

Annual Report
2020 - 2021





SMART TRAKCER

Vehicle Tracking Solution by BDCOM

BDCOM take its pride to be the first VTS Provider Company in the Bangladesh market back in 2005. Our expertise goes beyond track and trace to fleet management to safety and security of vehicle operations. BDCOM Smarttracker Vehicle Tracking System combines the use of Automatic Vehicle Location in individual vehicles with a software platform that collects these fleet data for a comprehensive picture of vehicle locations. Modern Vehicle Tracking Systems commonly use GPS Technology for locating the vehicle and sending the Vehicle information data through cellular (Mobile) Network (2G/3G/4G). Vehicle information can be viewed on electronic maps via the Internet with specialized (SmartTracking) Software and also with Mobile Apps (Android/iOS).

www.smarttracker.com.bd

email: vts@office.bdc.com

The Document provided you with detailed and comprehensive information about the overall performance of BDCOM Online Ltd. as on 30th June 2021.

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A Printable version is also available at the BDCOM website: www.bdcom.com

Letter of Transmittal

Honorable Shareholders
Registrar of Joint Stock Companies and Firms
Bangladesh Securities And Exchange Commission
Dhaka Stock Exchange Limited
Chittagong Stock Exchange Limited

Dear Sir/Madam,

ANNUAL REPORT FOR THE YEAR ENDED ON JUNE 30, 2021

We are pleased to enclose a copy of Annual Report for the year ended on 30th June 2021 together with the Audited Financial Statements including Statements of Financial Position, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flows and notes to the Financial Statements for the above mentioned period of the Company for your kind information and record.

Thanking you,

Sincerely yours,



A.K.M. Kutub Uddin
Executive Director
&
Company Secretary

NOTICE OF THE 25th ANNUAL GENERAL MEETING

Notice is hereby given that, the 25th Annual General Meeting of the shareholders of BDCOM Online Ltd. will be held on Friday, the December 17, 2021 at 10:30am (Dhaka time) by using Digital Platform (<https://bdcom.virtualagm2021.com>) in accordance with the Bangladesh Securities and Exchange Commission (BSEC) directive BSEC/CMRRCD/2009-193/08- dated March 10, 2021 to transact the following business:

ORDINARY BUSINESS:

1. To receive and adopt the Directors' Report, Auditor's Report and the Audited Financial Statements for the year ended June 30, 2021.
2. To declare Dividend for the year ended June 30, 2021.
3. To elect Directors in place of retiring Directors in accordance with the provision of Articles of Association of the Company.
4. To approve the appointment of Independent Director.
5. To consider and to approve the appointment of Statutory Auditors for the year ended June 30, 2022 and to fix their fees.
6. To consider and to approve the appointment of Compliance Professionals and to fix their fees.

SPECIAL BUSINESS:

1. To consider and to adopt the following resolution as Special Resolution with or without any modification, addition and alteration:
"Resolved that, for smooth and uninterrupted transmission/operations of the Company and in line with the BSEC Notification No. BSEC/CMRRCD/2009-193/10/Admin/118 dated 22 March 2021 clause (1)(b) transactions with related parties under common directorship amounting 10% and above of the total revenue or turnover as shown in the statement of profit or loss and comprehensive income for the immediate preceding financial year is hereby considered and adopted for the year and onward."

By order of the Board



(A.K.M. Kutub Uddin)
Executive Director
&
Company Secretary
October 28, 2021

Notes:

Members whose names appeared in the Members/Depository Register on Record date i.e. November 18, 2021 will be eligible to attend/participate and vote in the Annual General Meeting through Digital Platform and to receive Dividend.

Member entitled to attend/participate and vote in the Annual General Meeting, may appoint a proxy in his/her stead. The proxy form, duly stamped, must be mailed to the email at bdcomshare@office.bdcom.com not later than 48 hours before the time fixed for the meeting.

Pursuant to the BSEC Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated June 20, 2018, soft copy of the Annual Report 2020-2021 will be sent to the Members respective email addresses as available with us. The Annual Report 2020-2021 will also be available in the Company's website at www.bdcom.com.

AGM Notice, link for joining in the Digital Platform (audio visual meeting) and detail login process will be mailed/sms to the respective Member's email or cell phone available with us.

Members, whose email addresses updated/subsequently, are requested to email us at bdcomshare@office.bdcom.com to get the digital platform meeting invitation.

No benefit in cash or kind other than in the form of cash/stock dividend shall be paid to the holders of equity securities in terms of Clause (c) of the BSEC Notification No. SEC/SRMI/2000-953/1950 dated 24th October 2000 for joining/attending the Annual General Meeting of the Company.

CORPORATE INFORMATION

<p>REGISTERED OFFICE RANGS Nilu Square (5th Floor), Satmosjid Road House No-75, Road-5/A Dhanmondi R/A, Dhaka-1209</p> <p>CORPORATE OFFIC JL Bhaban (5th floor), House # 01, Road # 01 Gulshan Avenue, Gulshan # 01, Dhaka-1212 Bangladesh</p> <p>LEGAL STATUS Public Limited Company Registered with the Joint Stock Companies & Firm Bangladesh</p> <p>DATE OF INCORPORATION Certificate of Incorporation No. C-32328(1449)/97 Dated: February 12, 1997</p> <p>DATE OF COMMERCIAL OPERATION February 12, 1997</p> <p>REGULATORY AUTHORITY</p> <ul style="list-style-type: none"> • Registrar of Joint Stock Companies and Firms (RJSC) • National Board of Revenue (NBR) • Bangladesh Telecommunication Regulatory Commission (BTRC) • Bangladesh Securities And Exchange Commission (BSEC) <p>LISTED IN STOCK MARKET</p> <ul style="list-style-type: none"> • Dhaka Stock Exchange Ltd. • Chittagong Stock Exchange Ltd. <p>AUTHORIZED CAPITAL Taka 1000m</p> <p>PAID-UP CAPITAL Taka 543m</p> <p>NUMBER OF SHAREHOLDERS 6031</p> <p>NUMBER OF EMPLOYEE 475</p>	<p>ISO ISO 9001:2015 Certified Certificate No. 10609, BQSR May 29, 2021 Upto May 28, 2024</p> <p>CREDIT RATING by EMERGING Credit Rating Ltd., Bangladesh On Dec 30, 2020 Upto Dec 29, 2021 Long Term Rating: AA Short Term Rating: ECRL-2, Outlook : Stable</p> <p>SHARE OFFICE JL Bhaban (5th floor), House # 01, Road # 01 Gulshan Avenue, Gulshan # 01 Dhaka-1212, Bangladesh Phone : +88 09666333666, 01755 521290 +88 09666333697, 01713 339850 +88 09666333610, 01741 896081 Fax : +88 029124849 Email : bdcshare@office.bdc.com</p> <p>AUDITORS M/S. Ahmed Zaker & Co. Chartered Accountants</p> <p>BANKERS & FINANCIAL INSTITUTIONS</p> <ul style="list-style-type: none"> • Al-Arafa Islami Bank Ltd. • Midland Bank Ltd. • Bank Asia Ltd. • Dutch Bangla Bank Ltd. • Prime Bank Ltd. • Eastern Bank Ltd. • Pubali Bank Ltd. • Exim Bank Ltd. • Rupali Bank Ltd. • First Security Bank Ltd. • Sonali Bank Ltd. • IFIC Bank Ltd. • United Commercial Bank Ltd. • Shahjalal Islami Bank Ltd. • Islami Bank Bangladesh Ltd. • Lanka Bangla Finance Ltd. • Delta Brac Housing Finance Corporation Ltd. • IDLC Finance Ltd. • Uttara Finance & Investment Ltd. • IPDC Finance Ltd. <p>INSURER</p> <ul style="list-style-type: none"> • Asia Pacific General Insurance Co. Ltd. • Delta Life Insurance Co. Ltd.
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MAJOR POINT OF PRESENCE (POP) OFFICES

Gulshan, Dhaka Head Office

JL Bhaban (5th Floor)
House # 1, Road # 1
Gulshan Avenue
Gulshan-1, Dhaka-1212

Chattagram Office

1646, Sheak Mujib Road
Pathantuli, Chattagram

Sylhet

Ananda Tower & Shopping
Complex (6th Floor), Flat-7/A
Jail Road, Sylhet

Khulna

99, Khan A Sabur Road
Khulna

Barishal POP Office

1 No, Parara Road
Barishal

Rangpur

House # 16/1, Road # 2
Kotwali, Rangpur

Kushtia

43/1 (Ground Floor)
Khodad Road,
Thanapara, Kushtia
Sadar, Kushtia

Jessore Office

Nourin Tower (8th/Floor)
Room No. 9/A
East Laldigipar, Jessore

Narayangonj

Alam Khan Lane (1/1, 4th Floor)
BB Road, Narayangonj

Comilla

Artisan Nasir Center
Holding No. # 491
Nazrul Avenue, Kandirpar,
Comilla

Rajshahi

Jed's Plate (4th Floor)
131/1 Rampur, Kumarpara
Rajshahi

Bogra

Rabu Tower (4th Floor)
739/A, Bogra Rangpur Road
Borogola, Bogra

Tangail

House # 388 (Ground Floor)
Choyani Pukurpar
Tangail

Mymensingh Office

96/A Bramna Palli
Mymensingh

Voirab Office, Voirab

Holding # 0882-02
Voirab Ferry Ghat Road
Moddopara, Voirab

Dhanmondi Office, Dhaka

Rangs Nilu Square, Level -5
House # 75, Road # 5/A
Satmasjid Road, Dhanmondi,
Dhaka

Paltan, Dhaka

AL Sultan Ahmed Plaza (6th Floor)
Suite: 605,32, Purana Paltan
Dhaka- 1000

Bonosree Office, Rampura, Dhaka

House # 32 (Ground Floor)
Road # 2, Block # A
Bonosree Rampura, Dhaka-1219

Panthapath

Firoz Tower (15th Floor)
Panthapath, Dhaka-1205

Mirpur, Dhaka

Road # 2, Block- D, Sec: # 2
Mirpure # 2, Dhaka-1216

Mirpur DOHS Office, Dhaka

House # 1274, Road # 10
Avenue # 02, Mirpur
Dhaka1216

Uttara Office, Dhaka

House # 04, Road # 19
Sector # 11, Uttara,
Dhaka-1230



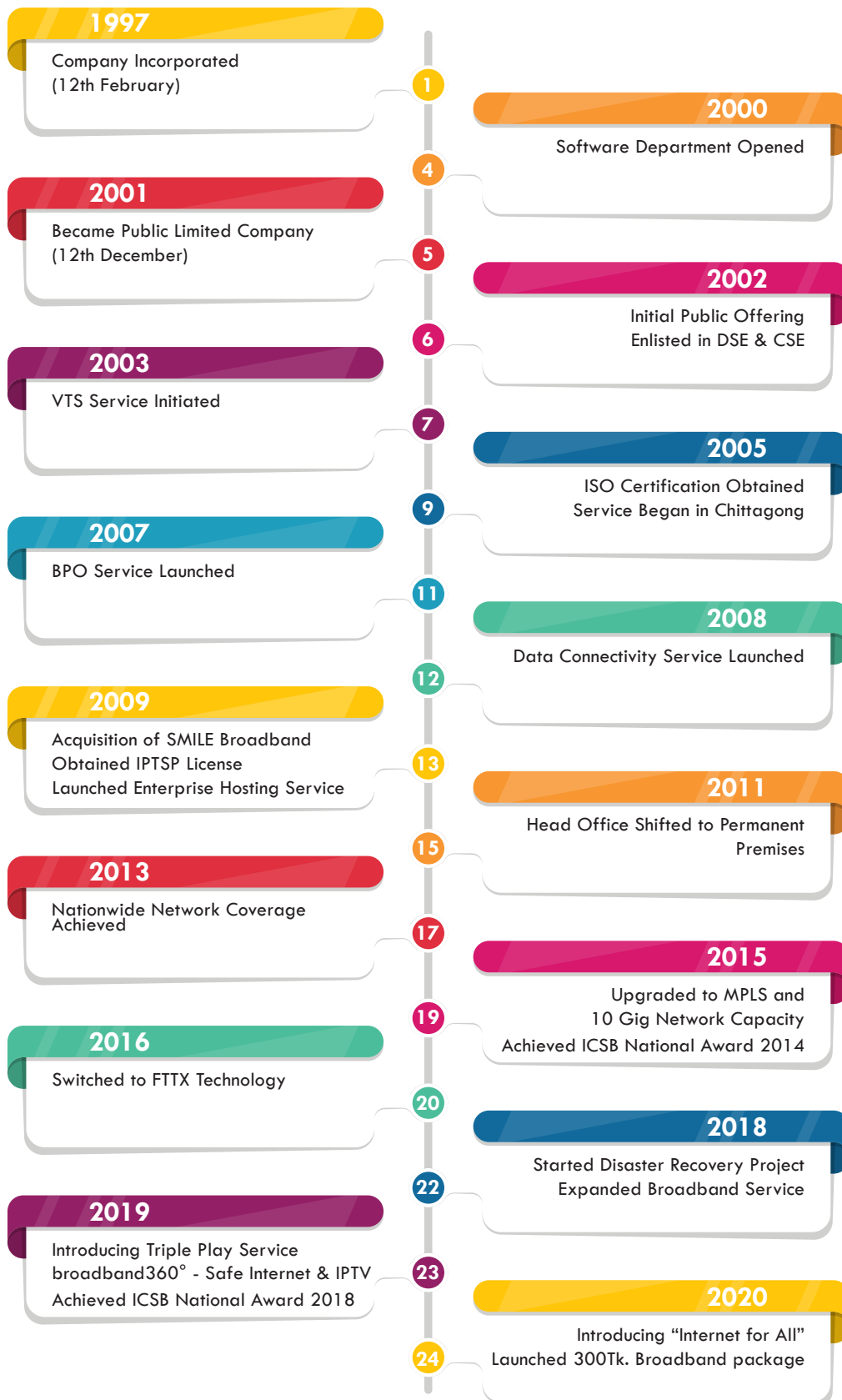
OUR VISION
Digitally Empowered Lifestyle

OUR MISSION
Connecting Progress of the People of Bangladesh. BDCOM firmly believes that progress is possible working together, we strive to open the door of affordable and secure communication to digital frontier.

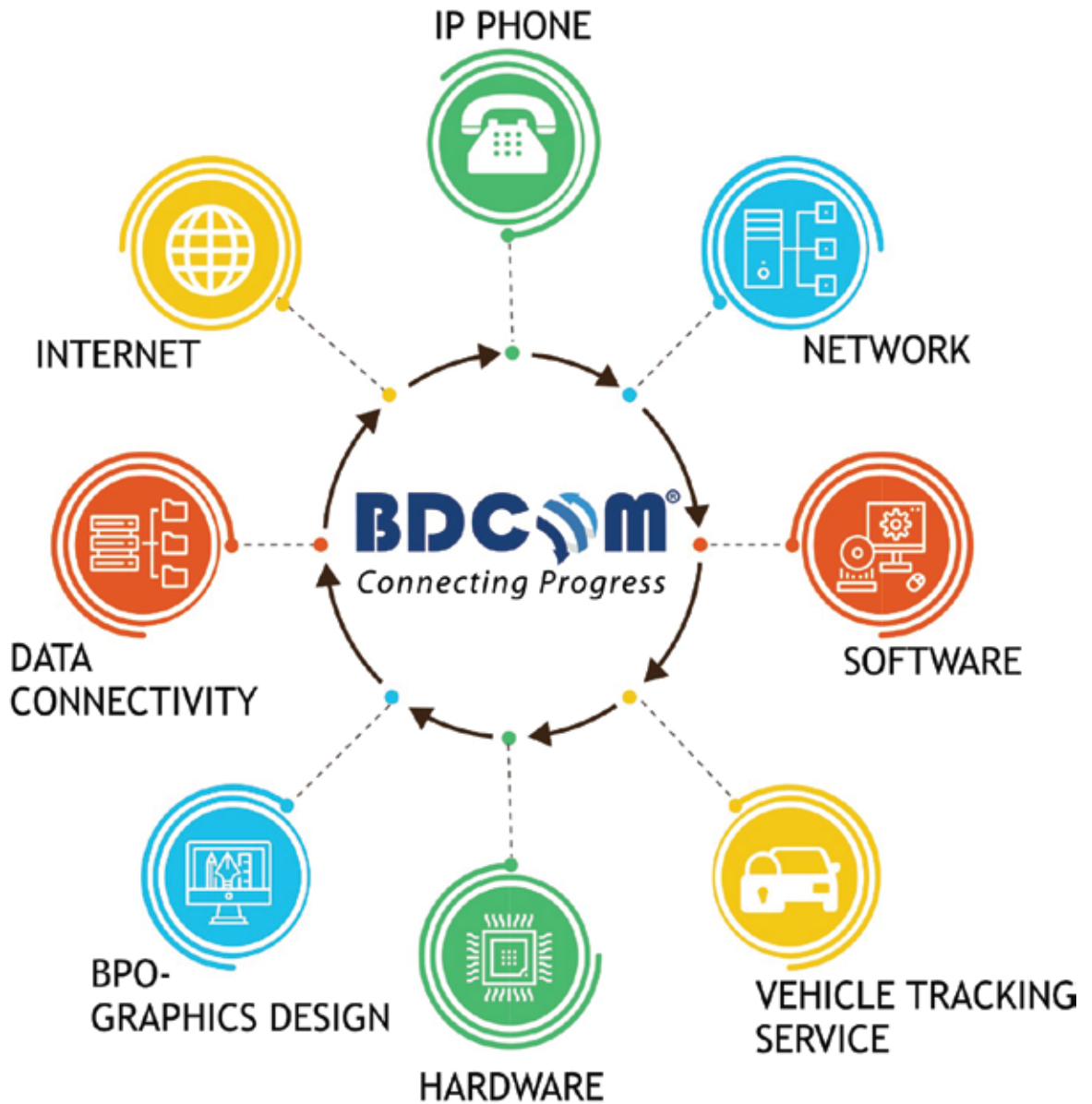
OUR VALUES

Enhance Lives	Envision Business	Enrich Deliveries	Effective Associations
<p>BDCOM Online Ltd. is committed to provide highly integrated solutions to its customers by sorting out different technological services into simplified solutions</p>	<p>One of the major aspect of a leading business is to follow the best business practices and stand out as an example to others. We adhere to this aspect by following the best business practices inheriting all the business policies.</p>	<p>We are always on the lookout for more ways to better serve our clients and one major point that makes us stand out is our commitment of delivering the products and services on-time.</p>	<p>Through establishment of effective communication, accurate planning and capacity scheduling, we thrive to set up complete linkage between up, mid and downstream sectors.</p>
1	2	3	4

HISTORY & MILESTONES



PRODUCTS & SERVICES



OBJECTIVES

Facilitate and promote the use of ICT in all sectors of the economy and social class according to the Digital Bangladesh Vision.

Develop an efficient ICT infrastructure that provides open access to International and National Network

To provide data connectivity even to the remotest part of the country with its nationwide network

To introduce latest technologies like radio/wireless or FTTH to ensure reliable and seamless broadband connectivity

To provide enterprise-grade data security solutions to the clients in order to protect sensitive information

Create employment opportunities in ICT sector and help battling the unemployment rate of the country

To provide reliable and professional hosting service to daily newspapers and other sites with high traffic websites

AWARD ACHIEVED

ICSB NATIONAL AWARDS

for Corporate Governance Excellence

2018



2014



BDCOM Online Ltd. won the prestigious ICSB National award Two Times in 2014 and 2018. This award strengthen the position of BDCOM in the ICT industry in Bangladesh as a high performing and strong value adding company.

PROFILE OF BDCOM

BDCOM Online Ltd. is a trusted name for Internet Service, e-commerce Service, IT Infrastructure Development and Industry Standard Software. BDCOM was incorporated as a private limited company on February 12, 1997 under the Companies Act, 1994, and registered with the Registrar of Joint Stock Companies of Bangladesh. Subsequently, the Company has converted into a public limited company in 2001 with a view to float its share to the public. Fast forward 25 years since its inception, BDCOM now provides a much wider variety of services in the market. BDCOM provides nationwide Internet and Data Communication Service, IP Telephony & IP PABX Service & Solution, Vehicle Tracking & Fleet Management System, Network Appliances & Accessories, Graphic Design & Image Editing (Business Process Outsourcing), System Integration and Consultancy, Software & Web Development, Network Appliances & Accessories (Cisco, Juniper etc.) and Enterprise Hosting. The company, as of now, is involved in several other promising and enticing projects and from here on, we can only move forward towards prosperity.

The major business lines of BDCOM are as follows:

- | | |
|--|--|
| <input type="checkbox"/> Nationwide Business Internet Services | <input type="checkbox"/> Collocation Solutions |
| <input type="checkbox"/> Home Broadband Internet Services | <input type="checkbox"/> Corporate Network Development |
| <input type="checkbox"/> Nationwide Data Communication Services | <input type="checkbox"/> IT Infrastructure Consultancy |
| <input type="checkbox"/> IP Telephony Services & IPPBX Services | <input type="checkbox"/> Intelligent Automation |
| <input type="checkbox"/> System Integration (SI) and Managed Services | <input type="checkbox"/> Digital Marketing & Branding |
| <input type="checkbox"/> Software & Web Development | |
| <input type="checkbox"/> Vehicle Tracking System & Fleet Management Services | |
| <input type="checkbox"/> Virtual and Corporate/Enterprise hosting Services | |

The majority of BDCOM's clients are Banks, NBFIs, corporate, telecom and home users. Having 475 employees with 235 of them being highly qualified, skilled and experienced in providing technical expertise. BDCOM aims to provide high quality and efficient service throughout Bangladesh.

BOARD OF DIRECTORS

Mr. Wahidul Haque Siddiqui
Chairman

Mrs. Qurrattul Ann Siddiqui
Director

Mrs. Quamrun Nahar Begum
Director (Representative of Hornbil Apparel Limited.)

Mr. Md. Shafiqul Alom (Sumon)
Director (Representative of Norban Fashion Ltd.)

Mr. Md. Khalid Hussain, FCA
Independent Director

Mr. S M Golam Faruk Alamgir
Managing Director

Mr. A.K.M. Kutub Uddin
Company Secretary

EXECUTIVE COMMITTEE.

Mr. Wahidul Haque Siddiqui
Chairman

Mrs. Qurrattul Ann Siddiqui
Director

Mr. S M Golam Faruk Alamgir
Managing Director

Chairman

Member

Member

AUDIT COMMITTEE

Mr. Md. Khalid Hussain, FCA Independent Director	Chairman
Mrs. Qurrattul Ann Siddiqui Director	Member
Mrs. Quamrun Nahar Begum Director (Representative of Hornbil Apparel Limited.)	Member

NRC COMMITTEE

Mr. Md. Khalid Hussain, FCA Independent Director	Chairman
Mrs. Qurrattul Ann Siddiqui Director	Member
Mrs. Quamrun Nahar Begum Director (Representative of Hornbil Apparel Limited.)	Member

MANAGEMENT COMMITTEE

Mr. S M Golam Faruk Alamgir Managing Director	Chairman
Mr. A.K.M. Kutub Uddin Executive Director & Company Secretary	Member Secretary
Mr. Faker Ahmed, FCA Chief Financial Officer	Member
Mr. S.M. Kamruzzaman Chief Technology Officer	Member
Mr. Gazi Zehadul Kabir Chief Strategy Officer	Member
Mr. Anowar Hasan Sabir Chief Information Officer	Member
Mr. Kazi Md. Abdullah General Manager & Head of Graphics	Member
Mr. M. Shykot Raihan General Manager	Member

PURCHASE COMMITTEE

Mr. A.K.M. Kutub Uddin Executive Director & Company Secretary	Chairman
Mr. S.M. Kamruzzaman Chief Technology Officer	Member Secretary
Mr. Faker Ahmed, FCA Chief Financial Officer	Member

HUMAN RESOURCES

We believe that our human resources are our finest asset which significantly contributes to the company's growth and success in both the short run as well as the long run. Dynamism in a corporate body has a close relationship with the development of human resources. In line with this perception, we have sharpened our focus on recruiting, training and developing our human resources by a series of development activities throughout the year. We have also created a sense of community among the employees, encouraging them to interact with each other in numerous Management Committee meetings across all departments. These discussions have helped the employees to learn each other's responsibility, grow their individual skill and develop a deep understanding about the company's culture as a whole through interpersonal communication. This in turn, has led to a development of mutual respect among the employees and a positive atmosphere in the workplace.

The company also provides festival bonus, incentive bonus, provident fund and Worker's Profit Participation & Welfare Fund (as per Labor Law by transferring 5% of the Net Profit before tax) to all the employees. All employees are under coverage of "Group Term Life Insurance" and employees and their dependents are under coverage of "Hospitalization Insurance Scheme". Transportation facilities are provided to the top executives of the company. Adequate allowances are also given to the employees. Lunch and refreshments are also provided to the employees at a subsidized rate. The company has nine major departments and 235 highly qualified, trained and skilled personnel and 240 non-officer staffs. We also have specialized internship programs which helps to groom the younger generation and helps them take their first step towards a prosperous and successful corporate career. Many of the interns are retained by the company and are trained to tackle and deal with challenges.

BDCOM strongly values the importance of human resources and the significance it has not just on the company itself, but also from the individual perspective as well as from the economy's perspective.

KEYS TO SUCCESS

- Skill Matrix
- Domain Expertise
- Service Innovation
- Company Financial Stability
- International Standard Quality Policy
- Effective Communication
- High Value Customer Profile
- Skilled and Efficient Workforce
- Long Service Experience Portfolio
- Quality Service & Customer Satisfaction

INITIATIVES OF BDCOM TO DRIVE SOCIAL IMPACT

Achieving success and growth is a team effort and BDCOM knows it. The company always welcome collective efforts from the stakeholders and support from every segment of the society in pursuit of achieving its goals. BDCOM believes that the society, which enabled the company to flourish, de-serve to get back from the company. Sustainable initiatives are an intrinsic way of working that goes beyond simple financial results or returns.

One of the key activities that BDCOM do is to invest in the development of the youth in the country. BDCOM strongly believe that the youth hold the key to the future, not just of this company, but also of the ICT sector of Bangladesh.

To better equip the youth of our country, BDCOM initiated the internship program. The interns are an integral part of the future plans of the company. The internship opportunity pro-vides them with a solid platform to kick launch their professional careers in the ICT sector of Ban-gladesh. The skills they develop during their internship period helps them tackle everyday challeng-es in the corporate world. It also equips them with better decision making ability and leadership qualities. The corporate culture itself is such in BDCOM that the employees themselves help out the interns by training them, sharing their knowledge and experience and making them aware of the future challenges which lie ahead. Under the guidance and supervision of the highly qualified em-ployees, the interns flourish. The ones who leave the company are well equipped to tackle any kind of challenges and thus end up getting quality jobs in the competitive ICT job market.

EMPLOYEE BENEFITS AND RESOURCE DEVELOPMENT

EMPLOYEE PROVIDENT FUND

BDCOM Online Ltd. has a contributory provident fund scheme for its permanent employees. This fund is administered by the Board of Trustees and it is funded by contributions from employees and BDCOM under a predetermined rate. These money are then duly deposited to a separate bank account and invested under prescribed guideline of Bangladesh Labor Law.

INSURANCE

Employees of BDCOM Online Ltd. are covered under the Group Term Life Insurance scheme and Hospitalization Insurance scheme.

WORKERS' PROFIT PARTICIPATION & WELFARE FUND (WPP & WF)

Provision for Workers Profit Participation & Welfare Fund has been made at 5% of net profit as per provision of Bangladesh Labor Law, 2006 and is paid to workers as per law dictates.

TRAINING AND DEVELOPMENT PROGRAMS

Employees of BDCOM Online Ltd. are enrolled in several training and certificate programs as the company deem necessary. These trainings enhance the knowledge and skills of individual employees and are funded by the company. Employees are also encouraged to participate in many Government funded training programs. Apart from this, several employees achieved individual awards by participating many National and International training programs.

For Workers and technical people, BDCOM has separate manager to ensure proper skills are developed.

ENTERPRISE RISK MANAGEMENT

Every company faces a lot of risks during its operation. Risks arrive from all aspects both internal and external. In a developing country and in a fiercely competitive industry, risks come in significant numbers. BDCOM Online Ltd. faces different type of risks due to the complexity of the business and the nature of industry it operates in. But to mitigate these risks is an essential part of becoming a successful company by achieving business, financial, customer-centric and social goals as well as meeting the legal and compliance responsibilities.

OPERATIONAL RISK

The management has overall responsibility for the establishment and oversight of the company's risk management framework. Risk management policies, procedures and systems are reviewed regularly to adjust with the changes in market conditions and the company's activities. To operate successfully and in pursuit of maximizing the opportunities and minimizing the impacts faced by the company, senior management of BDCOM has established a team consisting of several experienced and well versed personnel. This team operates internally and free from any other influences. The team identifies particular events or circumstances relevant to the Company's objectives, both risks and opportunities, and assess them in terms of likelihood and magnitude of impact, determine a solid strategy of actions and monitor progress. This team is headed by the honorable Chairman of BDCOM and consist of the Managing Director, Head of departments and concerned senior managers.

CREDIT RISK

Credit risk is the risk of financial loss to the company if a customer or a financial instrument fails to meet its contractual obligation and arises principally from the company's receivables from customers. Management has a credit policy in place and exposure to credit risk is monitored on an ongoing basis. Risk exposures from other financials assets, i.e. cash at bank and other external receivable are nominal.

LIQUIDITY RISK

Liquidity risk is the risk that the company will not be able to meet its short term financial obligations as they fall due. The company's approach to managing liquidity (cash and cash equivalents) is to ensure, as far as possible, that it will always have sufficient assets to meet its liabilities when due, under both nominal and stressed conditions, without incurring unacceptable losses or risking damage to a company's reputation. Typically, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparations of the cash flow forecast, prepared based on time line of payment of the financial obligation and accordingly arrange for sufficient liquidity/fund to make the expected payment within due date.

MARKET RISK

Market risk is the risk that any change in market prices such as foreign exchange rates and interest that affect the company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters.

a) Currency Risk

As at June 30, 2021 there was little exposure to currency risk as there were a very few foreign currency transactions made during the reviews.

b) Interest Risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowing. Interest rate fluctuation probability is very minimal and within tolerable range. The company has been not entered into any type of derivation instrument in order to hedge interest rate risk as at the reporting date.

OTHER RISKS

Some of the other risks which might affect the company are competitor risk, strategic risks, etc. The IT sector of Bangladesh is very competitive and there are new entrants in the market every day. Hence it is important for BDCOM Online Limited to be aware of its competition. Strategic risk is defined as the risk associated with existing strategy, future business plans and strategies, including plans on entering new business lines, expanding existing services through organic business growth, mergers and acquisitions or exposure loss resulting from a strategy that turned out to be defective or inappropriate.

Brief Resume of the Directors:

Mr. Wahidul Haque Siddiqui

Wahidul Haque Siddiqui an eminent and visionary entrepreneur of this country. A native of Chittagong and raised in Dhaka, he completed his education from Adamjee Cantonment College and later on pursued his Bachelor's degree in Commerce from the University of Dhaka.

Wahidul Haque Siddiqui commenced his entrepreneurial career 1990 with buying house 'Norban Fashion Ltd'. In a few years time he garnered ample of expertise and knowledge about the Ready-Made Garments (RMG) sector and established two factories 'Hornbill Apparels Ltd.' and 'Norban Comtex Ltd'. Mr. Siddiqui's bold and strategic leadership made Norban, one of the leading RMG factories in Bangladesh. His knowledge on all the aspects of RMG is unparalleled.

Wahidul Haque Siddiqui being a visionary witnessed the emergence of ICT globally. He anticipated this change Bangladesh in late 1990s. Hence took the initiative of establishing one of the first ISP of this country BDCOM Online Ltd. in 1998. Under Mr. Siddiqui's well steered direction BDCOM has won several accolades including the prestigious National award. He is currently serving as the Chairman of the board at BDCOM Online Ltd.

Mr. Siddiqui a serial entrepreneur has a strong presence in number of industries. He occupies position in the board of Norban Group, Dowlutennesa Equities Ltd., Asia Pacific General Insurance Company Ltd., and several others. His resourceful mindset and goodwill are appreciated at home and abroad. He is actively associated with several charity organizations.

Mrs. Qurrattul Ann Siddiqui

Mrs. Qurrattul Ann Siddiqui is one of the founding directors of BDCOM Online Ltd. She has been actively associated with several business organizations. Mrs. Siddiqui born and raised in Dhaka completed her graduation from University of Dhaka.

Mrs. Siddiqui holds a management position in Norban Group, a leading RMG conglomerate in the country. She has been involved in the creating new strategies and devises new business ideas. Her diversified knowledge and insight has helped BDCOM to flourish in the IT sector. As a mindful well-wisher and director, the company's grave success has been the top of her priorities.

She has an active presence in several social and charity organizations across the country. She runs a charitable school for underprivileged children in the capital. Her charitable appreciation is only one of her many insightful traits.

Hornbill Apparel Ltd.

Hornbill Apparel Ltd. is the corporate sponsor and director of the company. They have been successfully engaged with apparel business in Bangladesh for a long period of time.

Norban Fashion Ltd.

Norban Fashion Ltd. represented by Md. Shafiqul Alam (Sumon) has been successfully engaged with RMG sector for a long period of time.

Mr. Md. Khalid Hussain, FCA

Mr. Md. Khalid Hussain son of late Mohammed Hussain is a Chartered Accountant and a Fellow Member of the Institute of Chartered Accountants of Bangladesh. Mr. Hussain has more than 20 years experience in dealing with various financial, operational and commercial matters in MNC and Local Corporate. Mr. Hussain hold various senior positions in MNC and renowned local conglomerate like New Zealand Dairy Board, Beximco Group, Esquire Group. Mr. Hussain did his CA Article ship from one of renowned CA Firm. Mr. Hussain has vast experience in dealing with Board Meeting in both public and private companies.

Mr. S M Golam Faruk Alamgir

Mr. Alamgir has obtained his MBA degree in Marketing and is the Managing Director of BDCOM Online Ltd. The Commander in chief of BDCOM is well experienced in ICT Business and has been engaged with this sector for more than 31 years. He has participated in many local and international events, trainings and workshops.

CODE OF CONDUCT

Our Code of Conduct is based on our values and the purpose of these codes is to ensure that all the employees, managers and executives within BDCOM Online Ltd. act in accordance with these values and principals respecting the core value of the company. These codes are designed in a way as to give a clear perception about what is expected from the people inside the company. We are always committed to conduct our business in an ethical, legal and responsible way.

The codes are as follows:

1. Legal Compliances

BDCOM Online Ltd. ensures that all its business activities adhere to all applicable National Legal requirement and are well maintained within the set policies by the Government. BDCOM also comply with the applicable anti bribery/anti-corruption rules and regulations in its business activities.

2. Confidentiality in Work

BDCOM works with multiple clients from multiple industries and it is very important to maintain confidentiality while dealing with sensitive issues within each company. BDCOM always ensures that client's data and other information is well protected and are not disclosed to any third party. BDCOM achieved the trust of hundreds of clients with these strict rules of confidentiality in every deal.

3. Employee Participation

BDCOM Online Ltd. is always striving to move forward and value each employee as their contribution is what is driving the company ahead. The company encourages its employees to share ideas and knowledge with management as well as between themselves. This enables a great culture of idea sharing inside the company which brought forward many new business activities.

4. Health & Safety at Work

The company ensures that the workplace and its environment do not endanger the physical integrity or health of the employees. Training programs to reduce accidents and improving working conditions with additional safety gears is an ongoing process. Employees have access to drinking water, sanitary equipment social rooms, built and maintained in accordance with applicable legal requirements.

5. Work Environment

BDCOM ensure an exciting and progressive working environment for its employees which is free from all type of discriminations and harassments. The company ensures that all the employees acts professionally and refrain from frauds, dishonesty, deceit or any act that violates the core value of the company.

6. Restrictions on dealings in BDCOM shares by insiders

BDCOM has restricted trading of its shares by Sponsor/Directors, Employees and other insiders. The Securities Laws also impose restrictions on similar transactions. All the insiders are prohibited from trading in the Company's shares, while in possession of unpublished price sensitive information in relation to the Company during prescribed restricted trading period. Sponsors/Directors and Employees are also restricted to notify their intention to trade in the BDCOM shares prior to initiating the same.



Message From The

Chairman

Dear Shareholders,

Assalamu Alaikum Warahmatullahi Wabarakatuh.

I would like to welcome you to the 25th Annual General Meeting of BDCOM Online Ltd. and convey my greetings to all of you for gracing this event.

BDCOM Online has come a long way since the inception in 1997. We have established ourselves as one of the leading companies in the ICT industry through offering unparalleled ICT services. We are on continuous process of developing and upgrading our network services to connect people across the nation with ICT services. This commitment of ours is reflected on our sustainable growth and development. This growth has been possible due to support and confidence bestowed upon us from all stakeholders.

BDCOM in this past year has upgraded their network services across the country. In this current expansion the network capacity has been upgraded from 10G to 40G. This is to ensure the clients receive best in class services and prioritizing sustainable growth. We are planning to expand to a more robust 100G network in the future. The ISP unit of BDCOM has been ensuring quality internet services to our clients through 'SMILE Broadband' and the newly launched 'Broadband360'. Through the launch of 'Broadband360' BDCOM has achieved a landmark success in the ICT industry for providing safe internet service along with the unique Triple play service: ultrafast Internet Bandwidth, Eco friendly IP Phone, and an IPTV for online entertainment.

I am also delighted to announce BDCOM Head office has shifted to a new larger office in Gulshan C/A, this gives a new working environment for all employees abiding by all health guidelines.

The COVID-19 pandemic has brought some unanticipated challenges in the business community. Global business houses are still struggling to adopt to the new normal. The global and local supply chain remains disrupted making the business activities more challenging. The Bangladesh economy has been affected by the economic shocks brought by the pandemic but has fared well. Due to proper fiscal support by the government. The ICT industry has suffered in these turbulent times. The government has supported local businesses through incentives. This industry still facing many challenges from allocation of technological and human resources. To realize the Vision-2021 of Digital Bangladesh we need more support from the government through fiscal policies.

BDCOM Online has witnessed the transforming of the ICT industry of this country over the past two decades and we take pride in being a part of this journey. I would like to thank all the shareholders for contributing to the sustainable growth of this company. Your support motivates us to explore new markets, new ideas and create new innovative products. We remain committed in bringing a positive socioeconomic impact with our services and make people believe 'Progress is Possible'.

I want to thank you all from the bottom of my heart and pray all of us are blessed with good health this year



Wahidul Haque Siddiqui

Chairman

BDCOM Online Ltd.



Review From The

Managing Director

Distinguished Shareholders,

Assalamu Alaikum.

We welcome you all to the 25th Annual General Meeting to celebrate our optimism towards your faith in us. On behalf of the Board of Directors and myself, I would like to express my sincere gratitude and profound appreciation to all shareholders for their consistent support for BDCOM. It is your kind patronage and continued support that have always resulted in sustainable development of BDCOM Online Ltd.

As we move forward, we feel it is important that BDCOM continues to make it impactful in people's lives through our services and our values. At BDCOM, these values and principles make us who we are, which drive us to create products and render services that are better, economical, and more enjoyable for your home, office, industry or wherever you like to be.

During this fragility and vulnerability of the Global Economy due to Covid-19 Pandemic, in spite of the adverse economic situations, high cost of supply chain, regulatory hardship and massive fiber cut, the company was able to underwrite substantial business, and this was possible due to earnest commitment and relentless effort by all of our fellow colleagues, support from the honorable clients and stakeholders and above all, the valuable inputs and direct monitoring of our Honorable Chairman and the Board. Due to the dynamic policy actions from the Management of BDCOM the usual growth is merely hindered as the emphasis has been for continuing development activities to achieve development and sustainable economic growth of the Company. Our mission "Progress Possible" has proved to be realistic even in this pandemic.

Our company's commitment to ensuring the finest operating efficiencies across the country is reflected in this strong performance. We value our history and are committed to BDCOM's long-term success. Our stakeholders' faith and confidence, especially yours, our valued shareholders, have been critical fuel in our never-ending journey of steady growth and improvement.

BDCOM prioritizes the well-being of its employees so that they can remain focused on the delivering efficient service to customers at all times.

On behalf of the Board of Management and Leadership Team, I extend our sincere thanks to all of my colleagues for their commitment and dedication, which enabled us to deliver on all our promises this year. We would also like to thank our clients for their trust they have bestowed upon us. And finally, would like to thank our honorable shareholders for the confidence that they have shown in our business and their ongoing support to our strategy -“Connecting Progress”.

With Best Regards,



S M Golam Faruk Alamgir

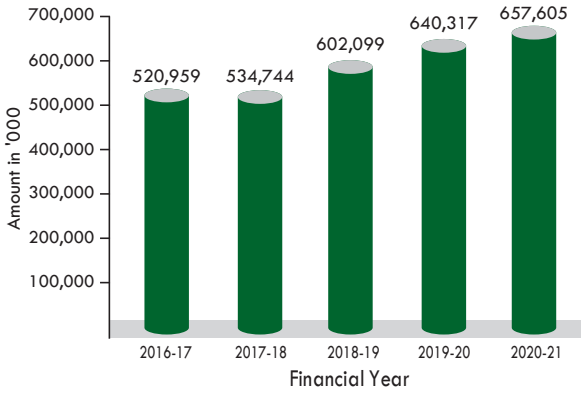
Managing Director
BDCOM Online Ltd.

FINANCIAL HISTORY OF FIVE YEARS

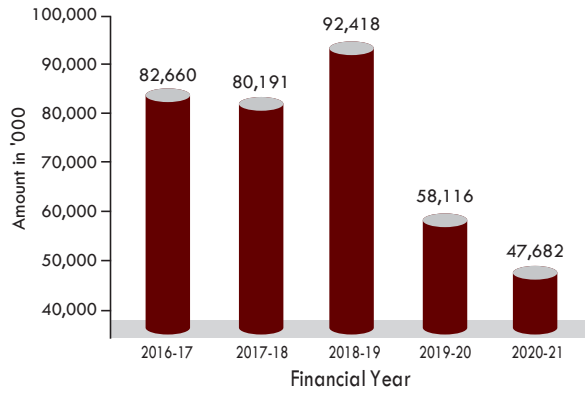
Particulars	Figure in Thousand Taka				
	2020-2021	2019-2020	2018-2019	2017-2018	2016-2017
Authorized Capital	1000,000	1,000,000	1,000,000	1,000,000	1,000,000
Paid-up Capital	543,680	517,791	488,482	465,221	443,067
Tax holiday reserve	21,556	21,556	21,556	21,556	21,556
Retained Earnings	161,658	153,406	152,665	124,642	98,640
Shareholders' equity	846,399	812,257	778,162	723,608	677,301
Current Liabilities	297,363	263,076	197,334	165,558	164,988
Deferred Tax Liabilities	16,185	15,728	14,443	13,156	10,935
Cash Dividend	27,184	25,890	29,309	32,565	22,153
Dividend (Stock)	27,184	25,890	29,309	23,261	22,153
Revenue from Sales and Services	657,605	640,317	602,099	534,744	520,959
Non-Operating Income	27,438	32,352	31,456	19,629	16,101
Cost of Sales & Service	309,633	307,549	258,383	238,126	229,888
Administrative & Marketing Expenses	244,999	220,409	199,039	162,856	152,170
Depreciation on fixed assets	49,225	49,892	48,888	46,521	47,430
Provision for Income Tax	31,333	18,153	25,940	12,994	14,491
Property Plant & Equipment	357,415	352,797	361,786	345,868	343,922
Deferred Revenue Expenditure (Net)	-	0	0	0	0
Long Term Security	54,408	54,049	28,923	3,926	3,851
Inventories	18,843	18,107	19,766	14,389	15,819
Advance, Deposits & Prepayment	38,687	27,997	20,636	15,003	12,903
Trade & Others Receivable	204,306	210,864	171,631	163,108	147,809
Cash & Cash Equivalent	92,693	66,143	43,571	32,571	40,098
Gross Profit	347,972	332,768	343,716	296,618	291,071
Net Profit after Tax	60,031	59,359	83,849	79,726	64,293

Graphical View of Selected Growth Indicators for the Last 5 Years

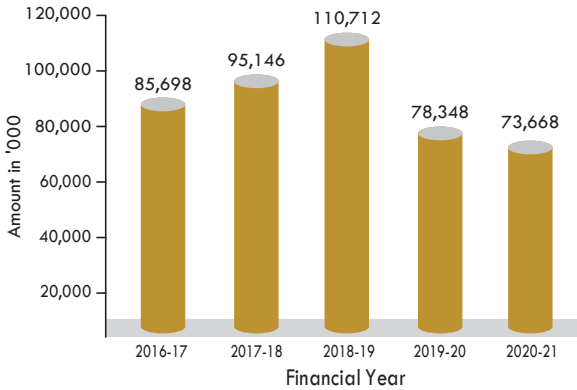
Revenue (Net of VAT)



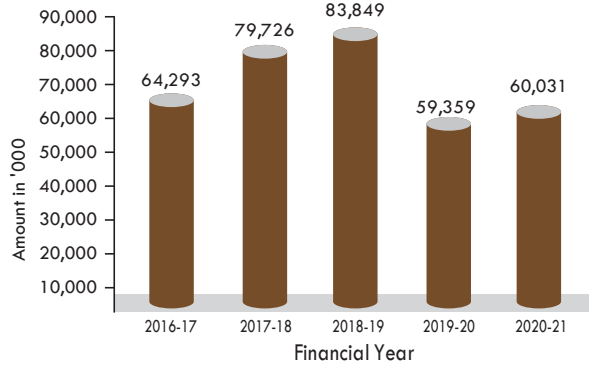
Operating Profit



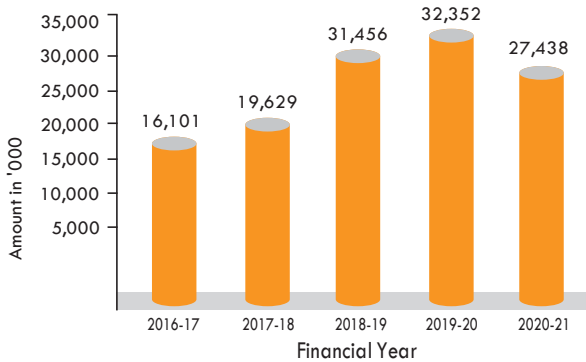
Net Profit Before Tax



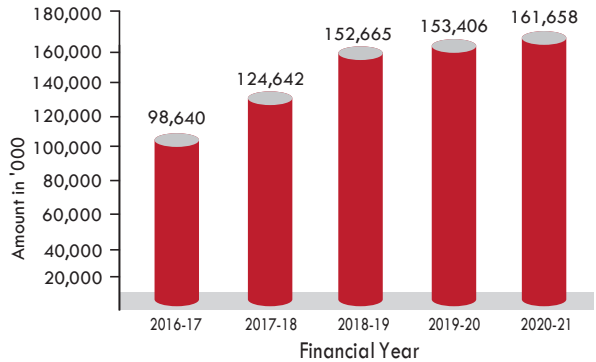
Net Profit After Tax



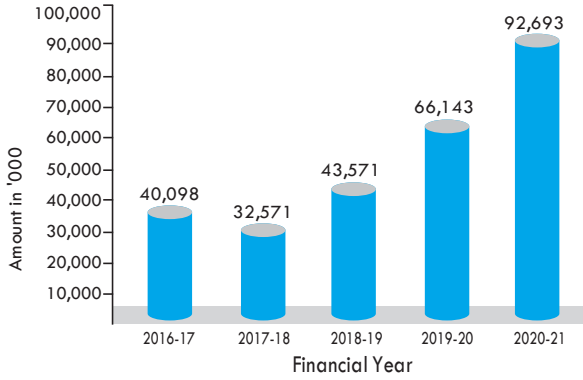
Non Operating Income



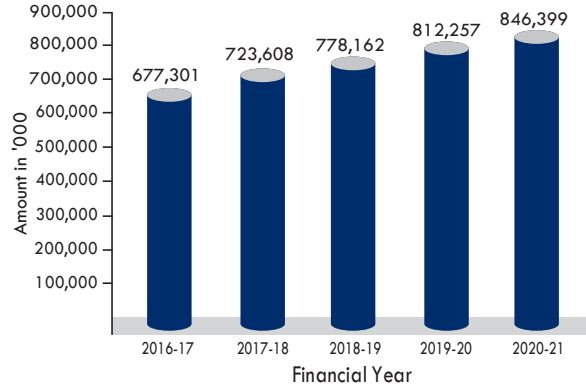
Retained Earnings



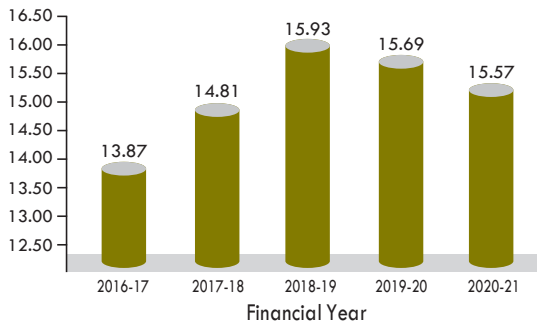
Cash & Cash Equivalent



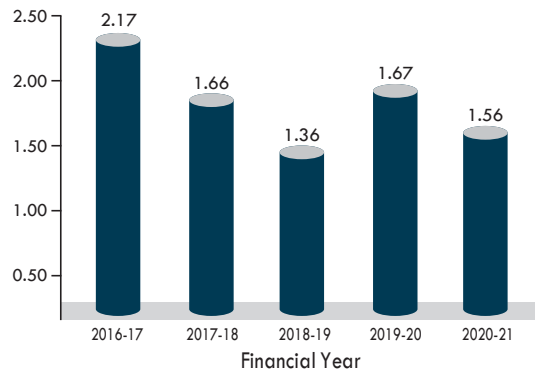
Shareholders' Equity



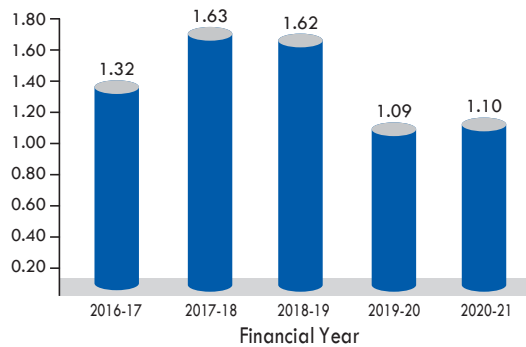
NAV Per Share



NOCF Per Share



Basic Earnings Per Share (Adjusted)



DIRECTORS' REPORT TO THE SHAREHOLDERS FOR THE YEAR ENDED JUNE 30, 2021

Dear Fellow Shareholders,

The Board of Directors of BDCOM Online Ltd. with immense pleasure takes this opportunity of presenting the Annual Report and the Audited Financial Statements for the year ended June 30, 2021 together with the Report of the Auditors to the shareholders on the occasion of 25th Annual General Meeting of the Company for valued consideration, approval and adoption.

Enhanced value of Shareholder's Investment:

During the year under review, net revenue was Tk. 657.61 Million with 2.70% increase compared to the revenue of previous year.

The Directors take pleasure in reporting the financial results of the Company for the year ended June 30, 2021 (as mentioned in the Statement of Profit or Loss and Other Comprehensive Income). Details of the same are given below:

Description	June 30, 2021	June 30, 2020
Gross Profit	347,972,299	332,768,032
Operating Profit	47,681,631	58,116,435
Non-Operating Income	27,437,633	32,351,591
Net Profit before WPP & WF	77,351,919	82,265,656
Provision for WPP & WF	(3,683,426)	(3,917,413)
Provision for Income Tax	(13,180,259)	(18,153,452)
Provision for Deferred Tax	(457,576)	(835,543)
Net Profit after Tax	60,030,658	59,359,248
Less: Dividend Distribution of Previous Year	51,779,140	(58,617,900)
Add: Profit brought forward	153,406,179	152,664,831
Surplus Available for Appropriation	161,657,697	153,406,179

Dividend and explanation regarding recommendation of Stock Dividend:

The Board of Directors pleased to recommend 5% Cash Dividend & 5% Stock Dividend for the year ended 30th June, 2021 which will be confirmed in the 25th Annual General Meeting to be held on 17th Dec 2021. And-

- a) 5% Bonus shares amount will be utilized for the network expansion.
- b) The bonus shares is declared out of share premium.
- c) The bonus share is not declared from capital reserve or revaluation reserve or any unrealized gain or out of profit earned prior to incorporation of the company or through reducing paid up capital or through doing anything so that the post-dividend retained earnings become negative or a debit balance.

Disclosure on Dividend Distribution:

BDCOM pay off the dividend to the shareholders within 30 days of approval and submit a compliance report to the Exchanges and to the Commission in respect of dividend payment within 7 (seven) working days.

Interim Dividend

No bonus share or stock dividend has been declared by the Board as interim dividend and there was no effect of such in the Company's financial position.

Retirement and Re-election of Directors:

As per Companies Act, 1994, each year one-third of the Directors (except Independent Director) retire from office at the Annual General Meeting and if eligible, may offer themselves for re-election by shareholders at the Annual General Meeting. In line with the Companies Act, 1994, the following Directors will retire at the 25th Annual General Meeting:

1. Mr. Wahidul Haque Siddiqui
2. Mrs. Qurrattul Ann Siddiqui.

The above Directors are eligible, offer themselves for re-election for the next term.

Appointment of Independent Director:

The Board of Directors appointed Mr. Md. Khalid Hussain, FCA as Independent Director of the Company for next 3(three) years as per BSEC Notification No. BSEC/CMR-RCD/2006-158/207/Admin/80 dated 03 June, 2018 is placed before the shareholders in the 25th Annual General Meeting for approval.

Appointment of Auditors:

The office of the present Auditor M/S. Ahmed Zaker & Co., Chartered Accountants will expire with the completion of 25th Annual General Meeting and the Board of Directors recommended the appointment of M/S. Ahmed Zaker & Co., Chartered Accountants, BSEC Penal Auditor as statutory auditors for the year ended June 30, 2022 and to fix their remuneration BDT 1,10,000.00 plus VAT for approval of the shareholders in the 25th Annual General Meeting.

Appointment of Compliance Professionals for the certificate on compliance with the Corporate Governance Code of BSEC:

As per notification no. BSEC/CMRRCD/2006-158/207/Admin/80: dated June 03, 2018, The Board recommended the appointment of M/S. Atik Khaled Chowdhury, Chartered Accountants, to issue "Corporate Governance Compliance Certificate" of the Company for the year 2021-2022 and to fix their remuneration BDT 25,000.00 plus VAT for approval of the shareholders in the 25th Annual General Meeting.

Directors Responsibilities for Financial Statements:

The Board is responsible to present a fair, balanced and understandable assessment of the Company's position and prospect as a part of good governance and to that end the Directors' confirm to the best of their knowledge that:

The Financial statements prepared by the management for the year ended 30 June 2021 give a true and fair view of the state of the company about the result of its operation, cash flows and changes of equity.

Proper books of accounts as required by the prevailing laws have been maintained.

Appropriate accounting policies have been consistently applied in preparing the financial statement and that the accounting estimates are based on reasonable prudent judgment.

The financial statements have been prepared in accordance with applicable IAS/IFRS.

The system of internal control and check are in effect and maintained properly.

The company has sound and strong operational strengths and ability to continue as a going concern. As such, there is no doubt of its continuity.

There is no deviation from last year operating results

The key operating and financial data for the proceeding five years have been shown in the Financial History of Five years: Annexed herewith. (Page-23)

Corporate Governance:

BDCOM Online Ltd. is pledge bound to adopt necessary measures of good governance abiding by all prevailing Rules and Regulations. Status of compliance with the conditions imposed by the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 issued under section 2CC of Securities and Exchange Ordinance, 1969 is annexed herewith. (Page-40)

Board of Directors Meeting and attendance:

The Company conducts its Board meetings and record the minutes of the meetings as well as keep required books and record in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB).

During the year twenty two (22) Board of Directors meeting were held and the attendance by each directors is given bellow-

Mr. Wahidul Haque Siddiqui	-	Chairman	-	22
Mrs. Qurrattul Ann Siddiqui	-	Director	-	22
Mrs. Quamrun Nahar Begum (Rep: Hornbill Apparel Ltd.)	-	Director	-	19
Mr. Shafiqul Alom (Sumon) (Rep: Norban Fashion Ltd.)	-	Director	-	16
Mr. Jashim Uddin Ahmed Chowdhury	-	Independent Director	-	02
Mr. Md. Khalid Hussain, FCA	-	Independent Director	-	02
Mr. S M Golam Faruk Alamgir	-	Managing Director	-	22

Directors remuneration and fees: Given in page no. 85 (Note - 25.01).

The pattern of shareholding:

		Shares Qty as At 30 June 21	Shares Qty as at 30 June 20	% 2021	% 2020
(a) Parent or Subsidiary or Associate Companies or other related parties:		-	-	-	-
(b) Sponsor, Directors, Managing Director, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children:					
01) Mr. Wahidul Haque Siddiqui	Chairman	- 2,892,975	2,755,215	5.32	5.32
02) Mrs. Qurrattul Ann Siddiqui	Director	- 5,225,948	4,977,094	9.61	9.61
03) Mrs. Quamrun Nahar Begum (Rep: M/S. Hornbill Apparel Ltd)	Director	- 2,595,004	2,471,433	4.77	4.77
04) Mr. Md. Shafiqul Alom (Sumon) (Rep: M/S. Norban Fashion Ltd)	Shareholders Director	- 3,751,923	3,573,260	6.90	6.90
05) Mr. Md. Khalid Hussain, FCA	Independent Director	- -	-	-	-
06) Mr. S M Golam Faruk Alamgir	Managing Director	- -	-	-	-
07) Mr. Sumon Ahmed Sabir	Sponsor	- 803,149	764,905	1.48	1.48
08) Mr. Mohd. Zulfiquar Hafiz	Sponsor	- 596,330	567,934	1.10	1.10
09) Mr. A.T.M Sayeeduzzaman	Sponsor	- 447,004	425,719	0.82	0.82
10) Mr. A. K. M. Kutub Uddin	ED & Company Secretary	- -	-	-	-
11) Mr. CA Faker Ahmed, FCA	Chief Financial Officer	- -	-	-	-
12) Mr. Mohammad Moniruzzaman	Head of Internal Audit	- -	-	-	-
(c) Executives:					
01) Mr. S. M. Kamruzzaman	Chief Technical Officer	- -	-	-	-
02) Mr. Gazi Zehadul Kabir	Chief Strategy Officer	- -	-	-	-
03) Mr. Anowar Hasan Sabir	Chief Information Officer	- -	-	-	-
04) Mr. M. Shykot Raihan	General Manager	- -	-	-	-
05) Mr. Bipul Ranjan Saha	Deputy General Manager	- -	-	-	-
(d) Shareholders holding 10% or more voting interest in the company		- -	-	-	-

Management Discussion and Analysis:

Management's discussion and analysis has been highlighted in the Managing Director's review and in Directors' Report.

Duties of Managing Director and Chief Financial Officer:

As per condition 3(3) of the Corporate Governance Code, the Managing Director and Chief Financial Officer has certified to the Board that-

to the best of their knowledge and belief, they have reviewed financial statements for the year ended 30th June 2021 and that to the best of their knowledge and belief:

- (a) the financial statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
- (b) the financial statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- (c) there were, no transactions entered into by the Company during the year which are fraudulent, illegal or violation of the Company's code of conduct.

Related party transactions:

In compliance with the Bangladesh Securities and Exchange Commission Notification No. We as IT Sector Company for IT related services and data connectivity we are to purchase Bandwidth and use NTTN (Nationwide Telecommunication Transmission Network) transmission line as rental basis from service provider companies. Regarding Bandwidth a few and for NTTN transmission line only 2 companies in Bangladesh. One is Fiber @ Home Ltd. and is our related party. We have transactions with this company regarding Bandwidth purchase & NTTN transmission line rent as a part of normal course of regular business operation All transactions involving related parties arising are conducted on an arm's length basis at commercial rates on the same terms and conditions as applicable to the third parties. Details of transactions with related parties and balances with them as at 30 June 2021 has been provided in note no. 33.01

Now for smooth and uninterrupted transmission/operations as per BSEC Notification No. BSEC/CMRRCD/2009-193/10Admin/118 dated 22 March 2021 clause (1)(b) our transactions related to BANDWIDTH purchase & NTTN transmission line rent amounting 10% and above of the total revenue or turnover as shown in the statement of profit or loss and comprehensive income for the immediate preceding financial year are placed before the shareholders for approval within guided voting procedure as per BSEC notification in the 25th Annual General Meeting of the Company.

Sponsor and Directors all the time jointly holding of minimum 30% (thirty percent) shares of the paid-up capital of the Company:

In compliance with the Bangladesh Securities and Exchange Commission Notification No. BSEC/CMRRCD/2009-193/217/Admin/90 dated 21st May 2019, jointly shareholdings of the Sponsor and Directors of the Company is 30% of the paid-up capital.

Achievement & Future Plan:

BDCOM Online Ltd. has always prioritized delivering operationally efficient and quality services to our clients. The substantial growth of BDCOM over the last 24 years exhibits our commitment to our priorities. The pandemic has hindered business activities along with disruptions in global and local supply chain, damaged business confidence index, and spiraling business loss. We at BDCOM are adopting this new normal and are conducting our business with this host of new challenges brought forward from the epidemic and realize our vision of "Progress is Possible " in any circumstances. The systemic financial stress-associated with long-lasting economic damage-has been largely avoided so far, owing to the unprecedented dynamic policy actions taken. However, the path to recovery remains challenging, especially for companies with limited fiscal space, like ours, and is made harder by the differential impact of the pandemic.

The Management team with their entrepreneurial mindset has taken bold decisions to overcome the challenges in this turbulent economy. The emphasis has been on continuation of business development activities and exploring new sectors without relaxing the rules of hygiene to achieve a sustainable economic growth of the Company. This past year the head office has shifted from Dhanmondi to the corporate hub of Gulshan-1. This new premise covers an area of 13,000 square feet to conduct the activities with due diligence.

The Government is committed to realize their goal of 'Vision 2021'. The vision implies integrating the use of technology in a range of sectors education, employment, healthcare, and poverty reduction. In par with this vision 'The Ek Desh Ek Rate' (one country one rate) - program has been introduced to ensure broadband internet supply to the marginal level. We at BDCOM have successfully implemented this initiative "Internet for All", this was announced last year in our success story. We were completely compliant at the zero hour of the announcement as we already rationalized the package "Internet for All " as a Smile Broadband package which echoed the promise of the current Government. With the "Internet for All "package SMILE Broadband is thinking beyond closing the digital divide to investing in the development of a robust digital ecosystem that can facilitate participation in the Fourth Industrial Revolution - intelligent automation ensuring every individual participation in the Internet World.

The "Broadband360" is our most significant outcome of our commitment to the nation and to the vision 2021 of the Digital Bangladesh Government. As the product was designed in accordance with our Social Responsibility, Ethical Business Practice. This program has seen remarkable success in this past year and now is recognized in the industry as a milestone for safe Internet experience through ultrafast connectivity.

In the past year the enhancement of MPLS backbone from 10G to 40G was successfully upgraded. This ambitious vision of BDCOM was successfully completed in the time of pandemic. The work was already accomplished in Metro areas with utmost success. The focus and time investment on countrywide data network expansion was hampered due to scarcity of essential accessories like Fiber Cable, router due to the local and global disrupted supply chain. Moreover, the regular aerial cable cuts in Dhaka, Sylhet, Chattogram, Mymensingh and other districts tremendously impaired the expansion and development of the robust network of BDCOM.

The BDCOM MPLS network is now available in all the districts of the country, also, the last mile is mostly converted to FTTx technology adopting the most successful GPON technology. Our specialty with the GPON technology is that we can connect any last mile endpoint up to 10Gbps maximum which is still very much rare in Bangladesh ISP industry. The Software team at BDCOM has developed Human Resources Management System (HRMS) software which is now a Smart and Intelligent software which records all activities of Human resource over an employee life cycle. The successful deployment of this software in the industrial sector is the starting of a new era for BDCOM.

We at BDCOM are broadening our capacity to diversify to different sectors as we believe our magnitude of solving problems is still boundless. We always are focusing to integrate technology to different platforms for creating innovative products and services. The testimonies of our clients motivate us to leap forward with new goals. The sustainable growth of BDCOM is also reflected when we were awarded an industrial plot at Mirsarai Economic Zone, the largest economic zone in Bangladesh. Since 1997, we are working to ensure access to quality internet for all. This is still a work in progress as we will work relentlessly till the remotest areas of Bangladesh are connected with internet service. As we firmly believe the access to ICT services will bring positive change in this society and realize our vision of 'Progress is Possible'.

Corporate Social Responsibility:

Corporate Social Responsibility (CSR) has become a vital activity for any business we at BDCOM, strongly believe in the CSR activities in which we engage in. One of the key activities we do is that we invest in the development of the youth in our country. The youth hold the key to the future, not just of our company, but also of the ICT sector of Bangladesh. The interns who work in our organization are an integral part of our future plans. The internship opportunity provides them with a solid platform to kick launch their professional careers in the ICT sector of Bangladesh. The skills they develop during their internship period helps them tackle everyday challenges in the corporate world. It also helps them in their decision making process. The corporate culture itself is such in BDCOM that the employees themselves help out the interns by training them, sharing their knowledge and experience and making them aware of the future potential challenges which lie ahead. Under the guidance and supervision of our highly qualified employees, the interns flourish. The ones who leave are well equipped to tackle any kind of challenges and thus end up getting quality jobs in the competitive ICT job market. Hence, if we look at the bigger picture, this eventually goes on to help in developing the labor force of our country in the ICT sector.

BDCOM also financially help several NGOs and they all work for a noble cause.

Acknowledgement:

Finally the members of the Board of Directors like to express their thanks and gratitude to all honorable shareholders, valued clients, Bankers, Suppliers, Vendors, Insurance Companies, Registrar of Joint Stock Companies & Firms (RJSC), Bangladesh Telecommunication And Regulatory Commission (BTRC), Bangladesh Securities And Exchange Commission (BSEC), Dhaka Stock Exchange Ltd. (DSE), Chittagong Stock Exchange Ltd. (CSE)

(CSE) and Central Depository of Bangladesh Limited (CDBL) for their patronage and immense support and co-operation received. The Board of Directors pleased to put on record their appreciation for the teamwork, prompt and prudent decision making, efficient and cordial service and contribution made by the management as well as the employees towards the growth and progress of the Company.

Thanks & regards

For and on behalf of the Board of Directors



Wahidul Haque Siddiqui
Chairman

[As per condition No. 1(5)(xxvi)]

Declaration by Managing Director and Chief Financial Officer

Date : October 28, 2021

The Board of Directors
BDCOM Online Ltd.
JL Bhaban (5th floor), House # 01
Road # 01, Gulshan Avenue
Gulshan # 01, Dhaka-1212

Subject: Declaration on Financial Statements for the year ended on June 30, 2021

Dear Sirs,

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

- (1) The Financial Statements of BDCOM Online Ltd. for the year ended on June 30, 2021 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh and any departure there from has been adequately disclosed;
- (2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
- (3) The form and substance of transactions and the Company's state of affairs have been reasonable and fairly presented in its financial statements;
- (4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
- (5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
- (6) The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regards, we also certify that:-

- i) We have received the financial statements for the year ended on June 30, 2021 and that to the best of our knowledge and belief:
 - (a) these statements do not contain any material untrue statements or omit any material fact or contain statements that might be misleading;

(b) these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.

ii) There are, to the best of knowledge and belief, no transaction entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,



(S M Golam Faruk Alamgir)
Managing Director



(Faker Ahmed FCA)
Chief Financial Officer

AUDIT COMMITTEE REPORT

For the year ended on 30 June 2021

The Audit Committee is appointed by the Board of Directors, as per the requirements of Bangladesh Securities and Exchange Commission (BSEC) notification. The Audit Committee consists of three members. The Company Secretary acts as the Secretary of the Audit Committee.

The Audit Committee of BDCOM Online Ltd. is a sub-committee of the Board, to support the Board in fulfillment of its oversight responsibilities. The terms of reference of the Audit Committee are set by the Board of Directors in line with BSEC notification.

Composition of Audit Committee of BDCOM is as follows

The Audit Committee consists of the following members of the Board of Directors:

Chairman	: Mr. Md. Khalid Hussain, FCA, Independent Director;
Member	: Mrs. Qurrattul Ann Siddiqui, Director;
Member	: Mrs. Quamrun Nahar Begum, Director; (Representative of Hornbill Apparel Limited)
Secretary	: Mr. A.K.M. Kutub Uddin, Executive Director & Company Secretary.

Meeting of the Audit Committee

The Committee had 4(four) meetings during the years 2020-2021. Attendance of the Members was as follows:

Name of the Member	No. of Meeting Held	No. of Meeting Attendance
Mr. Jashim Uddin Ahmed Chowdhury	2	2
Mr. Md. Khalid Hussain, FCA	2	2
Mrs. Qurrattul Ann Siddiqui	4	4
Mrs. Quamrun Nahar Begum	4	4

[Mr. Jashim Uddin Ahmed Chowdhury, Ex-Independent Director has resigned on 18 Feb 2021 (As unable to carry out his business as Independent Director of the Company due to COVID-19 sufferings.) who conducted 2(two) meeting then after Board appointed Mr. Md. Khalid Hussain, FCA as new Independent Director as on 19 April 2021 and this appointment will be placed before Shareholders approval in the upcoming 25th Annual General Meeting.]

Minutes of the Committee Meeting properly recorded.

- To review the annual, half-yearly and quarterly financial statements and other financial results, and upon its satisfaction recommend the same to the Board of Directors for approval;
- To review the adequacy and effectiveness of financial reporting process, internal control system, risk management, auditing matters and the Company's processes for monitoring compliance with regulatory requirements and the codes of conduct;
- To recommend appointment, termination of statutory auditors and determination of the audit fees, for Shareholders approval;
- To consider the scope of work, and oversee and evaluate the work performed by statutory auditors.
- To review non-audit services performed by statutory auditors to the extent permitted by the relevant law, rules and regulations;
- To oversee the activities of Internal Audit and Compliance departments function;
- To review the effectiveness of internal audit function including performance, structure, adequacy of resources, and compliance with professional standards;
- To review the audit finding and material weaknesses and monitor implementation of audit action plans.

Major Activities of the Audit Committee in 2020-2021:

The Committee held 4 (Four) meeting during the financial year 2020-2021. The Managing Director, Chief Financial Officer and Head of Internal Audit and Compliance attended meeting on invitation. The major activities of the Audit Committee in 2020-2021 are stated below-

- Reviewed the internal Control System and the financial statements of first quarter, half year, third quarter and annual financial statements for the year ended June 30, 2021 and subsequently recommended to the Board for consideration and approval.
- Reviewed the integrity of the financial statements of the company to ensure that, these reflect a true and fair view of the company's state of affairs for the year ended 30th June 2021.
- While reviewing the financial statements ensured that proper disclosure required under International Accounting Standards as adopted in Bangladesh have been made and also complied with the Companies Act and various other rules and regulations applicable to the Company.
- Discoursed with the statutory auditors about the nature and scope of audit as well as had post-audit discussions to areas of concern;
- Approved the internal audit plan and directed the Internal Audit and Compliance where appropriate for carrying out in depth audit to ensure that the Company or its assets are not exposed to un due risk;
- Reviewed the work of Internal Audit and Compliance department and made suggestions for improvement;
- Recognized the observations of the Internal Audit and Compliance department regarding internal control and suggestions made to improve operation systems and procedures and their implementation;
- Reviewed the Internal Auditors' reports and suggested appropriate action where needed. Internal Auditors were also advised to carryout audit of all the branches in each year. Branch audit reports are required to ensure their effectiveness and suggest appropriate information where required;
- Reviewed the management report submitted by the statutory auditors and suggested corrective measures and fixed time frame for their implantation; and
- Reviewed the performance of External Auditors performed during the last year and recommended the appointment of M/S. Ahmed Zaker & Co., Chartered Accountants (BSEC penal Auditors) as the Statutory Auditors of the Company for the year 2021-2022.

The above matters are significant for continuous improvement and therefore duly noted and taken care of by the Committee.

Reporting

- Pursuant to Condition # 5.6(a) of the Corporate Governance Code issued by BSEC, the Committee reports that it did not find any conflict of interest or any fraud, irregularity, material defect in the Internal Control System. There are no infringement of laws, rules and regulations also.
- The Committee is of the view that risk management associated with the business of the Company is adequately controlled.

On behalf of the Audit Committee



Md. Khalid Hussain, FCA
Chairman, Audit Committee
28 October, 2021

Nomination and Remuneration Committee Report for the year ended June 30, 2021

The Board of Directors of BDCOM Online Ltd., has duly constituted a Nomination and Remuneration Committee (NRC) as per the requirements of the BSEC Code of Corporate Governance.

The NRC Committee of BDCOM comprises of the following Members:

Mr. Md. Khalid Hussain, FCA	Independent Director	-	Chairman
Mrs. Qurrattul Ann Siddiqui	Director	-	Member
Mrs. Quamrun Nahar Begum	Director	-	Member
(Representative of Hornbill Apparel Ltd.)			

Company Secretary acts as the Member Secretary to the Committee.

Objectives and purpose of the NRC policy:

- a. NRC shall be independent and responsible or accountable to the Board and to the shareholders.
- b. NRC shall oversee, among others, the following matters and make report with recommendation to the Board:
 - (i) Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:
 - (a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;
 - (b) the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - (c) remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;
 - (ii) Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;
 - (iii) Identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;
 - (iv) Formulating the criteria for evaluation of performance of independent directors and the Board;
 - (v) Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and
 - (vi) Developing, recommending and reviewing annually the company's human resources and training Policies.

Implementation:


- a. The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate;
- b. The Committee may delegate any of its powers to one or more of its members.

The activities of the NRC during the year were as follows:

The NRC Committee held one meeting during the year. The Managing Director, Chief Financial Officer and Head of Internal Audit and Compliance attended the meeting by invitation of the Committee-

- i) Reviewed the existing policy relating to the remuneration of the Managing Director, top level executives and employees of the Company;
- ii) Reviewed the criteria for determining the qualifications, positive attributes and independence of Directors;
- iii) Reviewed the criteria for recruitment, replacement and promotion at different levels of the Company.

On behalf of the NRC Committee



Md. Khalid Hussain, FCA

Chairman, NRC Committee

Date: 28 October, 2021

[As per condition No. 1(5)(xxvii)]

Status of compliance with the Corporate Governance Code

Status of compliance with the conditions imposed by the Bangladesh Securities and Exchange Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June, 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

(Report under Condition No. 9)

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
1	BOARD OF DIRECTORS:			
1(1)	Board's Size: The number of the board member shall not be less than 5(five) and more than 20 (twenty).	√		
1(2)	Independent Directors:			
1(2) (a)	At least one-fifth (1/5) of the total of the directors in the company's Board shall be independent directors; any fractional shall be considered to the next integer or whole number for calculating number of independent director(s);	√		
1(2) (b)	For the purpose of this clause "Independent Directors" means a director-			
1(2) (b) (i)	Independent Director does not hold any share in the company or holds less than 1% shares of the total paid-up capital;	√		
1(2) (b) (ii)	Non-connectivity with the company's any sponsor or director or shareholder who holds 1% shares on the basis of family relationship;	√		
1(2) (b) (iii)	Who has not been an executive of the company in immediately preceding 2 (two) financial years;	√		
1(2) (b) (iv)	Who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary/associated companies;	√		
1(2) (b) (v)	Who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	√		
1(2) (b) (vi)	Who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of capital market;	√		
1(2) (b) (vii)	Who is not a partner or an executive or was not a partner or an executive during the preceding 3(three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this code;	√		
1(2) (b) (viii)	Who is not Independent Director in more than 5 (five) listed companies;	√		

Condition No.	Title	Compliance Status (Put “√” in appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(2) (b) (ix)	Who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or a Non-Bank Financial Institution (NBF); and	√		
1.(2) (b) (x)	Who has not been convicted for a criminal offence involving moral turpitude;	√		
1(2)(c)	The Independent Director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM);	√		Will be placed in the 25th AGM
1(2)(d)	The post of independent director(s) cannot remain vacant for more than 90 days; and	√		No such case in the FY: 2020-21
1(2)(e)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only.	√		
1(3)	Qualification of Independent Directors:			
1(3)(a)	Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to the business;	√		
1(3)(b)(i)	Business Leader who is or was a promoter or director of an unlisted company having at least paid-up Tk. 100 million or any listed company’s member or a local/international chamber of commerce or business associate;	--	--	N/A
1(3)(b)(ii)	Corporate leader who is or was a top level executive at least CEO/MD/AMD/DMD/CFO/CS/HF/HFA/HIAC/HAHR or equivalent position of an unlisted Company having minimum Paid-up Tk. 100 million or a listed Company.	√		
1(3)(b)(iii)	Former Official of Government or statutory or autonomous or regulatory body in the position not below 5th grade of the national pay scale, who has at least educational background of bachelor degree in economic /commerce /business or law;	--	--	N/A
1(3)(b)(iv)	University Teacher who has educational background in Economic or Commerce or Business Studies or law;	--	--	N/A
1(3)(b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a CA/ ICMA/ CFA/ CCA/ CPA/CMA /CS or equivalent qualification;	--	--	N/A

Condition No.	Title	Compliance Status (Put “√” in appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(3)(c)	The independent director shall have at least 10 (Ten) years’ experience in any mention field mentioned in clause (b);	√		
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.	--	--	N/A
1(4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer.			
1(4)(a)	The position of the Chairperson of the Board and the Managing Directors (MD) and /or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	√		
1(4)(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold same position in another listed company;	√		
1(4)(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	√		
1(4)(d)	The Board shall clearly define respective roles and responsibilities of Chairperson and The Managing Director and/or Chief Executive Officer;	√		
1(4)(e)	In absence of chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as chairperson for that particular Board’s; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	√		
1(5)	The Directors’ Reports to Shareholders:			
1(5)(i)	An industry outlook and possible future developments in the industry;	√		
1(5)(ii)	The segment-wise or product-wise performance	√		
1(5)(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	√		
1(5)(iv)	A Discussion on Cost of Goods Sold, Gross Profit and Net Profit Margins, where applicable;	√		
1(5)(v)	A discussion on continuity of any extra-ordinary activities and their implications (gain or loss);	--	--	N/A

Condition No.	Title	Compliance Status (Put “√” in appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5)(vi)	A details discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	√		
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any others instruments;	--	--	N/A
1(5)(viii)	An explanation, if the financial results deteriorate after the company goes for Initial Public Offer (IPO), Repeat Public Offering (RPO), Right Offer, Direct Listing, etc;	--	--	N/A
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performance and Annual Financial Statements;	--	--	N/A
1(5)(x)	A statement of remuneration paid to the directors including independent directors;	√		
1(5)(xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	√		
1(5)(xii)	A statement that proper books of account of the issuer company have been maintained;	√		
1(5)(xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;	√		
1(5)(xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;	√		
1(5)(xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	√		
1(5)(xvi)	A statement that minority shareholders have been protected from abusive actions by, or in the interest of controlling shareholders acting either directly or indirectly and have effective means of redress;	√		

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5)(xvii)	A statement that there is no significant doubt 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 there of shall be disclosed;	√		
1(5)(xviii)	An explanation that significant deviations from last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	--	--	N/A
1(5)(xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	√		
1(5)(xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;	--	--	N/A
1(5)(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	√		
1(5)(xxii)	The total number of Board meeting held during the year and attendance by each director.	√		
1(5)(xxiii)	A report on the Pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:-			
1(5)(xxiii)(a)	Parent or Subsidiary or Associate Companies and other related parties (name-wise details);	√		
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details);	√		
1(5)(xxiii)(c)	Executives (Top 5 salaried employees other than above); and	√		
1(5)(xxiii)(d)	Shareholders holding 10% or more voting interest in the company (name-wise details);	√		
1(5)(xxiv)	In case of the appointment or reappointment of a directors, a disclosure on the following information to the shareholders:-			
1(5)(xxiv)(a)	A brief resume of the director;	√		
1(5)(xxiv)(b)	Nature of his/her expertise in specific functional areas; and	√		
1(5)(xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committee of the Board;	√		

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5)(xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting details analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:			
1(5)(xxv)(a)	Accounting policies and estimation for preparation of financial statements;	√		
1(5)(xxv)(b)	Changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	--	--	N/A
1(5)(xxv)(c)	Comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediately preceding 5 (five) years explaining reasons thereof;	√		
1(5)(xxv)(d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	√		
1(5)(xxv)(e)	Briefly explain the financial and economic scenario of the country and the globe;	√		
1(5)(xxv)(f)	Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company; and	√		
1(5)(xxv)(g)	Future plan or projection or forecast for company's operation performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	√		
1(5)(xxvi)	Declaration or certification by the MD or CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A; and	√		
1(5)(xxvii)	The report as well as certificate regarding compliance of condition of this Code as required under condition No. 9 shall be disclosed as per , Annexure-B & C.	√		
1(6)	Meeting of the Board of Directors: The company shall conduct its Board meeting and record the minutes of the meeting as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB).	√		
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer:			

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(7)(a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;	√		
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading ; relationship with environment , employees, customers and suppliers; and independency.	√		
2	Governance of Board of Directors of Subsidiary Company:-			
2(a)	Provision relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;	--	--	N/A
2(b)	At least 1(one) independent director on the board of the holding company shall be a director on the Board of the subsidiary company;	--	--	N/A
2(c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;	--	--	N/A
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;	--	--	N/A
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particulars the investments made by the subsidiary company.	--	--	N/A
3	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO) , Head of Internal Audit Compliance (HIAC) and Company Secretary :-			
3(1)	Appointment			
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC);	√		
3(1)(b)	The position of the Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	√		

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in other company at the same time;	√		
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of CFO, the HIAC and the CS;	√		
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of Board as well as immediate disseminated to the Commission and stock exchange(s)	√		No such case in the FY: 2020-21
3(2)	Requirement to attend Board of Director's Meeting:			
3(2)	The MD or CEO, CS ,CFO and HIAC of the company shall attend the meetings of the Boards: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.	√		
3(3)	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO):			
3(3)(a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief;	√		
3(3)(a)(i)	these statements do not contain any materiality untrue statement or omit any material fact or contain statements that might be misleading; and	√		
3(3)(a)(ii)	these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	√		
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	√		
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	√		
4	Board of Directors' Committee (The Board shall have at least following sub-committees):			
4(i)	Audit Committee; and	√		
4(ii)	Nomination and Remuneration Committee.	√		
5	Audit Committee :			
5(1)	Responsibilities to the Board of Directors:			

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
5(1)(a)	The company shall have an Audit Committee as a sub-committee of the Board;	√		
5(1)(b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	√		
5(1)(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	√		
5(2)	Constitution of the Audit Committee:			
5(2)(a)	The Audit Committee shall be composed of at least 3(three) members;	√		
5(2)(b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director;	√		
5(2)(c)	All the members of the Audit Committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience;	√		
5(2)(d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 1 (one) month from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;	√		No such case in the FY: 2020-21
5(2)(e)	The Company Secretary shall act as the Secretary of the Committee;	√		
5(2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent directors.	√		
5(3)	Chairperson of the Audit Committee			
5(3)(a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	√		

Condition No.	Title	Compliance Status (Put “√” in appropriate column)		Remarks (if any)
		Complied	Not Complied	
5(3)(b)	In absence of the chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be dully recorded in the minutes.	√		No such case in the FY: 2020-21
5(3)(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM);	√		Will present in the 25 th AGM to be held on 17 th Dec 2021
5(4)	Meeting of the Audit Committee			
5(4)(a)	The Audit Committee shall conduct at least its 4 (Four) meetings in a financial year;	√		
5(4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two member or two third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	√		
5(5)	Role of Audit Committee: The Audit Committee shall:-			
5(5)(a)	Oversee the financial reporting process;	√		
5(5)(b)	Monitor choice of accounting policies and principles;	√		
5(5)(c)	Monitor Internal Audit and Compliance process to ensure that is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	√		
5(5)(d)	Oversee hiring and performance of external auditors;	√		
5(5)(e)	Hold meeting with external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	√		
5(5)(f)	Review along with the management, the annual financial statements before submission to the Board for approval;	√		
5(5)(g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	√		
5(5)(h)	Review the adequacy of internal audit function;	√		
5(5)(i)	Review the Management’s Discussion and Analysis before disclosing in the Annual Report;	√		
5(5)(ii)	Review statement of all related party transactions submitted by the management;	√		
5(5)(k)	Review Management Letter or Letter of Internal Control weakness issued by statutory auditors;	√		No such case in the FY: 2020-21

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
5(5)(l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	√		
5(5)(m)	Oversee where the proceeds raise through Initial Public Offer (IPO) or Repeat Public Offer (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission.	--	--	N/A
5(6)	Reporting of the Audit Committee:			
5(6)(a)	Reporting to the Board of Directors:			
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board.	√		
5(6)(a)(ii)	The Audit Committee shall immediately report to the Board on the following findings, if any:-			
5(6)(a)(ii)(a)	Report on conflicts of interests;	--	--	N/A
5(6)(a)(ii)(b)	Reporting on suspected/presumed fraud or irregularity or material defect identified in internal audit and compliance process or in the financial statements ;	--	--	N/A
5(6)(a)(ii)(c)	Reporting on suspected infringement of laws;	--	--	N/A
5(6)(a)(ii)(d)	Reporting on any other matter to disclose immediately;	--	--	N/A
5(6)(b)	Reporting to the Authorities.	--	--	N/A
5(7)	Reporting to the Shareholders and General Investors.	--	--	N/A
6	Nomination and Remuneration Committee (NRC) :			
6(1)	Responsibility to the Board of Directors:			
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board;	√		
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	√		
6(1)(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b).	√		
6(2)	Constitution of the NRC:			
6(2)(a)	The Committee shall composed of at least 3 (three) members including an independent directors;	√		
6(2)(b)	All members of the committee shall be non-executive director;	√		
6(2)(c)	Members of the committee shall be nominated and appointed by the Board;	√		

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;	√		
6(2)(e)	In case of death, resignation, disqualification or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the committee;	√		
6(2)(f)	The chairperson of the committee may appoint or co-opt any external expert to the committee as advisor;	--	--	No such case in the FY: 2020-21
6(2)(g)	The Company Secretary shall act as secretary of the Committee;	√		
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an Independent Director;	√		
6(2)(i)	No member of the NRC shall receive, either directly or indirectly any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company.	√		
6(3)	Chairperson of the NRC:			
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	√		
6(3)(b)	In absence of the chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	--	--	No such case in the FY: 2020-21
6(3)(c)	The Chairperson of the NRC shall attend the AGM to answer the queries of the shareholders.	√		Will present in the 25 AGM to be held on 17 th Dec 2021
6(4)	Meeting of the NRC:			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year;	√		
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	--	--	No such case in the FY: 2020-21
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two member or two third of the members of the committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	√		
6(4)(d)	The proceeding of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be conformed in the next meeting of the NRC.	√		

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
6(5)	Role of the NRC:			
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	√		
6(5)(b)	NRC shall oversee, among others, the following matters and report with recommendation to the Board:			
6(5)(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	√		
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	√		
6(5)(b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	√		
6(5)(b)(ii)	Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	√		
6(5)(b)(iii)	Identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	√		
6(5)(b)(iv)	Formulating the criteria for evaluation of performance of independent directors and the Board;	√		
6(5)(b)(v)	Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and	√		
6(5)(b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies;	√		
6(5)(c)	The company shall disclose the nomination and remuneration policy and evaluation criteria and activities of NRC during the year at a glance in its annual report.	√		
7	External or Statutory Auditors			
7(1)(i)	Appraisal or valuation services or fairness opinions;	√		
7(1)(ii)	Financial information system design and implementation;	√		
7(1)(iii)	Book-Keeping or other services related to the accounting records or financial statements;	√		
7(1)(iv)	Broker-Dealer services;	√		
7(1)(v)	Actuarial services;	√		
7(1)(vi)	Internal Audit Services or Special Audit Services;	√		
7(1)(vii)	Any services that the Audit Committee determined;	√		

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
7(1)(viii)	Audit or Certification Services on compliance of Corporate Governance as required under condition No. 9(1); and	√		
7(1)(ix)	Any other service that creates conflict of interest.	√		
7(2)	No partner or employees and his/her family members of the external audit firms shall not hold any shares in the said company during the tenure of assignment.	√		
7(3)	Representative of external auditors or statutory auditors present in the shareholders' meeting (AGM or EGM).	√		
8	Maintaining a website by the Company:			
8(1)	The company shall have an official website linked with the website of the stock exchange.	√		
8(2)	The company shall keep the website functional from the data of listing.	√		
8(3)	The company shall make available the details disclosures on its website as per listing regulation of the concerned stock exchange(s).	√		
9	Reporting and Compliance of Corporate Governance:			
9(1)	The company shall obtain a certificate from a practicing Professional Accountants or secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its salutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	√		
9(2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by shareholders in the Annual General Meeting (AGM)	√		A separate agenda in the 25 th AGM
9(3)	The directors of the company shall state, in accordance with Annexure-C attached, in the directors' report whether the company has complied with these conditions or not.	√		

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

Report to the Shareholders of BDCOM Online Ltd. on compliance on the Corporate Governance Code.

We have examined the compliance status to the Corporate Governance Code by BDCOM Online Ltd. for the year ended on 30th June, 2021. This Code related to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated June 03, 2018 of the Bangladesh Securities and Exchange Commission.

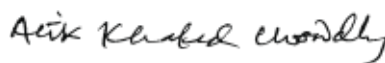
Such compliance with the Corporate Governance Code is the responsibilities of the Company. Our examination was limited to the procedures and implementation thereof as adopted by the Management in ensuring compliance to the Condition of the Corporate Governance Code.

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

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

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

Place: Dhaka
Dated: 11 November, 2021



Atik Khaled Chowdhury
Chartered Accountants

Independent Auditor's Report To the Shareholders of BDCOM ONLINE LTD.

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of BDCOM ONLINE LTD. (the 'Company'), which comprise the statement of financial position as at 30 June, 2021 and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give true and fair view of the financial position of BDCOM ONLINE LTD. as at 30 June, 2021 and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

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

Key Audit Matters

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

Key audit matter	
Appropriateness of revenue recognition and disclosures on the impact of the initial application of IFRS 15.	How the matter was addressed in our audit
See Notes-23 to the financial statements	
<p>Revenue upon transfer of control as per the newly adopted IFRS 15 – Revenue from Contracts with Customers. The Group has reported total revenue of BDT 657,605,369.</p> <p>The Company's primary customers are its corporate customers who are entitled to get competitive rates for goods and services invoiced.</p> <p>Given the significance and complexities involved in the accounting of Revenue, appropriate recognition of revenue has been considered as a key audit matter.</p>	<p>Principal Audit Procedures</p> <p>We assessed the Company's process to identify the impact of the revenue accounting standard. Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:</p> <ul style="list-style-type: none"> • Assessed the environment of the measurement as well as other relevant systems supporting the accounting of revenue. • Assessed manual as well as application controls supporting revenue recognition. • Assessed the invoicing and measurement systems up to entries in the general ledger. • Examined customer invoices and receipts of payment on a test basis. • Assessed the design of the processes set up to account for the transactions in accordance with the new standard. • Assessed whether any adjustments is required to be made to opening balances due to the adoption of the new standard.
Key audit matter	
Recoverability of trade receivables	How the matter was addressed in our audit
<p>Refer to notes- 8 to the financial statements of the related accounting policies, judgments and estimates.</p> <p>As at 30 June, 2021 the total receivables balance in note 8 was Taka 176,440,688 (2020: Taka 194,083,980).</p> <p>The recoverability of trade receivables are considered to be a key risk due to the significance of these balances to the financial statements, and the judgments required in making appropriate provisions.</p>	<p>In order to test the recoverability of trade receivables, we performed the following procedures:</p> <ul style="list-style-type: none"> • We evaluated the company's credit control procedures and assessed and validated the ageing profile of trade receivables; • We assessed recoverability on a sample basis by reference to cash received subsequent to year-end, agreement to the terms of the contract in place, and issue of credit notes post year-end, as necessary;

	<p>We communicate management as to the recoverability of the older, un provided amounts, corroborating management’s explanations with underlying documentation and correspondence with the customer.</p> <p>Based upon the above, we satisfied ourselves that management had taken reasonable judgments that were materially supported by the available evidence in respect of the relevant receivable balances.</p>
<p>Key audit matter</p>	
<p>Property, plant and equipment (PPE)</p>	
<p>See Notes-03 to the financial statements</p>	
<p>PPE includes the Company’s long-term assets, which flow economic benefits to the entities more than one year. PPE is measured at cost less accumulated depreciation. The carrying value of PPE represents significant portion of total assets, which is amounting to Tk. 357,415,900 for the Company at the reporting date.</p> <p>The carrying value of PPE is Include Asset Addition during the year is Tk. 53,843,815 the function of depreciation charges on cost that involved estimation. Therefore, it has been considered as significant area of auditor’s judgment and require special attention.</p>	<p>We have tested the design and operating effectiveness of key controls over PPE. Our audit procedures included, among others, considering the impairment risk of the assets.</p> <p>Followings are our audit procedures on the carrying value and impairment risk of PPE:</p> <ul style="list-style-type: none"> - Reviewing basis of recognition, measurement of assets; - Observing procedures of assets acquisition, depreciation and disposal; - Checking ownership of the asset’s addition; - Performing due physical asset verification on sample basis at the year-end; - Checking estimated rates of depreciation being used and assessed its fairness; - Evaluating the Company’s assumptions in relation to recoverable amounts of the major PPE to identify if there is any requirement of recognition of impairment; and

	<ul style="list-style-type: none"> - Finally, assessing the appropriateness and presentation of disclosures against relevant accounting standards. <p>Our testing did not identify any issues with regard to Carrying Value of PPE.</p>
Key audit matter	
Deferred Tax	How the matter was addressed in our audit
<p>The Company's reports net Deferred Tax Liability (DTL) totaling Taka 16,185,243 as at 30 June, 2021.</p> <p>Significant judgment is required in relation to deferred tax liabilities as their recoverability is dependent on forecasts of future profitability over a number of years.</p> <p>The disclosures relating to Deferred Tax are included in note 17 to the financial statements</p>	<ul style="list-style-type: none"> • We obtained an understanding, evaluated the design and tested the operational effectiveness of the Institution's key controls over the recognition and measurement of DTLs and the assumptions used in estimating the Company's future taxable income. • We also assessed the completeness and accuracy of the data used for the estimations of future taxable income. • We involved tax specialists to assess key assumptions, controls, recognition and measurement of DTLs. • Finally assessed the appropriateness and presentation of disclosures against "IAS-12" Income Tax

Other Matter

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

Other Information

Management is responsible for the other information. The other information comprises the information included in the Annual report but does not include the financial statements and our auditors' report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

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

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

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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

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

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

Report on other Legal and Regulatory Requirements

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

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- b) In our opinion, proper books of accounts as required by law have been kept by the Company so far as it appeared from our examination of these books;
- c) the statements of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of accounts and returns; and
- d) the expenditure incurred was for the purposes of the Company's business.



AKM Mohitul Haq, FCA

Senior Partner

Enrollment No: 458

Ahmed Zaker & Co

Chartered Accountants

Location: Dhaka

Date: October 28, 2021

DVC - 2111080458AS301972

BDCOM ONLINE LTD.
Statement of Financial Position
As at June 30, 2021

Particulars	Notes	Amount in Taka	
		30.06.2021	30.06.2020
ASSETS:			
A. Non-Current Assets		449,507,450	432,966,013
Property, Plant and Equipment	3	357,415,900	352,797,272
Right of use of asset		37,684,020	26,119,611
Long Term Deposit & Prepayment	4	54,407,530	54,049,130
B. Current Assets		757,112,498	689,033,450
Inventories	5	18,843,273	18,107,215
Advances, Deposits & Prepayments	6	38,686,521	27,996,826
Advance Income Tax	7	62,376,866	32,461,354
Trade Receivables	8	176,440,688	194,083,980
Other Receivables	9	27,864,812	16,780,333
Investment in Shares (at Market Value)	10	5,755,405	4,408,574
Investment in FDR	11	334,451,542	329,051,793
Cash and Cash Equivalents	12	92,693,391	66,143,375
TOTAL ASSETS (A+B)		1,206,619,948	1,121,999,463
SHAREHOLDERS' EQUITY AND LIABILITIES:			
C. Shareholders' Equity:		846,398,525	812,257,437
Share Capital	13	543,680,950	517,791,380
Share Premium	14	119,504,000	119,504,000
Tax Holiday Reserve		21,555,878	21,555,878
Retained Earnings	15	161,657,697	153,406,179
D. Non-Current Liabilities:		62,858,530	46,666,244
Long Term Bank Loan	16	7,937,939	6,880,523
Lease Liability	16.01	38,735,348	24,058,054
Deferred Tax Liabilities	17	16,185,243	15,727,667
E. Current Liabilities:		297,362,893	263,075,782
Trade Payables	18	157,917,145	161,642,854
Other Payables	19	59,413,348	44,104,530
Unclaimed Dividend		6,215,927	5,706,033
Provision for Income Tax	20	31,333,711	18,153,452
Current Portion of Long-Term Loan	21	3,795,483	2,305,613
Short Term Bank Loan	22	38,687,279	31,163,300
TOTAL EQUITY & LIABILITIES (C+D+E)		1,206,619,948	1,121,999,463
Net Assets Value (NAV) Per Share	32	15.57	15.69

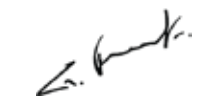
The accompanying policies and explanatory notes 1-33 form an integral part of these Financial Statements.



Chief Financial Officer



Company Secretary



Managing Director



Director



Chairman

Signed in terms of our separate report on same date

Dhaka

Date: October 28, 2021

DVC - 2111080458AS301972



AKM Mohitul Haq, FCA

Senior Partner

Enrolment No.- 458

Ahmed Zaker & Co.

Chartered Accountants

BDCOM ONLINE LTD.

 Statement of Profit or Loss and Other Comprehensive Income
 For the year ended June 30, 2021

Particulars	Notes	Unit-1 ISP	Unit-2 SDP	Unit-3 IPTSP	Amount in Taka	
					2020-2021	2019-2020
Revenue	23	568,567,431	38,682,530	50,355,408	657,605,369	640,316,797
Cost of Sales & Services	24	(282,326,132)	(14,715,418)	(12,591,520)	(309,633,070)	(307,548,765)
Gross Profit : A		286,241,299	23,967,112	37,763,888	347,972,299	332,768,032
Administrative and Marketing Expenses	25	(209,457,436)	(19,707,807)	(15,833,918)	(244,999,161)	(220,408,859)
Depreciation	3	(46,027,378)	(886,869)	(2,310,940)	(49,225,187)	(49,891,917)
Financial Charges	26	(5,859,939)	(188,319)	(18,062)	(6,066,320)	(4,350,821)
Total Expenses : B		(261,344,753)	(20,782,995)	(18,162,920)	(300,290,668)	(274,651,597)
Operating Profit : A-B		24,896,546	3,184,117	19,600,968	47,681,631	58,116,435
Non-Operating Income	27	26,948,280	485,881	3,472	27,437,633	32,351,591
Net Realized Gain/(Loss) on Sales of Shares	28	2,232,655	-	-	2,232,655	(8,202,370)
Net Profit Before WPP & WF		54,077,481	3,669,998	19,604,440	77,351,919	82,265,656
Contribution to WPP & WF @ 5%		(2,575,119)	(174,762)	(933,545)	(3,683,426)	(3,917,413)
Net Profit before Tax		51,502,362	3,495,236	18,670,895	73,668,494	78,348,243
Income Tax Expense	20	(9,765,538)	(24,846)	(3,389,876)	(13,180,259)	(18,153,452)
Deferred Tax (Expenses)/Income	17	(457,576)	-	-	(457,576)	(835,543)
Net Profit After Tax		41,279,249	3,470,390	15,281,019	60,030,658	59,359,248
Retained Earnings Carried Forward		41,279,249	3,470,390	15,281,019	60,030,658	59,359,248
Basic Earnings Per Share	29				1.10	1.09

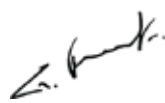
The accompanying policies and explanatory notes 1-33 form an integral part of these Financial Statements.



Chief Financial Officer



Company Secretary



Managing Director



Director



Chairman

Signed in terms of our separate report on same date

Dhaka

Date: October 28, 2021

DVC - 2111080458AS301972


AKM Mohitul Haq, FCA

Senior Partner

Enrolment No.- 458

Ahmed Zaker & Co.

Chartered Accountants

BDCOM ONLINE LTD.
Statement of Changes in Equity
For the year ended June 30, 2021

Particulars	Share Capital	Tax Holiday Reserve	Share Premium	AFS Reserve	Retained Earning	Amount in Taka	
						30.06.2021	30.06.2020
Balance as on 01.07.2020	517,791,380	21,555,878	119,504,000	-	153,406,179	812,257,437	812,257,437
Net Profit after Tax for the period	-	-	-	-	60,030,658	60,030,658	60,030,658
Cash Dividend (5%)	-	-	-	-	(25,889,570)	(25,889,570)	(25,889,570)
Stock Dividend (5%)	25,889,570	-	-	-	(25,889,570)	-	-
Balance as on 30.06.2021	543,680,950	21,555,878	119,504,000	-	161,657,697	846,398,525	846,398,525

For the year ended June 30, 2020

Particulars	Share Capital	Tax Holiday Reserve	Share Premium	AFS Reserve	Retained Earning	Amount in Taka	
						30.06.2020	30.06.2020
Balance as on 01.07.2019	488,482,430	21,555,878	119,504,000	(4,044,667)	152,664,831	778,162,472	778,162,472
Net Profit after Tax for the period	-	-	-	-	59,359,248	59,359,248	59,359,248
Adjustment with un-realised loss on sale of security	-	-	-	4,044,667	-	4,044,667	4,044,667
Cash Dividend (6%)	-	-	-	-	(29,308,950)	(29,308,950)	(29,308,950)
Stock Dividend (6%)	29,308,950	-	-	-	(29,308,950)	-	-
Balance as on 30.06.2020	517,791,380	21,555,878	119,504,000	-	153,406,179	812,257,437	812,257,437



Chief Financial Officer



Company Secretary



Managing Director



Director



Chairman

Signed in terms of our separate report on same date

Dhaka

Date: October 28, 2021

DVC- 2111080458AS301972



AKM Mohitul Haq, FCA

Senior Partner

Enrolment No.- 458

Ahmed Zaker & Co.

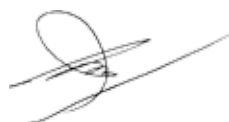
Chartered Accountants

Particulars	Amount in Taka		
	2020-2021	2019-2020	
A. Cash Flows from Operating Activities :			
Receipts from sales, services & others	675,248,661	606,586,740	
Bank Interest - STD & Others	535,748	769,200	
WPP & WF payment	(3,917,413)	(5,535,607)	
Payment of Income Tax & VAT	(29,915,512)	(21,732,217)	
Cash payment to suppliers & others	(557,194,324)	(493,638,664)	
Net cash provided by/(used in) operating activities	84,757,160	86,449,452	
B. Cash Flows from Investing Activities:			
Acquisition of Property, plant & equipment	(53,843,815)	(40,902,954)	
FDR Interest received	15,348,940	25,930,858	
Dividend on Marketable Securities	70,400	108,820	
Investment in Fixed Deposit Receipt (FDR)	(5,399,749)	(23,247,895)	
Investment in Marketable Securities	1,282,933	-	
Long Term Security Deposit	(358,400)	520,800	
Net cash provided by/(used in) investing activities	(42,899,691)	(37,590,371)	
C. Cash Flows from Financing Activities:			
Cash Dividend	(25,379,676)	(28,464,919)	
Long Term Loan	1,057,416	(84,607)	
Current Portion of Long-Term Loan	1,489,870	(448,027)	
Short Term Loan	7,523,979	2,670,548	
Net cash provided by/(used in) financing activities	(15,308,411)	(26,327,005)	
D. Effect of exchange rate changes in cash and cash equivalents	958	40,573	
	958	40,573	
Net increase/ (decrease) in cash & cash equivalents (A+B+C+D)	26,550,016	22,572,649	
Cash & Cash Equivalents at the beginning of the year	66,143,375	43,570,726	
Cash & Cash Equivalents at the end of the year	92,693,391	66,143,375	
Net Operating Cash Flows Per Share (NOCFPS)	Note-31.00	1.56	1.67

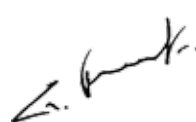
The accompanying policies and explanatory notes 1-33 form an integral part of these Financial Statements.



Chife Financial Officer



Company Secretary



Managing Director



Director



Chairman

Signed in terms of our separate report on same date.

Dhaka

Date: October 28, 2021

DVC- DVC- 2111080458AS301972



AKM Mohitul Haq, FCA

Senior Partner

Enrolment No.- 458

Ahmed Zaker & Co.

Chartered Accountants

BDCOM ONLINE LTD.
Notes to the Financial Statements
For the year ended June 30, 2021

1.00 Status and Nature of the company:

1.01 Legal Form:

BDCOM ONLINE LTD. was incorporated in Bangladesh on 12 February 1997 as a Private Limited Company vide certificate of incorporation No:C-32328 (1449/97) dated 12 February 1997 by the Registrar of Joint Stock Companies & Firms and was converted into a Public Limited Company on 10 February 2002. The shares of the company are traded with the Dhaka Stock Exchange Ltd. and Chittagong Stock Exchange Ltd.

1.02 Registered office:

Registered office of the company is situated at Rang Nilu Square (5th Floor), House # 75, Road # 5/A, Satmosjid Road, Dhanmondi R/A, Dhaka-1209.

Corporate Office:

JL Bhaban (5th Floor), House # 01, Road # 01, Gulshan Avenue, Gulshan-1, Dhaka-1212.

1.03 Nature of business:

The Company is primarily engaged as an Internet Service Provider (ISP) in Bangladesh which includes Leased Port Internet Access, Total Network Solutions and Nationwide Data Services. In addition, the Company is conducting Customized Software Development, Broadband Internet, Vehicle Tracking Services (VTS), Business Process Outsourcing, Web Page Software Design & Hosting, IP Telephony Services (IPTSP), IPPBX Solutions, Hosted Conference Bridge, Short Code Parking, Fiber Optic, Machinery and Hardware Sales.

2.00 Basis of Preparation:

2.01 Statement of Compliance:

These Financial Statements of the Company have been prepared on going concern basis under the historical cost convention and in accordance with the International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Securities and Exchange Rules 1987 and other relevant laws and rules applicable in Bangladesh for this company.

2.02 Going Concern:

These financial statement have been prepared on the assumption that the entity is a going concern and will continue its business for the foreseeable future. Hence it is assumed that the entity has neither the intention nor the need to liquidate or curtail materially the scale of its operation.

2.03 Cash Flow Statement:

Cash Flows Statement is prepared in accordance with IAS 7 "Cash Flows Statement" and the cash flows from the operating activities has been presented under direct method.

2.04 Reporting period and date of approval:

These financial statements cover a period of one year from July 01, 2020 to June 30, 2021. The Board of Directors has approved these financial statements on October 28, 2021.

2.05 Functional and presentational currency:

These financial statements are presented in Bangladesh Taka (BDT), which is both functional and presentational currency of the Company.

2.06 Revenue Recognition:

Under IFRS-15, The entity should recognize revenue when (or as) a performance obligation is satisfied, i.e. when 'control' of the goods or services underlying the particular performance obligation is transferred to the customer.

"IFRS 15 is a 5-steps approach to revenue recognition:

Step 1: Identify the contract(s) with a customer

Step 2: Identify the performance obligations in the contract

Step 3: Determine the transaction price

Step 4: Allocate the transaction price to the performance obligations in the contract

Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation"

Revenue is recognized when control over the goods or services is transferred to the customer and the company satisfies a performance obligation by transferring a promised goods or service to a customer over time or a point in time.

2.07 Assets and basis of their valuation:**Cash and cash equivalents**

Cash and cash equivalents include notes and coins in hand, unrestricted balances held with various banks and those are used by the company for its short-term commitments.

Property, Plant and Equipment**Recognition and Measurement**

Property, Plant and Equipment are capitalized at cost of acquisition and subsequently stated at cost less accumulated depreciation and the capital work in progress (when arises) is stated at cost in compliance with the requirements of IAS 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 and non-refundable taxes.

Maintenance activities

The company incurs maintenance cost for all major items of property, plant and equipment. Repair and Maintenance costs are charged as expenses when incurred.

Subsequent Expenditure

Expenditure incurred after putting any asset into operation such as repair and maintenance is normally charged off as revenue expenditure in the period in which it is incurred. In situation where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefit expected to be obtained from the use of the asset such expenditure is capitalized as an additional cost of assets. All up-generation/enhancement are generally charged off as expenditure unless they bring similar significant additional benefits.

Disposal of Property, Plant and Equipment

On disposal of property, plant & equipment, the cost and accumulated depreciation are eliminated and gain or loss on such disposal is reflected in the Statement of Profit or Loss and Other comprehensive income, when it is determined with reference to the net book value of the assets and net sales proceeds.

Depreciation is charged on Property, Plant & Equipment at the following rates on reducing balance method.

Particulars	Rate of Depreciation		
	Unit - 1 ISP	Unit - 2 SDP	Unit - 3 IPTSP
Land	-	-	-
Building (Floor Space)	2.5%	-	-
Internet & System Hardware	18%	18%	18%
Furniture and Fixture	10%	10%	10%
Office Renovation	18%	18%	-
Sundry Assets	10%	10%	-
Crockeries & Cutleries	10%	15%	-
AC Installation	18%	18%	-
PABX Installation	18%	-	-
Office Equipment	15%	-	-
V-Sat Tower	15%	-	-
Telephone & Cable Installation	15%	15%	15%
Motor Vehicle	15%	-	15%
Generator/ Online UPS	15%	15%	-
Cable Installation	15%	-	-
Broad Band Equipment	18%	-	-
Radio Equipment	18%	-	18%
Electric Installation	15%	18%	15%
Optical Fiber Deployment	15%	-	-
Neon Sign & Others	20%	-	-
Base Tower & Installation	10%	-	-
WIFI Base Station	20%	-	-
Books & Periodicals	-	10%	-
Peripheral Equipment	-	15%	-
Software Development	-	15%	15%

Details of Property, Plant and Equipment are stated in "Schedule-A" annexed hereto.

Long Term Security Deposit & Prepayment

These amounts (Note No-04) were deposited with BTCL, BEZA and others in connection with telephone lines, bandwidth, E1 and others.

Valuation of Inventories

Inventories are carried at the lower of cost and net realizable value as prescribed by the IAS - 2 : Inventories. Cost is determined on weighted average cost basis. The cost of Inventories comprises of expenditure incurred in the normal course of business in bringing the inventories to their present location and condition. Net realizable value is based on estimated selling price less any further costs expected to be incurred to make the sale.

Trade Receivable

Trade Receivables are amounts due from customers for services provided in the ordinary course of business. Trade Receivables are recognized initially at fair value and subsequently measured at carrying amount less provision for impairment.

Trade Payable

Trade Payable are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

2.08 Provision for Current & Deferred Tax :

Provision for current tax has been made in compliance with the Income Tax Ordinance 1984, IAS-12 "Income Taxes" and as per rates prescribed in the Finance Act 2019 on the taxable profit made by the company after considering necessary taxable add or backs of income and disallowances or allowances of expenditure.

The Company has recognized deferred tax using balance sheet method in compliance with the provisions of IAS 12 : Income Taxes. The Company's policy of recognition of deferred tax assets/liabilities is based on temporary differences (Taxable or Deductible) between the carrying amount (Book Value) of assets and liabilities for financial reporting purpose and its tax base, and accordingly, deferred tax income/expenses has been considered to determine net profit after tax and earning per shares (EPS). A deferred tax asset is recognized to the extent that it is probable that future taxable profit will be available against which temporary differences can be utilized. Deferred tax assets are reviewed at each reporting date and reduced to the extent that is no longer probable that the related tax benefit will be realized. The deferred tax liability/asset or deferred tax expense/income does not create a legal liability/ recoverability to and from the income tax authority. This is recognized for book purpose as equalization item presented in the financial statements to show the retained earnings as a consistent reflection of the business events.

2.09 Dividend Payments

Final dividend is recognized after the approval of the shareholders in the Annual General Meeting (AGM) of the company.

2.10 Earnings per share:

Earning per Share (EPS) is calculated in accordance with IAS-33 "Earning Per Share" which has been shown at the bottom of the Statement of Profit or Loss and Other Comprehensive Income.

Basic earnings per share

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

Sl. No.	Particulars	2020-2021	2019-2020
a)	Earnings attributable to the ordinary shareholders	60,030,658	59,359,248
b)	Number of Ordinary Shares.	54,368,095	51,779,138
c)	Earning Per Share	1.10	1.15
d)	Re-stated Earning per Share	-	1.09

Diluted earnings per share

No diluted earnings per share are required to be calculated for the year as there was no scope for dilution during the year under report.

2.11 Tax Holiday Reserve

Software Development Project (SDP), Unit-2 of the Company has enjoyed tax holiday for 5 (five) years commencing from January 01, 2002 to December 31, 2006.

Tax holiday reserve had been provided @ 40% of net income of the respective years up to December 31, 2006 in line with the approval from the NBR to invest in the same undertaking or in any new industrial or in stocks and shares of listed Companies or in Government bonds or Securities or for other purposes as specified in the Income Tax Ordinance 1984.

2.12 Foreign Currency Transactions:

According to IAS 21 "The Effect of Changes in Foreign Exchange Rates" transactions in foreign currencies are recorded in the functional currency at the rate of exchange prevailing on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the rate of exchange prevailing at the reporting date. Any resulting exchange differences are included in the Statement of Profit or Loss Account.

2.13 Information about business segments:

Business segment is a distinguishable component of a company that is engaged in providing an individual product or service or a group of related product or service and that is subject to risk and return that are different from those of other business segment. The company has 3 business segments namely Unit-1 for internet, data connectivity, hardware and other IT enabled services, Unit-2 for software development, graphic design, AVLS support and service, web development, domain registration, domain hosting and finally Unit-3 for IP telephony services and goods.

2.14 Impairment:

An impairment loss is the amount by which the carrying amount of an asset or cash-generating unit (CGU) exceeds its recoverable amount. The recoverable amount of an asset or a CGU is the higher of its fair value less costs to sell and its value in use. Impairment loss of non-financial assets as mentioned in the IAS-36 "Impairment of Assets" is recognized and charged as an expense (unless it relates to a revalued asset where the impairment loss is treated as a revaluation decrease) whenever recoverable amount is below carrying amount.

2.15 Financial Instruments:

Non-derivative financial instruments comprise of accounts and other receivables, cash and cash equivalents, borrowings and other payables and are shown at transaction cost.

2.16 Related Parties Transactions:

The party is related to the company if any party casts significant influence over the day to day affairs/matters and also holds the controlling power of the management affairs of the company and any transaction made during the year with the party related therewith is termed as related party transaction as per IAS-24 "Related Party Disclosure". Related party are fully disclosed in **note-33**.

2.17 Events after the Reporting date:

IAS 10, Events After the Reporting Period stipulates the accounting and disclosure requirements concerning transactions and events that occur between the reporting date and the date of approval of the financial statements. Among other things, IAS 10 determines when an event that occurs after the reporting date will result in the financial statements being adjusted, or where such events merely require disclosure within the financial statements. Such events are referred to in IAS 10 as 'adjusting' or 'non-adjusting' events.

- A) Adjusting Event is an event after the reporting period that provides further evidence of conditions that existed at the end of the reporting period
- B) Non-adjusting events are those which are indicative of conditions that arose after the reporting period.
- C) The Board of Directors of BDCOM Online Ltd. has recommended 5% cash and 5% stock dividend for the year 2020-21 in their meeting held at the Company's head office on October 28, 2021 which may be confirmed in the next 25th Annual General Meeting (AGM) by the shareholders. The 25th Annual General Meeting (AGM) will be held on Friday the December 17, 2021 at 10.30am through Digital Platform.

Reasons for Bonus shares declaration:

- a) 5% Bonus shares amount will be utilized for the network expansion.
- b) The bonus shares is declared out of share premium.
- c) The bonus share is not declared from capital reserve or revaluation reserve or any unrealized gain or out of profit earned prior to incorporation of the company or through reducing paid up capital or through doing anything so that the post-dividend retained earnings become negative or a debit balance.

2.18 Components of the Financial Statements

- a) Statement of Financial Position as at June 30, 2021;
- b) Statement of Profit or Loss and Other Comprehensive Income for the year ended June 30, 2021;
- c) Statement of Changes in Equities for the year ended June 30, 2021;
- d) Statement of Cash Flows for the year ended June 30, 2021;
- e) Accounting policies and explanatory Notes to the Financial Statements for the year ended June 30, 2021.

2.19 Employee Summary

Sl.	Particulars	June 30, 2021	June 30, 2020
a)	Managers & Officers	235	252
b)	Office Assistant, Cableman & Others	240	229
	Total	475	481

2.20 Employee Benefits

A) Employee's Provident Fund

The Company operates a contributory provident fund scheme for its permanent employees. Provident fund is administered by a board of Trustees and is funded by contributions from both employees and employer. These contributions are duly deposited to separate bank account and invested according to prescribed guide line of Bangladesh Labor Law.

B) Insurance

Employees are covered under the Group Insurance Scheme and Hospitalization Insurance Scheme.

C) Workers' Profit Participation & Welfare Fund (WPP & WF)

Provision for Workers Profit Participation Fund has been made @ 5% of net profit as per provision of the Bangladesh Labor Act 2006 and Bangladesh Labor Amendment Act 2013 and is payable to workers as defined in these Laws.

2.21 Financial risk management

The management has overall responsibility for the establishment and oversight of the company's risk management framework. Risk management policies, procedures and systems are reviewed regularly to adjust with the changes in market conditions and the company's Activities. The company has exposure to the following risks with regard to financial instruments.

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

Credit risk

Credit risk is the risk of financial loss to the company if a customer or a counterpart to a financial instrument fails to meet its contractual obligations and arises principally from the company's receivables from customers. Management has a credit policy in place and exposure to credit risk is monitored on an ongoing basis. Risk exposures from other financial assets, i.e. Cash at bank and other external receivables are nominal.

Liquidity risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity (cash and cash equivalents) is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both nominal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. Typically, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast based on time line of payment of the financial obligation and accordingly arrange sufficient liquidity/fund to make the expected payment within due date.

Market risk

Market risk is the risk that any change in market prices such as foreign exchange rates and interest that affect the company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters.

a) Currency risk

As at June 30, 2021 there was little exposure to currency risk as there were very few foreign currency transactions made during the review.

b) Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowing. Interest rate fluctuation probability is very minimal and within tolerable range. The company has been not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

2.22 Comparative Information:

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

2.23 General

- i) Previous year's figure has been re-arranged whenever considered necessary to ensure comparability with the current year's presentation as per IAS-8 "Accounting Policies, Changes in Accounting Estimates and Errors".
- ii) Figures appearing in the Financial Statements have been rounded off to the nearest Taka.

3.00 Property Plant and Equipment :

The break up of the amount is as follows:

Particulars	Unit-1 Taka	Unit-2 Taka	Unit-3 Taka	Amount in Taka	
				2020-2021	2019-2020

A) Cost:

Opening Balance	786,033,615	51,128,556	32,046,217	869,208,388	828,305,434
Addition during the year	53,100,398	31,200	712,217	53,843,815	40,902,954
Less: Adjustment during the year	-	-	-	-	-
Closing Balance	839,134,013	51,159,756	32,758,434	923,052,203	869,208,388

B) Accumulated Depreciation:

Opening Balance	452,240,283	45,602,426	18,568,407	516,411,116	466,519,199
Add: Charged during the year	46,027,378	886,869	2,310,940	49,225,187	49,891,917
Less: Adjustment during the year	-	-	-	-	-
Closing Balance	498,267,661	46,489,295	20,879,347	565,636,303	516,411,116
WDV 30/06/2021(A-B)	340,866,352	4,670,461	11,879,087	357,415,900	-
WDV 30/06/2020(A-B)	333,793,332	5,526,130	13,477,810	-	352,797,272

[Details are shown in the Schedule-A/1, A/2 & A/3]

4.00 Long term deposit & prepayment :

The break up of the amount is as follows:

Particulars

BTCL for telephone line	5,000	5,000
Security against bandwidth (BTCL & others)	142,065	142,065
Security against E1 & others (BTCL)	35,084	35,084
Prepayment to BEZA	51,202,981	51,202,981
Others deposit	3,022,400	2,664,000
Total Taka	54,407,530	54,049,130

5.00 Inventories :

The break up of the amount is as follows:

Particulars

Accessories	Notes- 5.01	145,743	181,384
GLP & GPRS modem & Accessories	Notes- 5.02	4,614,644	4,177,386
IP telephony hardware	Notes- 5.03	2,338,625	2,744,735
Modem, Media converter & Concentrators		731,746	1,052,508
Switch, Router, Equipments & Others		5,300,672	5,774,233
Stationery		80,968	19,037
Fiber optic cable		2,818,476	1,129,290
Radio equipment		2,812,399	3,028,642
Total Taka		18,843,273	18,107,215

5.01 Accessories :

The break up of the amount is as follows:

Particulars

Broadband Accessories	114,353	119,262
UTP Cable	31,390	62,122
Total Taka	145,743	181,384

Amount in Taka	
2020-2021	2019-2020

5.02 GLP, GPRS modem & Accessories :

The break up of the amount is as follows:

Particulars

Geographical Location Platform (GLP)

4,614,644	4,177,386
4,614,644	4,177,386

Total
5.03 IP telephony hardware :

The break up of the amount is as follows:

Particulars

IP Telephone set

IP Telephony Equipment

1,909,822	2,278,932
428,803	465,803
2,338,625	2,744,735

Total
6.00 Advances, Deposits & Pre-payments :

The break up of the amount is as follows:

Particulars
a) Advances :

Against Salary

Advance to suppliers and others

Advance Vat

Advance for Material

7,882,248	2,665,139
5,254,362	7,430,817
5,473,922	4,967,515
9,543,863	2,931,257
28,154,395	17,994,728

Total
b) Deposits :

Security deposit / Earnest money

9,902,960	9,504,836
-----------	-----------

Total

9,902,960	9,504,836
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C) Pre-payments

629,166	497,262
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Total (A+B+C)

38,686,521	27,996,826
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The sum of advances are unsecured but realizable. It includes no such amount which are recoverable from Director & Managing Director of the company.

7.00 Advance income Tax :

The break up of the amount is as follows:

Particulars

Opening balance

Add: Addition during the year

Notes- 7.01

32,461,354	36,668,911
29,915,512	21,732,217
62,376,866	58,401,128

Less: Adjustment for the year 2019-2020

-	(25,939,774)
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Total Taka

62,376,866	32,461,354
-------------------	-------------------

7.01 Advance income Tax:

The break up of the amount is as follows:

Particulars

Tax deducted on interest income

Tax deducted on supply & sales and others

1,634,923	2,706,693
28,280,589	19,025,524
29,915,512	21,732,217

Total Taka

Amount in Taka	
2020-2021	2019-2020

8.00 Trade Receivables :

The break up of the amount is as follows:

Particulars

Internet & Data Service	Notes- 8.01	126,839,344	135,051,855
IP Telephone Service	Notes- 8.02	16,558,858	22,609,488
Web page, Software & Data Transmit	Notes- 8.03	32,330,011	35,561,686
Hardware, Switch & Others		712,475	860,951
Total Taka		176,440,688	194,083,980

The sum of Accounts Receivable are unsecured but realizable. It includes no such amount which are recoverable from Director & Managing Director of the company. Ageing details are available in **Schedule-B**

8.01 Internet & Data Services :

The break up of the amount is as follows:

Particulars

Corporate Internet	27,387,307	33,909,258
Broad Band Internet	8,904,308	8,496,897
Data Connectivity	90,547,729	92,645,700
Total Taka	126,839,344	135,051,855

8.02 IP Telephone Service :

The break up of the amount is as follows:

Particulars

Monthly rent & others	13,611,954	15,645,248
Inter-Connectivity	2,946,904	6,964,240
Total Taka	16,558,858	22,609,488

8.03 Web page, Software & Data Transmit :

The break up of the amount is as follows:

Particulars

Software Development	288,714	65,714
Domain Hosting & Registration	3,637,642	4,248,679
AVLS	27,755,485	30,632,357
Graphics Design	648,170	614,936
Total Taka	32,330,011	35,561,686

9.00 Others Receivables :

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2020-2021	2019-2020
FDR Interest Receivables	27,851,767	13,045	-	27,864,812	16,780,333
Total Taka	27,851,767	13,045	-	27,864,812	16,780,333

10.00 Investment In Share

The break up of the amount is as follows:

Amount in Taka	
2020-2021	2019-2020

Particulars	No. Shares	Rate	Cost Value	Market Value	
				2020-2021	2019-2020
AB Bank Limited	159,172	20.38	3,243,317	2,355,745	981,750
IFADAUTOS	67,320	116.64	7,852,332	3,399,660	2,541,000
AGISYSL	-	-	-	-	737,000
Saif Powertec Limited	-	-	-	-	148,824
Total Taka	226,492		11,095,649	5,755,405	4,408,574

11.00 Investment in FDR :

The break up of the amount is as follows:

Particulars

Prime Bank Ltd	2127418012614	2,884,067	2,791,914
Prime Bank Ltd	127419010187	2,633,764	2,504,173
Prime Bank Ltd	2127416004761	11,426,189	11,036,541
Bank Asia Ltd.	2155008365	16,967,364	16,172,345
IDLC Finance td.	11252217203702	5,878,766	5,486,722
IDLC Finance td.	11252217203703	27,508,455	25,674,865
IFIC Bank Ltd.	0000509038200	25,200,000	25,200,000
IFIC Bank Ltd.	1025509038203	33,544,000	33,544,000
IFIC Bank Ltd.	1025509038202	10,685,918	10,078,004
IFIC Bank Ltd.	1006522930201	-	7,845,726
IFIC Bank Ltd.	1025509038204	15,394,116	14,093,949
IFIC Bank Ltd.	1025509038205	16,438,362	15,050,000
Exim Bank Ltd.	2860100371355	7,239,980	6,869,051
IPDC Finance Ltd.	000121000001136	52,172,631	48,694,492
IPDC Finance Ltd.	000121000001139	16,969,106	15,855,383
Uttara Finance & Invest.Ltd.	0100120059314	7,557,491	7,557,491
Uttara Finance & Invest.Ltd.	0100120019615	6,877,135	6,877,135
Uttara Finance & Invest.Ltd.	0100120019815	27,498,780	27,498,780
Uttara Finance & Invest.Ltd.	0100120025615	-	6,758,167
Uttara Finance & Invest.Ltd.	0100360000515	6,481,500	6,481,500
Delta Brac Husing & Finance Ltd.	71000182218	7,694,862	7,050,000
Delta Brac Husing & Finance Ltd.	71000190626	7,500,000	-
Lanka Bangla Finance Ltd.	001022800000127	6,785,350	6,790,850
Lanka Bangla Finance Ltd.	001029400000001	7,303,099	7,303,099
Lanka Bangla Finance Ltd.	0010228000000760	11,810,607	11,837,606
Total Taka		334,451,542	329,051,793

Amount in Taka	
2020-2021	2019-2020

12.00 Cash and Cash Equivalent :

The break up of the amount is as follows:

Particulars

Cash in Hand	
Cash at Bank	Note- 12.01
Cash Available in BD-Smartpay	
Cash Available in SSL	
Cash Available in bKash	
Cash Available in BO Account (Daulatunnessa Equities Ltd.)	
Total Taka	

861,471	1,190,037
90,258,820	64,515,018
32,167	153,807
64,901	56,081
103,517	138,850
1,372,515	89,582
92,693,391	66,143,375

12.01 Cash at Bank :

The break up of the amount is as follows:

Particulars
CD Accounts
Account Numbers

Eastern Bank Ltd.	1061060000757
First Security Bank Ltd.	010811100001575
Sonali Bank Ltd.	001017833
Bank Asia Ltd.	06933000002
Bank Asia Ltd.	02136000331
Bank Asia Ltd.	02133001275

STD Accounts

Prime Bank Ltd	12732030003986
Prime Bank Ltd	12732080003998
Prime Bank Ltd	12731080017622
Prime Bank Ltd	12711020027776
Prime Bank Ltd (ERQ)	12751050019650
UCBL	0841301000000255
UCBL	0841301000000266
UCBL	0841301000000277
UCBL	0841301000000244
Rupali Bank Ltd.	240000338
Pubali Bank Ltd.	3478102001001
Dutch-Bangla Bank Ltd	171120344
Dutch-Bangla Bank Ltd	1711200002011
Dutch-Bangla Bank Ltd	1000000000130
Islami Bank BD. Ltd.	20502050900011812
IFIC Bank Ltd.	0000509038041
Shahjalal Islami Bank Ltd.	400113100002817
Al-Arafah Bank Ltd.	0311220001107
Midland Bank Ltd.	0081090000066

Total Taka

2,386,733	872,988
142,428	143,498
357,171	354,651
36,104	11,794
48,342	-
1,523,713	893,028
52,240,256	1,907,809
2,311,443	4,850,248
103,137	103,512
899,053	3,185,196
9,422,259	6,500,880
119,245	90,116
139,050	650,267
(144,002)	(45,037)
427,504	149,711
696,631	13,492,423
9,221,063	19,833,807
6,194,465	6,172,907
3,251,920	3,614,238
213,541	68,889
24,313	482,077
23,623	-
27,666	677,590
96,259	83,934
496,903	420,492
90,258,820	64,515,018

13.00 Share Capital
Authorized Capital : Taka 1000,000,000

100,000,000 Ordinary shares of Taka. 10 each

Amount in Taka	
2020-2021	2019-2020
1,000,000,000	1,000,000,000

Issued, Subscribed and Paid-up Capital :

54,368,095 Ordinary shares of Taka. 10 each

543,680,950	517,791,380
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13.01 Compositions of Shareholdings

The break up of the amount is as follows:

Particulars	As on 30.06.2021		As on 30 Jun 2020	
	No. of Shares	% of holdings	No. of Shares	% of holdings
Sponsor/Director	16,310,428	30.00	15,535,560	30.00
Institutions	14,016,095	25.78	13,503,721	26.08
General Public	24,041,572	44.22	22,739,857	43.92
Total Taka	54,368,095	100.00	51,779,138	100.00

13.02 Distribution Schedule-Disclosure under the Listing Regulations of Stock Exchange

This distribution schedule showing the number of Shareholders and their Shareholdings in percentage has been disclosed:

"Shareholders Range (in number of Shares)"	As on 30.06.2021		As on 30 Jun 2020	
	Shareholders	No. of Shares	Shareholders	No. of Shares
Less than 500 shares	2,148	296,983	2,429	344,352
500 to 5,000 Shares	2,992	4,850,217	2,440	3,883,587
5001 to 10,000 shares	370	2,846,591	335	2,387,446
10,001 to 20,000 shares	237	3,443,455	203	2,794,543
20,001 to 30,000 shares	111	2,721,780	73	1,763,496
30,001 to 40,000 shares	32	1,116,637	30	1,037,831
40,001 to 50,000 shares	33	1,530,038	20	891,884
50,001 to 100,000 shares	50	3,588,753	33	2,286,242
100,001 to 1,000,000 shares	50	12,112,656	53	14,694,460
Over 1,000,000 shares	8	21,860,985	9	21,695,297
Total Taka	6,031	54,368,095	5,625	51,779,138

13.03 Option on un-issued shares

The existing unissued shares of the company can be issued as subscribed and paid-up capital through the issuance of new shares upon contribution of cash, bonus or right shares.

13.04 Market Price

The shares of the Company are listed in the Dhaka and Chittagong Stock Exchanges and quoted at Taka 24.00 (High-Taka.24.30 , Low-Taka.23.40) per share and Taka 23.80 (High-Taka.23.80 Low-Taka.23.50) per share in the Dhaka and Chittagong Stock Exchange respectively as of June 30, 2021.

13.05 Voting Rights

The rights and privileges of the shareholders are stated in the Articles of Association of the Company.

Amount in Taka	
2020-2021	2019-2020

14.00 Share Premium :

The break up of the amount is as follows:

Particulars

Share Premium

119,504,000	119,504,000
119,504,000	119,504,000

Total Taka

15.00 Retained Earnings

The break up of the amount is as follows:

Particulars

Opening balance

Add: Net profit after tax during the year

153,406,179	152,664,831
60,030,658	59,359,248
213,436,837	212,024,079
(25,889,570)	(29,308,950)
(25,889,570)	(29,308,950)
161,657,697	153,406,179

Less: Stock dividend (FY: 2019-20) @ 5%

Less: Cash dividend (FY : 2019-20) @ 5%

16.00 Long Term Loan :

The break up of the amount is as follows:

Particulars
Account Numbers

A) Shahjalal Islami Bank Ltd.(Motor Vehicle) 4001 36400000423

Less: Current Portion of long term loan

Total Taka (A)

5,750,705	7,850,049
(2,290,046)	(2,068,898)
3,460,659	5,781,151

B) Shahjalal Islami Bank Ltd.(Motor Vehicle) 4001 36400000435

Less: Current Portion of Long Term Loan

Total Taka (B)

1,089,321	1,336,087
(272,745)	(236,715)
816,576	1,099,372

C) Bank Asia Ltd.(Motor Vehicle) 02135001478

Less: Current Portion of Long-Term Loan

Total Taka (C)

1,522,468	-
(291,806)	-
1,230,662	-

D) Bank Asia Ltd.(Motor Vehicle) 02135001490

Less: Current Portion of Long-Term Loan

Total Taka (D)

2,397,550	-
(534,545)	-
1,863,005	-

E) Prime Bank Ltd.(Motor Vehicle) 2025392404

Less: Current Portion of Long-Term Loan

Total Taka (E)

973,378	-
(406,341)	-
567,037	-

Total Taka (A+B+C+D+E)

7,937,939 **6,880,523**

17.00 Deferred Tax Liabilities :

The break up of the amount is as follows:

Particulars	Carrying Amount (Tk.)	Tax Base (Tk.)	Taxable/(Deductible) temporary differences
As at June 30, 2021			
Property, Plant & Equipment (Excluding Land)	330,415,900	259,473,777	70,942,123
Net Taxable Temporary Difference			70,942,123
Applicable Tax Rate			22.50%
			15,961,978
Add: Deferred Tax Provision on unrealization gain on Shares			223,266
Deferred Tax Liability (A)			16,185,243
Deferred Tax Liability as at June 30, 2021			16,185,243
As at June 30, 2020			
Property, Plant & Equipment (Excluding Land)	325,797,272	259,605,656	66,191,616
Net Taxable Temporary Difference			66,191,616
Applicable Tax Rate			25%
			16,547,904
Add: Deferred Tax Provision on Realization Loss on Shares			(820,237)
Deferred Tax Liability (B)			15,727,667
Unrealized (Loss)/Gain on Investment in shares during the year		-	
Deferred Tax Liability as at June 30, 2020			15,727,667
Deferred Tax (Income)/Expenses (A-B)			457,576
Deferred Tax on Unrealized (Loss)/Gain on Investment in shares			-

18.00 Trade Payable :

The break up of the amount is as follows:

Particulars

Sundry Creditors

157,917,145	161,642,854
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Total Taka

157,917,145	161,642,854
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19.00 Others Payable :

The break up of the amount is as follows:

Particulars

Liability for Expenses Note- 19.01

13,376,927	12,123,044
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Liability for Other Finance Note- 19.02

46,036,421	31,981,486
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Total Taka

59,413,348	44,104,530
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19.01 Liability for Expenses :

The break up of the amount is as follows:

Particulars

Salaries & Allowances

12,355,055	11,613,412
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Outstanding Expenses

906,872	394,632
---------	---------

Audit Fee Payable

115,000	115,000
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Total Taka

13,376,927	12,123,044
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Amount in Taka	
2020-2021	2019-2020

19.02 Liability for Other Finance :

The break up of the amount is as follows:

Particulars

Tax deducted on Employees Salaries	591,432	1,034,807
Employees Provident Fund	20,606,521	13,383,363
Tax deducted at Source	4,908,465	3,468,188
Security Deposit -Broadband	10,350	10,350
Security Deposit -Others	1,276,277	1,071,885
Contribution to WPPWF @ 5%	3,695,287	3,929,274
VAT at Source & Others	1,916,858	692,117
Advance Agst. Sales (Broadband Internet)	321,007	940,052
Advance Agst. Sales (Data Connectivity)	5,263,589	3,148,348
Advance Agst. Sales (Corporate Internet)	2,127,155	1,528,964
Advance Agst. Sales (Domain & Web Hosting)	378,478	278,178
Advance Agst. Sales (Graphic Design)	15,069	15,069
Advance Agst. Sales (AVLS)	554,852	351,811
Advance Agst. Sales (Monthly Rent/ Tel Call)	4,371,081	2,129,081
Total Taka	46,036,421	31,981,486

20.00 Provision for Income Tax:
Current Tax

Opening Balance	18,153,452	25,939,774
Add : Provision made during the year (Note:20.01)	13,180,259	18,153,452
	31,333,711	44,093,226
Less : Adjustment for the AY-2019-20	-	(25,939,774)
Closing Balance	31,333,711	18,153,452

20.01 Current Tax:

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2020-2021	2019-2020
Net Profit Before WPPWF	54,077,481	3,669,998	19,604,440	77,351,919	82,265,656
Less : Contribution to WPPWF @ 5%	2,575,119	174,762	933,545	3,683,426	3,917,413
Profit Before Tax	51,502,362	3,495,236	18,670,895	73,668,493	78,348,243
Less : Tax Exempted Profit (Note-20.01.01)	845,252	3,494,221	3,766,927	8,106,401	10,364,277
Net Profit Before Tax	50,657,110	1,015	14,903,968	65,562,093	67,983,966
Add: Accounting Depreciation	46,027,378	886,869	2,310,940	49,225,187	49,891,917
Less: Tax Depreciation	(51,049,444)	(777,460)	(2,148,790)	(53,975,694)	(53,464,442)
Add: Net unrealized Loss/(Gain) on sale of shares	(2,232,655)	-	-	(2,232,655)	8,202,370
Taxable Profit	43,402,389	110,424	15,066,118	58,578,931	72,613,811
Provision for Income Tax @ 22.50%	9,765,538	24,846	3,389,876	13,180,259	18,153,452

20.01.01 Tax Exempted Profit:

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2020-2021	2019-2020
Tax exempted revenue during the year	9,331,280	3,494,221	10,159,404	22,984,905	23,073,226
Less : Expense of tax exempted profit	(8,486,028)	-	(6,392,477)	(14,878,504)	(12,708,949)
Tax Exempted Profit	845,252	3,494,221	3,766,927	8,106,401	10,364,277

Provision for Income Tax has been charged on Non-operating income of Unit-2, Software Development Project of BDCOM Online Ltd., As per Sixth Schedule, Part-A , Para -33 of Income Tax Ordinance, 1984 income from software development & ITES are exempted upto June 30,2024.

21.00 Current Portion of Long-Term Loan :

The break up of the amount is as follows:

Particulars	Account Number	Amount in Taka	
		2020-2021	2019-2020
Shahjalal Islami Bank Ltd.(Motor Vehicle)	4001 36400000423	2,290,046	2,068,898
Shahjalal Islami Bank Ltd.(Motor Vehicle)	4001 36400000435	272,745	236,715
Bank Asia Ltd. (Motor Vehicle)	02135001478	291,806	-
Bank Asia Ltd. (Motor Vehicle)	02135001490	534,545	-
Prime Bank Ltd. (Motor Vehicle)	2025392404	406,341	-
Total Taka		3,795,483	2,305,613

22.00 Short Term Loan :

The break up of the amount is as follows:

Particulars	Account Number	Amount in Taka	
		2020-2021	2019-2020
Prime Bank Ltd.-SOD A/C	12777590042804	13,119,426	9,862,651
Prime Bank Ltd.-SOD A/C	2127725016503	25,380,328	20,780,393
Bank Asia Ltd. (Motor Vehicle)	02135001299	-	43,063
Bank Asia Ltd. (Motor Vehicle)	02135001339	187,525	477,193
Total Taka		38,687,279	31,163,300

23.00 Revenue From Sales, Services & Others :

The break up of the amount is as follows:

Particulars		2020-2021	2019-2020
Revenue from Unit -1	Notes-23.01	568,567,431	551,590,897
Revenue from Unit -2	Notes-23.02	38,682,530	42,160,456
Revenue from Unit -3	Notes-23.03	50,355,408	46,565,444
Total Taka		657,605,369	640,316,797

23.01 Revenue From Unit -1 :

The break up of the amount is as follows:

Particulars	2020-2021	2019-2020
Revenue from Internet/Data Connectivity Services	552,979,391	532,980,745
Revenue from IT Enable Services	9,331,280	8,456,227
Revenue from Sale of Hardware	1,243,113	5,199,520
Revenue from Internet (Educational Institutions)	5,013,647	4,954,405
Total Taka	568,567,431	551,590,897

23.02 Revenue From Unit -2 :

The break up of the amount is as follows:

Particulars

Revenue from Software & Graphic Design	
Revenue from AVLS Support & Service	
Revenue from Web Development, Hosting & Domain Reg.	
Revenue from AVLS Supply	
Total Taka	

Amount in Taka	
2020-2021	2019-2020
3,494,221	7,488,325
15,717,148	19,378,891
11,593,682	6,209,338
7,877,479	9,083,902
38,682,530	42,160,456

23.03 Revenue From Unit -3 :

The break up of the amount is as follows:

Particulars

Revenue from IP Telephony Monthly Rent	
Revenue from IP Telephony Outgoing NWD Call	
Revenue from IP Telephony Outgoing ISD Call	
Revenue from IP Telephony Incoming NWD Call	
Revenue from IT Enable Services	
Revenue from Sale of Hardware & Equipments	
Total Taka	

3,817,749	6,729,707
21,193,193	15,079,937
6,283,355	9,492,581
8,422,152	7,089,070
10,159,404	7,128,674
479,555	1,045,475
50,355,408	46,565,444

24.00 Cost of Sales & Services :

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2020-2021	2019-2020
Services & Others (Notes- 24.01)	281,425,942	8,862,426	12,205,658	302,494,026	295,695,901
Hardware & Others(Notes-24.02)	900,190	5,852,992	385,862	7,139,044	11,852,864
Total Taka	282,326,132	14,715,418	12,591,520	309,633,070	307,548,765

24.01 Services & Others:

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2020-2021	2019-2020
Bandwidth Charges	55,828,442	98,400	98,400	56,025,242	60,499,659
Electricity Charges	6,118,858	764,857	764,857	7,648,572	6,090,272
Telephone Charges	1,440,942	3,510,909	-	4,951,851	4,627,386
Domain Registration Exp.	-	1,355,381	-	1,355,381	1,037,238
Data Connectivity (NTTN)	103,011,922	-	-	103,011,922	101,954,607
Data Connectivity (Site Sharing)	30,270,208	-	-	30,270,208	28,140,964
E1, Server Rent and Inter connectivity	-	-	10,980,236	10,980,236	10,024,473
Cost of Software (GLP & Others)	-	1,550,918	-	1,550,918	1,314,862
IT Support & Service	44,976,999	361,069	362,165	45,700,233	49,327,733
Electrical Goods & Installation	388,261	10,600	-	398,861	530,257
Direct Salary & Allowances	39,390,310	1,210,292	-	40,600,602	32,148,450
Total Taka	281,425,942	8,862,426	12,205,658	302,494,026	295,695,901

24.02 Hardware & Others:

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-II SDP	UNIT-3 IPTSP	Amount in Taka	
				2020-2021	2019-2020
Broadband Modem Concentrator & others	34,712	-	-	34,712	63,691
Cost of sales of Hardware & Others	865,478	5,852,992	385,862	7,104,332	11,629,143
Cost of Sales of Optical Fiber/Cable	-	-	-	-	160,030
Total Taka	900,190	5,852,992	385,862	7,139,044	11,852,864

25.00 Administrative and Marketing Expenses :

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2020-2021	2019-2020
Directors Remuneration (Note-25.01)	4,209,374	-	-	4,209,374	3,888,061
Salary and Allowances	119,443,456	13,715,196	9,487,861	142,646,513	133,130,025
Traveling and Conveyance	8,657,416	284,906	71,488	9,013,810	8,494,392
Uniform & Others	31,210	5,600	-	36,810	77,288
Office Rent	18,266,449	3,258,667	3,258,667	24,783,783	15,731,006
VAT on Office Rent	-	-	-	-	1,963,956
Electricity Charges	679,873	84,984	84,984	849,841	676,697
Telephone Charges	480,314	-	-	480,314	436,860
Printing and stationeries	898,385	124,968	112,298	1,135,651	1,333,040
Courier & Postage Charges	921,810	4,730	-	926,540	509,178
Income Tax	-	-	10,175	10,175	-
Advertisement Expenses	1,214,831	58,583	58,583	1,331,997	1,135,616
News Papers & Periodicals	-	-	-	-	10,662
Entertainment	4,481,207	109,010	3,680	4,593,897	3,827,137
Security charges	667,920	-	-	667,920	654,280
Installation & Maintenance	27,777,483	10,770	-	27,788,253	21,976,076
Repair & Maintenance	1,298,227	280,292	278,892	1,857,411	2,782,399
Utility Charges	2,705,680	151,018	151,018	3,007,716	704,799
Car Rent & Maintenance	7,307,698	4,950	60,000	7,372,648	6,742,753
Annual Listing Fee (DSE, CSE, CDBL , BAPLC)	576,319	173,497	123,497	873,313	867,016
License Registration & Renewal Fees	661,535	357,231	575,000	1,593,766	1,711,364
Municipal Tax	137,858	-	-	137,858	137,858
Insurance Premium	1,447,679	124,087	82,725	1,654,491	1,890,046
Fees & Professional Charges	253,837	54,394	54,394	362,625	343,000
Robotic Expenses	25,591	-	-	25,591	-
AGM Expenses	438,601	93,986	93,986	626,573	472,115
Promotional exp.	528,665	17,505	-	546,170	2,336,542
Audit Fee	229,750	23,000	23,000	275,750	143,750
Contribution to Employees PF	4,664,296	610,132	374,899	5,649,327	5,734,951
Training Expenses	13,440	-	-	13,440	23,870
Tender Participation	115,510	-	750	116,260	81,975

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2020-2021	2019-2020
Annual Refreshment Expenses	-	-	-	-	-
Revenue Sharing with BTRC	-	160,301	928,021	1,088,322	1,306,985
General Expenses	1,323,022	-	-	1,323,022	1,285,162
Total Taka	209,457,436	19,707,807	15,833,918	244,999,161	220,408,859

The number of employees (both casual and permanent of the company as at 30 June 2021 was 475 (Note 2.19) and all of them received salary and allowances above Taka. 120,000 per year.

25.01 Directors Remuneration (Under Para 4 of Sch. XI Part II of the Companies Act, 1994).

The break up of the amount is as follows:

Name	Designation	Yearly Remuneration	Festival Bonus	2020-2021	2019-2020
S M Golam Faruk Alamgir	Managing Director	3,827,874	381,500	4,209,374	3,888,061
Total Taka		3,827,874	381,500	4,209,374	3,888,061

26.00 Financial Charges :

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2020-2021	2019-2020
Bank Interest	3,920,285	-	-	3,920,285	3,573,664
Bank Commission & Charges	1,939,654	188,319	18,062	2,146,035	777,157
Total Taka	5,859,939	188,319	18,062	6,066,320	4,350,821

27.00 Non Operating Income :

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2020-2021	2019-2020
Bank Interest (FDR A/C.)	26,089,308	344,111	-	26,433,419	31,432,998
Bank Interest (SND A/C)	461,864	70,412	3,472	535,748	769,200
Foreign Currency Gain	-	958	-	958	40,573
Dividend on Marketable Security	-	70,400	-	70,400	108,820
Realized gain from sale of shares	397,108	-	-	397,108	-
Total Taka	26,948,280	485,881	3,472	27,437,633	32,351,591

28.00 Sustainable Estimated Gain/(Loss) on Marketable Securities :

The break up of the amount is as follows:

Particulars	2020-2021	2019-2020
IFADAUTOS	2,541,000	7,852,332
Saif Powertec Limited	-	244,093
AGISYSL	-	1,271,203
AB Bank Ltd.	981,750	3,243,316
Total Cost Value as at June 30, 2021	3,522,750	12,610,944
Less: Fair market value of investment in shares as at June 30, 2021	5,755,405	4,408,574
Total Estimated Profit/(Loss) on Marketable Securities	2,232,655	(8,202,370)
Adjustment up to June 30, 2020	-	4,044,667
Adjustment with AFS Reserve	-	(4,044,667)
Total Estimated Profit/(Loss) on Marketable Securities	2,232,655	(8,202,370)

29.00 Earning Per Share (EPS) :

The break up of the amount is as follows:

Particulars	2020-2021	2019-2020
Profit from continuing operation attributable to the ordinary equity holders	60,030,658	59,359,248
Profit attributable to the ordinary equity holders	60,030,658	59,359,248
Number of Shares	54,368,095	54,368,095
Earning Per Share (Re-Stated)	1.10	1.09

Diluted Earning Per Share:

No diluted earning per share is required to be calculated for the year as there has no dilutive potential ordinary shares.

30.00 Cash flows from operating activities :

Statement of Cash Flows have been prepared in accordance with IAS 7 "Statement of Cash Flows" and the cash flows from the operating activities are shown under indirect method as activities.

Reconciliation of Cash Flows from operating activities	2020-2021	2019-2020
Net profit before tax	73,668,494	78,348,243
Add/Less : Unrealized Loss/(gain) on sale of security instrument	(2,232,655)	8,202,370
Less: Non-operating income	(26,901,885)	(31,582,391)
Less: Tax payment	(29,915,512)	(21,732,217)
Less: Non-Cash Expense (Lease Rent)	3,112,885	(2,061,557)
Add: Depreciation	49,225,187	49,891,917
Add/(Less) : Changes in working Capital :		
Inventory	(736,058)	1,659,118
Trade receivables	17,643,292	(33,730,057)
Advance deposit prepayments	(10,689,695)	(33,007,895)
Liability for expenses	1,253,883	1,677,391
Liability for other finance	14,054,934	10,628,359
Trade payable	(3,725,709)	58,156,171
Net cash provided by/(used in) operation activities	84,757,160	86,449,452

31.00 Net Operation Cash Flows Per Share (NOCFPS):

The break up of the amount is as follows:

Particulars

Net cash generated from operating activities

Amount in Taka	
2020-2021	2019-2020

84,757,160	86,449,452
84,757,160	86,449,452

Number of Shares
Net Operation Cash Flows Per Share (Reported)

54,368,095	51,779,138
1.56	1.67

We could not make a huge payment to Supplier for pandemic situation. Due to this major cash inflow, NOCFPS has been increased in that period.

32.00 Net Asset Value Per Share (NAVPS):

The break up of the amount is as follows:

Particulars

Total Assets

Total Liabilities

Net Asset Value (NAV)

Number of Shares

Net Asset Value Per Share (Reported)

1,206,619,948	1,121,999,463
(360,221,423)	(309,742,026)
846,398,525	812,257,437
54,368,095	51,779,138
15.57	15.69

33.00 Related Party Disclosures :

33.01 The details of Related Party Transaction during the year along with the relationship is illustrated below in accordance with IAS 24 ;

Name of the company	Relationship with company	Nature of Transaction	Total Transaction Amount in Taka	Total Paid/ Received during the Year	Balance 30.06.2021 (Tk.)	Remarks
Fiber @ Home Ltd.	Concern Under Common Mgt.	IIG Bandwidth	33,524,902	37,437,227	5,718,837	Trade Creditors
Fiber @ Home Ltd.	Concern Under Common Mgt.	NTTN Service	80,893,877	75,180,957	41,325,782	Trade Creditors
Norban Fashion Ltd.	Concern Under Common Mgt.	Internet & others	46,776	157,623	11,914	Trade Debtors
Norban Comtex Ltd.	Concern Under Common Mgt.	Internet & others	178,363	453,445	(61,231)	Trade Debtors

We as IT Sector Company for IT related services and data connectivity we are to purchase Bandwidth and use NTTN (Nationwide Telecommunication Transmission Network) transmission line as rental basis from service provider companies. Regarding Bandwidth a few and for NTTN transmission line only 2 companies in Bangladesh. One of them is Fiber @ Home Ltd and is our related party. We have transactions with this company regarding Bandwidth purchase & NTTN transmission line rent as a part of our normal course of regular business operation as it is convenient for us too.

In the 25th AGM, we will seek approval from the general body of our shareholders to resolve the matter towards compliance of BSEC Notification.

33.02 Disclosure of Managerial Remuneration:

The total amount of remuneration paid to the top five (05) salaried officers of the company during the year is as follows:

Name	Designation	June 30, 2021 (Taka)
Mr.S M Golam Faruk Alamgir	Managing Director (MD)	4,209,374
Mr.S.M Kamruzzaman	Chief Technical Officer (CTO)	2,985,683
Mr.A.K.M Kutub Uddin	ED Admin & CS	2,722,813
Mr. Faker Ahmed FCA	Chief Financial Officer (CFO)	2,811,375
Mr. Gazi Zehadul Kabir	Chief Strategy Officer (CSO)	2,226,680

BDCOM ONLINE LTD.
Property, Plant & Equipment
For the year ended June 30, 2021

(Amount in BDT)
Schedule-A/1

Unit-1 (ISP)

Particulars	Cost			Rate of Dep. %	Depreciation			W.D.V. as at 30.06.21	W.D.V. as at 30.06.20
	Opening Balance as at 01.07.20	Additions during the year	Adjustment during the year		Total as at 30.06.21	Charged during the year	Adjustment during the year		
Land	27,000,000	-	-	-	-	-	-	27,000,000	27,000,000
Building (Floor Space)	67,286,909	-	-	2.5%	13,682,487	1,340,111	15,022,598	52,264,311	53,604,422
Internet System Hardware	275,527,455	20,357,957	-	18%	172,466,703	20,104,812	192,571,515	103,313,897	103,060,752
Furniture & Fixture	4,333,993	439,500	-	10%	2,447,018	202,969	2,649,987	2,123,506	1,886,975
Office Renovation	13,511,641	6,795,344	-	18%	9,304,261	974,256	10,278,517	10,028,468	4,207,380
Sundry Assets	845,535	-	-	10%	668,513	17,702	686,215	159,320	177,022
Crockeries & Cutleries	271,263	143,727	-	10%	107,906	25,857	133,763	281,227	163,357
A. C. Installation	4,684,673	1,899,247	-	18%	3,460,475	391,842	3,852,317	2,731,603	1,224,198
PABX Installation	342,783	-	-	18%	332,344	1,879	334,223	8,560	10,439
Office Equipments	22,296,858	1,365,675	-	15%	14,362,394	1,298,612	15,661,006	8,001,527	7,934,464
V-Sat Tower	3,919,414	-	-	15%	3,655,632	39,567	3,695,199	224,215	263,782
Telephone & Installation	10,585,914	-	-	15%	10,002,564	87,503	10,090,067	495,847	583,350
Motor Vehicles	31,567,685	7,577,675	-	15%	14,713,317	2,963,039	17,676,356	21,469,004	16,854,368
Generator/Online UPS	20,417,048	3,315,510	-	15%	10,227,741	1,840,697	12,068,438	11,664,120	10,189,307
Cable Installation	18,662,496	1,686,399	-	15%	11,093,961	1,225,823	12,319,784	8,029,111	7,568,535
Broad Band Equipments	58,114,607	324,002	-	18%	47,403,932	1,927,922	49,331,854	9,106,755	10,710,675
Radio Equipments	54,237,960	2,568,422	-	18%	34,247,376	3,779,702	38,027,078	18,779,304	19,990,584
Electrical Installation	2,005,432	39,300	-	15%	1,467,813	84,359	1,552,172	492,560	537,619
Optical Fiber Deployment	134,597,690	4,445,637	-	15%	85,410,337	7,635,953	93,046,290	45,997,037	49,187,353
Neon Sign & Others	18,767	-	-	20%	17,268	300	17,568	1,199	1,499
Base Tower & Installation	28,627,514	2,142,003	-	10%	11,169,357	1,848,654	13,018,011	17,751,506	17,458,157
WIFI Base Station	7,177,978	-	-	20%	5,998,884	235,819	6,234,703	943,275	1,179,094
Sub Total- 30 June, 2021	786,033,615	53,100,398	-		452,240,283	46,027,378	498,267,661	340,866,352	333,793,332
Sub Total- 30 June, 2020	748,879,638	37,153,977	-		405,751,738	46,488,545	452,240,283	333,793,332	

BDCOM ONLINE LTD.
 Property, Plant & Equipment
 For the year ended June 30, 2021

(Amount in BDT)
 Schedule-A/2

Unit-2 (SDP)

Particulars	Cost			Rate of Dep. %	Depreciation				W.D.V. as at 30.06.21	W.D.V. as at 30.06.20
	Opening Balance as at 01.07.2020	Additions during the year	Adjustment during the year		Total as at 30.06.21	Charged during the year	Adjustment during the year	Total as at 30.06.21		
System Hardware	12,775,095	-	-	18%	369,296	-	11,092,745	1,682,350	2,051,645	
Furniture & Fixture	637,019	-	-	10%	10,068	-	546,412	90,607	100,675	
Office Renovation	1,625,370	31,200	-	18%	15,164	-	1,556,291	100,279	84,243	
Sundry Assets	86,212	-	-	10%	1,806	-	69,959	16,253	18,059	
Books & Periodicals	73,226	-	-	10%	1,103	-	63,303	9,923	11,026	
A. C. Installation	256,790	-	-	18%	1,281	-	250,953	5,837	7,118	
Electric Installation	150,494	-	-	18%	698	-	147,316	3,178	3,876	
Peripheral Equipment	4,756,988	-	-	15%	71,004	-	4,354,833	402,155	473,159	
Software Development	28,355,296	-	-	15%	392,017	-	26,133,868	2,221,428	2,613,445	
Telephone & Installation	1,800,785	-	-	15%	19,306	-	1,691,383	109,402	128,708	
Auto Generator	607,201	-	-	15%	5,063	-	578,511	28,690	33,754	
Crockeries & Cutleries	4,080	-	-	15%	63	-	3,721	359	422	
Sub Total- 30 June, 2021	51,128,556	31,200	-		886,869	-	46,489,295	4,670,461	5,526,130	
Sub Total- 30 June, 2020	50,789,256	339,300	-		1,034,336	-	45,602,426	5,526,130		

BDCOM ONLINE LTD.
Property, Plant & Equipment
For the year ended June 30, 2021

(Amount in BDT)
Schedule-A/3

Unit-3 (IPTSP)

Particulars	Cost			Rate of Dep. %	Depreciation			W.D.V. as at 30.06.21	W.D.V. as at 30.06.20
	Opening Balance as at 01.07.2020	Additions during the year	Adjustment during the year		Total as at 30.06.21	Charged during the year	Adjustment during the year		
System Hardware	21,411,399	237,500	-	18%	1,437,113	-	15,002,759	6,646,140	7,845,753
Furniture & Fixture	22,850	-	-	10%	1,307	-	11,085	11,765	13,072
Motor Vehicles	3,376,500	-	-	15%	399,597	-	1,112,117	2,264,383	2,663,980
Telephone Installation-IP	3,031,215	474,717	-	15%	332,768	-	1,341,968	2,163,964	2,022,015
Software Development	4,153,435	-	-	15%	138,214	-	3,370,221	783,214	921,428
Electric Installation	21,180	-	-	15%	699	-	17,218	3,962	4,661
Radio Equipment	29,638	-	-	18%	1,242	-	23,979	5,659	6,901
Sub Total- 30 June, 2021	32,046,217	712,217	-		2,310,940	-	20,879,347	11,879,087	13,477,810
Sub Total- 30 June, 2020	28,636,540	3,409,677	-		2,369,036	-	18,568,407	13,477,810	
Grand Total as at 30 Jun 2021	869,208,388	53,843,815	-		49,225,187	-	565,636,303	357,415,900	352,797,272
Grand Total as at 30 Jun 2020	828,305,434	40,902,954	-		49,891,917	-	516,411,116	352,797,272	

Ageing Summary of Trade Receivable
Schedule - B

	0-30 Days	31-60 Days	61-90 Days	91-120 Days	121-150 Days	Above 150 Days	Total
Internet & Data Services :							
Broad Band Internet & Others	18,446,905	2,177,718	3,393,730	974,998	1,786,729	9,511,534	36,291,614
Data Connectivity	34,041,773	10,167,526	6,085,727	7,028,063	5,615,430	27,609,210	90,547,729
Sub Total-A	52,488,678	12,345,244	9,479,457	8,003,061	7,402,159	37,120,744	126,839,343
Hardware/ Switch :							
Switch, Router, Hardware etc.	12,900	-	-	-	-	596,454	609,354
Fiber Optic	-	-	-	-	-	103,121	103,121
Sub Total- B	12,900	-	-	-	-	699,575	712,475
IP Telephone Service :							
Monthly Rent	3,752,897	659,130	465,268	233,273	641,892	7,859,494	13,611,954
Inter Connectivity Charges	2,048,289	-	30,003	34,276	47,966	686,370	2,846,904
Sub Total- C	5,801,186	659,130	495,271	267,549	689,858	8,545,864	16,458,858
Web Page, Software & Data Transmit :							
Software Development	185,200	12,600	12,600	12,600	367,365	(301,651)	288,714
Domain Hosting & Registration	1,508,378	277,175	368,525	430,478	168,289	884,797	3,637,642
AVLS	2,813,266	430,573	1,371,503	890,374	1,924,284	20,325,486	27,755,486
Graphics Design	-	-	-	-	34,675	613,495	648,170
Sub Total-D	4,506,844	720,348	1,752,628	1,333,452	2,494,613	21,522,127	32,330,012
Grand Total (A+B+C+D)	62,809,608	13,724,722	11,727,356	9,604,062	10,586,630	67,888,310	176,340,688

N.B. : The Above Schedule of Trade Receivable is excluded of Other Receivable (FDR Interest Receivable).

Compliance of International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS)

Name of the IAS	IAS no	Status
Presentation of Financial Statements	1	Applied
Inventories	2	Applied
Statement of Cash Flows	7	Applied
Accounting Policies, Changes in Accounting Estimates and Errors	8	Applied
Events after the Balance Sheet Date	10	Applied
Income Taxes	12	Applied
Property, Plant and Equipment	16	Applied
Employee Benefits	19	Applied
Accounting for Government Grants and Disclosure of Government Assistance	20	N/A
The Effects of Changes in Foreign Exchange Rate	21	Applied
Borrowing Costs	23	Applied
Related Party Disclosures	24	Applied
Accounting and Reporting by Retirement Benefits Plans	26	Applied
Separate Financial Statements	27	N/A
Investment in Associates and Joint Venture	28	N/A
Financial Instruments Presentation	32	Applied
Earnings Per Share	33	Applied
Interim Financial Reporting	34	Applied
Impairment of Assets	36	Applied
Provisions, Contingent Liabilities and Contingent Assets	37	Applied
Intangible Assets	38	Applied
Financial Instruments: Recognition and Measurement	39	Applied
Investment Property	40	N/A
Agriculture	41	N/A
Name of the IFRS	IFRS no	Status
First Time Adaption of International Financial Reporting Standards	1	Applied
Share Based Payment	2	N/A
Business Combinations	3	N/A
Insurance Contracts	4	N/A
Non-current Assets Held for Sale and Discontinued Operations	5	N/A
Exploration for and Evaluation of Mineral Resources	6	N/A
Financial Instruments: Disclosures	7	Applied
Operating Segments	8	Applied
Financial Instruments	9	Applied
Consolidated Financial Statements	10	N/A
Joint Arrangements	11	N/A
Disclosure of Interests in Other Entities	12	N/A
Fair Value Measurement	13	Applied
Regulatory Deferral Accounts	14	N/A
Revenue from Contracts with Customers	15	Applied
Leases	16	Applied

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The background features a series of overlapping, wavy bands in shades of green and red. The top and bottom corners are solid green, while the central area is filled with these layered, flowing shapes. The colors transition from a dark green at the top to a lighter, more muted green, and then to various shades of red and orange-red as they curve downwards.

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