046	2,424,551	7,400,115	2,850,047	6,448,060	2,111,195	4,039,747	1,785,063
Workers Profit Participation fund	8,759,186	1,732,872	7,940,087	3,700,111	-	-	-	-	-	-
Current Account with Sister Concern	-	-	-	-	-	-	5,158,794	-	13,297,629	-
Dividend Payable	-	-	2,798,984	-	-	-	-	-	-	-
Provision for Tax	76,984,165	15,417,589	62,628,728	16,040,264	35,056,402	4,015,668	22,323,165	2,700,020	23,146,443	1,763,965
<b>TOTAL CURRENT LIABILITIES</b>	<b>171,214,998</b>	<b>57,057,333</b>	<b>159,631,818</b>	<b>57,031,414</b>	<b>93,291,691</b>	<b>27,109,279</b>	<b>90,825,155</b>	<b>22,986,339</b>	<b>74,797,186</b>	<b>24,117,600</b>
<b>TOTAL LIABILITIES</b>	<b>305,024,537</b>	<b>131,654,069</b>	<b>287,588,657</b>	<b>138,351,710</b>	<b>463,441,559</b>	<b>364,754,707</b>	<b>454,173,600</b>	<b>363,245,854</b>	<b>346,872,674</b>	<b>296,193,089</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>942,776,271</b>	<b>603,904,236</b>	<b>861,492,992</b>	<b>597,926,875</b>	<b>527,996,054</b>	<b>319,425,197</b>	<b>478,079,779</b>	<b>311,304,669</b>	<b>335,484,704</b>	<b>249,052,656</b>

<b>Net Asset Value (NAV) per Share</b>	13.87	10.49	12.51	10.21	1,961.87	(1,510.98)	663.65	(1,731.37)	(442.83)	(1,571.35)
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\* Share split on March 30, 2015 of face value per share from Tk. 100.00 to Tk. 10.00. Thus, Net Asset Value (NAV) per Share for all the years is calculated using Tk. 10.00 per share.

**B) The statements of operating results of the company is as follow:**

Particulars	Amount In Taka								
	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated
	30.06.2017	30.06.2017	30.06.2016	30.06.2016	31.03.2015	31.03.2015	31.03.2014	31.03.2014	31.03.2013
					Restated	Restated			
Sales Revenue	993,352,993	299,896,774	1,125,346,259	325,326,529	745,167,843	224,246,245	637,633,994	177,341,881	402,564,242
Cost of Sales	842,863,052	249,500,803	961,164,908	269,376,353	640,693,870	190,129,734	545,213,739	153,469,648	349,837,786
<b>Gross Profit</b>	<b>150,489,941</b>	<b>50,395,971</b>	<b>164,181,351</b>	<b>55,950,176</b>	<b>104,473,973</b>	<b>34,116,511</b>	<b>92,420,255</b>	<b>23,872,233</b>	<b>52,726,456</b>
<b>Operating Expenses:</b>									
Administrative & selling Expenses	37,311,035	19,880,170	35,016,111	15,824,435	24,641,591	9,153,869	14,249,115	2,287,288	5,221,466
Financial Expenses	10,043,432	10,043,432	15,944,857	15,944,857	14,871,629	14,871,629	16,413,504	16,413,504	16,290,148
<b>Profit from Operation</b>	<b>103,135,474</b>	<b>20,472,369</b>	<b>113,220,383</b>	<b>24,180,884</b>	<b>64,960,754</b>	<b>10,091,013</b>	<b>61,757,636</b>	<b>5,171,441</b>	<b>31,214,842</b>
Non Operating Income	2,632	2,632	340,761	53,521,457	80,794	80,794	77,671	77,671	104,080
<b>Net Profit before tax</b>	<b>103,138,106</b>	<b>20,475,001</b>	<b>113,561,144</b>	<b>77,702,341</b>	<b>65,041,548</b>	<b>10,171,807</b>	<b>61,835,307</b>	<b>5,249,112</b>	<b>31,318,922</b>
Workers Profit Participation Fund (WPPF)	4,911,338	975,000	5,407,674	3,700,111	-	-	-	-	-
<b>Net Profit After WPPF</b>	<b>98,226,768</b>	<b>19,500,001</b>	<b>108,153,471</b>	<b>74,002,230</b>	<b>65,041,548</b>	<b>10,171,807</b>	<b>61,835,307</b>	<b>5,249,112</b>	<b>31,318,922</b>
<b>Income Tax Expenses</b>	<b>34,379,369</b>	<b>6,825,000</b>	<b>37,853,715</b>	<b>25,900,780</b>	<b>24,393,231</b>	<b>3,560,132</b>	<b>22,135,659</b>	<b>915,836</b>	<b>10,953,042</b>
Current Tax	17,060,618	2,082,507	16,948,652	19,127,822	12,733,236	1,315,647	22,135,659	915,836	10,953,042
Deferred Tax	17,318,751	4,742,494	20,905,062	6,772,958	11,659,995	2,244,485	-	-	-
<b>Net profit after tax</b>	<b>63,847,399</b>	<b>12,675,001</b>	<b>70,299,756</b>	<b>48,101,449</b>	<b>40,648,316</b>	<b>6,611,675</b>	<b>39,699,648</b>	<b>4,333,276</b>	<b>20,365,881</b>
<b>Non-Controlling Interest</b>	<b>2,558,474</b>	<b>-</b>	<b>2,755,828</b>	<b>-</b>	<b>1,701,832</b>	<b>-</b>	<b>1,768,319</b>	<b>-</b>	<b>836,510</b>
<b>Profit for Ordinary Shareholders</b>	<b>61,288,925</b>	<b>12,675,001</b>	<b>67,543,928</b>	<b>48,101,449</b>	<b>38,946,484</b>	<b>6,611,675</b>	<b>37,931,330</b>	<b>4,333,276</b>	<b>19,529,370</b>
<b>Earnings per Share (EPS)</b> (Considering Total no. of share)	1.36	0.28	1.50	1.07	0.87	0.15	0.84	0.10	0.43
<b>Earnings per Share (EPS)</b>	1.36	0.28	2.05	1.46	1.56	0.26	1.52	0.17	1.07

\* Share split on March 30, 2015 of face value per share from Tk. 100.00 to Tk. 10.00. Thus, restated Earnings per Share (EPS) for all the years is calculated considering the latest weighted number of share i.e. 45,000,000.

**C Dividend declared:**

The dividends of the company are as follows:

Particulars	30-Jun-17	30-Jun-16	31-Mar-15	31-Mar-14	31-Mar-13
Cash Dividend	Nil	Nil	Nil	Nil	Nil
Stock Dividend (Bonus Share)	Nil	Nil	Nil	Nil	Nil

No stock dividend was issued by the subsidiary Companies. Cash dividends declared by Subsidiary Companies are as follows:

Name of Subsidiary	30-Jun-17	30-Jun-16	31-Mar-15	31-Mar-14	31-Mar-13
Good CNG Refueling Station Ltd	70%	100%	Nil	Nil	Nil
M Hye & Co. CNG Refueling Station Ltd.	40%	45%	Nil	Nil	Nil
Nessa & Sons Ltd.	40%	50%	Nil	Nil	Nil
Absar & Elias Enterprises Ltd.	40%	40%	Nil	Nil	Nil
East End Automobiles Ltd.	30%	50%	Nil	Nil	Nil

**D** Intraco Refueling Station Limited (IRSL) was incorporated in Bangladesh as a Private Limited Company with the issuance of Certificate of incorporation bearing no. C-66298(3790)/07 dated on March 27, 2007 by the Registrar of Joint Stock Companies & Firms. The Company Converted into public Limited Company and consolidated Share value from Tk. 100.00 to Tk. 10.00 dated on June 28, 2015 and March 30, 2015 respectively.

**E** The Company started its commercial operation in June 16, 2008.

**F** No proceeds or part of the proceeds of the issue of shares would be applied directly by the company in the purchase of any business.

**G** The Company did not prepare any statement of accounts for the period subsequent to June 30, 2017.

**Place:** Dhaka  
**Date:** 8th October, 2017

Sd/-  
**Mahfel Huq & Co.**  
Chartered Accountants

(d) Financial spread sheet analysis for the latest audited financial statements;

**Intraco Refueling Station Ltd.**  
**Statement of Financial Position**  
**As at June 30, 2017**

Particulars	Consolidated			The Company		
	Amount	Percentage on Total Asset	Grand Total	Amount	Percentage on Total Asset	Grand Total
<b>PROPERTY &amp; ASSETS</b>						
<b>NON-CURRENT ASSETS</b>	<b>859,982,010</b>		<b>91.22%</b>	<b>457,231,535</b>		<b>75.71%</b>
<b>Property, Plant and Equipment</b>	<b>740,282,547</b>	<b>78.52%</b>		<b>337,532,073</b>	<b>55.89%</b>	
Land	171,746,700	18.22%		171,746,700	28.44%	
Land Development	1,707,468	0.18%		1,707,468	0.28%	
Vehicle	15,583,255	1.65%		15,583,255	2.58%	
Furniture & fixture	7,845,440	0.83%		3,603,443	0.60%	
Office Equipment	933,497	0.10%		933,497	0.15%	
Building & Other Construction	94,004,071	9.97%		22,310,832	3.69%	
Plant & Machineries	390,807,648	41.45%		89,048,355	14.75%	
Backup Storage (With Vehicle)	11,175,151	1.19%		11,175,151	1.85%	
Generator	8,905,659	0.94%		7,248,471	1.20%	
Gas Line Installation	11,687,301	1.24%		2,508,909	0.42%	
Computer	662,551	0.07%		662,551	0.11%	
Online UPS	4,198,838	0.45%		4,198,838	0.70%	
Invertor	1,314,788	0.14%		1,314,788	0.22%	
Electrical Installation	17,672,573	1.87%		5,161,724	0.85%	
Fire Extinguisher	328,091	0.035%		328,091	0.05%	
Tube well	26,620	0.00%		-	-	
Air Compressor	1,679,836	0.1782%		-	-	
Digital Meter	3,062	0.0003%		-	-	
<b>Stock of Machineries</b>	<b>89,620,000</b>	<b>9.51%</b>		<b>89,620,000</b>	<b>14.84%</b>	
<b>Capital Work-In-Progress</b>	<b>30,079,462</b>	<b>3.19%</b>		<b>30,079,462</b>	<b>4.98%</b>	
<b>Investment in Share</b>	<b>-</b>			<b>104,889,244</b>		<b>17.37%</b>
<b>CURRENT ASSETS</b>	<b>82,794,261</b>		<b>8.78%</b>	<b>41,783,457</b>		<b>6.92%</b>
<b>Inventories</b>	<b>11,023,248</b>	<b>1.17%</b>		<b>11,023,248</b>	<b>1.83%</b>	
<b>Trade Receivables</b>	<b>11,477,851</b>	<b>1.22%</b>		<b>544,364</b>	<b>0.09%</b>	
<b>Advances, Deposits and Pre-payments</b>	<b>43,169,465</b>	<b>4.58%</b>		<b>22,269,581</b>	<b>3.69%</b>	
Advance Tax	10,932,360	1.16%		10,932,360	1.81%	
Deposits	31,439,760	3.33%		11,337,221	1.88%	
Prepaid Insurance	797,345	0.08%		-	0.00%	
<b>Cash and Cash Equivalents</b>	<b>17,123,697</b>	<b>1.82%</b>		<b>7,946,264</b>	<b>1.32%</b>	
<b>Total Assets</b>	<b>942,776,271</b>		<b>100.00 %</b>	<b>603,904,236</b>		<b>100.00%</b>
<b>SHAREHOLDERS' EQUITY &amp; LIABILITIES</b>						
<b>SHAREHOLDERS EQUITY</b>	<b>637,751,735</b>		<b>67.65%</b>	<b>472,250,166</b>		<b>78.20%</b>
Share Capital	450,000,000	47.73%		450,000,000	74.52%	
Retained Earnings	174,232,812	18.48%		22,250,166	3.68%	
<b>Equity attributable to owners of the Company</b>	<b>624,232,812</b>	<b>66.21%</b>		<b>472,250,166</b>	<b>78.20%</b>	
Non Controlling Interest	13,518,923	1.43%		-		

<b>NON CURRENT LIABILITY</b>	<b>133,809,538</b>		<b>14.19%</b>	<b>74,596,737</b>		<b>12.35%</b>
Deferred Tax Liability	82,086,547	<b>8.71%</b>		22,873,745	<b>3.79%</b>	
Long Term Borrowings	51,722,992	5.49%		51,722,992	8.56%	
<b>CURRENT LIABILITY</b>	<b>171,214,998</b>		<b>18.16%</b>	<b>57,057,332</b>		<b>9.45%</b>
<b>Current portion of Long Term Borrowings</b>	<b>19,708,755</b>	<b>2.09%</b>		<b>19,708,755</b>	<b>3.26%</b>	
<b>Trade &amp; Others Payables</b>	<b>57,333,698</b>	<b>6.08%</b>		<b>17,322,058</b>	<b>2.87%</b>	
<b>Gas Bill (CMS) Payable</b>	<b>55,769,341</b>	<b>5.92%</b>		<b>17,005,407</b>	<b>2.82%</b>	
<b>Gas Bill (Captive) Payable</b>	<b>1,564,357</b>	<b>0.17%</b>		<b>316,651</b>	<b>0.05%</b>	
<b>Liabilities for Expenses</b>	<b>8,429,195</b>	<b>0.89%</b>		<b>2,876,059</b>	<b>0.48%</b>	
Salary & Wages	3,156,469	0.33%		1,155,365	0.19%	
Telephone & Mobile bill	75,418	0.01%		75,418	0.01%	
Electricity Bill	3,251,618	0.34%		918,366	0.15%	
Audit fees	402,500	0.04%		115,000	0.02%	
CNG Station Rent	203,500	0.02%		82,500	0.01%	
Vacant Land Rent	20,000	0.00%		20,000	0.00%	
Sharing revenue against Land Rent to Land lord.	1,319,690	0.14%		509,410	0.08%	
<b>Workers Profit Participation fund</b>	<b>8,759,186</b>	<b>0.93%</b>		<b>1,732,872</b>	<b>0.29%</b>	
<b>Provision for Tax</b>	<b>76,984,165</b>	<b>8.17%</b>		<b>15,417,589</b>	<b>2.55%</b>	
<b>Total Liabilities &amp; Shareholders Equity</b>	<b>942,776,271</b>		<b>100%</b>	<b>603,904,236</b>		<b>100%</b>

**Intraco Refueling Station Ltd.**  
**Statement of Profit or Loss and Other Comprehensive Income**  
**For the year ended June 30, 2017**

Particulars	Consolidated			The Company		
	Year ended June 30, 2017	Percentage on Total Turnover	Grand Percentage	Year ended June 30, 2017	Percentage on Total Turnover	Grand Percentage
<b>Turnover</b>	<b>993,352,993</b>		<b>100.00%</b>	<b>299,896,774</b>		<b>100.00%</b>
Sales Revenue	993,352,993			299,896,774		
<b>Less: Cost of Sales</b>	<b>842,863,052</b>		<b>84.85%</b>	<b>249,500,803</b>		<b>83.20%</b>
Gas Bill (Compressor )	699,495,656	70.42%		207,397,810	69.16%	
Gas Bill (Captive/Engine )	13,127,725	1.32%		3,927,156	1.31%	
Spare parts consumption	20,379,095	2.05%		6,472,390	2.16%	
Maintenance & Lubricants Expenses	15,295,175	1.54%		3,041,400	1.01%	
Electricity Bill	38,362,438	3.86%		10,830,920	3.61%	
Station Rent	2,442,000	0.25%		990,000	0.33%	
Salary & Wages	25,580,824	2.58%		8,712,524	2.91%	
Depreciation	28,180,139	2.84%		8,128,603	2.71%	
<b>Gross Profit</b>	<b>150,489,941</b>		<b>15.15%</b>	<b>50,395,971</b>		<b>16.80%</b>
Administrative & Selling Expenses	37,311,035	3.76%		19,880,170	6.63%	
Financial Expenses	10,043,432		1.01%	10,043,432		3.35%
<b>Operating Profit</b>	<b>103,135,474</b>		<b>10.38%</b>	<b>20,472,369</b>		<b>6.83%</b>
Other Income	2,632		0.000%	2,632		0.001%
<b>NET PROFIT BEFORE TAX</b>	<b>103,138,106</b>		<b>10.38%</b>	<b>20,475,001</b>		<b>6.83%</b>
Workers Profit Participation Fund (WPPF)	4,911,338	0.49%		975,000	0.33%	
<b>Net Profit After WPPF</b>	<b>98,226,768</b>		<b>9.89%</b>	<b>19,500,001</b>		<b>6.50%</b>
<b>Income Tax Expenses</b>	<b>34,379,369</b>		<b>3.46%</b>	<b>6,825,000</b>		<b>2.28%</b>
Current Tax	17,060,618	1.72%		2,082,507	0.69%	
Deferred Tax	17,318,751	1.74%		4,742,494	1.58%	
<b>Net Profit After Tax</b>	<b>63,847,399</b>		<b>6.43%</b>	<b>12,675,001</b>		<b>4.23%</b>
Non-Controlling Interest	2,558,474	0.26%		-		
<b>Profit for Ordinary Shareholders</b>	<b>61,288,925</b>		<b>6.17%</b>	<b>12,675,001</b>		<b>4.23%</b>



(f) **Earnings Per Share (EPS) on fully diluted basis (with the total existing number of shares) in addition to the weighted average number of shares basis. Future projected Net Income should not be considered while calculating the weighted average EPS;**

*As per consolidated audited financial statement as at 30 June, 2017*

	<b>Consolidated</b>	<b>The Company</b>
<b>Particulars</b>	<b>Amount in Taka</b>	<b>Amount in Taka</b>
Profit for Ordinary Shareholders	61,288,925	12,675,001
Total existing number of Share	45,000,000	45,000,000
Weighted average number of Share	45,000,000	45,000,000
<b>Earnings per Share (EPS)-Fully Diluted Basis</b>	<b>1.36</b>	<b>0.28</b>
<b>Earnings per Share (EPS)-Weighted average no. of Share basis</b>	<b>1.36</b>	<b>0.28</b>

(g) **All extra-ordinary income or non-recurring income coming from other than core operations should be shown separately while showing the Net Profit as well as the Earnings Per Share;**

*As per consolidated audited financial statement as at 30 June, 2017*

	<b>Consolidated</b>	<b>The Company</b>
<b>Particulars</b>	<b>Amount in Taka</b>	<b>Amount in Taka</b>
Net Profit before tax	103,138,106	20,475,001
Less: Non Operating Income	2,632	2,632
<b>Net profit before tax except Non Operating Income</b>	<b>103,135,474</b>	<b>20,472,369</b>
Less: Workers Profit Participation Fund (WPPF)	4,911,338	975,000
Less: Current Tax	17,060,618	2,082,507
Less: Deferred Tax	17,318,751	4,742,494
Less: Non-Controlling Interest	2,558,474	-
<b>Profit for Ordinary Shareholders except Non Operating Income</b>	<b>61,286,292</b>	<b>12,672,368</b>
No. of shares	45,000,000	45,000,000
<b>Earnings per Share (EPS)</b>	<b>1.36</b>	<b>0.28</b>

(h) **Quarterly or half-yearly EPS should not be annualized while calculating the EPS;**

This information is not applicable for the company.

(i) **Net asset value (with and without considering revaluation surplus/reserve) per unit of the securities being offered at the date of the latest audited statement of financial position.**

The Company has not revalued any of its assets.

*As per consolidated audited financial statement as at 30 June, 2017*

	<b>Consolidated</b>	<b>The Company</b>
<b>Particulars</b>	<b>Amount in Taka</b>	<b>Amount in Taka</b>
Share Capital	450,000,000	450,000,000
Retained Earnings	174,232,812	22,250,166
<b>Total Shareholders' Equity</b>	<b>624,232,812</b>	<b>472,250,166</b>
Total Number of Ordinary Share	45,000,000	45,000,000
<b>Net Assets Value (NAV) at BDT 10.00 per share</b>	<b>13.87</b>	<b>10.49</b>

(j) **The Commission may require the issuer to re-audit the audited financial statements, if any deficiency/anomaly is found in the financial statements. In such a case, cost of audit should be borne by the concerned issuer.**

This information is not applicable for the company.

(k) **Following statements for the last five years or any shorter period of commercial operation certified by the auditors: -**

(i) **Statement of long term and short term borrowings including borrowing from related party or connected persons with rate of interest and interest paid or accrued;**

After due verification, we certify that the Long Term and Short Term Borrowing Including Borrowing from Related Party or Connected Person of Intraco Refueling Station Ltd and Its Subsidiaries for the last five years made up as follows:

**For the Year ended 30 June, 2017**

<b>Name of Party</b>	<b>Nature of Relationship</b>	<b>Nature of Borrowing</b>	<b>Balance as 30 June, 2017</b>	<b>Interest Rate</b>	<b>Interest Paid, (BDT)</b>	<b>Interest Accrued, (BDT)</b>
Shahajalal Islami Bank Ltd. A/c # 0045	Lender	Long Term	71,431,747	13.00%	10,043,432	-
<b>Grand Total</b>			<b>71,431,747</b>		<b>10,043,432</b>	<b>-</b>

**For the Year ended 30 June, 2016**

<b>Name of Party</b>	<b>Nature of Relationship</b>	<b>Nature of Borrowing</b>	<b>Balance as 30 June, 2016</b>	<b>Interest Rate</b>	<b>Interest Paid, (BDT)</b>	<b>Interest Accrued, (BDT)</b>
Shahajalal Islami Bank Ltd. A/c # 0045	Lender	Long Term	80,507,314	13.00%	15,159,435	785,422
<b>Grand Total</b>			<b>80,507,314</b>		<b>15,159,435</b>	<b>785,422</b>

**For the Year ended 31 March, 2015**

<b>Name of Party</b>	<b>Nature of Relationship</b>	<b>Nature of Borrowing</b>	<b>Balance as 31 March, 2015</b>	<b>Interest Rate</b>	<b>Interest Paid, (BDT)</b>	<b>Interest Accrued, (BDT)</b>
Shahajalal Islami Bank Ltd. A/c # 0045	Lender	Long Term	83,347,074	16.50%	14,871,629	-
<b>Grand Total</b>			<b>83,347,074</b>		<b>14,871,629</b>	<b>-</b>

**For the Year ended 31 March, 2014**

<b>Name of Party</b>	<b>Nature of Relationship</b>	<b>Nature of Borrowing</b>	<b>Balance as 31 March, 2014</b>	<b>Interest Rate</b>	<b>Interest Paid, (BDT)</b>	<b>Interest Accrued, (BDT)</b>
Shahajalal Islami Bank Ltd. A/c # 0045	Lender	Long Term	87,036,646	16.50%	16,284,863	-
Mutual Trust Bank Ltd. A/c # 00298	Lender	Long Term	-	15.00%	57,758	-
Mutual Trust Bank Ltd. A/c # 00314	Lender	Long Term	-	15.00%	70,883	-
<b>Grand Total</b>			<b>87,036,646</b>		<b>16,413,504</b>	<b>-</b>

**For the Year ended 31 March, 2013**

<b>Name of Party</b>	<b>Nature of Relationship</b>	<b>Nature of Borrowing</b>	<b>Balance as 31 March, 2013</b>	<b>Interest Rate</b>	<b>Interest Paid, (BDT)</b>	<b>Interest Accrued, (BDT)</b>
Shahajalal Islami Bank Ltd. A/c # 0045	Lender	Long Term	96,477,929	16.50%	15,903,419	-
Mutual Trust Bank Ltd. A/c # 00298	Lender	Long Term	1,202,688	15.00%	233,633	-
Mutual Trust Bank Ltd. A/c # 00314	Lender	Long Term	3,081,846	15.00%	153,096	-
<b>Grand Total</b>			<b>100,762,463</b>		<b>16,290,148</b>	<b>-</b>

**The Company took long term loan in the name of parent company only.**

Place: Dhaka  
Date: 8 October, 2017

**Sd/-**  
**Mahfel Huq & Co.**  
Chartered Accountants

After due verification, we certify that the Long Term and Short Term Borrowing Including Borrowing from Related Party or Connected Person of Intraco Refueling Station Ltd for the last five years made up as follows:

**For the Year ended 30 June, 2017**

Name of Party	Nature of Relationship	Nature of Borrowing	Balance as 30 June, 2017	Interest Rate	Interest Paid, (BDT)	Interest Accrued, (BDT)
Shahajalal Islami Bank Ltd. A/c # 0045	Lender	Long Term	71,431,747	13.00%	10,043,432	-
<b>Grand Total</b>			<b>71,431,747</b>		<b>10,043,432</b>	<b>-</b>

**For the Year ended 30 June, 2016**

Name of Party	Nature of Relationship	Nature of Borrowing	Balance as 30 June, 2016	Interest Rate	Interest Paid, (BDT)	Interest Accrued, (BDT)
Shahajalal Islami Bank Ltd. A/c # 0045	Lender	Long Term	80,507,314	13.00%	15,159,435	785,422
<b>Grand Total</b>			<b>80,507,314</b>		<b>15,159,435</b>	<b>785,422</b>

**For the Year ended 31 March, 2015**

Name of Party	Nature of Relationship	Nature of Borrowing	Balance as 31 March, 2015	Interest Rate	Interest Paid, (BDT)	Interest Accrued, (BDT)
Shahajalal Islami Bank Ltd. A/c # 0045	Lender	Long Term	83,347,074	16.50%	14,871,629	-
<b>Grand Total</b>			<b>83,347,074</b>		<b>14,871,629</b>	<b>-</b>

**For the Year ended 31 March, 2014**

<b>Name of Party</b>	<b>Nature of Relationship</b>	<b>Nature of Borrowing</b>	<b>Balance as 31 March, 2014</b>	<b>Interest Rate</b>	<b>Interest Paid, (BDT)</b>	<b>Interest Accrued, (BDT)</b>
Shahajalal Islami Bank Ltd. A/c # 0045	Lender	Long Term	87,036,646	16.50%	16,284,863	-
Mutual Trust Bank Ltd. A/c # 00298	Lender	Long Term	-	15.00%	57,758	-
Mutual Trust Bank Ltd. A/c # 00314	Lender	Long Term	-	15.00%	70,883	-
<b>Grand Total</b>			<b>87,036,646</b>		<b>16,413,504</b>	<b>-</b>

**For the Year ended 31 March, 2013**

<b>Name of Party</b>	<b>Nature of Relationship</b>	<b>Nature of Borrowing</b>	<b>Balance as 31 March, 2013</b>	<b>Interest Rate</b>	<b>Interest Paid, (BDT)</b>	<b>Interest Accrued, (BDT)</b>
Shahajalal Islami Bank Ltd. A/c # 0045	Lender	Long Term	96,477,929	16.50%	15,903,419	-
Mutual Trust Bank Ltd. A/c # 00298	Lender	Long Term	1,202,688	15.00%	233,633	-
Mutual Trust Bank Ltd. A/c # 00314	Lender	Long Term	3,081,846	15.00%	153,096	-
<b>Grand Total</b>			<b>100,762,463</b>		<b>16,290,148</b>	<b>-</b>

**The Company took long term loan in the name of parent company only.**

Place: Dhaka  
Date: 8 October, 2017

Sd/-  
**Mahfel Huq & Co.**  
Chartered Accountants

- (ii) Statement of principal terms of secured loans and assets on which charge have been created against those loans with names of lenders, purpose, sanctioned amount, rate of interest, primary security, collateral/other security, re-payment schedule and status;

**Certification on Statement of Principal Terms of Secured Loans and Assets of Intraco Refueling Station Ltd and its subsidiaries, on which Charge have been Created Against Those Loans with names of lenders, purpose, sanctioned amount, rate of interest, primary security, collateral or other security, re-payment schedule and status;**

Particulars	30-Jun-17	30-Jun-16	31-Mar-15	31-Mar-14	31-Mar-13
Names of lenders	Shahajalal Islami Bank Ltd	Shahajalal Islami Bank Ltd	Shahajalal Islami Bank Ltd	Shahajalal Islami Bank Ltd	Shahajalal Islami Bank Ltd
Purpose	Procurement of Machineries.				
Collateral Asset	100.00 Decimals of Land from third party, adjacent to the Dhaka-Chittagong highway road, near Noorjahan Hotel, Comilla at Mouza-Batpara, Thana-Sadar Dakkin, Comilla owned by Intraco CNG Ltd.				
Sanctioned Amount (TK)	1000.00 Lac	1000.00 Lac	1000.00 Lac	1000.00 Lac	1000.00 Lac
Rate of Interest	13.00%	13.00%	16.50%	16.50%	16.50%
Re-payment schedule	55 Equal Monthly Installment	55 Equal Monthly Installment	97 Equal Monthly Installment	97 Equal Monthly Installment	97 Equal Monthly Installment
Purpose of Reschedule	-	-	Rescheduled for interest rate adjustment	-	-
Status (Outstanding balance Tk.)	71,431,747	80,507,314	83,347,074	87,036,646	96,477,929
Particulars	30-Jun-17	30-Jun-16	31-Mar-15	31-Mar-14	31-Mar-13
Names of lenders	Mutual Trust Bank Ltd. A/c # 00298 and # 00314	Mutual Trust Bank Ltd. A/c # 00298 and # 00314	Mutual Trust Bank Ltd. A/c # 00298 and # 00314	Mutual Trust Bank Ltd. A/c # 00298 and # 00314	Mutual Trust Bank Ltd. A/c # 00298 and # 00314
Purpose	Procurement of Machineries.				
Collateral Asset	2 sets 150HP 4 states CNG Gas compressors				
Sanctioned Amount (TK)	-	-	-	-	673 lac
Rate of Interest	-	-	-	-	15.00%
Re-payment schedule	-	-	-	-	42 Equal Monthly Installment
Status (Outstanding balance Tk.)	-	-	-	-	4,284,534

Place: Dhaka  
Date: 8 October, 2017

Sd/-  
**Mahfel Huq & Co.**  
Chartered Accountants  
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**Certification on Statement of Principal Terms of Secured Loans and Assets of Intraco Refueling Station Ltd, on which Charge have been Created Against Those Loans with names of lenders, purpose, sanctioned amount, rate of interest, primary security, collateral or other security, re-payment schedule and status;**

Particulars	30-Jun-17	30-Jun-16	31-Mar-15	31-Mar-14	31-Mar-13
<b>Names of lenders</b>	<b>Shahajalal Islami Bank Ltd</b>	<b>Shahajalal Islami Bank Ltd</b>	<b>Shahajalal Islami Bank Ltd</b>	<b>Shahajalal Islami Bank Ltd</b>	<b>Shahajalal Islami Bank Ltd</b>
<b>Purpose</b>	Procurement of Machineries.				
<b>Collateral Asset</b>	100.00 Decimals of Land from third party, adjacent to the Dhaka-Chittagong highway road, near Noorjahan Hotel, Comilla at Mouza-Batpara, Thana-Sadar Dakkin, Comilla owned by Intraco CNG Ltd.				
<b>Sanctioned Amount (TK)</b>	1000.00 Lac	1000.00 Lac	1000.00 Lac	1000.00 Lac	1000.00 Lac
<b>Rate of Interest</b>	13.00%	13.00%	16.50%	16.50%	16.50%
<b>Re-payment schedule</b>	55 Equal Monthly Installment	55 Equal Monthly Installment	97 Equal Monthly Installment	97 Equal Monthly Installment	97 Equal Monthly Installment
<b>Purpose of Reschedule</b>	-	-	Rescheduled for interest rate adjustment	-	-
<b>Status (Outstanding balance Tk.)</b>	<b>71,431,747</b>	<b>80,507,314</b>	<b>83,347,074</b>	<b>87,036,646</b>	<b>96,477,929</b>
Particulars	30-Jun-17	30-Jun-16	31-Mar-15	31-Mar-14	31-Mar-13
<b>Names of lenders</b>	<b>Mutual Trust Bank Ltd. A/c # 00298 and # 00314</b>	<b>Mutual Trust Bank Ltd. A/c # 00298 and # 00314</b>	<b>Mutual Trust Bank Ltd. A/c # 00298 and # 00314</b>	<b>Mutual Trust Bank Ltd. A/c # 00298 and # 00314</b>	<b>Mutual Trust Bank Ltd. A/c # 00298 and # 00314</b>
<b>Purpose</b>	Procurement of Machineries.				
<b>Collateral Asset</b>	2 sets 150HP 4 states CNG Gas compressors				
<b>Sanctioned Amount (TK)</b>	-	-	-	-	673 lac
<b>Rate of Interest</b>	-	-	-	-	15.00%
<b>Re-payment schedule</b>	-	-	-	-	42 Equal Monthly Installment
<b>Status (Outstanding balance Tk.)</b>	-	-	-	-	<b>4,284,534</b>

Place: Dhaka  
Date: 8 October, 2017

Sd/-  
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Chartered Accountants

**(iii) Statement of unsecured loans with terms & conditions;**

**Certification on unsecured loan with terms and conditions of Intraco Refueling Station Ltd & Its Subsidiaries.**

This is to certify that Intraco Refueling Station Ltd & Its Subsidiaries did not take any unsecured loan from 01 April, 2012 to 30 June, 2017

Place: Dhaka  
Date: 8 October, 2017

**Sd/-**  
**Mahfel Huq & Co.**  
Chartered Accountants

**Certification on unsecured loan with terms and conditions of Intraco Refueling Station Ltd.**

This is to certify that Intraco Refueling Station Ltd did not take any unsecured loan from 01 April, 2012 to 30 June, 2017

Place: Dhaka  
Date: 8 October, 2017

**Sd/-**  
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Chartered Accountants



**(iv) Statement of inventories showing amount of rawmaterial, packing material, stock-in-process and finished goods, consumable items, store & spares parts, inventory of trading goods etc.;**

After due verification, we certify that the Statement of inventories showing amount of raw materials, packing materials, stock in process, finished goods, consumable items, store & spare parts, inventory trading goods of Intraco Refueling Station Ltd & Its Subsidiaries for the last five years were as follows:

Items	Amount in (BDT)									
	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
	Year Ended 30 June, 2017	Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2014	Year Ended 31 March, 2013	Year Ended 31 March, 2013
Raw Materials	-	-	-	-	-	-	-	-	-	-
Packing Materials	-	-	-	-	-	-	-	-	-	-
Stock-In-Process	-	-	-	-	-	-	-	-	-	-
Finished Goods	-	-	-	-	-	-	-	-	-	-
Consumable Items	-	-	-	-	-	-	-	-	-	-
Store & Spare parts	11,023,248	11,023,248	5,588,793	5,588,793	2,936,522	2,936,522	4,443,692	4,443,692	5,149,160	5,149,160
Trading Goods	-	-	-	-	-	-	-	-	-	-
<b>Total</b>	<b>11,023,248</b>	<b>11,023,248</b>	<b>5,588,793</b>	<b>5,588,793</b>	<b>2,936,522</b>	<b>2,936,522</b>	<b>4,443,692</b>	<b>4,443,692</b>	<b>5,149,160</b>	<b>5,149,160</b>

Place: Dhaka  
Date: 8 October, 2017

Sd/-  
**Mahfel Huq & Co.**  
Chartered Accountants

(v) Statement of trade receivables showing receivable from related party and connected persons;

After due verification, we certify that the Statement of Trade Receivable showing receivable from Related Party and connected persons of Intraco Refueling Station Ltd & Its Subsidiaries for the last five years were as follows:

SL	Name of Party	Amount in BDT									
		Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
		Year Ended 30 June, 2017	Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2014	Year Ended 31 March, 2013	Year Ended 31 March, 2013
	<b>General Party:</b>										
	Break-up of the above is as under:										
1	Check Point Bangladesh Ltd	264,256	264,256	216,393	216,393	173,547	173,547	146,547	146,547	190,084	190,084
2	Arbab Poli Pac Limited	138,738	138,738	125,336	125,336	81,640	81,640	328,092	328,092	413,639	413,639
3	Abanti Colour	141,370	141,370	135,315	135,315	493,315	493,315	493,315	493,315	527,855	527,855
4	DPDC Demra Dhaka	-	-	4,510	4,510	2,623	2,623	7,785	7,785	197,821	197,821
5	Younus Group	-	-	-	-	-	-	-	-	85,460	85,460
6	Custom Office	-	-	6,870	6,870	-	-	-	-	-	-
7	UNO	10,776	-	24,168	-	28,413	-	53,459	-	28,709	-
8	Upa zilla Chairman	9,397	-	35,859	-	11,599	-	9,366	-	8,901	-
9	PGCL	34,542	-	50,238	-	15,030	-	51,421	-	34,254	-
10	Avantage Denim Studio Ltd	40,868	-	171,738	-	50,782	-	-	-	-	-
11	Municipality Office	6,779	-	10,150	-	-	-	-	-	-	-
12	Police Super (Ishwardy)	80,881	-	-	-	-	-	-	-	-	-
13	District Commissioner	351,606	-	96,405	-	272,612	-	330,828	-	309,213	-
14	Chief Judicial Magistrate	7,153	-	2,790	-	34,182	-	129,958	-	29,643	-
15	District Information office, Hobigonj	13,512	-	-	-	2,828	-	6,523	-	10,072	-
16	Sonali Bank Ltd	22,758	-	31,668	-	31,835	-	59,524	-	3,971	-
17	Police Super	258,389	-	352,547	-	612,389	-	528,585	-	358,177	-
18	Nari O Shisu unnoyun	41,689	-	2,226	-	1,203	-	27,800	-	4,219	-
19	District Judge	10,456	-	11,992	-	5,877	-	12,770	-	2,091	-
20	Agriculture Office	32,531	-	12,513	-	12,440	-	72,798	-	12,902	-
21	Jalalabad Gas	115,655	-	72,023	-	50,192	-	133,663	-	55,617	-
22	U P Chairman	47,481	-	17,180	-	30,821	-	86,488	-	76,337	-
23	Unser VDP	6,668	-	5,063	-	9,410	-	39,310	-	10,295	-
24	Grameen Bank	2,099	-	5,788	-	2,756	-	35,428	-	10,869	-
25	District Fishery Office	22,073	-	10,442	-	17,766	-	17,107	-	8,658	-

26	Gonoporto Office	-	-	-	-	4,315	-	40,276	-	21,478	-
27	Upozilla Chairman Lakai	59,556	-	37,180	-	16,178	-	14,486	-	19,599	-
28	Agriculture Bank	4,819	-	6,964	-	-	-	30,974	-	4,673	-
29	Politechnical Institute	-	-	-	-	6,092	-	57,279	-	7,683	-
30	Zilla Porished	2,949	-	11,736	-	39,866	-	33,711	-	-	-
31	Zilla Samaj Sheba	16,100	-	4,462	-	9,080	-	16,546	-	-	-
32	Vat office	18,686	-	7,911	-	41,365	-	21,459	-	-	-
33	Water Development Board	51,726	-	24,566	-	-	-	-	-	-	-
34	Pubali Bank Ltd	28,533	-	15,081	-	-	-	-	-	-	-
35	Intraco Limited	533,280	-	838,932	-	1,254,892	-	385,148	-	415,052	-
36	Bengal Polimar Wear Ltd	-	-	-	-	-	-	-	-	-	-
37	GMS Composite	-	-	-	-	-	-	-	-	178,232	-
38	Dipon Group	-	-	-	-	-	-	-	-	222,604	-
39	Rissingh Group	-	-	-	-	-	-	-	-	105,048	-
40	Opex Garments	2,042,386	-	2,520,757	-	1,935,472	-	1,350,344	-	-	-
41	Anowar Cement	103,433	-	55,543	-	605,543	-	55,543	-	-	-
42	YOUNG ONE, CTG.	391,954	-	127,063	-	82,074	-	71,580	-	-	-
43	Regency Germents	153,290	-	200,154	-	69,082	-	65,420	-	-	-
44	Bangladesh Betar Ctg	8,843	-	16,641	-	15,654	-	13,265	-	-	-
45	Metro Link	977,012	-	922,812	-	877,012	-	745,800	-	-	-
46	Police Super	1,347,855	-	2,123,914	-	2,531,273	-	2,285,625	-	-	-
47	Intraco Ltd	43,857	-	39,441	-	6,736	-	4,325	-	-	-
48	Bangla Link	298,166	-	320,898	-	277,361	-	282,415	-	-	-
49	DHL	167,753	-	191,136	-	125,864	-	123,555	-	-	-
50	Ali Nor Traders	237,740	-	262,740	-	242,740	-	240,168	-	-	-
51	Sunman Group	911,425	-	650,838	-	630,601	-	612,890	-	-	-
52	Gonopurto Division	22,673	-	1,377	-	39,041	-	41,782	-	-	-
53	Nuclear Power	3,706	-	2,895	-	4,679	-	4,522	-	-	-
54	Roads & Highway	-	-	-	-	1,737	-	2,369	-	-	-
55	UPS	56,944	-	77,332	-	36,679	-	32,451	-	-	-
56	Habib Group	136,093	-	145,530	-	105,116	-	102,855	-	-	-
57	District Police	212,271	-	313,075	-	307,740	-	304,455	-	-	-
58	Ctg On- Line	83,310	-	68,598	-	66,537	-	62,195	-	-	-
59	CityCell	50,791	-	50,791	-	55,533	-	51,235	-	-	-
60	Sunmar Properties	-	-	55,458	-	106,698	-	98,660	-	-	-
61	Bakhrabad	-	-	-	-	407	-	-	-	-	-
62	Children Place	-	-	-	-	454	-	-	-	-	-
63	Bangla Lion	11,851	-	11,851	-	41,165	-	38,255	-	-	-
64	MH GROUP	8,019	-	21,828	-	26,351	-	24,633	-	-	-
65	Anti-Corruption	-	-	-	-	4,444	-	2,854	-	-	-
66	MRHDHY	9,680	-	3,734	-	3,356	-	2,033	-	-	-

67	SKD	218,950	-	166,030	-	166,254	-	158,642	-	-	-
68	Khaja Group	120,148	-	74,035	-	67,411	-	65,140	-	-	-
69	Asian University	8,197	-	5,131	-	9,332	-	8,315	-	-	-
70	Agrani Bank	15,424	-	8,822	-	25,290	-	22,140	-	-	-
71	Radission	-	-	50,559	-	12,866	-	11,365	-	-	-
72	Railway Police	1,970	-	2,285	-	13,038	-	12,425	-	-	-
73	Labour Office	10,727	-	2,173	-	899	-	755	-	-	-
74	DC Office	1,422,522	-	545,926	-	495,977	-	96,197	-	-	-
75	Chittagong Maa O Shishu Hospital	25,536	-	65,872	-	-	-	-	-	-	-
76	Astites	-	-	5,090	-	-	-	-	-	-	-
77	CUET	-	-	-	-	-	-	1,372	-	-	-
	<b>Sub Total</b>	<b>11,477,851</b>	<b>544,364</b>	<b>11,458,375</b>	<b>488,424</b>	<b>12,303,464</b>	<b>751,125</b>	<b>10,166,226</b>	<b>975,739</b>	<b>3,353,156</b>	<b>1,414,859</b>
	<b><u>With Related Party</u></b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Sub Total</b>			<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>From Connected Person</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Sub Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Grand Total</b>	<b>11,477,851</b>	<b>544,364</b>	<b>11,458,375</b>	<b>488,424</b>	<b>12,303,464</b>	<b>751,125</b>	<b>10,166,226</b>	<b>975,739</b>	<b>3,353,156</b>	<b>1,414,859</b>

Place: Dhaka  
Date: 8 October, 2017

Sd/-  
**Mahfel Huq & Co.**  
Chartered Accountants

**(vi) Statement of any loan given by the issuer including loans to related party or connected persons with rate of interest and interest realized or accrued;**

**Certification on Statement of any Loan Given by the issuer including loan to Related Party or Connected Persons with rate of interest and interest realized or accrued by the Intraco Refueling Station Ltd & Its Subsidiaries.**

This is to certify that Intraco Refueling Station Ltd & Its Subsidiaries did not give any loan to any related party or connected persons from April 01, 2012 to June 30, 2017.

Place: Dhaka  
Date: 8 October, 2017

Sd/-  
**Mahfel Huq & Co.**  
Chartered Accountants

**Certification on Statement of any Loan Given by the issuer including loan to Related Party or Connected Persons with rate of interest and interest realized or accrued by the Intraco Refueling Station Ltd.**

This is to certify that Intraco Refueling Station Ltd did not give any loan to any related party or connected persons from April 01, 2012 to June 30, 2017.

Place: Dhaka  
Date: 8 October, 2017

Sd/-  
**Mahfel Huq & Co.**  
Chartered Accountants

**(vii) Statement of other income showing interest income, dividend income, discount received, other nonoperating income;**

After due verification, we certify that the Statement of Other Income showing interest income, dividend Income, discount received and other non operating income of Intraco Refueling Station Ltd & Its Subsidiaries for the last five years were as follows:

Particular	Amount in (BDT)									
	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
	Year Ended 30 June, 2017	Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2014	Year Ended 31 March, 2013	Year Ended 31 March, 2013
Interest Income	2,632	2,632	340,761	340,761	80,794	80,794	77,671	77,671	104,080	104,080
Dividend Income			-	53,180,696	-		-		-	
Discount Received			-	-	-		-		-	
Other Non-Operating Income	-	-	-	-	-		-		-	
<b>Total</b>	<b>2,632</b>	<b>2,632</b>	<b>340,761</b>	<b>53,521,457</b>	<b>80,794</b>	<b>80,794</b>	<b>77,671</b>	<b>77,671</b>	<b>104,080</b>	<b>104,080</b>

Place: Dhaka  
Date: 8 October, 2017

Sd/-  
**Mahfel Huq & Co.**  
Chartered Accountants

**viii) Statement of turnover showing separately in cash and through banking channel**

After due verification, we certify that the statement of turnover showing through cash, banking channel and credit sales of Intraco Refueling Station Ltd & Its Subsidiaries. for the last five years were as follows:

Particular	Amount in BDT									
	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
	Year Ended 30 June, 2017	Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2014	Year Ended 31 March, 2013	Year Ended 31 March, 2013
In Cash	981,875,142	299,352,410	1,113,887,884	324,838,105	732,864,379	223,495,120	627,467,768	176,366,142	399,211,086	173,762,743
Credit Sale	11,477,851	544,364	11,458,375	488,424	12,303,464	751,125	10,166,226	975,739	3,353,156	1,414,859
Through Banking Channel	-	-	-		-		-		-	
<b>Total</b>	<b>993,352,993</b>	<b>299,896,774</b>	<b>1,125,346,259</b>	<b>325,326,529</b>	<b>745,167,843</b>	<b>224,246,245</b>	<b>637,633,994</b>	<b>177,341,881</b>	<b>402,564,242</b>	<b>175,177,602</b>

Due to the nature of the business (Gas refueling in to the vehicle) company made most of the sale through cash and subsequently the cash was deposited in the company's bank account.

Place: Dhaka  
Date: 8 October, 2017

Sd/-  
**Mahfel Huq & Co.**  
Chartered Accountants

ix) **Statement of related party transaction;**

**Certification on Statement of Related Party Transactions of Intraco Refueling Station Ltd.**

After due verification, we certify that the Status of related Party Transactions of Intraco Refueling Station Ltd. for the last five years were as follows:

**A: Investment in Share**

Name	Amount in (BDT)					
	Position	Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2013
Good CNG Refueling Station Ltd.	-	8,285,000	8,285,000	285,000	285,000	285,000
Nessa & Sons Ltd.	-	23,950,000	23,950,000	950,000	950,000	950,000
M Hye & Co CNG Refueling Station Ltd.	-	26,017,144	26,017,144	950,000	950,000	950,000
Absar & Elias enterprises Ltd.	-	21,054,000	21,054,000	950,000	950,000	-
East End Automobiles Ltd.	-	25,583,100	25,583,100	950,000	950,000	-
<b>Sub Total</b>		<b>104,889,244</b>	<b>104,889,244</b>	<b>4,085,000</b>	<b>4,085,000</b>	<b>2,185,000</b>

**B: Deposit Against Share**

Name	Amount in (BDT)					
	Position	Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2013
Good CNG Refueling Station Ltd.	-	-	-	8,000,000	8,000,000	8,000,000
Nessa & Sons Ltd.	-	-	-	23,000,000	23,000,000	23,000,000
M Hye & Co CNG Refueling Station Ltd.	-	-	-	25,067,144	25,067,144	25,067,144
Absar & Elias enterprises Ltd.	-	-	-	20,104,000	20,104,000	20,104,000
East End Automobiles Ltd.	-	-	-	24,633,102	24,633,102	-
<b>Sub Total</b>		-	-	<b>100,804,246</b>	<b>100,804,246</b>	<b>76,171,144</b>



**C: Other Transactions**

Name	Amount in (BDT)					
	Nature of Transaction	Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2013
Good CNG Refueling Station Ltd.	Sales of spare parts	1,559,015	7,363,765	5,877,983	13,790,800	8,559,300
	Dividend Received	8,285,000	-	-	-	-
Nessa & Sons Ltd.	Sales of spare parts	5,420,202	11,627,418	6,127,407	12,054,685	6,648,970
	Dividend Received	11,975,000	-	-	-	-
M Hye & Co CNG Refueling Station Ltd.	Sales of spare parts	5,533,586	5,741,867	4,934,694	10,255,490	12,494,785
	Dividend Received	11,707,713	-	-	-	-
Absar & Elias enterprises Ltd.	Sales of spare parts	7,539,030	9,916,905	5,325,208	12,314,390	11,429,881
	Dividend Received	8,421,600	-	-	-	-
East End Automobiles Ltd.	Sales of spare parts	3,070,732	8,628,103	1,978,555	1,610,225	-
	Dividend Received	12,791,550	-	-	-	-
<b>Sub Total</b>		<b>76,303,428</b>	<b>43,278,058</b>	<b>24,243,847</b>	<b>50,025,590</b>	<b>39,132,936</b>
<b>Grand Total(A+B+C)</b>		<b>181,192,672</b>	<b>148,167,302</b>	<b>129,133,093</b>	<b>154,914,836</b>	<b>117,489,080</b>

Place: Dhaka  
Date: 8 October, 2017

Sd/-  
**Mahfel Huq & Co.**  
Chartered Accountants

(x) Reconciliation of business income shown in tax return with net income shown in audited financial statements;

Certification regarding reconciliation of business income shown in tax return with net-income shown in audited financial statements of Intraco Refueling Station Ltd. for last five years.

Particulars	Amount in BDT									
	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
	30 June, 2017	30 June, 2017	30 June, 2016	30 June, 2016	31 March, 2015	31 March, 2015	31 March, 2014	31 March, 2014	31 March, 2013	31 March, 2013
Net income before tax as per Audited Financial Statements	N/A	Not yet submitted	N/A	74,002,230	N/A	10,171,807	N/A	5,249,112	N/A	4,550,593
Add: Accounting Depreciation	N/A		N/A	8,878,980	N/A	4,276,834	N/A	4,058,207	N/A	3,990,175
Add: Inadmissible expenses	N/A		N/A	-	N/A	-	N/A	-	N/A	-
	N/A		N/A	<b>82,881,210</b>	N/A	<b>14,448,641</b>	N/A	<b>9,307,319</b>	N/A	<b>8,540,769</b>
Less: Tax Depreciation	N/A		N/A	8,878,980	N/A	4,276,834	N/A	4,058,207	N/A	3,990,175
Less: Admissible expenses	N/A		N/A	-	N/A	-	N/A	-	N/A	-
Income shown in Tax Return	N/A		N/A	<b>74,002,230</b>	N/A	<b>10,171,807</b>	N/A	<b>5,249,112</b>	N/A	<b>4,550,593</b>

Place: Dhaka  
Date: 8 October, 2017

Sd/-  
**Mahfel Huq & Co.**  
Chartered Accountants

- (xi) **Confirmation that all receipts and payments of the issuer above Tk. 5,00,000/- (five lac) were made through banking channel;**

**Certification on Receipts and Payments above Tk. 500,000 (Five Lac) were made through Banking Channel of Intraco Refueling Station Ltd & Its Subsidiaries.**

We Have conducted such test of accounting transactions of Intraco Refueling Station Ltd & Its subsidiaries as were considered necessary and do hereby confirm that the company made receipts and payments except petty cash over Tk. 500,000 from April 1, 2012 to June 30, 2017 through banking Channel so far as it appeared from our test of those accounting transactions.

Sd/-

Place: Dhaka  
Date: 8 October, 2017

**Mahfel Huq & Co.**  
Chartered Accountants

**Certification on Receipts and Payments above Tk. 500,000 (Five Lac) were made through Banking Channel of Intraco Refueling Station Ltd.**

We Have conducted such test of accounting transactions of Intraco Refueling Station Ltd as were considered necessary and do hereby confirm that the company made receipts and payments except petty cash over Tk. 500,000 from April 1, 2012 to June 30, 2017 through banking Channel so far as it appeared from our test of those accounting transactions.

Sd/-

Place: Dhaka  
Date: 8 October, 2017

**Mahfel Huq & Co.**  
Chartered Accountants

- (xii) **Confirmation that Bank Statements of the issuer are inconformity with its books of accounts;**

**Certification on Books of Accounts of Intraco Refueling Station Ltd & Its Subsidiaries are in Conformity with Bank Statements.**

is to certify that the Books of Accounts of Intraco Refueling Station Ltd & Its Subsidiaries from April 01, 2012 to June 30, 2017 are in conformity with Bank Statements.

Sd/-

Place: Dhaka  
Date: 8 October, 2017

**Mahfel Huq & Co.**  
Chartered Accountants

**Certification on Books of Accounts of Intraco Refueling Station Ltd are in Conformity with Bank Statements.**

This is to certify that the Books of Accounts of Intraco Refueling Station Ltd from April 01, 2012 to June 30, 2017 are in conformity with Bank Statements.

Sd/-

Place: Dhaka  
Date: 8 October, 2017

**Mahfel Huq & Co.**  
Chartered Accountants

(xiii) Statement of payment status of TAX, VAT and other taxes/duties;

After due verification, we certify that the Status of Tax, VAT and Others Taxes or Duties Payments of Intraco Refueling Station Ltd for the last five years were as follows:

Particular	Amount in BDT									
	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
	Year Ended 30 June, 2017	Year Ended 30 June, 2017	Year Ended 30 June, 2016	Year Ended 30 June, 2016	Year Ended 31 March, 2015	Year Ended 31 March, 2015	Year Ended 31 March, 2014	Year Ended 31 March, 2014	Year Ended 31 March, 2013	Year Ended 31 March, 2013
Tax	10,726,543	10,726,543	2,875,037	2,875,037	10,582	10,582	9,581	9,581	10,408	10,408
VAT	-	-	-	-	-	-	-	-	-	-
Others Taxes/Duties	-	-	-	-	-	-	-	-	-	-
<b>Total</b>	<b>10,726,543</b>	<b>10,726,543</b>	<b>2,875,037</b>	<b>2,875,037</b>	<b>10,582</b>	<b>10,582</b>	<b>9,581</b>	<b>9,581</b>	<b>10,408</b>	<b>10,408</b>

\* The company pays VAT along with Gas bill as per VAT Rule which is included in Cost of Sales.

Place: Dhaka  
Date: 8 October, 2017

Sd/-  
**Mahfel Huq & Co.**  
Chartered Accountants

Auditors 'additional disclosure relating to the financial statements  
of  
Intraco Refueling Station Limited

1. Declaration regarding brand new condition of machineries amounting Tk.407,383,403.00 is required to be clarified whether it has been taken from audited of only Issuer Company or along with its subsidiary companies.

**Response to the above:** The amount of Tk. 407,383,403.00 mentioned in the declaration is consolidated written down value of Plant & Machineries, Generator, Invertor as at 30th June 2016. Details are as follows:

Company Name	Cost of Machineries	Accumulated Depreciation	WDV
Intraco Refueling Station Ltd	171,614,773	74,298,451	97,316,322
Absar& Elias Enterprises Ltd	88,343,216	24,656,822	63,686,394
East End Automobiles Ltd	53,190,596	5,955,193	47,235,403
Nessa & Sons Ltd	84,501,995	11,712,172	72,789,823
Good CNG Refueling Station Ltd	81,672,122	13,042,368	68,629,754
M Hye& Co CNG Refueling Station Ltd	67,748,216	10,022,511	57,725,705
<b>Total</b>	<b>547,070,918</b>	<b>139,687,515</b>	<b>407,383,403</b>

2. The term of 'Consolidated its share' at auditors' certificate disclosed at page # 82 of the draft prospectus is required to be clarified.

**Response to the above:** When face value shares reduced or increased is termed "Consolidation of Shares" Section 53 of Companies Act 1994. Split of share carries different meaning. Our perception in this regard would be Consolidation of Shares rather than Split of Shares. However, we have issued a certificate titled "Split of shares" as per BSEC rules.

3. Disclosures regarding MD's remuneration and Director's compensation as per Schedule XI part-II Para 4 of the Companies Act 1994 are required to disclose.

**Response to the above:** The managing director and directors did not receive any remuneration or any compensation.

4. It is required to confirm if any share was transferred to any person other than existing shareholders by existing sponsor or director of the issuer within preceding 12 (twelve) months of submitting an application for raising of capital or initial public offer (IPO),

**Response to the above:** We confirm that one of the sponsors namely Mr. Md. Irad Ali has transferred his 845,700 no shares to Mrs. Hoda Ali Selim Ahmed Mohamed on 10<sup>th</sup> December 2015 who is a Director of the company.

5. It is required to clarify the phrase ‘issued spare parts’ under note No. 28 to F/S for 30 June 2016 of the issuer company.

**Response to the above:**

We have incorporated the appropriate term ‘sales of spares parts’ instead of ‘issued spare parts’ in the note No. 28 to F/S for 30 June 2016 of the issuer company as follows:

**Note 28.00: Related parties transaction**

As per Bangladesh Accounting standards BAS 24 Related party Disclosure, Parties are considered to be related if one of the party has the ability to control the other party or exercise significant influence over the other party is making financial and operating decision.								
The name of the related parties and nature of these transactions have been set out in accordance with the provisions of BAS-24. During the year, the company carried out transactions with following related parties:								
<i>Name of the parties</i>	<i>Relationship</i>	<i>Nature of business</i>	<i>Transaction value</i>					
Good CNG Refueling Station Ltd.	Common Shareholder	Sales of spare parts	1,988,445	5,375,320	7,363,765	750,680	5,877,983	6,628,663
Nessa& Sons Ltd.	Common Shareholder	Sales of spare parts	3,823,860	7,803,558	11,627,418	2,330,000	6,127,407	8,457,407
M Hye& Co CNG Refueling Station Ltd.	Common Shareholder	Sales of spare parts	979,165	4,762,702	5,741,867	454,000	4,934,694	5,388,694
Absar& Elias enterprises Ltd.	Common Shareholder	Sales of spare parts	2,350,320	7,566,585	9,916,905	804,400	5,325,208	6,129,608
East End Automobiles Ltd.	Common Shareholder	Sales of spare parts	1,836,835	6,791,268	8,628,103	105,000	1,978,555	2,083,555
			10,978,625	32,299,433	43,278,058	4,444,080	24,243,847	28,687,927

6. It is required to clarify the difference between No. of shares as mentioned at note No. 3.06 and the amount of Investment as mentioned at note No. 13.02 of Consolidated F/S for 30 June 2016 of the issuer company.

**Response to the above:** No. of shares should be 10,488,924 instead of 104,889,244.

We have incorporate the appropriate “no. of shares” in the note No. 13.02 of Consolidated F/S for 30 June 2016 of the issuer company as an additional disclosure.

**Notes to the Financial Statements for the year ended June 30 2016, Basis of consolidation note no. 06 a) Subsidiaries should be read as follows:**

Subsidiaries are entities controlled by Intraco Refueling Station Ltd (The Company).Control exists when Intraco Refueling Station Ltd has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights presently exercisable are taken into account. The financial statements of subsidiaries have been included in the consolidated financial statements from the date that control commences until the date that it ceases. The followings are the subsidiaries and basis of consolidation.

Name of Subsidiary	% of controlling Interest	% of Non-cont. Interest	No. of Shares (controlling)	No. of Holding Shares Non controlling	Total No. of Holding Shares
Good CNG Refueling Station Ltd	95.00057	4.99943	828,500	43,600	872,100
M Hye& Co. CNG Refueling Station Ltd.	95.00020	4.99977	2,601,714	136,927	2,738,641
Nessa& Sons Ltd.	95.00099	4.99990	2,395,000	126,050	2,521,050
Absar& Elias Enterprises Ltd.	95.00045	4.99955	2,105,400	110,800	2,216,200
East End Automobiles Ltd.	95.00028	4.99972	2,558,310	134,640	2,692,950
			10,488,924	552,017	11,040,941
Average Interest	95.000284	4.9997265			

7. It is required to rationalize depreciation on Backup Storage @ 5% where Vehicles are attached with Backup Storage as mentioned at note No 3.10 of Consolidated F/S for June 30 2016 of the issuer company.

**Response to the above:** The cost associated with Backup Storage (With Vehicle) mostly related for the storage. That's why the management charged depreciation @ 5%.

8. Quantity-wise information of inventories as required under Schedule XI, Part II of the Companies Act 1994 is disclosed.

**Response to the above:** Quantity-wise information of inventories as required under Schedule XI, Part II of the Companies Act 1994 is as follows:

Name Of Spare Parts:	Closing (Capital) pcs.	Closing (Consumption) pcs.	Closing (Capital) Amount	Closing (Consumption) Amount	Total Closing Amount
1 <sup>st</sup> Stage Suction Valve	-	1	-	99,750	99,750
1 <sup>st</sup> Stage Discharge Valve	-	1	-	99,750	99,750
2 <sup>nd</sup> Stage Suction Valve	-	1	-	87,250	87,250
2 <sup>nd</sup> Stage Discharge Valve	-	1	-	87,250	87,250
3 <sup>rd</sup> Stage Suction Valve	-	1	-	85,300	85,300
3 <sup>rd</sup> Stage Discharge Valve	-	1	-	85,300	85,300
4 <sup>th</sup> Valve Assembly	-	2	-	190,460	190,460
1 <sup>st</sup> Stage Valve Cover "O" Ring	-	8	-	25,760	25,760
2 <sup>nd</sup> Stage Valve Cover "O" Ring	-	8	-	20,560	20,560
3 <sup>rd</sup> Stage Valve Cover "O" Ring	-	8	-	17,840	17,840
4 <sup>th</sup> Stage Valve Cover "O" Ring	-	8	-	17,120	17,120
1 <sup>st</sup> Stage Valve Seat Gasket	-	16	-	51,840	51,840
2nd Stage Valve Seat Gasket	-	8	-	22,240	22,240
3 <sup>rd</sup> Stage Valve Seat Gasket	-	8	-	21,120	21,120

4 <sup>th</sup> Stage Valve Seat Gasket	-	8	-	19,760	19,760
Piston	-	7	-	320,740	320,740
Cylinder Liner	-	7	-	284,690	284,690
Cylinder Liner "O" Ring	-	10	-	35,600	35,600
Half Seat Gasket	1	-	95,470	-	95,470
1 <sup>st</sup> Stage Discharge Valve Holder	1	-	50,475	-	50,475
"O" Ring For Exhaust Manifold	3	-	10,785	-	10,785
Fuel mixer assembly	-	1	-	87,360	87,360
Throttle valve assembly	1	-	375,140	-	375,140
Spark plug, 6nos = 1set	-	19	-	71,250	71,250
Radiator Full Set (150 HP)	1	-	978,540	-	978,540
Breakway Valve "O" Ring	-	6	-	3,716	3,716
Nozzle Head "O" Ring	-	6	-	700	700
Safety Valve "O" Ring(15.5mm)	-	5	-	7,712	7,712
Push Rod	1	-	3,970	-	3,970
Safety Valve "O" Ring (6.3mm)	-	1	-	578	578
Safety Valve "O" Ring (30.5mm)	1	-	3,026	-	3,026
Spring For Dispenser	184	-	235,546	-	235,546
Grease	3	-	10,700	-	10,700
High Pressure Pipe (Feet.)	174	-	276,962	-	276,962
Coupling Rubber Ball	-	8	-	123,680	123,680
Air Filter	-	26	-	220,220	220,220
Lube Oil Filter	-	12	-	56,280	56,280
Oil Filter	-	4	-	61,720	61,720
Final Filter Element 4C	-	3	-	85,650	85,650
Final Filter Element 10 C	-	3	-	85,650	85,650
Seperator Filter	-	1	-	22,150	22,150
Lip Seal (Small)	5	-	42,850	-	42,850
Distributor Block With Magnet 1st & 3rd	3	-	596,280	-	596,280
Distributor Block With Magnet 2nd, 4th & 5th	2	-	397,520	-	397,520
Lubricator Plunger	1	-	71,450	-	71,450
Lubricate Oil (Ltr.)	-	18	-	10,540	10,540
Halai Sheet Gasket (Feet.)	99	-	30,545	-	30,545
<b>Total</b>			<b>3,179,259</b>	<b>2,409,535</b>	<b>5,588,795</b>

9. It appears from the note No. 7.00 to the Consolidated F/S that inventories are being consumed and capitalized. As such, the matter is required to clarify with reference with cash flow statement.

**Response to the above:** The Company is involved in the operation of CNG Refueling Station in different places in Bangladesh and the company has no inventories like raw materials, finished goods etc. In the operation of the business the company used different types of inventory and capitalized those spare parts which expected life more than one year in connection to operate compressor and dispenser. The spare parts which expected life is less than one year in connection to operate compressor and dispenser are charged in the profit or loss and other comprehensive income as consumed.



10. It is required to clarify the separate presentation of 'Stock of Machineries', 'Inventories' being capitalized and 'Capital Work in progresses in F/S for June 30 2016.

**Response to the above:** Stock of machineries is compressors, which is the main equipment of a CNG filling station. Capital Work in progresses is for building and other constructions. 'Inventories' which is used more than one year are capitalized. Management perception is all the three assets are different in nature; hence for the better presentation and understanding of the different types of assets, the assets are presented separately.

11. Rationales regarding keeping two compressors amounting Tk. 8.96 Crore under the head of Stock of machineries for more than 2 years as mentioned at note No. 5.00 to the F/S instead of charging depreciation are required.

**Response to the above:** The Company has purchased these compressors for establishing new filling station. Due to policy of the government, the company could not established new filling station. The company has already installed one compressor from stock and charged depreciation accordingly. When the company will use the unused compressors, it will be depreciated. According to BAS 16 depreciation on PPE should be charged when the Machinery is available for use. In the above case the above PPE is not available for use.

12. Disclosure regarding payment from WPPF and registration of trust deed are required.

**Response to the above:** The Company has made a trust deed on 7<sup>th</sup> May 2017, which has already registered. Accordingly the company will open a bank account in the name of trust and will transfer WPPF money to that bank account.

13. Clarification regarding consideration of the net revenues after deducting sharing revenue in calculating cash collection from turnover where liabilities for expenses includes the due for such sharing revenue are required.

**Response to the above:** In the cash flow statement Sharing revenue has been net off with Sales revenue and Sharing revenue against Land Rent to Land lord has been set off with 'Cash Payments to suppliers, employees and others'.

14. Clarification regarding increase in current portion of long term loan against steady long-term loan over the years as mentioned in note No. 17.00 to the F/S for 30 June 2016 is required.

**Response to the above:** Due to interest rate change the bank has re-scheduled the loan repayment schedule. For that reason current portion of long term loan has been increased.

15. It is required to clarify the term ‘Issued spare parts’ under note No. 28.00 of the F/S for 30 June 2016 of the issuer company.

**Response to the above:** We have incorporated the appropriate term ‘sales of spares parts’ instead of ‘issued spare parts’ in the note No. 28 to F/S for 30 June 2016 of the issuer company as follows:

**Note 28.00: Related parties transaction**

As per Bangladesh Accounting standards BAS 24 Related party Disclosure, Parties are considered to be related if one of the party has the ability to control the other party or exercise significant influence over the other party is making financial and operating decision.								
The name of the related parties and nature of these transactions have been set out in accordance with the provisions of BAS-24. During the year, the company carried out transactions with following related parties:								
<i>Name of the parties</i>	<i>Relationship</i>	<i>Nature of business</i>	<i>Transaction value</i>					
Good CNG Refueling Station Ltd.	Common Shareholder	Sales of spare parts	1,988,445	5,375,320	7,363,765	750,680	5,877,983	6,628,663
Nessa& Sons Ltd.	Common Shareholder	Sales of spare parts	3,823,860	7,803,558	11,627,418	2,330,000	6,127,407	8,457,407
M Hye& Co CNG Refueling Station Ltd.	Common Shareholder	Sales of spare parts	979,165	4,762,702	5,741,867	454,000	4,934,694	5,388,694
Absar& Elias enterprises Ltd.	Common Shareholder	Sales of spare parts	2,350,320	7,566,585	9,916,905	804,400	5,325,208	6,129,608
East End Automobiles Ltd.	Common Shareholder	Sales of spare parts	1,836,835	6,791,268	8,628,103	105,000	1,978,555	2,083,555
			10,978,625	32,299,433	43,278,058	4,444,080	24,243,847	28,687,927

16. It appears from the auditors’ independent report for the subsidiary companies that F/S has been prepared in accordance with Securities and Exchange Rules, 1987. But auditors’ independent report deviates from the Form B as mentioned in the Rule 12(3) of the above mentioned Rules. The matter is required to clarify.

**Response to the above:** We have followed Companies Act 1994 (wherein reporting for public limited companies is slightly different from private limited companies) and BSEC Rules simultaneously.

17. Clarification regarding beneficiary of shares held by ‘Abaci Investment ltd.’, Abaci investment ltd. (MDA), and other institution managing discretionary portfolio accounts for the clients are required.

**Response to the above:** Abaci Investment ltd. is the own portfolio of ‘Abaci Investment ltd.’ on the other hand ‘Abaci investment ltd. (MDA), is a discretionary portfolio of ‘Abaci Investment ltd.’ ‘Abaci investment ltd. (MDA) has two nos. share holder i) Md. Kamrujjaman and ii) Mohammad ZiaulHossain.

18. Information regarding 2<sup>nd</sup> time rescheduled loan is required to incorporate in certification regarding bank loan.

**Response to the above:** Loan was re-scheduled 2<sup>nd</sup> time for interest rate adjustment. We have incorporated the same in the certification regarding bank loan.

19. You have issued an independent audit report dated 29-10-2016, which was included in the draft prospectus submitted to the Bangladesh Securities and Exchange Commission on 10-11-2016. It appears therefore that the company has included cash dividend on subsidiaries in the consolidated profit or loss & other comprehensive income amounting to Tk. 5,31,80,696.00 resulting on inflated NPAT & EPS. But you have issued an unqualified report ignoring the simple accounting mistake. Explain.

**Response to the above:** We have amended our audit report without modifying our report. In the audit report we have mentioned to draw attention to note # 31 to the financial statements in which the company stated the reason as to why the financial statements of the company have been amended with emphasis of matters as follows:

Emphasis of matter:

Dividend income from subsidiary companies was not eliminated to prepare consolidated financial statements issued on 29 October 2016 due to oversight. On realization of the fact this has now been rectified in respective consolidated financial statements without modifying our report.

20. VAT paid during the period ended 30-06-2016;

**Response to the above:**

Particular's	Absar& Elias Enterprises Ltd	East End Automobiles Ltd	Nessa& Sons Ltd	Good CNG Refueling Station Ltd	M Hye& Co CNG Refueling Station Ltd	Intraco Refueling Station Ltd	Total
Opening Vat Payable	919,092	494,085	1,077,330	629,364	566,675	1,346,657	5,033,203
Charge during the Year	19,126,298	11,773,200	17,630,592	10,391,150	8,988,914	26,949,512	94,859,666
<b>Total</b>	<b>20,045,390</b>	<b>12,267,285</b>	<b>18,707,922</b>	<b>11,020,514</b>	<b>9,555,589</b>	<b>28,296,169</b>	<b>99,892,869</b>
Less: Due as on 30 June 2016	1,548,780	794,820	1,356,137	849,051	606,389	1,893,590	7,048,767
Payment made during the year	18,496,610	11,472,465	17,351,785	10,171,463	8,949,200	26,402,579	92,844,102

21. Number of employees as per provision of Companies Act, 1994;

**Response to the above:**

Number of total employees and number of full-time employees;

The Company has 140 full-time employees as of June 30, 2016. Details are as follows:

Salary Range	Office Staff		Total Employee
	Station	Head Office	
Below 3000	-	-	-
Above 3000	83	57	140
Total	83	57	140

The Company has no part time employee.

22. Explain why depreciation is not charged on two compressors as included under the head of stock of machineries.

**Response to the above:** The Company has purchased these compressors for established new filling station. Due to policy of the government, the company could not established new filling station. During the time the company has already installed one compressor and charged depreciation accordingly. When the company will use the un-used compressors, it will be depreciated.

23. Specify location and present condition of two compressors as included under the head of stock of machineries;

**Response to the above:** The compressors 'are now un-used and situated at House No. 40, Block # J, Pragati Sarani, Baridhara, P.S-Vatara, Dhaka-1212.

24. Reasons for restatement of the financial statements in 2014 & 2015 are to be stated;

**Response to the above:** Reason for restatement stated below which has incorporated in Financial Statements of 2015 in the policy note no 3.19

Previous year figure has been re-arranged whenever considered necessary to ensure comparability with the current year presentation as per BAS-8: "Accounting Policies, Changes in Accounting Estimates and Errors".

### Re-Statement

In finalizing the financial statements for the year ended March 31, 2016 some figures of previous year were restated to confirm the provisions of BAS-8: “Accounting Policies, Changes in Accounting Estimates and Errors” Para 22, 42& 49. During the year the following accounting policies and errors have been rectified in compliance with BAS -8:

Previously tax expenses had been charged on accounting profit applying Tax rates prevailing in those respective years. Although the temporary difference had not been considered in calculating tax liability showing deferred tax and current tax but the gross tax liability remains same. From the year 2016, the company recognized Deferred Tax in compliance with BAS 12 “Income Taxes” and calculated deferred tax liability. Accordingly tax provision has been adjusted with respective head of accounts.

25. You have mentioned that a change in accounting policies regarding depreciation on land development in page 93 of the draft prospectus. But there is no reflection of land development in the audited financial statement for the period ended 30 June, 2016. Explain;

**Response to the above:** There was no change in accounting policies regarding depreciation on land development in the audited financial statement for the period ended 30 June, 2016.

26. It appears from the statement of financial position of the standalone company (Page 64 of the draft prospectus) that the company had accumulated retained loss of Tk. 45,629,510.00 as at 31<sup>st</sup> March, 2015. However, as at 30<sup>th</sup> June, 2016, the accumulated retained profit is Tk. 2,471,939.00 and net profit from 01-04-2015 to 30-06-2016 is Tk.48,101,449.00 (Page 64 of the draft prospectus). Explain increase of net profit by 627.52%. Explain the reason of such abnormal increase of the net profit.

**Response to the above:** The Company (parent) gets dividend income Tk. 53,180,696 from its subsidiary during the period from 1<sup>st</sup> April 2015 to 30<sup>th</sup> June 2016 is as follows:

Particulars	Amount in Tk.
Good CNG Refueling Station Ltd.	8,284,950
Nessa& Sons Ltd.	11,974,988
M Hye& Co CNG Refueling Station Ltd.	11,707,686
Absar& Elias Enterprise Ltd	8,421,560
East End Automobiles Ltd	12,791,513
<b>Total</b>	<b>53,180,696</b>

27. Information as per requirements of Schedule XI, Part II, Para 7,8 of Companies Act, 1994;

**Response to the above:** Information as per requirement of Schedule XI, Part II, Para7 are as follows:

Particulars	License Capacity Yearly (m3) (15 month)	Actual Production 1 <sup>st</sup> April 2015 to 30 <sup>th</sup> June 2016 (m3)	Percentage (m3)
Chandpur Station	6,240,000	5,323,966	85%
Narayangonj Station	3,184,845	1,965,800	62 %
Haratoli Station	1,948,380	1,197,173	61%
<b>Total</b>	<b>11,373,225</b>	<b>8,486,939</b>	<b>75%</b>

Information as per requirement of Schedule XI, Part II, Para 8 are as follows:

During the year April 01 2015 to 30th June 2016 total value of import in respect of spare parts stands at equivalent USD 673,891.18 on CIF basis. Amount in Tk. 52,871,005.

28. Provide detailed of vehicles and backup storage (with vehicle) as on 30 June, 2016;

**Response to the above:** Details of vehicles and backup storage (with vehicle) as on 30 June, 2016 is as follows:

NAME	SL.NO.	Particular's	Amount
A (TRUCK)	1	Truck with internal cascade, Truck False Bed, Vibration rubber pad, Cylinder base rubber pad, inter coupling in between cylinders with non-friction technology	3,350,000
B (Backup storage)	1 2 3 4 5 6 7 8 9 10	Cylinder 100 W/L 60 pcs Cylinder Valve 60 pcs High pressure SS Flexible coil pipe High pressure SS fittings Priority panel Decant Panel: i) Non return valve ii) Safety valve iii) Needle valve v) Quick Coupling System vi) Ball valve vii) Multi-tasking Manifold Multi Gas in & out system Faster filling in built module with multi header manifolds; which ensures fast & safe filling Cylinders coupled with chain coupling system which ensures the easy removal of cylinders when necessary Firefighting instruments	7,500,000
		<b>Total Price</b>	<b>10,850,000</b>

29. Updated status of capital Work-in-Progress;

**Response to the above:** Updated status of capital Work-in-Progress as on 31.12.2016 is follows:

Particular's	Absar& Elias Enterprises Ltd	East End Automobiles Ltd	Nessa& Sons Ltd	Good CNG Refueling Station Ltd	M Hye& Co CNG Refueling Station Ltd	Intraco Refueling Station Ltd
Opening Balance of 30 June 2016	5,552,873	4,919,456	6,589,314	7,213,120	4,654,469	11,329,878
Addition during the period	2,279,594	1,636,403	2,303,090	738,420	2,042,692	23,015,985
Less: Transfer to property Plant & Equipment	-	-	-	-	-	-
<b>Closing Balance of 31 Dec 2016</b>	<b>7,832,467</b>	<b>6,555,859</b>	<b>8,892,404</b>	<b>7,951,540</b>	<b>6,697,161</b>	<b>34,345,863</b>

30. Separate disclosures of land and land development;

**Response to the above:** Separate disclosures of land and land development as on 30.06.2016 is follows:

Particulars	Amount in Tk.
Deed value	5,625,000
Registration & others cost	506,650
Land development expenses	2,512,185
<b>Total</b>	<b>8,643,835</b>

31. Detailed of land development expenses;

**Response to the above:** Details of land development as on 30.06.2016 are follows:

Particulars	Amount in Tk.
Earth filling	714,850
Boundary wall	1,797,335
<b>Total</b>	<b>2,512,185</b>

32. You have mentioned in note 8.01 of the consolidated financial statement that there is no receivable due by common management. However, it appears from the financial statement of Absar& Elias Enterprises Ltd. and Nessa& Sons Ltd. that they have receivable of Intraco Ltd. which is a common management. Explain about this contradictory information;

**Response to the above:** It was an inadvertent oversight. Note 8.01 of the consolidated financial statement will be read as follows:

Aging of Accounts Receivable

Particulars	30June 16	31 Mar 16	31Mar 15	01 Apr 14
Less Than 6 Months	11,458,375	12,081,738	12,303,464	10,166,226
More Than 6 Months	-	-	-	-
	11,458,375	12,081,738	12,303,464	10,166,226

Particulars	30June 16	31 Mar 16	31Mar 15	01 Apr 14
The classification of receivables as required by the Schedule XI of the Companies Act, 1994 are given below:				
Receivables considered good in respect of which the company is fully secured.	-	-	-	-
Receivables considered good in respect of which the company holds no security other than the debtor personal security.	10,580,002	10,751,946	11,041,836	9,781,078
Receivables considered doubtful or bad.	-	-	-	-
Debts due to by directors or other officers of the company	-	-	-	-
Receivables due by common management.	878,373	1,329,792	1,261,628	385,148
The maximum amount of receivable due by any director or other officer of the company	-	-	-	-
	11,458,375	12,081,738	12,303,464	10,166,226

33. Capacity of each compressor for the company and all its subsidiaries.

**Response to the above:** Capacity of each compressor for the company and all its subsidiaries is as follows:

Company Name	Location	Compressor	Dispenser	Nozzle	Actual Capacity (per compressor) m3 per hour	Loaded Capacity m3 per hour
Intraco Refueling Station Ltd	Narayangonj station	1	3	6	520.4	520.4
	Haratali Station	1	2	4	520.4	520.4
	Chandpur Station	2	3	6	1000	1000
Absar& Elias Enterprises Ltd	Tigerpass Station	3	5	10	1420	1200
Good CNG Refueling Station Ltd	Ishwardy Station	1	2	4	520	350
East End Automobiles Ltd	Chandgaon Station	1	3	6	1000	730
M Hye& Co CNG Refueling Station Ltd	Hobigonj Station	1	2	4	1040	1020
Nessa& Sons Ltd	Gabtali Station	1	3	6	1100	1040
Total		11	23	46		



34. Cost of enclosures built in CNG stations to protect from noise of sound producing equipment's.

**Response to the above:** Cost of enclosures built in CNG stations to protect from noise of sound producing equipment's. is as follows:

Particular's	Absar&Elias Enterprises Ltd	East End Automobiles Ltd	Nessa& Sons Ltd	Good CNG Refueling Station Ltd	M Hye& Co CNG Refueling Station Ltd	Intraco Refueling Station Ltd	Total (Amount in Tk.)
Cost (Amount in Tk.)	1,650,000	1,450,000	1,490,000	1,225,000	1,450,000	3,900,000	<b>11,165,000</b>

35. Subsequent balance of trade and other payables as shown in note no. 17 and also outstanding electric bill with details payment information.

**Response to the above:** All the balances of trade and other payables as shown in note no. 17 have been paid in July 2016.

Intraco Refueling Station Ltd				
Gas Bill (CMS) Payable	Gas Bill (Captive) Payable	TDS Payable	VAT Payable	Electricity Bill
14,930,647	276,799	1,025,898	1,314,873	837,440
Paid July 2016				

Absar& Elias Enterprises Ltd				
Gas Bill (CMS) Payable	Gas Bill (Captive) Payable	TDS Payable	VAT Payable	Electricity Bill
10,521,806	218,171	-	-	791,154
Paid July 2016				

East End Automobiles Ltd				
Gas Bill (CMS) Payable	Gas Bill (Captive) Payable	TDS Payable	VAT Payable	Electricity Bill
6,102,835	213,142	-	-	99,757
Paid July 2016				

Nessa & Sons Ltd				
Gas Bill (CMS) Payable	Gas Bill (Captive) Payable	TDS Payable	VAT Payable	Electricity Bill
10,600,652	370,638	-	-	94,008
Paid July 2016				

Good CNG Refueling Station Ltd				
Gas Bill (CMS) Payable	Gas Bill (Captive) Payable	TDS Payable	VAT Payable	Electricity Bill
6,513,247	-	611,518	764,398	551,993
Paid July 2016				

M Hye& Co CNG Refueling Station Ltd				
Gas Bill (CMS) Payable	Gas Bill (Captive) Payable	TDS Payable	VAT Payable	Electricity Bill
6973555	-	484,538	627,985	712,169
Paid July 2016				

36. Statement of month wise gas bill as shown in note 25.

**Response to the above:** Month wise gas bill as shown in note 25 is as follows:

Month	Absar& Elias Enterprises Ltd	East End Automobiles Ltd	Nessa& Sons Ltd	Good CNG Refueling Station Ltd	M Hye& Co CNG Refueling Station Ltd	Intraco Refueling Station Ltd				Grand Total
	Tiger pass Station	Chandgaon Station	Gabtolli Station	Ishwardi Station	Hobigonj Station	Haratali Station	Chandpur Station	Narayanganj Station	Total	
Apr-15	8,755,292	5,078,715	7,811,488	3,751,637	4,445,822	2,209,169	8,502,791	2,100,810	12,812,770	42,655,724
May-15	8,239,776	4,875,721	6,492,845	3,653,425	4,461,707	1,592,611	9,255,641	2,730,864	13,579,116	41,302,590
Jun-15	9,617,976	5,729,885	6,162,841	3,928,324	4,227,722	1,846,009	7,994,042	2,916,543	12,756,594	42,423,342
Jul-15	9,439,036	5,170,076	7,880,389	4,386,923	4,904,678	2,017,278	9,182,737	2,912,058	14,112,073	45,893,175
Aug-15	10,403,518	5,385,930	9,285,068	5,934,914	5,867,596	2,338,034	6,457,450	3,135,043	11,930,527	48,807,553
Sep-15	11,518,438	6,947,480	6,740,367	5,172,932	6,606,666	2,683,834	9,411,864	2,511,854	14,607,552	51,593,435
Oct-15	11,543,791	7,032,894	10,661,192	5,853,957	7,395,264	2,775,315	12,466,559	2,798,667	18,040,541	60,527,639
Nov-15	11,148,284	6,162,566	11,047,407	5,657,317	8,173,024	1,975,995	10,681,898	3,748,417	16,406,310	58,594,908
Dec-15	10,921,877	7,240,650	9,692,844	6,153,033	8,284,194	2,203,694	10,248,825	3,435,410	15,887,929	58,180,527
Jan-16	9,583,727	7,925,293	10,372,392	5,608,250	8,107,573	1,682,693	9,812,106	3,947,883	15,442,682	57,039,917
Feb-16	9,698,422	7,531,864	10,864,511	5,360,415	7,861,947	2,450,748	9,021,157	3,562,198	15,034,103	56,351,262
Mar-16	9,369,850	7,183,111	12,012,068	6,682,555	8,498,966	2,422,637	9,851,187	4,387,618	16,661,442	60,407,992
Apr-16	11,179,850	6,189,994	9,430,064	5,298,630	7,092,609	2,341,619	9,187,732	4,525,751	16,055,102	55,246,249
May-16	10,521,806	6,318,511	8,534,869	5,783,432	7,096,121	1,559,343	9,192,687	3,939,712	14,691,742	52,946,481
Jun-16	11,887,520	6,102,835	10,600,652	6,513,247	6,973,555	2,085,029	8,041,912	4,803,706	14,930,647	57,008,456
Total	153,829,163	94,875,525	137,588,997	79,738,991	99,997,444	32,184,008	139,308,588	51,456,534	222,949,130	788,979,250

Sd/-

Place: Dhaka  
Dated: 28 May 2017

**AHFEL HUQ & CO.**  
Chartered Accountants

## CHAPTER (XXVII): PUBLIC ISSUE APPLICATION PROCEDURE

### Public Issue Application Procedure:

#### Step-1 (Applicant)

1. An applicant for public issue of securities shall submit application/buy instruction to the Stockbroker/ Merchant Banker where the applicant maintains customer account, within the cut-off date (i.e. The subscription closing date), which shall be the **25<sup>th</sup>(twenty fifth) working day** from the date of publication of abridged version of prospectus.
2. The application/buy instruction may be submitted in prescribed paper or electronic form, which shall contain the Customer ID, Name, BO Account Number, Number of Securities applied for, Total Amount and Category of the Applicant. At the same time:
  - a. Other than non-resident Bangladeshi (NRB) and Foreign applicants shall make the application money and service charge available in respective customer account maintained with the Stockbroker/Merchant Banker. No margin facility, advance or deferred payment is permissible for this purpose. In case the application is made through a margin account, the application money shall be deposited separately and the Stockbroker/Merchant Banker shall keep the amount segregated from the margin account, which shall be refundable to the applicant, if become unsuccessful.
  - b. Non-resident Bangladeshi (NRB) and Foreign applicants shall submit bank drafts (FDD), issued in favor of the Issuer for an amount equivalent to the application money, with their application to concerned Stockbroker/Merchant Banker. The draft (FDD) shall be issued by the Bank where the applicant maintains NITA/Foreign Currency account debiting the same account. No banker shall issue more than two drafts from any NITA/Foreign Currency account for any public issue. At the same time, the applicant shall make the service charge available in respective customer account maintained with the Stockbroker/Merchant Banker.

#### Step-2 (Intermediary)

3. The Stockbroker/Merchant Banker shall maintain a separate bank account only for this purpose namely “Public Issue Application Account”. The Stockbroker/Merchant Banker shall:
  - a. post the amount separately in the customer account (other than NRB and Foreign applicants), and upon availability of fund, block the amount equivalent to the application money;
  - b. accumulate all the application/buy instructions received up to the cut-off date, deposit the amount in the “Public Issue Application Account” maintained with its bank within the **first banking hour of next working day** of the cut-off date. In case of application submitted by the Stock-dealer or the Merchant Banker’s own portfolio, the application amount should also be transferred to the “Public Issue Application Account”;
  - c. instruct the banker to block the account for an amount equivalent to the aggregate application money and to issue a certificate in this regard.
4. Banker of the Stockbroker/Merchant Banker shall block the account as requested for, issue a certificate confirming the same and handover it to the respective Stockbroker/Merchant Banker.
5. For Non-resident Bangladeshi (NRB) and Foreign applicants, the Stockbroker/Merchant Banker shall hold the bank drafts (FDD) submitted by the applicants in their custody with a list containing the draft information against the respective applicant’s particulars.

6. The Stockbroker/Merchant Banker shall prepare category wise lists of the applicants containing Customer ID, Name, BO Account Number and Number of Securities applied for, and within **03 (three) working days** from the cut-off date, send it to the respective Stock Exchange in electronic (text format with tilde '~' separator ) format and the certificate(s) issued by its banker.
7. **On the next working day**, the stock exchanges shall provide the Issuer with the information received from the Stockbroker/Merchant Bankers. Stock Exchanges shall verify and preserve the bankers' certificates in their custody.
8. The application/buy instructions shall be preserved by the Stockbroker/Merchant Bankers **up to 6 months** from listing of the securities with exchange.

### **Step-3 (Issuer)**

9. The Issuer shall prepare consolidated list of the applications and send the applicants' BOIDs in electronic (text) format in a CDROM to CDBL for verification. The Issuer shall post the consolidated list of applicants on its website. CDBL shall verify the BOIDs as to whether the BO accounts of the applicants are active or not.
10. **On the next working day**, CDBL shall provide the Issuer with an updated database of the applicants containing BO Account Number, Name, Addresses, Parents' Name, Joint Account and Bank Account Information along with the verification report.
11. After receiving verification report and information from CDBL, the Issuer shall scrutinize the applications, prepare category wise consolidated lists of valid and invalid applications and submit report of final status of subscription to the Commission and the stock exchanges **within 10 (ten) working days** from the date of receiving information from the stock exchanges.
12. The Issuer and the issue managers shall conduct category wise lottery with the valid applications **within 03 (three) working days** from the date of reporting to the Commission and the Stock Exchanges, if do not receive any observation from the Commission or the Stock Exchanges.
13. The Issuer and issue managers shall arrange posting the lottery result on their websites **within 06 (six) hours** and on the websites of the Commission and Stock Exchanges **within 12 (twelve) hours** of lottery.
14. **Within 02 (two) working days** of conducting lottery, the Issuer shall:
  - a. Send category wise lists of the successful and unsuccessful applicants in electronic (text format with tilde '~' separator) format to the respective Stock Exchange.
  - b. send category wise lists of unsuccessful applicants who are subject to penal provisions as per conditions of the Consent Letter issued by the Commission in electronic (text format with tilde '~' separator) format to the respective Stock Exchange mentioning the penalty amount against each applicant.
  - c. issue allotment letters in the names of successful applicants in electronic format with digital signatures and send those to respective Stock Exchange in electronic form.
  - d. send consolidated allotment data (BOID and number of securities) in electronic text format in a CDROM to CDBL to credit the allotted shares to the respective BO accounts.

#### **Step-4 (Intermediary)**

15. **On the next working day**, Stock Exchanges shall distribute the information and allotment letters to the Stockbroker/Merchant Bankers concerned in electronic format and instruct them to:
  - a. remit the amount of successful (other than NRB and Foreign) applicants to the Issuer's respective Escrow Account opened for subscription purpose, and unblock the amount of unsuccessful applicants;
  - b. send the penalty amount of other than NRB and Foreign applicants who are subject to penal provisions to the Issuer's respective Escrow Accounts along with a list and unblock the balance application money;
16. **On the next working day** of receiving the documents from the Stock Exchanges, the Stockbrokers/Merchant Bankers shall request its banker to:
  - a. release the amount blocked for unsuccessful (other than NRB and Foreign) applicants;
  - b. remit the aggregate amount of successful applicants and the penalty amount of unsuccessful (other than NRB and foreign) applicants who are subject to penal provisions to the respective 'Escrow' account of the Issuer opened for subscription purpose.
17. **On the next working day** of receiving request from the Stockbrokers/Merchant Bankers, their bankers shall unblock the amount blocked in the account(s) and remit the amount as requested for to the Issuer's 'Escrow' account.
18. **Simultaneously**, the Stockbrokers/Merchant Bankers shall release the application money in the customer accounts; inform the successful applicants about allotment of securities and the unsuccessful applicants about releasing their blocked amounts. The unblocked amounts of unsuccessful applicants shall be placed as per their instructions. The Stockbroker/Merchant Banker shall be entitled to recover the withdrawal charges, if any, from the applicant who wants to withdraw the application money, up to an amount of Tk. 5.00 (five) per withdrawal.
19. **On the same day**, Stock Exchanges shall send the drafts submitted by successful NRB and Foreign applicants and also by unsuccessful NRB and Foreign applicants who are subject to penal provisions, to the Issuer.
20. In case of drafts (FDD) submitted by successful NRB or Foreign applicant for any amount excess to the value of securities to be allotted or by unsuccessful NRB and Foreign applicants who are subject to penal provisions, refund of the balance amount shall be made by the Issuer to the applicant through bank drafts issued in the same currency **within 7 (seven) working days** of receiving the drafts from Stock Exchange.

#### **Miscellaneous:**

21. The Issuer and Issue Manager(s) shall jointly ensure compliance of the above.
22. The bank draft (FDD) shall be issued considering TT Clean exchange rate of Sonali Bank Ltd. on the date of publication of abridged version of prospectus.
23. Amount deposited and blocked in the "Public Issue Application Account" shall not be withdrawn or transferred during the blocking period. Amount deposited by the applicants shall not be used by the Stockbrokers/Merchant Bankers for any purpose other than public issue application.
24. The Issuer shall pay the costs related to data transmission, if claimed by the Stock Exchange concerned.

25. The Stockbrokers/Merchant Bankers shall be entitled to a service charge of 5.00 (taka five) only per application irrespective of the amount or category. The service charge shall be paid by the applicant at the time of submitting application.
26. The Stockbroker/Merchant Banker shall provide the Issuer with a statement of the remittance and drafts sent.
27. The Issuer shall accumulate the penalty amount recovered and send it to the Commission through a bank draft/payment order issued in favor of the Bangladesh Securities and Exchange Commission.

**All eligible Stock Brokers and Merchant Bankers shall receive the IPO subscription.**

The IPO subscription money will be collected from successful applicants (other than NRB applicants) by the Stockbrokers/Merchant Bankers will be remitted to the Company's **Account No. 1501203535088001** with Brac Bank Limited, 1 Gulshan Avenue, Gulshan-1, Dhaka, Bangladesh for this purpose.

The IPO subscription money collected from successful NRB applicants in US Dollar or UK Pound Sterling or EURO shall be deposited to three FC accounts opened by the Company for IPO purpose are as follows:

SL	Name of the A/C	Account No.	Type of A/C	Currency	Bank & Branch
1	Intraco Refueling Station Limited	1501203535088001	Current A/C	BDT	Brac Bank Limited, 1 Gulshan Avenue, Gulshan-1, Dhaka
2		1501203535088002	FC A/C	USD	
3		1501203535088003		GBP	
4		1501203535088004		EUR	

## Application Form

পুঁজিবাজারে বিনিয়োগ ঝুঁকিপূর্ণ। জেনে ও বুঝে বিনিয়োগ করুন।

Interested persons are entitled to a prospectus, if they desire, and that copies of prospectus may be obtained from the issuer and the issue manager.

### INTRACO REFUELING STATION LIMITED

#### APPLICATION FOR PUBLIC ISSUE

**Date:**

Name of applicant	:																
Client Code	:																
BO ID No.	:																
Category of applicant	:																
Name of the Company/Fund	:																
Number of Shares/Units	:	..... Shares of Tk. .... each															
Total amount in Tk.	:																
Amount in word	:																
Mode of payment	:																
Cheque/Draft information	:																

\_\_\_\_\_  
Signature of  
Applicants

\_\_\_\_\_  
Signature of  
Authorized Officer

## CHAPTER (XXVIII): OTHERS

### STATEMENT REGARDING COST AUDIT

This is to inform you that Ministry of Commerce in its Gazette dated 12th January, 2003 ordered 5 companies from power sector and 6 companies from jute sector would be under Cost Audit Compliance. Later on, 3rd December 2009 Ministry of Commerce issued Gazette by which 42 companies from Garments and Textiles sector, 12 companies from Pharmaceutical sector and all the companies involved in manufacturing of Chemical Fertilizer would be under Cost Audit Compliance.

Since Intraco Refueling Station Limited is not bracketed in above mentioned companies, Cost Audit by Cost and Management Accountants is not applicable for “Intraco Refueling Station Limited”.

Sd/- Mohammed Riyadh Ali Managing Director Intraco Refueling Station Ltd.	Sd/- Kazi Mahmudul Hoque Chief Financial Officer Intraco Refueling Station Ltd.	Sd/- Mahbub H. Mazumdar FCMA Chief Executive AFC Capital Limited	Sd/- Mohammad Samsul Haque, ACS Managing Director Asian Tiger Capital Partners Investments Limited
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Date: October 03, 2017

### MANAGEMENT ADDITIONAL DISCLOSURE

1. It is required to clarify the matter regarding booking of building and other construction amounting Tk. 5.23 crore though the lands owned by Issuer Company are vacant;

**Our response:**

The Company has owned 25.00 decimal of land, located at 73 Shachiya, Ali Nagar, Bhola and 1,142.50 decimal land located at Vill # Chila, Thana # Mongla, Dist # Bagerhat, which are vacant. Building and other construction amounting Tk. 5.23 crore are constructed on lease hold land.

2. It appears from the statement of financial position of the standalone company that the company had accumulated retained loss of Tk. 45,629,510 as at 31st March, 2015. However, as at 30th June, 2016, the accumulated retained profit is Tk. 2,471,939 and net profit from 01-04-2015 to 30-06-2016 is Tk. 48,101,449. Explain increase of net profit by 627.52%. Explain the reason of such abnormal increase of the net profit;

**Our response:**

The Company (parent) gets dividend income Tk. 53,180,696 from its subsidiary during the period from 1<sup>st</sup> April 2015 to 30<sup>th</sup> June 2016 is as follows:

Particulars	Amount in Tk.
Good CNG Refueling Station Ltd.	8,284,950
Nessa& Sons Ltd.	11,974,988
M Hye & Co CNG Refueling Station Ltd.	11,707,686
Absar & Elias Enterprise Ltd	8,421,560
East End Automobiles Ltd	12,791,513
<b>Total</b>	<b>53,180,696</b>

3. It appears that you have purchased two compressors machine during 2013 and 2014 amounting Tk. 89,620,000, which is not installed yet for use. Explain why you have invested such huge amount which is not providing any return to the Company;

**Our response:**

The Company has purchased these compressors for establishing new filling station. Due to policy of the government, the company could not establish new filling station. The company is trying to get permission to install these compressors. When permission is got, the company will install these compressors and get revenue from establishing new station.



4. **Documents in support of no case filed by the issuer and any of the directors for litigation involving Taxation (Income tax, VAT, Customs Duty and any other taxes/duties);**

**Our response:**

The Company and its Directors have not filed any case involving Income Tax, VAT, Customs Duty and any other taxes or duties.

5. **Mention in the draft prospectus that your proposed LP Gas will be distributed in liquid form to various companies instead of direct sales to customers;**

**Our response:**

The Company will sell the LPG in liquid form through its distributors.