

ANNUAL REPORT 2018-2019



Premier Cement Mills Limited



TRONER
GmbH

Premier Cement Mills Ltd is a renowned & leading cement brand in the country. It also has a good reputation in our neighboring country, India. Since its inception, Premier Cement Mills Ltd has achieved various national and international awards, namely the SAFA Best Presented Annual Report Award, National Productivity and Excellency Award, Best Customer Award by Munshiganj Palli Bidyut Samity, ICMAB Award for Best Corporate Governance, ICAB Award for Best Presented Annual Report, ICSB Award for Corporate Governance Excellence, etc.

The company started its journey eighteen years back as a private limited Company under the Company Act 1994 with a Production capacity of 0.6 Million Metric Tons per annum. At present, the production capacity is 2.4 Million Metric tons per annum. It was converted into a public limited company under the Companies Act 1994 with an authorized capital of BDT 5,000 million in 2010. After going through successful operation and production for three more years, in 2013 it was listed with the Dhaka

Stock Exchange Limited and Chittagong Stock Exchange Limited simultaneously.

Currently more than 1,500 employees work at the company and more than another 5,000 people are either directly or indirectly involved with Premier Cement including distributors, local suppliers, employees and their family members.

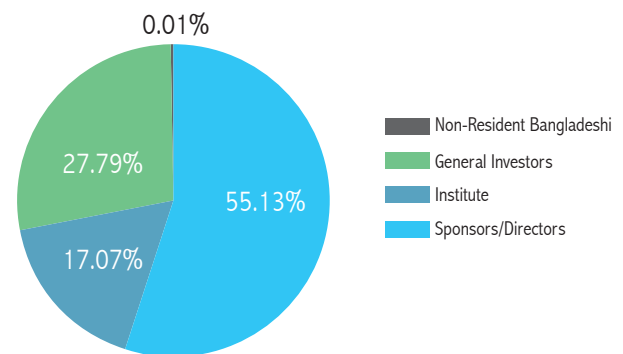
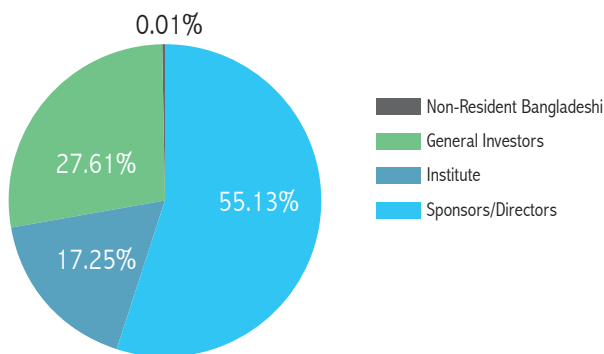
In FY-2019, Premier Cement contributed over BDT 159.42 million as taxes to the National Exchequer, which makes us one of the reputed taxpayers to the Government. The company will continue to support Government proposals that establish a sustainable level of tax contribution to the National exchequer while ensuring a sustainable growth for the industry.

Premier Cement believes that success don't come unless responsibility is assumed. As per continuous part of our social responsibility, last year we have conducted numerous CSR activities which include educational programs, providing reliefs for extremely poor people, health awareness programs, etc.





Type of Shareholders	30 June 2019		30 June 2018	
	Percentage	Number of the share	Percentage	Number of the share
Sponsors/Directors	55.13%	58,132,220	55.13%	58,132,220
Institute	17.25%	18,198,436	17.07%	17,998,608
General Investors	27.61%	29,111,041	27.79%	29,309,101
Non-Resident Bangladeshi	0.01%	8,303	0.01%	10,071
Total	100%	105,450,000	100%	105,450,000



Stock Performance-Market Price Information

Quarter	2018-2019		2017-2018	
	High price	Low price	High price	Low price
1st Quarter	80.50	72.50	95.80	88.90
2nd Quarter	76.40	59.20	92.90	87.30
3rd Quarter	82.80	71.00	88.5	74.80
4th Quarter	76.9	66.80	88.60	71.80

KEY FINANCIAL HIGHLIGHT-CONSOLIDATED

Particulars	2018-19	2017-18	2016-17 (Restated)	2016-17	2015-16	2014-15
Operating Results (Taka In Mio)						
Revenue	11,999.43	10,049.86	9,280.42	10,332.89	9,361.93	8,098.70
Gross Profit	1,711.82	1,516.88	1,575.14	1,698.29	1,988.21	1,238.93
Other income/(expense)	115.36	12.83	(150.13)	(144.14)	(30.46)	111.93
Administrative expenses	124.11	107.03	115.54	127.66	131.24	89.85
Selling & Distribution Expenses	419.34	418.72	385.74	403.26	454.19	352.99
Share of Profit from Associate	9.12	-	-	-	-	-
Financial expense	444.28	398.17	278.06	330.03	438.34	456.79
Contribution to WPPF	38.74	27.32	28.54	30.81	41.37	19.68
Profit before tax	809.82	578.45	617.10	662.38	892.57	431.54
Provision for tax	197.02	136.27	79.96	100.37	201.43	22.62
Net profit after tax	612.80	442.18	537.14	562.00	691.14	408.91
Financial Results (Taka In Mio)						
Non-Current Liabilities	3,767.80	632.95	903.38	1,779.37	2,454.68	2,098.64
Current liabilities	9,962.45	8,373.28	5,223.77	6,095.40	4,194.22	4,802.83
Non-Controlling Interest	14.49	13.09	11.96	306.31	289.54	81.93
Shareholders' Equity	5,081.17	4,547.84	4,317.69	4,292.34	3,905.27	3,106.91
Total Liability & Equity	18,825.92	13,567.17	10,456.81	12,473.43	10,843.73	10,089.32
Non-Current Asset	10,223.15	6,902.84	5,385.71	7,095.39	6,385.54	5,929.81
Current Asset	8,602.76	6,664.33	5,071.10	5,378.03	4,458.19	4,159.51
Total Asset	18,825.92	13,567.17	10,456.81	12,473.43	10,843.73	10,089.32
Share Information (Taka In Mio)						
Authorize capital	5,000.00	5,000.00	5,000.00	5,000.00	5,000.00	5,000.00
Paid up capital	1,054.50	1,054.50	1,054.50	1,054.50	1,054.50	1,054.50
No. of shares outstanding	105.45	105.45	105.45	105.45	105.45	105.45
No. of shareholders-30 June	2,005	2,266	2,614	2,614	3,456	4,080
Market Capitalization	7,402.59	8,172.37	9,532.60	9,532.60	9,696.12	5,272.50

Particulars	2018-19	2017-18	2016-17 (Restated)	2016-17	2015-16	2014-15
Per Share Data (Taka)						
Net asset value per share	48	43	40	41	37	29
Dividend %	10	10	20	20	15	20
Market value per share	70.20	77.50	90.40	90.40	91.95	50
Earnings per share	5.80	4.18	5.08	5.17	6.48	3.83
NOCFPS	6.05	6.88	4.21	6.53	11.28	3.73
Ratio Analysis						
Solvency Analysis						
Debt to asset ratio	0.73	0.66	0.59	0.66	0.64	0.66
Debt to capital ratio	0.73	0.66	0.59	0.66	0.64	0.69
Debt to equity ratio	2.71	1.98	1.42	1.91	1.78	2.25
Financial leverage ratio	3.36	2.71	2.42	2.84	2.99	3.25
Interest coverage ratio	2.89	2.52	3.32	3.10	3.13	1.99
Liquidity Analysis						
Current ratio	0.86	0.80	0.97	0.88	1.06	0.87
Quick ratio	0.78	0.74	0.80	0.72	0.83	0.59
Cash ratio	0.03	0.03	0.05	0.05	0.10	0.08
Activity Analysis						
Inventory turnover ratio (times)	14.99	12.24	8.57	8.71	6.44	5.30
Receivables turnover	5.19	4.44	4.38	4.81	5.69	5.97
Payable turnover	6.92	12.31	16.87	14.22	12.55	17.23
Fixed asset turnover (times)	1.40	1.64	1.72	1.53	1.52	1.36
Total asset turnover	1.57	1.71	1.83	2.10	2.17	2.02
Profitability Ratios						
Gross profit margin	14.3%	15.1%	17.0%	16.44%	21.24%	15.30%
EBIT margin	10.7%	10.0%	10.0%	9.90%	14.66%	11.21%
Pretax profit margin	6.7%	5.8%	6.6%	6.41%	9.53%	5.33%
Net profit margin	5.1%	4.4%	5.8%	5.44%	7.38%	5.05%
Return on equity	12.1%	9.7%	12.4%	12.70%	17.51%	13.00%

Particulars	2018-19	2017-18	2016-17 (Restated)	2016-17	2015-16	2014-15
Return on asset	3.3%	3.3%	5.1%	4.37%	6.30%	4.00%
Return on capital employed	14.5%	19.4%	17.7%	16.85%	21.58%	17.45%
Efficiency Analysis						
Dividend coverage ratio	5.81	4.19	2.55	2.59	4.32	1.92
Dividend yield ratio	1.42%	1.29%	2.21%	2.21%	1.65%	4.00%
valuation analysis						
Price earnings ratio	12.08	18.48	15.21	17.49	14.04	13.05
Cash flow per share	6.05	4.72	4.21	6.53	11.28	3.73
Price to cash flow ratio	11.59	16.42	18.40	13.84	8.07	13.40
Cash Flow Ratio						
Cash flow to revenue	0.05	0.05	0.05	0.07	0.13	0.05
Cash return on asset	0.04	0.04	0.04	0.06	0.11	0.04
Cash return on equity	0.13	0.11	0.10	0.17	0.34	0.13
Cash to income	0.50	0.50	0.48	0.67	0.87	0.43
Debt coverage	0.05	0.06	0.07	0.09	0.18	0.06
Others Information						
Export (Taka in Mio)	295	494	274	275	222	246
Import raw materials (Taka in Mio)	8,378	6,233	5,907	6,456	5,460	5,397
Export sales (MT)	49,746	87,834	1,632,577	49,428	38,290	42,015
Local sales –PCML (MT)	1,814,072	1,593,366	1,583,149	1,766,201	1,351,937	1,063,548
Local sales (MT)	1,863,818	1,681,200	3,215,726	1,766,201	1,515,274	12,13,980

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MESSAGE FROM THE CHAIRMAN



Mohammad Mustafa Haider

Chairman of the Board

*In the name of Allah, the most Beneficent, the most Merciful.
Peace be upon our Prophet Mohammed (SM), His companions
and relatives.*

**Dear Distinguished Shareholders,
Dear Employees and friends of
Premier Cement Mills Limited**

AssalamuAlaikumWa-Rahmatullah,

It is my privilege & pleasure on behalf of Premier Cement Mills Limited to welcome you here today at the 17th Annual General Meeting. I would like to present to you the audited financial statement of Premier Cement Mills Limited for the financial year ended 2019. We are delighted to have you with us here to participate and share in our 17th Annual General Meeting. Many of you have traveled long distances to be here serves as a reminder to us all just how important our work is. Thank you for coming.

Bangladesh Economy on a stable path

Bangladesh has made remarkable progress in GDP growth. The GDP of our country has reached 8.13% (Size of GDP Tk. 25.36 trillion) in the current fiscal year (FY) 2018-19 which is the highest ever in the country's economic history with increased life expectancy, literacy rates, per capita income and recorded inflation rate of 5.78% . Per capita income jumped more than 9 percent to \$1,909 last fiscal year from \$1,751 a year ago. For the FY 2019-20, the cabinet passed largest ever budget for the amount of Tk. 5.23 trillion with a view to achieve 8.2% GDP growth and in FY 2023-24 GDP growth will reach double digit and inflation is also expected to remain at 5.5% (FE dt. 29 June 2019). In the budget, regional parity, human resource development, infrastructural development and quality of expenditure have been given top priorities. The FY-2019-20 budget set total expenditure at Tk. 5,231.90 billion, which is 18.1% of GDP. Total allocation for operating and other expenditures is Tk. 320,469 crore and allocation for the ADP is 202,721 crore. ADP allocated 27.4 percent for human resource (education, health and related others), 26 percent for communication (roads, rails, bridges, and related other communications), 21.5 percent for the overall agriculture sector (agriculture, rural development, water resources, and related others), 13.8 percent for power and energy sector and 11.3 percent for other sectors.

According to the latest report of HSBC Global Research, Bangladesh is the 42nd largest economy in the world and is likely to be the biggest mover in the global gross domestic product rankings in 2030 becoming the 26th largest economy. IMF has mentioned that Bangladesh is one of the

শুধু করছি আল্লাহর নামে যিনি পরম করুণাময়, অতি দয়ালু।

প্রিমিয়ার সিমেন্ট মিলস লিমিটেড এর
সম্মানিত শেয়ারহোল্ডারগন,
সম্মানিত কর্মচারী এবং শুভাকাঙ্ক্ষীগন

আস-সালামু আলাইকুম ওয়া রহমতউল্লাহ।

১৭তম বার্ষিক সাধারণ সভায় আপনাদের সবাইকে প্রিমিয়ার সিমেন্ট মিলস লিমিটেডের পক্ষ থেকে স্বাগত জানাতে পেরে আমি সম্মানিত এবং সেই সঙ্গে গর্বিত। আমি আপনাদেরকে ৩০শে জুন ২০১৯ সমাপ্ত বছরের জন্য প্রিমিয়ার সিমেন্ট মিলস লিমিটেডের নিরীক্ষিত আর্থিক বিবরণী উপস্থাপন করছি। আমাদের ১৭তম বার্ষিক সাধারণ সভায় আপনাদের অংশগ্রহণের সুযোগে আমরা পরস্পর মতামত ও অভিজ্ঞতা বিনিময় করতে পারছি। আপনারা হয়তবা অনেকেই দীর্ঘ পথ ভ্রমণ করে এখানে এসেছেন, তা আমাদের কাজটা কতটা গুরুত্বপূর্ণ তা মনে করিয়ে দেওয়ার জন্য যথেষ্ট। আজকের সভায় উপস্থিত হওয়ার জন্য আপনাদেকে ধন্যবাদ।

বাংলাদেশের অর্থনীতি :

জিডিপি প্রবৃদ্ধিতে বাংলাদেশ উল্লেখযোগ্য অগ্রগতি করেছে। গড় আয়, সাক্ষরতার হার, মাথাপিছু আয় বৃদ্ধি এবং মুদ্রাস্ফীতি হার ৫.৭৮% সীমাবদ্ধ রাখার ফলে ২০১৮-১৯ইং অর্থবছরে আমাদের জিডিপি ৮.১৩% তে এবং জিডিপি'র আকার ৮ ২৫.৩৬ ট্রিলিয়নে পৌঁছেছে, যা দেশের অর্থনৈতিক ইতিহাসে এখন পর্যন্ত সর্বোচ্চ। মাথাপিছু আয় গত বছরের তুলনায় ৯% শতাংশ বৃদ্ধি হয়ে ১,৯০৯/= মার্কিন ডলারে উন্নিত হয়, যা গত বছর ছিল ১,৭৫১/= মার্কিন ডলার। ২০১৯-২০ইং অর্থবছরে সংসদ অধিবেশনে ৮.২% জিডিপি প্রবৃদ্ধি অর্জনের লক্ষে সর্ববৃহৎ বাজেট ৮ ৫.২৩ ট্রিলিয়ন পাস হয় এবং ২০২৩-২৪ইং অর্থবছরে জিডিপি প্রবৃদ্ধি দুই অঙ্কে (ডাবল ডিজিট) পৌঁছাবে, তারপরেও মুদ্রাস্ফীতিও ৫.৫% থাকবে বলে আশা করা হচ্ছে (ফিন্যান্সিয়াল এক্সপ্রেস ২৯ জুন ২০১৯ইং)। এই বাজেটে আঞ্চলিক সমতা, মানবসম্পদ উন্নয়ন, অবকাঠামোগত উন্নয়ন এবং ব্যয়ের মানকে সর্বোচ্চ অগ্রাধিকার দেয়া হয়েছে। ২০১৯-২০ইং অর্থবছরের বাজেটে মোট ব্যয় নির্ধারণ করা হয়েছে ৮ ৫,২৩১.৯০ বিলিয়ন, যা জিডিপি'র ১৮.১%। পরিচালনা ও অন্যান্য ব্যয়ের জন্য মোট বরাদ্দ নির্ধারণ করা হয়েছে ৮ ৩২০,৪৬৯ কোটি এবং এডিপি'র জন্য বরাদ্দ ৮ ২০২,৭২১ কোটি। এডিপি'র মানবসম্পদ উন্নয়নে (শিক্ষা, স্বাস্থ্য ও অন্যান্য সম্পর্কিত) জন্য এডিপি'র ২৭.৪%, যোগাযোগের (রাস্তা, রেল, সেতু এবং অন্যান্য যোগাযোগে) জন্য ২৬%, সামগ্রিক কৃষি খাতের (কৃষি, পল্লী উন্নয়ন, জলের সংস্থান এবং অন্যান্য) জন্য ২১.৫%, বিদ্যুৎ ও জ্বালানি খাতের জন্য ১৩.৮% এবং অন্যান্য খাতের জন্য ১১.৩% বরাদ্দ রাখা হয়েছে।

এইচএসবিসি'র গ্লোবাল রিসার্চের সর্বশেষ প্রতিবেদন অনুসারে, বাংলাদেশ বিশ্বের বৃহত্তম অর্থনীতিতে ৪২তম এবং ২০৩০ইং সালে ২৬তম বৃহত্তম অর্থনীতি হওয়ার সম্ভাবনা রয়েছে। আইএমএফ

20 countries which are going to contribute the highest in the GDP (FE dt. 29 June 2019). Bangladesh to become 3rd faster growing economy in the world in terms of achieving high GDP in 2019, according to a united nation report. (Published at 10:40pm January 22nd, 2019)

However Bangladesh has already become a low middle-income country with a vision to transform into a middle-income country by the year 2021 and a developed country by the year 2041.

About the Cement Industry

A sustained period of political stability has provided stable and growth supportive environment in the cement sector with construction ventures in both public and private sectors. Our Company is utilizing every opportunity to contribute to this phase of economic progress. The consumption of cement has increased in the country amid growing urbanization, real estate business, and large-scale development projects of the government. According to Bangladesh Cement Manufacturers Association (BCMA), breaking the previous record, cement sale was the highest 32 million tons in 2018, up from 29 million tons in 2017 an around 12% rise. According to On Field Investment Research (OFIR), the first independent research organization dedicated to Global Building Materials, based in London, the global demand for cement declined by 2.8% in 2018, while Bangladesh posted a 12% growth in the year. We are very much optimistic about market growth in the country as the government is implementing many infrastructural mega projects including bridges, rail lines, power plants and metro rail. According to experts in the cement sector, large government infrastructure projects have shot the demand for construction materials, including cement. Foreign remittance has also been playing a vital role that encourages rural people to construct buildings for their living, increasing the use of cement in the rural areas. The country is home to one of the most promising cement markets in the world. Average per capita cement consumption in the world is 500 kg while in Bangladesh it is only 190 kg as of 2018. According to a global study, per capita cement consumption could be 600 kg at best and after that the growth will slow down. So, there is an opportunity to triple the per capita cement consumption in our country. And we the local cement manufacturers are expanding our production units to grab the market." In terms of the market size Bangladesh cement capacity is approximately 58 million tons while the demand is approximately 32 million tones. The sector has been growing 10% to 12% in the last decade and is expected to continue to grow at the same rate in the next 5 years. All the big cement grinders have been adding capacity in the past two years and this is still continuing, leading to an excess grinding capacity compared to demand which is seeing downward pressure on prices. Our Company is a proud partner

উল্লেখ করেছে বিশ্বের যে ২০টি দেশ জিডিপি'তে সর্বাধিক অবদান রাখতে চলেছে তার মধ্যে বাংলাদেশ অন্যতম (ফিন্যান্সিয়াল এক্সপ্রেস ২৯ জুন ২০১৯ইং)। ২০১৯ইং সালের উচ্চ জিডিপি অর্জনের ক্ষেত্রে বাংলাদেশ বিশ্বের তৃতীয় দ্রুত বর্ধমান অর্থনীতিতে পরিণত হবে (২২ জানুয়ারী, ২০১৯ রাত ১০:৪০ পিএম প্রকাশিত)। আর ২০২১ইং সালে মধ্যম আয়ের দেশ এবং ২০৪১ইং সালের মধ্যে একটি উন্নত দেশে রূপান্তর করার লক্ষ্য নিয়ে বাংলাদেশ ইতিমধ্যে নিম্ন মধ্য আয়ের দেশে পরিণত হয়েছে।

সিমেন্ট শিল্প সম্পর্কে :

টেকসই রাজনৈতিক স্থিতিশীলতার কারণে এবং সরকারী ও বেসরকারী উভয় ক্ষেত্রে উদ্যোগের ফলে সিমেন্ট তথা নির্মাণ খাতে সহায়ক পরিবেশ বিরাজ করছে। অর্থনৈতিক অগ্রগতির এই পর্যায়ে অবদান রাখার জন্য আমাদের কোম্পানি প্রতিটি সুযোগ কাজে লাগাচ্ছে। দেশের ক্রমবর্ধমান নগরায়ন, রিয়েল এস্টেট ব্যবসা এবং সরকারের বড় আকারের উন্নয়ন প্রকল্পে সিমেন্টের ব্যবহার বেড়েছে। বাংলাদেশ সিমেন্ট ম্যানুফ্যাকচার্স অ্যাসোসিয়েশনের (বিসিএমএ) মতে, আগের সব রেকর্ড ভেঙে ২০১৮ইং সালে সিমেন্ট বিক্রয় ছিল ৩২.৫ মিলিয়ন টন, যা ২০১৭ইং সালে ২৯ মিলিয়ন টন থেকে প্রায় ১২% বৃদ্ধি পেয়েছে। লন্ডনে অবস্থিত গ্লোবাল বিল্ডিং মেটেরিয়ালকে উৎসর্গীকৃত প্রথম স্বাধীন গবেষণা সংস্থা অন ফিল্ড ইনভেস্টমেন্ট রিসার্চ (ওএফআইআর) এর মতে, ২০১৮ইং সালে সিমেন্টের বৈশ্বিক চাহিদা ২.৮% হ্রাস পেয়েছে, যদিও বিগত বাংলাদেশ বছরে ১২% প্রবৃদ্ধি অর্জন করেছে। আমরা দেশে বাজার বৃদ্ধিতেও অনেক আশাবাদী কারণ সরকার সেতু, রেললাইন, বিদ্যুৎকেন্দ্র এবং মেট্রোরেল সহ অনেক অবকাঠামোগত মেগা প্রকল্প বাস্তবায়ন করছে। সিমেন্ট খাতের বিশেষজ্ঞদের মতে, বড় বড় সরকারি অবকাঠামোগত প্রকল্পগুলি সিমেন্ট সহ নির্মাণ সামগ্রীর চাহিদা বাড়িয়ে দিয়েছে। বৈদেশিক রেমিট্যান্স আয় গ্রাম অঞ্চলের মানুষকে তাদের বসবাসের জন্য ভবন নির্মাণ করতে উৎসাহিত করে যা সিমেন্টের ব্যবহার বৃদ্ধিতে গুরুত্বপূর্ণ ভূমিকা পালন করে আসছে। বাংলাদেশ বিশ্বের অন্যতম সম্ভাবনাপূর্ণ সিমেন্টের বাজার। বিশ্বে মাথাপিছু সিমেন্টের গড় ব্যবহার ৫০০ কেজি যদিও বাংলাদেশে এটি মাত্র ১৯০ কেজি। একটি আন্তর্জাতিক গবেষণা অনুসারে, বাংলাদেশ মাথাপিছু সিমেন্টের ব্যবহার সর্বোচ্চ ৬০০ কেজি হতে পারে এবং পরবর্তিতে ব্যবহার ক্রমাগত কমে যাবে। সুতরাং আমাদের দেশে মাথাপিছু সিমেন্টের ব্যবহার তিনগুণ বাড়ার সুযোগ রয়েছে। আমরা স্থানীয় সিমেন্ট প্রস্তুতকারকরা বাজার ধরতে আমাদের উৎপাদন ক্ষমতা সম্প্রসারিত করছি। বাজারের আকারের দিক দিয়ে বাংলাদেশের সিমেন্টের বার্ষিক উৎপাদন ক্ষমতা প্রায় ৫৮ মিলিয়ন টন যদিও চাহিদা প্রায় ৩২ মিলিয়ন টন। গত দশকে এই খাতটি ১০% থেকে ১২% পর্যন্ত প্রবৃদ্ধি অর্জন করতে পেরেছে এবং আগামী ৫ বছরে একই হারে বাড়তে থাকবে বলে আশা করা হচ্ছে। সমস্ত বড় সিমেন্ট গ্রাইন্ডাররা গত দুই বছরে উৎপাদন ক্ষমতা বৃদ্ধি করেছে এবং এটি এখনও অব্যাহত রয়েছে, চাহিদার তুলনায় অতিরিক্ত প্রাইভিঙ ক্ষমতা বাড়ায় বাজারে সিমেন্টের দামের উপর বিরূপ প্রভাব ফেলছে। আমাদের কোম্পানি বাংলাদেশের বিভিন্ন উন্নয়নমূলক কাজের গর্বিতে অংশীদার এবং ভিশন ২০২১ইং ও ভিশন ২০৪১ইং অর্জনের জন্য শক্ত ভিত্তি তৈরিতে ধারাবাহিক এবং উন্নতমানের সিমেন্ট সরবরাহ করার জন্য প্রস্তুত।

in various development works in Bangladesh, and is poised to supply consistent and high quality cement in building the solid foundation to achieve Vision 2021 and Vision 2041.

As many as 76 cement manufacturing companies have been registered in the country, but 42 large and small scale companies of them are producing cement as of now.

Of the 42 companies, seven are listed with the share market and three are multinationals. There was a time when the market in Bangladesh was dominated by foreign companies. However they are now facing intense competition with the local ones.

Last year local companies met 82 percent of the demand while multinational companies provided the rest 18 percent. Most of the leading companies increased their capacity in 2018-19.

The cement industry currently faces challenges of low utilization of resources, a growing overcapacity, as well as sensitivity to prices of raw material and energy required for production. The market is also highly sensitive to changes in foreign exchange rates as majority of raw materials are imported. Recently the devaluation of the taka against USD (from Tk 80/USD to Tk 85/USD) further raised costs in 2018 causing manufacturers to raise their prices for the first time in 6 years.

What we have done in 2019

It is indeed my great pleasure to let you to know that despite the presence of rigorous competition in the market, Premier Cement achieved most of its desired objectives in last year. In FY-2019 the Company showed remarkable performance in line with the overall economic progress of the country. In spite of having many operational and financial difficulties our revenue has increased to BDT 11,999.43 million from BDT 10,049.86 million that is 19.40% higher than that of the previous year. Operational efficiency and cost minimization strategies throughout the year also kept the Company's total cost of production in a reasonable level which further led to an increased net profit margin for the current year. Our 18 years of experience, efficiency in every aspect of operation and promptness at sourcing and well organized distribution network

দেশে প্রায় ৭৬টি সিমেন্ট উৎপাদনকারী কোম্পানী নিবন্ধিত

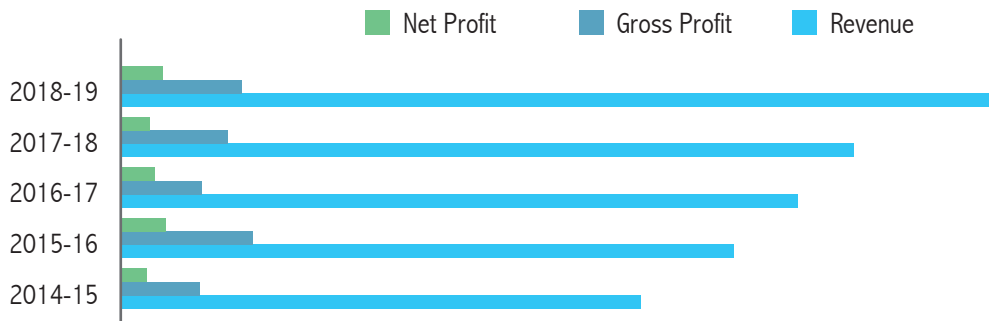
রয়েছে, কিন্তু এগুলির মধ্যে ৪২টি বৃহত্তর এবং ছোট পরিসরে সিমেন্ট উৎপাদন করছে।

৪২টি প্রতিষ্ঠানের মধ্যে সাতটি শেয়ার বাজারে তালিকাভুক্ত হয়েছে এবং ৪টি বহুজাতিক রয়েছে। একটা সময় ছিল যখন বাংলাদেশের বাজার বিদেশী কোম্পানীগুলো দ্বারা নিয়ন্ত্রিত ছিল তবে এখন তারা দেশীয় কোম্পানীর সাথে তীব্র প্রতিযোগিতার মুখোমুখি।

গত বছর স্থানীয় কোম্পানীগুলো চাহিদার ৮২ শতাংশ পূরণ করেছে যখন বহুজাতিক কোম্পানীগুলো বাকী ১৮ শতাংশ সরবরাহ করেছিল। শীর্ষস্থানীয় কোম্পানীগুলোর বেশিরভাগই ২০১৯-২০ইং সালে তাদের সক্ষমতা বাড়িয়েছে। সিমেন্ট শিল্প বর্তমানে সক্ষমতার স্বল্প ব্যবহার, ক্রমবর্ধমান মাত্রাতিরিক্ত সক্ষমতার পাশাপাশি কাঁচামালের ও বিদ্যুতের মূল্যবৃদ্ধির প্রতি সংবেদনশীলতা এবং কঠিন চ্যালেঞ্জের মুখোমুখি। বেশির ভাগ কাঁচামাল আমদানিকৃত হওয়ায় বৈদেশিক মুদ্রার বিনিময় হারের পরিবর্তনের ক্ষেত্রেও বাজারটি অত্যন্ত সংবেদনশীল। সম্প্রতি ডলারের বিপরীতে টাকার অবমূল্যায়ন (৮০/ইউএসডি থেকে ৮৫/ইউএস ডলারে) ২০১৮ ইং সালে ব্যয় আরও বাড়িয়েছে যার ফলে উৎপাদনকারীরা ৬ বছরে মধ্যে প্রথমবারের মতো দাম বাড়িয়েছে যদিও তীব্র প্রতিযোগিতার ফলে পরবর্তীতে দাম কিছুটা কমাতে বাধ্য হয়।

আমরা ২০১৮-১৯ইং সালে যা করেছি :

আমরা আনন্দের সাথে জানাচ্ছি যে, বাজারে কঠোর প্রতিযোগিতা থাকা সত্ত্বেও, গত বছর প্রিমিয়ার সিমেন্ট তার বেশিরভাগ কাঙ্ক্ষিত লক্ষ্য অর্জন করেছে। ২০১৮-১৯ইং অর্থ বছরে কোম্পানি দেশের সামগ্রিক অর্থনৈতিক অগ্রগতির সাথে সামঞ্জস্য রেখে উল্লেখযোগ্য সাফল্য দেখিয়েছিল। অনেক প্রায়োগিক ও আর্থিক সমস্যা থাকা সত্ত্বেও আমাদের আয় ১০,০৪৯.৮৬ মিলিয়ন টাকা থেকে ১১,৯৯৯.৫৯ মিলিয়ন টাকা বেড়েছে যা আগের বছরের তুলনায় ১৯.৪% বেশি। অপারেশনাল দক্ষতা এবং বছরজুড়ে ব্যয় কমানোর কৌশল অনুসরণ কোম্পানির মোট উৎপাদন ব্যয়কে একটি যুক্তিসঙ্গত স্তরে রাখতে সহায়তা করেছে যা বর্তমান বছরের জন্য নিট মুনাফার মার্জিনকে বাড়িয়ে তোলে। আমাদের ১৮ বছরের অভিজ্ঞতা, অপারেশনের প্রতিটি ক্ষেত্রে দক্ষতা এবং সোর্সিং এ তৎপরতা এবং সুসংগঠিত বিতরণ নেটওয়ার্কের উৎকর্ষের ফলে এই স্মরণীয় বৃদ্ধি ঘটে। আমরা মূলত ভারতের সাতটি উত্তর-পূর্ব



have resulted in this monumental growth. We mainly export to the seven north-eastern states of India. Due to increased exchange rate and new import policy of Indian government our export have slowed down to BDT 295.57 million which was BDT 494.63 million in the previous year. Profit before tax of the company stood at BDT 1,248.55 million which was 28.45% higher compared to BDT 972.01 million in 2018. Earnings per share (EPS) is recorded at BDT 5.48.

Return of the Shareholders

The Board of Directors of Premier Cement Mills Ltd. believes in maintaining a consistent dividend policy. Considering the business performance of the Company and future business strategy, the Board of Directors proposed 10% cash dividend i.e. Tk. 1.00 per ordinary share of Tk. 10 each which is being placed in the Annual General Meeting of today for approval of the honorable shareholders.

Corporate Governance and transparency

We are committed to observing the highest standards of integrity and compliance in all aspects of our work. The corporate governance system is designed to ensure transparency and accountability at all levels of the Company. We firmly believe that strong corporate governance ensures investors' confidence, whose support can help to finance further growth. Companies who implement the principles of good corporate governance into working environment life will ensure corporate success and economic growth. They are the basis on which a company can grow further.

We are committed towards maintaining good governance practices as well as complying with the guidelines, instructions and policies of all regulatory authorities including BSEC, DSE and CSE.

Award & Recognition

You will be delighted to know that Premier Cement became the winner of SAFA award, an Apex Body of the South Asian Association for regional Co-operation (SAARC) and recognized by National Productivity Organization (NPO) under Ministry of Commerce, Govt. of Bangladesh through awarding the first position of "The National Productivity and Quality Excellence Award" under large scale Industries category. To be considered for awards of these categories is a great honor & privilege and I would like to thank all those involved. Without your continued support, it could not have been achieved. This achievement shows consistency in our continued efforts toward reaching the point of excellence in terms of quality, transparency and accountability.

রাজ্যে রফতানি করি। বিনিময় হার বৃদ্ধি এবং ভারত সরকারের নতুন আমদানি নীতির কারণে আমাদের রফতানি কমে ২৯৫.৭৪৮ মিলিয়ন টাকায় দাড়িয়েছে, যা আগের বছরে ছিল ৪৯৪.৬৩ মিলিয়ন টাকা। কোম্পানির করপূর্ব মুনাফা দাড়িয়েছে ১,২৭৪.৮৫ মিলিয়ন টাকা যা ২০১৮-ইং সালে ৯৭২.০১ মিলিয়ন টাকার তুলনায় ৩১.১৫% বেশি। শেয়ার প্রতি আয় (ইপিএস) ৫.৫৫ টাকা রেকর্ড করা হয়েছে।

শেয়ার হোল্ডারদের লভ্যাংশ প্রদান :

প্রিমিয়ার সিমেন্ট মিলস্ লিঃ এর পরিচালনা পর্ষদ লভ্যাংশ প্রদানে ধারাবাহিকতায় বিশ্বাসী। কোম্পানির ব্যবসায়িক সফলতা এবং ভবিষ্যত পরিকল্পনাকে বিবেচনায় রেখে পরিচালনা পর্ষদ শেয়ারপ্রতি ১০/= (দশ) শতাংশ লভ্যাংশ প্রদানের সিদ্ধান্ত গ্রহন করেন। অর্থাৎ প্রতিটি ১০ (দশ) টাকার শেয়ারে ১/= (এক) টাকা লাভ প্রদানের সিদ্ধান্ত গৃহীত হয় এবং তা বার্ষিক সাধারণ সভায় অনুমোদনের জন্য উপস্থাপনের সিদ্ধান্ত হয়।

কর্পোরেট ব্যবস্থাপনা এবং স্বচ্ছতা :

প্রিমিয়ার সিমেন্ট মিলস্ লিঃ সার্বিকভাবে সকল কর্মকাণ্ডে সর্বোচ্চ গুণগত মান সংরক্ষণে প্রতিশ্রুতিবদ্ধ। আমাদের কর্পোরেট ব্যবস্থাপনা কোম্পানীর সকল স্তরের কর্মকাণ্ডে দায়বদ্ধতা এবং স্বচ্ছতা নিশ্চিত করে।

এর মাধ্যমে আমরা BSEC, DSE, CSE ইত্যাদি রেগুলেটরী সংস্থা গুলো কর্তৃক প্রদত্ত উপদেশ ও নির্দেশনাবলী পূর্ণাঙ্গপূর্ণরূপে প্রতিপালন করি।



প্রাপ্ত পুরস্কার এবং স্বীকৃতি সমূহ :

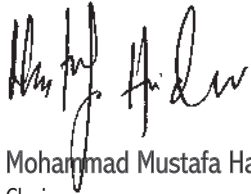
জেনে আনন্দিত হবেন যে, আমরা ইতোমধ্যে দক্ষিণ এশিয়া আঞ্চলিক সহযোগিতা সংস্থা (সার্ক) এর শীর্ষ হিসাব পেশাজীবী সংস্থা "সাউথ এশিয়ান ফেডারেশন অফ এ্যাকাউন্টেন্টস" (সাফা) আয়োজিত ম্যনুফেকচারিং খাতে "বেস্ট এ্যানুয়াল রিপোর্টিং ফর কর্পোরেট গভর্ন্যান্স ডিসকুজার" পুরস্কারে ভূষিত হয়েছি। এতদ্বিন্ বানিজ্য মন্ত্রণালয় কর্তৃক প্রদত্ত কোম্পানীর উৎপাদিত পণ্যের গুণগতমানের স্বীকৃতি স্বরূপ বৃহৎ শিল্প বিভাগে 'জাতীয় উৎপাদনশীলতা ও গুণগতমানের স্বীকৃতি স্মারক' লাভ করেছি। অন্যভাবে ইহা আমাদের স্বচ্ছতা ও দায়বদ্ধতা প্রতিপালনের পরিচায়ক বটে।

Conclusion

On behalf of the Boards, I would like to express my sincere appreciation and heartiest gratitude to our managers as well as the staff functions. Without your cooperation, the better performance in this year 2019 would not have been possible.

I would also like to thank the government bodies, Bangladesh Security & Exchange Commission (BSEC), Dhaka Stock Exchange (DSE), Chittagong Stock Exchange (CSE) and others statutory bodies for their support for the various activities of the Company. Again I am also very much thankful to all our valued shareholders, associates, valued customers and our bankers for their kind cooperation and assistance.

Again, I want to thank you all for taking the time out of your busy schedules to be here today. Thank you once again for being with Premier Cement Mills Limited.



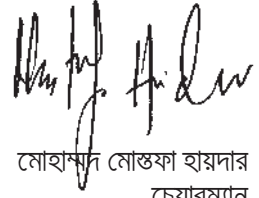
Mohammad Mustafa Haider
Chairman

উপসংহার :

বোর্ডের পক্ষে থেকে আমি, আমাদের পরিচালকগণের পাশাপাশি সহকর্মীগণের নিরলশ কাজের জন্য আন্তরিক প্রশংসা এবং কৃতজ্ঞতা প্রকাশ করতে চাই। আপনাদের সহযোগিতা না থাকলে ২০১৮-১৯ইং সালে ভাল কর্মদক্ষতা প্রদর্শন সম্ভব হ'তো না।

কোম্পানীর বিভিন্ন কর্মকাণ্ডে সহায়তার জন্য সরকারী সংস্থা, বাংলাদেশ সিকিউরিটি এন্ড এক্সচেঞ্জ কমিশন (বিএসইসি), ঢাকা স্টক এক্সচেঞ্জ (ডিএসই), চট্টগ্রাম স্টক এক্সচেঞ্জ (সিএসই) এবং অন্যান্য সংবিধিবদ্ধ সংস্থাকুলিকে আমি ধন্যবাদ জানাতে চাই। আবার, আমি আমাদের সকল সম্মানিত শেয়ার হোল্ডার, সহযোগী, গ্রাহক এবং ব্যাংকারগণকে তাঁদের আন্তরিক সহযোগিতা এবং সহায়তার জন্য কৃতজ্ঞতা ও ধন্যবাদ জানাই।

পুনরায়, আজ এখানে এসে আপনাদের কর্মব্যস্ত সময়সূচী থেকে মূল্যবান সময় বের করার জন্য সকলকে ধন্যবাদ জানাতে চাই। প্রিমিয়ার সিমেন্ট মিলস্ লিমিটেডের পাশে থাকার জন্য আবারও আপনাদেরকে ধন্যবাদ।



মোহাম্মদ মোস্তাফা হায়দার
চেয়ারম্যান

MESSAGE FROM MANAGING DIRECTOR



Mohammed Amirul Haque

Managing Director

Honorable shareholders, respected member of the Board of Directors and my dear team members of Premier Cement Mills Limited (PCML).

Assalamu alaikum wa rahmatullah

I thank the millions of consumers who have trusted us and our brands throughout 2019. We believe passionately in building value for our consumers and shareholders. 2019 was a progressive year for Premier Cement Mills Ltd. Despite stiff competition, the company witnessed another successful year of growth. The last year, the 18th year of the company, glorified us with national and international awards and recognitions which will be marked and remembered as the period of achievement in the PCML history. You will be pleased to know that PCML has been awarded with the prestigious “SAFA Best Presented Annual Report Award-2017” conferred by the South Asian Federation of Accountants (SAFA), an Apex Body of the South Asian Association for Regional Co-operation (SAARC).

About VRM Project

As you know, to increase our production capacity we are installing and commissioning the most environmental friendly & cost effective & latest technology-VRM. After the completion of our project, another 8,000 MT per day will be added to the Company's total production capacity. However I would like to mention here that Vertical Roller Machine (VRM) machineries are heavy and complex in nature and much time consuming in installation and commissioning since the VRM system is very much a new concept in Bangladesh. The various parts/components of the VRM system are being shipped in phases based on installation of one after another. Hence the overall implementation of the project is getting delayed. We are hopeful that implementation and commissioning will be completed by February 2020.

Financial attainment of Premier Cement

Total assets of the Company amounted to 18,724.533 million as on June 30, 2019 registering 39.03 Percent increase compared to the previous year. Consolidated Equity base of the company has increased to stand at TK 4,776.95 in the financial year ended 2019 against amount 4,277.24 Million in

প্রিমিয়ার সিমেন্ট মিলস লিমিটেড (পিসিএমএল) এর সম্মানিত শেয়ারহোল্ডারগণ, পরিচালনা পর্ষদের সম্মানিত সদস্যবৃন্দ এবং আমার প্রিয় সহকর্মী সদস্যবৃন্দ।

আসসালামু আলাইকুম ওয়াহামাতুল্লাহ

সর্বপ্রথম আমি সশ্রদ্ধ ধন্যবাদ জানাই সেই সকল গ্রাহকগণকে যারা ২০১৯ সাল ব্যাপী আমাদের উপর এবং ব্র্যান্ডের উপর আস্থা রেখেছেন। সম্মানিত গ্রাহকগণের অবিচল আস্থার বিনিমানে আমরা সর্বোত্তম মানসম্মত পণ্য উৎপাদনে বিশ্বাসী। প্রিমিয়ার সিমেন্ট মিলস লি. এর জন্য ২০১৯ সালটি ছিল একটি অগ্রগতির বছর। তীব্র প্রতিযোগিতা সত্ত্বেও, কোম্পানী উন্নতির আরো একটি সফলতম বছর প্রত্যক্ষ করেছে। কোম্পানীর ১৮তম বছরে, বিগত বছরটি দেশীয় এবং আন্তর্জাতিক পুরস্কার এবং সম্মান দ্বারা আমাদেরকে মহিমাষিত করেছে যা পিসিএমএল এর ইতিহাসে অর্জনের বছর হিসেবে চিহ্নিত এবং স্মরণীয় হয়ে থাকবে। আপনারা জেনে আনন্দিত হবেন যে পিসিএমএল দক্ষিণ এশিয়ার আঞ্চলিক সহযোগিতা সংস্থা (সার্ক) এর সর্বোচ্চ সংস্থা সাউথ এশিয়ান ফেডারেশন অব একাউন্ট্যান্টস (সাফা) কর্তৃক প্রদত্ত “সাফা বেস্ট প্রেজেন্টেড এ্যানুয়াল রিপোর্ট এওয়ার্ড-২০১৭” দ্বারা ভূষিত হয়েছে।

ভিআরএম প্রকল্প সম্পর্কে

আপনারা অবগত আছেন যে, আমাদের উৎপাদন সক্ষমতা বাড়ানোর জন্য আমরা সবচেয়ে পরিবেশবান্ধব, ব্যয় সাশ্রয়ী এবং সর্বাধুনিক প্রযুক্তির ভিআরএম স্থাপন করছি। প্রকল্পের কাজ সমাপ্তির পর কোম্পানীর মোট উৎপাদন সক্ষমতায় দৈনিক আরোও ৮,০০০ মে.টন যুক্ত হবে। যাই হোক, আমি এখানে উল্লেখ করতে চাই যে ভার্টিক্যাল রোলার মেশিন (ভিআরএম) গুলো খুবই ভারী এবং উন্নত প্রযুক্তির। এটি স্থাপন করা ও চালানোর জন্য সময়ের প্রয়োজন হয়। ভিআরএম সিস্টেমটির বিভিন্ন অংশ/উপাদানসমূহ একটির পর আরেকটি স্থাপন করার ভিত্তিতে কয়েকটি ধাপে আনা হচ্ছে। সুতরাং প্রকল্পের সম্পূর্ণ বাস্তবায়নে বিলম্ব ঘটছে। আমরা আশা করছি যে আগামী ২০২০ সালের ফেব্রুয়ারী নাগাদ প্রকল্পটি বাস্তবায়ন এবং চালু করণ সম্পন্ন হবে।

প্রিমিয়ার সিমেন্টের আর্থিক সাফল্য

২০১৯ সালের ৩০ জুন পর্যন্ত কোম্পানীর মোট সম্পদের পরিমাণ ১,৮৭২ কোটি টাকা (প্রায়) যা বিগত বছরের তুলনায় ৩৯.০৩ শতাংশ বৃদ্ধি পেয়েছে। ২০১৮ সালে সমাপ্ত অর্থ বছরের ৪৫৪ কোটি টাকার তুলনায় ২০১৯ সালের সমাপ্ত অর্থ বছরে কোম্পানীর একীভূত ইকুইটি বৃদ্ধি পেয়ে ৫০৮ কোটি (প্রায়) টাকায় এসে দাড়িয়েছে। যাই হোক পূর্ববর্তী বছরের ৪৪ কোটি ২০ লাখ টাকার

FYE 2018. However during the FY 2019 the company's consolidated profit after tax stood at BDT 612.80 Million against BDT 442.18 Million in the previous year registering a 38.59 Percent growth over FY 2018. The Company's standalone net profit after tax increased to BDT 577, 79 million which is 40.87 percent higher than the FY 2018.

Focus on 2019

2019 has been one of the historical & most successful years for premier Cement. We strongly believe that without setting a specific goal, it is not possible to attain success in business or in any other fields. Setting a specific and actionable goal is the number one tool to success. Based on this ideology our management had set some objectives at the beginning of the year.

1. To fulfill shareholders expectation by earning Revenue
2. To Increase product quality by using world class technology
3. To increase Customer's satisfaction by providing best quality product and service
4. To Increase our employee's satisfaction whom we consider to be our most valuable asset.
5. To contribute for the welfare of the underprivileged people of our country and to ensure their education, health and standard of living by our CSR initiatives

It is my pleasure to let you know that our efficient and effective management as well as our trusted and skillful employees at the end of the year our company can achieve most of the goal. Have contributed to their level best to achieve most of the goals which our management set at the beginning of the year.

Our Concerns

Despite the fact that Bangladesh is self-sufficient in cement production, almost all raw materials used in cement manufacturing have to be imported. During import of raw materials, cement companies are required to pay AIT @ 5% on assessable value. This year the AIT which are being imported are made minimum tax changing the taxation policy (clause of 82C of the Income Tax Ordinance 1984) vide National Budget 2019-20. So there is no scope for adjustment of the Advance Income Tax paid during import. This has caused an upsurge in the per bag production cost by Tk. 42. On the other hand 5% AT (Advance Tax) are being

বিপরীতে ২০১৯ অর্থ বছরে কর প্রদানের পর কোম্পানীর একীভূত লাভ বৃদ্ধি পেয়ে ৬১ কোটি ২৮ লাখ টাকা (প্রায়) উন্নীত হয়েছে, যা বিগত ২০১৮ সালের তুলনায় ৩৮.৫৯ শতাংশ বৃদ্ধি পেয়েছে। কর পরিশোধের পর কোম্পানীর নিট লাভ ৫৭ কোটি ৮০ লাখ টাকা বৃদ্ধি পেয়েছে, যা বিগত ২০১৮ সালের তুলনায় ৪০.৮৭ শতাংশ বৃদ্ধি পেয়েছে।

২০১৯ সালের উপর আলোকপাত

প্রিমিয়ার সিমেন্টের জন্য ২০১৯ সালটি সফলতম বছর। আমরা দুঢ়াভাবে বিশ্বাস করি যে, নির্দিষ্ট লক্ষ্য নির্ধারণ ব্যতীত, ব্যবসায় বা অন্য যে কোন ক্ষেত্রে সফলতা অর্জন সম্ভব নয়। সফলতার এক নাম্বার উপকরণ হলো একটি নির্দিষ্ট এবং কার্যকর লক্ষ্য নির্ধারণ করা। এই আদর্শের ভিত্তিতে আমাদের ব্যবস্থাপনা পর্ষদ বছরের শুরুতে কিছু লক্ষ্য তৈরি করেছিল।

১. বিশ্বমানের প্রযুক্তি ব্যবহার করে পন্যের গুণগত মান বৃদ্ধি করা এবং আয় বৃদ্ধির মাধ্যমে শেয়ারহোল্ডারগণের প্রত্যাশা পূরণ করা,
২. সর্বোত্তম মানের পন্য এবং সেবা প্রদানের মাধ্যমে ক্রেতাদের সন্তুষ্টি বৃদ্ধি করা,
৩. কর্মচারীদের সন্তুষ্টি বৃদ্ধি করা যাদেরকে আমরা আমাদের সবচাইতে মূল্যবান সম্পদ হিসেবে বিবেচনা করি।
৪. আমাদের দেশের দুঃস্থ মানুষের কল্যাণে অবদান রাখা এবং আমাদের সিএসআর উদ্যোগের মাধ্যমে তাদের শিক্ষা, স্বাস্থ্য এবং মানসম্মত বাসস্থান নিশ্চিত করা।

আপনাদের জানাতে পেরে আমি খুবই আনন্দিত বোধ করছি যে কার্যকর এবং দক্ষ ব্যবস্থাপনার পাশাপাশি আমাদের বিশ্বস্ত ও দক্ষ কর্মচারীগণ দ্বারা আমাদের কোম্পানী বছরান্তে তার অধিকাংশ লক্ষ্য অর্জন করতে সক্ষম হয়েছে। অভিলেখ লক্ষ্য অর্জনের জন্য সকল স্তরের কর্মচারী ও কর্মকর্তাগণ সর্বতোভাবে অবদান রেখে যাচ্ছেন।

আমাদের উদ্বেগসমূহ

বাংলাদেশ সিমেন্ট উৎপাদনে স্বয়ংসম্পূর্ণতা অর্জন স্বত্বেও, সিমেন্ট উৎপাদনের ব্যবহৃত প্রায় সকল কাঁচা মালই বিদেশ থেকে আমদানী করতে হয়। কাঁচা মাল আমদানী করার সময়, সিমেন্ট কোম্পানীগুলোকে নির্ধারনযোগ্য মূল্যের উপর এআইটি বাবদ ৫% কর প্রদান করতে হয়। ২০১৯-২০ অর্থ বছরের জাতীয় বাজেটে কর নীতি (১৯৮৪ সালের আয় কর অধ্যাদেশের ধারা ৮২সি) পরিবর্তনের মাধ্যমে এই বছর এআইটি যা আমদানী করা হচ্ছে তার ন্যূনতম কর নির্ধারন করা হয়েছে। তাই আমদানির সময়ে অগ্রিম আয় করের সমন্বয় করার কোন সুযোগ নেই। এর ফলে প্রতি ব্যাগ সিমেন্ট উৎপাদন খরচ ৪২/- টাকা বৃদ্ধি পেতে পারে। অন্যদিকে ৫% এটি (অগ্রিম কর) কাঁচা মালের আমদানির উপর ধার্য করা হয়েছে।

imposed on raw materials import in addition to existing 15% VAT on sales value. Due to overcapacity of industries the increased production cost of Tk. 42 per bag could not be realized and because of payment of Advance Tax at the import stage, companies will suffer huge loss and face considerable liquidity crisis that will directly affect the cash flow. However we are optimistic that the government will reconsider the adverse taxation policy to this rising sector.

Future Expectation

We are working hard for continuous improvement in our business that will generate funds in helping us to grow our business, deliver higher returns for the shareholders and contribute more to the society at large. However as we proceed, we see newer challenges in 2020. But we are confident to overcome the challenges by the combination of our commitment, product investment and support of the regulators through establishment of sensible regulations.

Appreciations

I conclude by expressing my thanks to all employees of Premier Cement for the hard work they have put in during the last year. I am also very much thankful to all our valued shareholders and other stakeholders including all authoritative bodies for their kind co-operation and assistance.



Mohammed Amirul Haque
Managing Director

এছাড়াও বিক্রয় মূল্যের উপর ১৫% ভ্যাট রয়েছে। ইন্ডাস্ট্রিগুলোর অতিরিক্ত সক্ষমতার কারণে ব্যাগ প্রতি ৪২/- টাকা বর্ধিত উৎপাদন খরচ বিবেচনায় আনা হবে না এবং আমদানীর ক্ষেত্রে অগ্রিম কর প্রদানের কারণে কোম্পানী সমূহ বিশাল ক্ষতির সম্মুখীন হবে এবং উল্লেখযোগ্য পরিমাণে তারল্য সংকটের মুখোমুখি হবে যা নগদ প্রবাহে সরাসরি প্রভাব ফেলবে। যাই হোক আমরা আশাবাদী যে ক্রমবর্ধমান এই সেক্টরের জন্য সরকার প্রতিকূল কর নীতি পুনঃবিবেচনা করবে।

ভবিষ্যৎ প্রত্যাশা

আমাদের ব্যবসার ধারাবাহিক অগ্রগতির জন্য আমরা কঠোর পরিশ্রম করছি, যার ফলশ্রুতিতে শেয়ারহোল্ডারগণ অধিক লভ্যাংশ পাবেন এবং অধিক জনহিতকর কাজে অংশ গ্রহনে উৎসাহিত করবে। অগ্রযাত্রার এই সময়ে আমাদের দৃষ্টি ২০২০ সালের নতুন চ্যালেঞ্জ সমূহে নিবদ্ধ। পণ্যে বিনিয়োগ এবং নিয়ন্ত্রক উপাদান সমূহের দক্ষ সমন্বয়ের মাধ্যমে নতুন চ্যালেঞ্জ সমূহের মোকাবেলায় আমরা প্রতিশ্রুতিবদ্ধ।

উপলব্ধি

প্রিমিয়ার সিমেন্টের সকল কর্মকর্তা-কর্মচারী যারা বিগত বছর জুড়ে কঠোর পরিশ্রম করেছেন তাদের কেও ধন্যবাদ জানিয়ে আমি ইতি টানছি। সকল প্রকার সহযোগীতা এবং সহায়তার জন্য আমাদের সকল সম্মানিত শেয়ারহোল্ডারগণকে এবং সকল অনুমোদনকারী সংস্থা সহ অন্যান্য স্টেকহোল্ডারদের নিকট আমি আন্তরিক কৃতজ্ঞতা প্রকাশ করছি।



মোহাম্মদ আমিরুল হক
ব্যবস্থাপনা পরিচালক

OUR BUSINESS MODEL



Our overall business model is designed with sustainable approach to sourcing, production and distribution. It helps us to create value for wide range of stakeholders and they include employees, suppliers, retailer and wholesaler, government, regulators and society at large.

* Our value proposition

- Produce high quality Product
- Superior customer service
- Ensure customer satisfaction
- To satisfy our employees

* Source

What we do?

Product quality depends mostly on the quality of raw materials. We do not have our own quarry of raw materials but we import high quality raw materials from Vietnam, China, Japan, Oman, Thailand, India and other countries.

What makes us different?

- We have assigned highly skilled and efficient groups of employees who are always implementing the best policies and using their knowledge to their best of abilities to find out the best quality raw materials.
- Our raw materials are continuously checked to ensure quality in different stages such as sample testing before placing purchase orders, after shipping, during receiving the raw materials, etc.

* Production

What we do?

In the production process we try to achieve maximum production at the minimum cost possible. We have one of the most advanced manufacturing facilities in the country. We try our best to ensure cost effective production through production process planning and use our resources as effectively as possible.

What makes us different?

- In each and every stages of production we ensure quality testing procedures. If we find any variable, production is stopped immediately at that stage until & unless the quality is ensured.
- Our production facilities are designed to meet the needs of customers and flexible supply chain, providing a world class operational base that is fit for the future.
- To meet the market needs and to improve the quality and future export potentiality of our products, the manufacturing facility has to undergo balancing.

* Market

What we do?

We produce three categories of products, namely: Portland Cement (PC); CEM I, Strength Class 52.5N, Portland Composite Cement (PCC); CEM II, Strength Class 42.5N and Portland Pozzalana Cement.

What makes us different?

- We have a Successful brand strategy based on sound consumer insights.
- We tend to focus more on our customer's satisfaction rather than on profitability.

* Distribution

What we do?

Our well-developed distribution channels are critical enablers of our growth strategy, allowing us to roll out innovations on a big scale.

What makes us different?

- We continuously review our route to market, including our relationships with wholesalers, distributors and logistics providers.
- We encourage to establish best practices at the distributor end as well, to ensure regulatory compliance of the Cement industry as a whole.

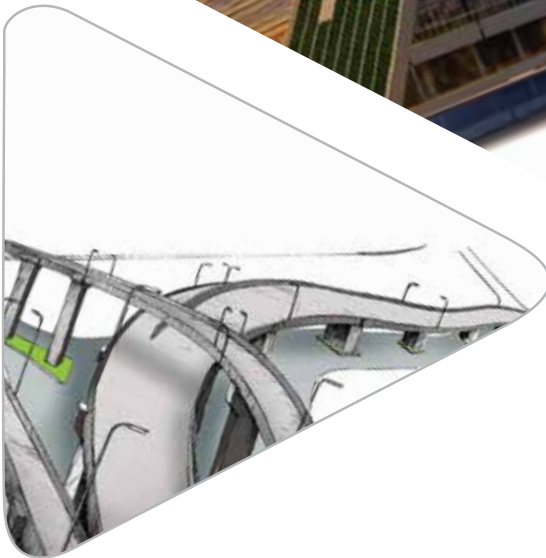




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1. Padma Bridge

Our pride “Padma Multipurpose Bridge” the most challenging construction project in the history of Bangladesh is being constructed to link the south–west region of the country with northern and eastern regions by using Premier Cement.

2. Sarak Bhaban - Dhaka

The 10 storied building with 1.5 lack sft was built by using Premier Cement.

3. Muradpur Flyover- Chittagong

As part of the massive development work in Chittagong the flyover was opened for traffic movement in the mid of June, 2017.

4. Rajshahi City Centre- Rajshahi

The 16 storied building at Zero Point, Rajshahi was constructed by using Premier Cement

5. Kodomtoli Flyover- Chittagong

The first flyover in Chittagong was opened for traffic on 30 January 2016.

6. Sher-E- Bangla National Cricket Stadium - Mirpur, Dhaka.

The country’s largest international Stadium for holding cricket match with a sitting capacity of 26,000 people was built with Premier Cement.



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7. Maa o Shishu Hospital- Chittagong.

One of the top ranking private medical college in Bangladesh was established in the commercial hub of port the city of Chittagong.

8. Nagar Bhaban- Rajshahi

The 10 storied state-of-the art building was built exclusively by Premier Cement

9. Bangladesh Computer Council-Dhaka

BCC building was originally established in early 1983 and following several changes in the construction plan it was re-built recently.

10. Moghbazar - Mouchak Flyover, Dhaka

A 8.25 km long Flyover opened for general public on 26 October 2017.

11. Sheikh Kamal International Cricket Stadium-Cox's bazaar

The Stadium in the tourist town of Cox's Bazar was established in 2014 with Premier Cement.

12. United Hospital Ltd-Dhaka

One of the pioneers' private 450 bed hospital was established for providing healthcare facility to millions of people of Bangladesh.

Awards & Recognition



The Honorable Chairman of the Company Mr. Mohammad Mustafa Haider is receiving the SAFA Best Presented Annual Report Award-2017 from the Chairman of ICAB.

SAFA Best Presented Annual Report Award 2017.



Won First Position of National Productivity and Quality Excellence Award-2016
Honorable Managing Director, Mr. Mohammed Amirul Haque is seen receiving the Award from Mr. Amir Hossain Amu, Former Industries Minister, Government of the People's Republic of Bangladesh.

Won First Position of National Productivity and Quality Excellence Award.



Honorable Chairman, Mr. Mohammad Mustafa Haider is receiving the 5th ICSB National Award-2017 from Mr. Abul Maal Abdul Muhith, Former Finance Minister, Government of the People's Republic of Bangladesh

ICSB National Award 2017



Mr. Mohammed Amirul Haque, Managing Director of PCML is seen receiving Silver Award for "Corporate Governance Excellence - 2014" under manufacturing category from Mr. Abul Maal Abdul Muhith, Former Finance Minister of Bangladesh.

Won ICSB National Award-2014 consecutively for the 2nd year under manufacturing category.



Mr. Mohammed Amirul Haque, Managing Director of PCML is seen receiving the Award from Mr. Abul Maal Abdul Muhith, Former Finance Minister of Bangladesh.

Won First Position of ICMAB Award for Best Corporate Governance.



ICSB Rewarded the Company with Bronze Award for "Corporate Governance Excellence – 2013". Mr. Mohammed Amirul Haque, Managing Directors is seen receiving the Award from Mr. Abul Maal Abdul Muhith, Former Finance Minister, Government of the People's Bangladesh.



Won ICMAB Award for Best Corporate Governance-2014. Mr. Md. Shafiqul Islam Talukder-FCMA, Chief Financial Officer is seen receiving the Award from Mr. Abul Maal Abdul Muhith, Former Finance Minister, Government of the People's Republic Bangladesh.



Won ICAB Award for Best Presented Annual Report-2015. Honorable Managing Director, Mr. Mohammed Amirul Haque is seen receiving the Award from Prime Minister's Economic Adviser Dr. Moshir Rahman.



Mr. Mohammed Amirul Haque, Managing Director is seen receiving ICAB Best Presented Annual Report Award-2017 from Mr. Abul Maal Abdul Muhith, Former Finance Minister of Bangladesh.



Chief Financial Officer of the Company, Mr. Md Shafiqul Islam Talukder, FCMA is seen receiving the Award from Mr. Abul Maal Abdul Muhith, Former Finance Minister of Bangladesh.



ICMAB Best Corporate Award-2017

NOTICE OF 17TH ANNUAL GENERAL MEETING

Notice is hereby given that the 17th Annual General Meeting (AGM) of the Shareholders of Premier Cement Mills Limited will be held on Saturday, the 21st December 2019, at 11.00 A.M. at the City Hall Convention Center, Agrabad Access Road, Chittagong 4100 to transact the following businesses:

Agendas:

1. Report and Accounts

To receive, consider and adopt the Directors' Report and the Audited Financial Statements of the Company for the year ended June 30, 2019 and Auditors' Reports thereon.

2. Dividends

To declare Dividend for the year ended June 30, 2019 as recommended by the Board of Directors.

3. Election of Directors

To elect Directors in accordance with the provisions of Articles of Association of the Company.

4. Appointment of Independent Director

To elect Independent Directors of the Company

5. Appointment of Statutory Auditors

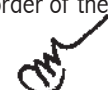
To appoint statutory Auditors for the year ended June 30, 2020 and to fix their remuneration.

6. Appointment of Corporate Governance Compliance Auditors

To appoint Corporate Governance Compliance Auditor for the year ended June 30, 2020 and to fix their remuneration.

7. Any other Agenda with the permission of the chair

By order of the Board



Kazi Md. Shafiqur Rahman
Company Secretary

Date: 04th December 2019

Place: Dhaka

Notes:

- Shareholders, whose names appear on the members/Depository Register on the Record Date i.e. on 17th November 2019, shall be eligible to attend the 17th AGM of the Company and to receive the Dividend.
- A member eligible to attend and vote at the Annual General Meeting may appoint a proxy on his/her stead. The proxy form attached with Annual Report 2019, duly filed in, signed and stamped, must be submitted at the Corporate Office of the Company not later than 48 hours before the time fixed for the meeting.
- Only shareholders or their validly appointed proxies will be allowed to have access to the registration process to attend the meeting.
- Admission into the auditorium will be allowed strictly on submission of the attendance slip sent with the notice.
- Shareholders are requested to submit their queries on the Directors' Report and the Audited Financial Statements for the year ended 30 June 2019 at the Corporate Office of the Company at least 3 (three) working days before the day of Annual General Meeting.
- The Annual Report for the year ended on 30 June 2019 is available in the Company's website at www.premiercement.com
- The concerned brokerage houses & merchant bankers are requested to provide us with a statement with the details (shareholders name, BO ID number, e-TIN number, gross dividend receivable, applicable tax rate, and net dividend receivable) of their margin loan holders who hold shares of the Company as on the Record Date, along with the name of the contact person in this connection. The brokerage houses & merchant bankers are also requested to provide us with their Bank Account Name, number, routing number etc. on or before 26th December 2019.
- The concerned trustee board of approved superannuation fund or pension fund or gratuity fund or recognize provided fund or workers participation fund are requested to provide us update tax rebate certificate on or before 26th December 2019.

Special Notes:

No special benefit, refreshment or gift in cash shall be given to the shareholders for attending the 17th Annual General Meeting as per Bangladesh Securities and Exchange Commission's circular no. SEC/CMRRD/2009-193/154 dated October 24, 2013.

১৭তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

এতদ্বারা জানানো যাচ্ছে যে, প্রিমিয়ার সিমেন্ট মিল্‌স লিমিটেড এর ১৭তম বার্ষিক সাধারণ সভা নিম্নলিখিত বিষয়াদি সম্পাদনকল্পে আগামী ২১ শে ডিসেম্বর ২০১৮ ইং তারিখে রোজ শনিবার সকাল ১১:০০ টায় সিটি হল কনভেনশন সেন্টার, আগ্রাবাদ সংযোগ সড়ক, চট্টগ্রামে অনুষ্ঠিত হবে।

আলোচ্য বিষয়সূচি:

১. প্রতিবেদন এবং হিসাব
৩০ জুন ২০১৯ ইং তারিখে সমাপ্ত বছরের নিরীক্ষিত লাভ লোকসান হিসাব ও স্থিতিপত্র এবং সেই সঙ্গে পরিচালকমন্ডলীর ও নিরীক্ষকের প্রতিবেদন গ্রহণ, বিবেচনা ও অনুমোদন।
২. লভ্যাংশ
৩০ জুন ২০১৯ ইং তারিখে সমাপ্ত বছরের জন্য কোম্পানীর পরিচালনা পর্ষদ কর্তৃক সুপারিশকৃত লভ্যাংশ ঘোষণা।
৩. পরিচালক নির্বাচন
কোম্পানীর সজ্ঞাবিধি অনুযায়ী পরিচালক নির্বাচন।
৪. স্বতন্ত্র পরিচালক নিয়োগ
কোম্পানীর স্বতন্ত্র পরিচালক নির্বাচন।
৫. বিধিবদ্ধ নিরীক্ষক নিয়োগ
৩০ জুন ২০২০ ইং তারিখে সমাপ্ত বছরের জন্য নিরীক্ষক নিয়োগ ও তাদের পারিশ্রমিক নির্ধারণ।
৬. কর্পোরেট গভার্নেন্স নিরীক্ষক নিয়োগ
৩০ জুন ২০২০ ইং তারিখে সমাপ্ত বছরের জন্য কর্পোরেট গভার্নেন্স নিরীক্ষক নিয়োগ ও তাদের পারিশ্রমিক নির্ধারণ।
৭. চেয়ারম্যান অনুমতি ক্রমে অন্য কোন এজেন্ডা (যদি থাকে)

বোর্ডের আদেশক্রমে

কাজী মোহাম্মদ সফিকুর রহমান
কোম্পানী সচিব

স্থান : ঢাকা

তারিখ : ৪ ডিসেম্বর ২০১৯ ইং

নোট:

১. যে সকল শেয়ারহোল্ডারদের নাম রেকর্ড ডেটে অর্থাৎ ১৭ নভেম্বর, ২০১৯ ইং তে সদস্য/ ডিপোজিটরি রেজিস্টারে লিপিবদ্ধ রয়েছে শুধুমাত্র তারাই ১৭তম বার্ষিক সাধারণ সভায় অংশগ্রহণ ও লভ্যাংশ গ্রহণের জন্য উপযুক্ত বলে বিবেচিত হবে।
২. যে সকল সদস্যদের বার্ষিক সাধারণ সভায় অংশগ্রহণ ও ভোট প্রদানের অধিকার রয়েছে, তারা ইচ্ছা করলে তাদের পরিবর্তে ১৭তম বার্ষিক সাধারণ সভায় অন্য কোন ব্যক্তিকে অংশগ্রহণের অনুমতি দিতে পারেন। তবে সেক্ষেত্রে ২০১৮-২০১৯ সালের বার্ষিক প্রতিবেদনের শেষের দিকে সংযুক্ত প্রক্সিফর্ম যথাপযুক্তভাবে পূরণ করে স্বাক্ষর ও স্ট্যাম্পসহ সভা অনুষ্ঠিত হওয়ার নির্ধারিত সময়ের ৪৮ ঘণ্টা পূর্বে অবশ্যই কোম্পানীর কর্পোরেট অফিসে জমা দিতে হবে।
৩. শুধুমাত্র শেয়ারহোল্ডারগণ অথবা তাদের মনোনীত প্রক্সিদের সভায় অংশগ্রহণের রেজিস্ট্রেশন প্রক্রিয়ায় প্রবেশাধিকার রয়েছে বলে বিবেচিত হবে।
৪. কেবলমাত্র সভার বিজ্ঞপ্তির সাথে প্রেরিত হাজিরা রসিদ/ এ্যাটেনডেন্স স্লিপ জমার প্রেক্ষিতে শেয়ারহোল্ডারদের অথবা প্রক্সিদের অডিটোরিয়ামে প্রবেশের অনুমতি প্রদান করা হবে।
৫. শেয়ারহোল্ডারদের পরিচালকমন্ডলীর প্রতিবেদন ও ৩০ জুন ২০১৯ ইং তারিখে সমাপ্ত নিরীক্ষিত আর্থিক প্রতিবেদনের উপরে প্রশ্নাবলীসমূহ বার্ষিক সাধারণ সভার কমপক্ষে ৩ (তিন) দিন পূর্বে কোম্পানীর কর্পোরেট অফিসে জমা দেওয়ার জন্য অনুরোধ করা হলো।
৬. ৩০ জুন ২০১৯ ইং তারিখে সমাপ্ত বছরের বার্ষিক প্রতিবেদন কোম্পানীর ওয়েবসাইট www.premiercement.com এ পাওয়া যাবে।
৭. সংশ্লিষ্ট ব্রোকার হাউজ এবং মার্চেন্ট ব্যাংকের মার্জিন লোন হোল্ডার যাদের রেকর্ড ডেটে প্রিমিয়ার সিমেন্টের শেয়ার রয়েছে তাদের পূর্ণ বিবরণীসহ (শেয়ারহোল্ডারদের নাম, বিও আইডি নাম্বার, ই-টিন নাম্বার, মোট প্রাপ্য লভ্যাংশ, প্রযোজ্য কর হার এবং নীট প্রাপ্য লভ্যাংশ) উক্ত বিষয়ের সাথে সম্পর্কিত ব্যক্তির নাম ও মোবাইল নাম্বার আমাদেরকে সরবরাহের জন্য অনুরোধ করা হল। আমরা ব্রোকার হাউজ এবং মার্চেন্ট ব্যাংকের কাছে আরো অনুরোধ করি যে তারা যেন ২৬ শে ডিসেম্বর ২০১৯ ইং তারিখে অথবা তার পূর্বে তাদের ব্যাংক একাউন্ট নাম, নাম্বার এবং রাউটিং নাম্বার আমাদেরকে প্রদান করে।
৮. সুপারএনুএশন ফান্ড অথবা পেনশন ফান্ড অথবা গ্রাচুইটি ফান্ড অথবা প্রভিডেন্ড ফান্ড অথবা শ্রমিকের মুনাফায় অংশগ্রহণ ফান্ড সংশ্লিষ্ট ট্রাস্টি বোর্ডকে ২৬ শে ডিসেম্বর ২০১৯ ইং তারিখ অথবা তার পূর্বে হালনাগাদ কর রেয়াত সনদ সরবরাহের জন্য অনুরোধ করা হ'ল।

বিশেষ নোট:

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন সার্কুলার নং এসইসি/সিএমআরআরডি/২০০৯-১৯৩/১৫৪ তারিখ ২৪ অক্টোবর ২০১৩ ইং অনুযায়ী আসন্ন ১৭তম বার্ষিক সাধারণসভায় অংশগ্রহণের জন্য শেয়ারহোল্ডারদের কোন প্রকারের বিশেষ সুবিধা, খাবার বা নগদ উপহার দেওয়া হবে না।

To
All Shareholders of Premier Cement Mills Limited
Bangladesh Securities and Exchange Commission (BSEC)
Registrar of Joint Stock Companies and Firms (RJSC)
Dhaka Stock Exchange Limited (DSE)
Chittagong Stock Exchange Limited (CSE)
National Board of Revenue (NBR)

Subject: Annual Report for the year ended June 30, 2019

Dear Sir(s),


We are pleased to enclose a copy of the Annual Report of Premier Cement Mills Limited along with the Audited Financial Statements for the year ended June 30, 2019. Financial Statements along with notes to the Accounts of the Company comprise both the standalone and consolidated statements of Financial Positions, statements of Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the period which ended on June 30, 2019.

Yours sincerely



Kazi Md. Shafiqur Rahman
Company Secretary

* GENERAL INFORMATION



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CORPORATE INFORMATION

- * Official Bangla name of the Company : প্রিমিয়ার সিমেন্ট মিল্স লিমিটেড
- * Official English name of the Company : Premier Cement Mills Limited
- * Legal status : Public Limited Company
- * Line of business : Production & Sales of Cement
- * Exchange on which the Company's shares are listed
 1. Exchange name : Dhaka Stock Exchange Limited
 - Trading code : PREMIERCEM
 - Scrip code : 21645
 2. Exchange name : Chittagong Stock Exchange Limited
 - Trading code : PREMIERCEM
 - Scrip ID : 15011
- * Board of Directors:
 1. Mr. Mohammad Mustafa Haider Chairman
 2. Mr. Mohammed Amirul Haque Managing Director
 3. Mr. Md. Jahangir Alam Director
 4. Mr. Md. Alamgir Kabir Director
 5. Mr. Mohammed Ershadul Hoque Director
 6. Mr. M. Mahfuzur Rahman Independent Director
 7. Mr. Tariq Ahmed Independent Director
- * Management Committee:
 1. Mr. Mohammed Amirul Haque Chairman
 2. Mr. Tarique kamal Member
 3. Mr. Md. Selim Reza, FCA,CLA Member
 4. Kazi Md. Shafiqur Rahman Member
 5. Engr. Md. Abdul Ahad Member
 6. Mr. Mizanur Rahman Member
 7. Saradhindu Bikash Barua Member
 8. Mohammed Mahbubur Rahman Member
 9. Syed Rifat-E-Momin Member
 10. Mr. Md. Shafiqul Islam Talukder, FCMA Secretary
- * Audit Committee:
 1. Mr. M. Mahfuzur Rahman Chairman
 2. Mr. Tariq Ahmed Member
 3. Mr. Mohammed Ershadul Hoque Member
- * Nomination & Remuneration Committee:
 1. Mr. M. Mahfuzur Rahman Chairman
 2. Mr. Mohammed Amirul Haque Member
 3. Mr. Mohammad Mustafa Haider Member
 4. Mr. Mohammed Ershadul Hoque Member
 5. Mr. Abul Kalam Advisor
 6. Mr. Tarique kamal Advisor
 7. Mr. Md. Shafiqul Islam Talukder,FCMA Advisor
 8. Mr. Md. Selim Reza, FCA,CLA Advisor
 9. Kazi Md. Shafiqur Rahman Secretary

**Risk Management Committee:**

- | | |
|-----------------------------------------|-----------|
| 1. Mr. Mohammed Amirul Haque | Chairman |
| 2. Mr. Mohammad Mustafa Haider | Member |
| 3. Mr. Jahangir Alam | Member |
| 4. Mr. Alamgir Kabir | Member |
| 5. Mr. Mohammed Ershadul Hoque | Member |
| 6. Mr. Md. Shafiqul Islam Talukder,FCMA | Member |
| 7. Mr. Tarique kamal | Member |
| 8. Mr. Md. Selim Reza, FCA,CLA | Member |
| 9. Kazi Md. Shafiqur Rahman | Secretary |

**Environmental and Social Responsible Committee:**

- | | |
|--------------------------------|-----------|
| 1. Mr. M. Mahfuzur Rahman | Chairman |
| 2. Mr. Mohammed Amirul Haque | Member |
| 3. Mr. Mohammad Mustafa Haider | Member |
| 4. Mr. Md. Jahangir Alam | Member |
| 5. Mr. Md. Alamgir Kabir | Member |
| 6. Mr. Mohammed Ershadul Hoque | Member |
| 7. Mr. Asif Moinuddin | Member |
| 8. Kazi Md. Shafiqur Rahman | Secretary |

**Chief Operating Officer:**

Mr. Tarique kamal

**Chief Financial Officer:**

Mr. Md. Shafiqul Islam Talukder, FCMA

**Company Secretary:**

Kazi Md. Shafiqur Rahman

**Head of Audit Compliance and Business Finance Controller:**

Md. Selim Reza, FCA, CLA

**Statutory Auditors:**

M/s. Syful Shamsul Alam & Co. (Chartered Accountants)

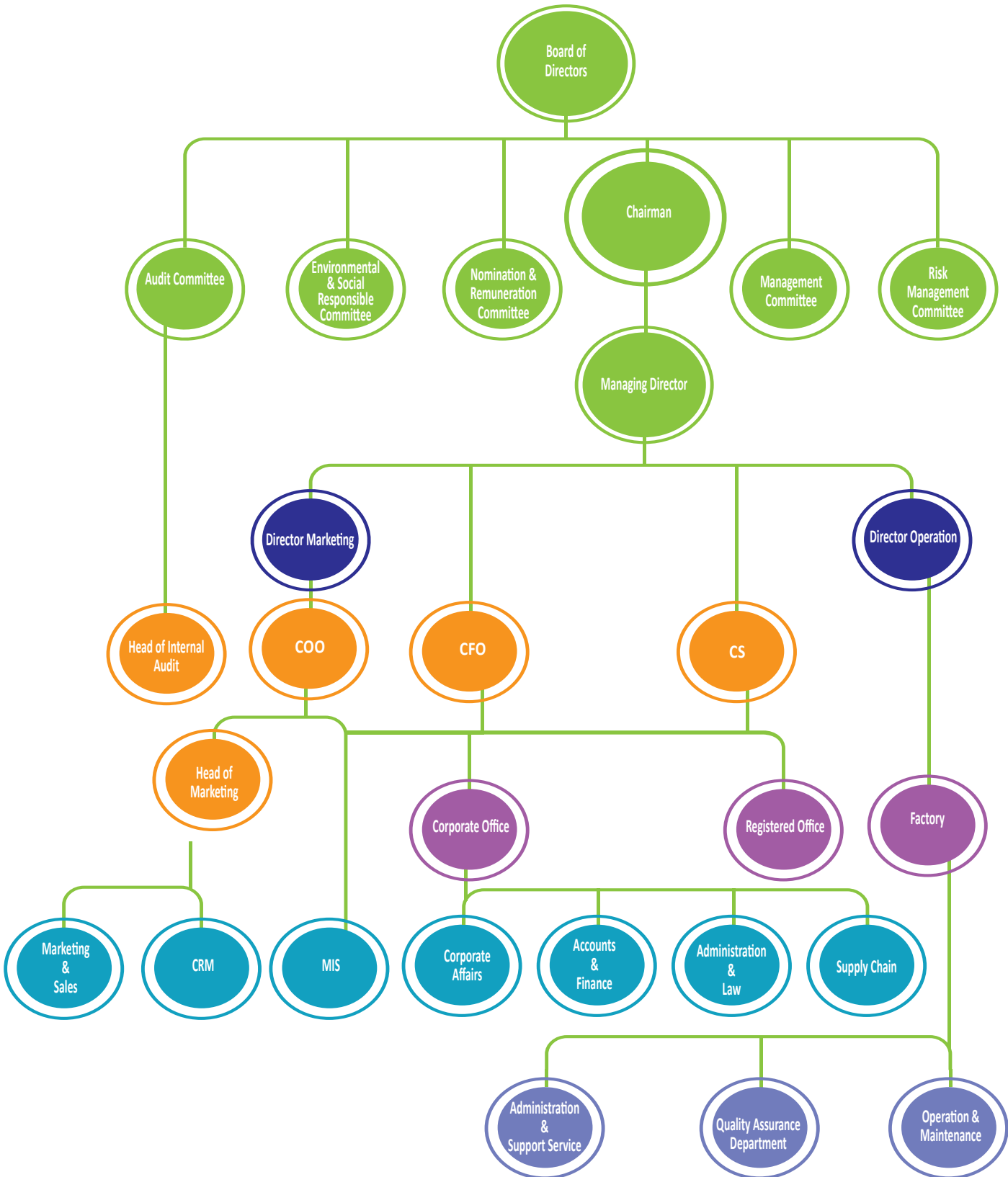
**Governance Compliance Auditor:**

A.K. Mazumdar & Associates

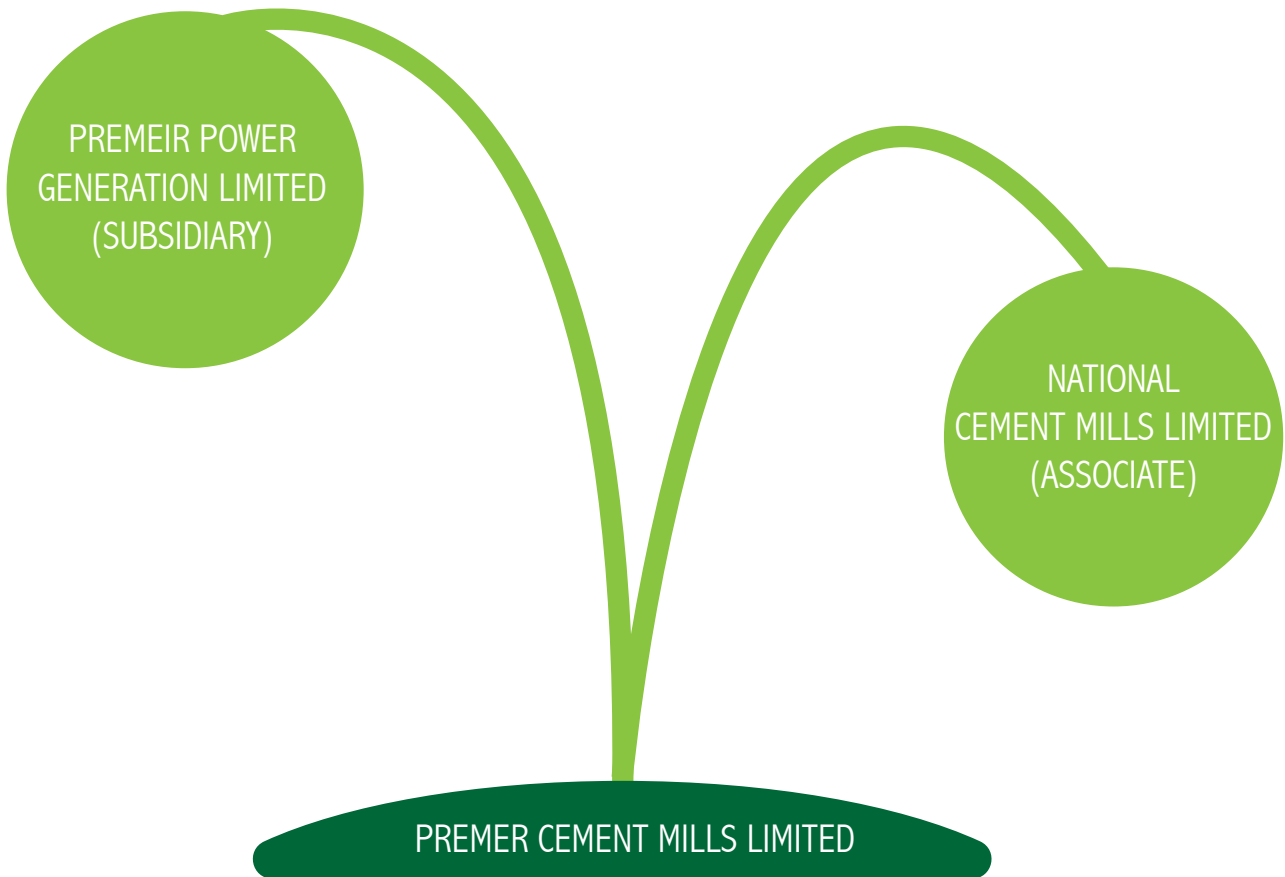
**Bankers:**

1. AB Bank Limited
2. Agrani Bank Limited
3. Al-Arafah Islami Bank Limited
4. Bank Asia Limited
5. Brac Bank Limited
6. City Bank Limited
7. Dutch Bangla Bank Limited
8. Eastern Bank Limited
9. HSBC Limited
10. IFIC Bank Limited
11. Islami Bank Bangladesh Limited
12. Jamuna Bank Limited
13. Mercantile Bank Limited
14. Midland Bank Limited
15. Mutual Trust Bank Limited
16. National Bank Limited
17. NCC Bank Limited
18. One Bank Limited
19. Premier Bank Limited
20. Prime Bank Limited
21. Pubali Bank Limited
22. Rupali Bank Limited
23. Shahjalal Islami Bank Limited
24. Social Islami Bank Limited
25. Sonali Bank Limited
26. Southeast Bank Limited
27. Standard Bank Limited
28. Standard Chartered Bank
29. State Bank of India
30. Trust Bank Limited
31. United Commercial Bank Limited
32. Uttara Bank Limited

ORGANOGRAM OF PREMIER CEMENT



CORPORATE STRUCTURE



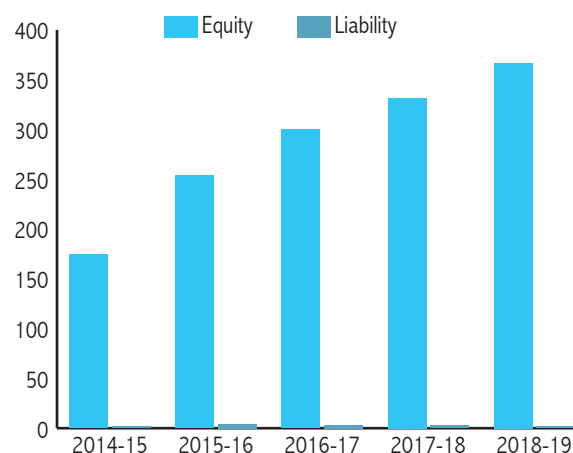
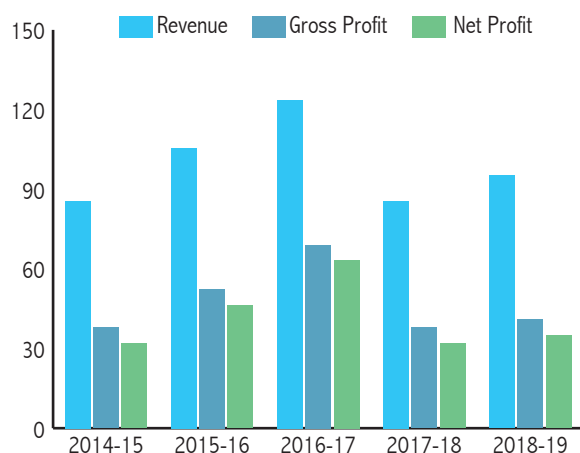
* Premier Power Generation Limited (Subsidiary):

Premier Power Generation Limited (PPGL) was incorporated on 7th September 2006 as a private limited Company under the Companies Act 1994 with ambition to generate electricity for ensuring uninterrupted power supply to Premier Cement, having registered office in Chittagong and the plant located at West Mukterpur, Munshigonj. Initially the plant was installed as an one gas based generator and two diesel driven generators with total capacity of 5.34 MW. PPCG is a 96% holding subsidiary company of Premier Cement Mills Limited.

Financial Highlight-PPGL(subsidiary)

Amount in Mio

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Performance Analysis					
Revenue	95.21	85.62	105.50	123.55	92.96
Gross Profit	40.98	37.92	52.39	69.01	55.19
EBIT	35.16	31.93	46.18	63.41	49.91
EAIT	35.01	31.93	46.18	63.29	49.71
Non-Current Asset	135.86	141.19	119.82	122.46	114.21
Current Asset	232.47	193.17	183.09	135.19	62.04
Total Equity	366.71	331.69	299.76	253.58	174.46
Current Liabilities	1.62	2.67	3.15	4.07	1.79
Non-Current Liabilities	-	-	-	-	-
NAV	733	663	600	507	349
Number of Shares	0.50	0.50	0.50	0.50	0.50
EPS	70.03	63.86	92.36	126.58	99.43
Ratio Analysis					
Gross Profit Margin	43.05%	44.29%	49.66%	55.86%	59.37%
Net Profit Margin	36.77%	37.29%	43.77%	51.23%	53.47%
Current Ratio	143.50	72.35	58.12	33.22	34.66
Quick Ratio	8.35	2.24	1.90	1.47	3.43
Debt to equity Ratio	0.004	0.01	0.01	0.02	0.01



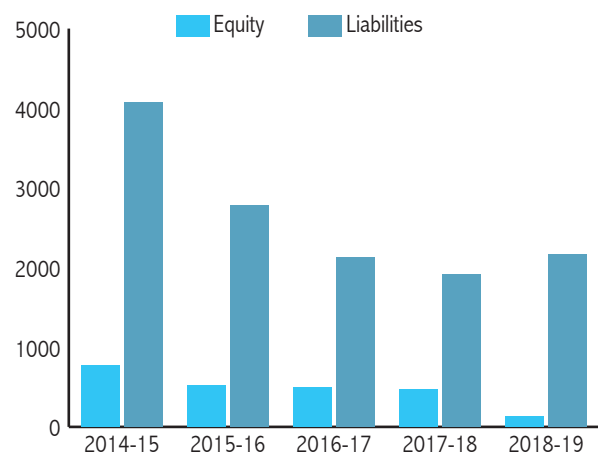
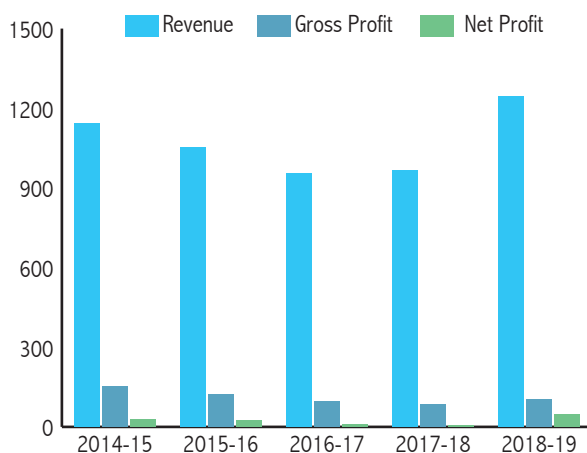
*** National Cement Mills Limited (Associate):**

National Cement Mills Limited (NCML) is an 18.67% holding associate company of Premier Cement Mills Limited. It was incorporated on 10th September 1996 as a public limited company with its registered office in Chittagong and factory located at Issa Nagar, Karnafully, Chittagong having a production capacity of 4,20,000 Metric Tons per annum.

Financial Highlight-NCML (Associate)

Amount in Mio

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Performance Analysis					
Revenue	1,242.89	1,142.10	1,052.47	955.94	965.28
Gross Profit	105.11	152.84	123.15	96.43	83.60
EBIT	99.53	139.87	99.51	90.69	78.20
EAIT	45.59	26.94	24.86	8.22	5.03
Non-Current Asset	3,827.07	2,243.32	1,935.29	1,817.79	1,637.81
Current Asset	4,844.42	1,062.53	684.63	569.96	657.40
Total Equity	767.15	521.55	494.60	469.74	127.19
Current Liabilities	2,582.59	2,019.39	969.33	625.47	1,414.61
Non-Current Liabilities	1494.67	764.89	1,155.98	1,292.54	753.40
NAV	20.46	29.80	28.26	26.84	28.00
Number of Shares	37.50	17.50	17.50	17.50	17.50
EPS	1.22	1.54	1.42	0.47	0.29
Ratio Analysis					
Gross Profit Margin	8.46%	13.38%	11.70%	10.09%	8.66%
Net Profit Margin	3.67%	2.36%	2.36%	0.86%	0.52%
Current Ratio	1.88	0.53	0.71	0.91	0.46
Quick Ratio	1.77	0.42	0.61	0.65	0.24
Debt to equity Ratio	6.31	5.34	4.30	4.08	17.05



ETHOS & VALUES

Vision

To work towards the development of the society through sustainable growth and excellence in performance.

Mission Statement

To become a market leader in the cement industry by satisfying the customers through production excellence, competitive pricing and by adding value for the stakeholders.

Values (That We Care For)

Integrity: We take pride in being a highly ethical company that respects relationships and the dignity of the individual. We obey the laws, produce environmentally safe products, protect the environment and practice equal employment and adopt fair labor practices. We are dedicated to the protection and preservation of our environment, animals and community.

Customer Satisfaction: We recognize that without our customers we do not exist as a business. Consequently, we are committed to develop and maintain exceptional customer relations built on mutual trust, respect and loyalty and to constantly and consistently meet our customers' expectations.

Understand: We seek to understand the needs of stakeholders & the Company to make the best (balanced) decisions.

Simplify: We work towards making things convenient for the people and to increase the effectiveness of our products.

Solve: We find ways to resolve issues that prevent us from delivering values to those we serve.

Connect: We communicate to manage people's expectations in the most effective manner.

Quality: We produce high quality products by maintaining European Standards and we use the best raw materials and provide technical excellence for our Customers.

Commitment: We are committed to achieving success for our customers, for our teams and ourselves through compliance of regulatory guidelines.

Social Responsibility: We promote CSR activities to address social issues as well as to create value to the society

Corporate Objectives (That We Strive For)

- * To promote comprehensively on current areas of success.
- * To build a strong brand image.
- * To give more emphasis on customers satisfaction.
- * To earn reasonable profits.
- * To capture the target market share.
- * To serve consistently the changing needs of customers for their convenience.
- * To satisfy our customers.
- * To be the leading cement manufacturer in Bangladesh

Corporate Philosophy

- * **For Customers:** The main objective of PCML is to provide best quality products and services in every aspects of its business and to maintain good customer-supplier relationship.
- * **For Shareholders:** By forging ahead and consolidating its position as a stable and progressive Manufacturing Company.
- * **For Employees:** Clients do not come first, Employees do. If we take care of our employees they will eventually take care of our clients.

OUR PRODUCTS

*** Portland Cement (PC); CEM I, Strength Class 52.5N**

Portland cement is the most common type of cement for general use around the world. It is a fine powder produced by grinding clinker (95%) and a limited amount of Gypsum (5%) which controls the setting time. It conforms to the Bangladesh Standard BDS EN 197-1:2003 CEM-I 52.5 N, European Standard EN 197 type CEM I, and American Standard ASTM C 150 Type-I mark.

Components of Portland Cement (PC) are as follows:

Clinker : 95-100%
Gypsum : 0-5%



*** Portland Composite Cement (PCC); CEM II, Strength Class 42.5N**

Portland composite cement is a hydraulic binder. It is produced by grinding of Clinker, Slag, PFA (Pulverized Fly Ash), Gypsum, and Limestone. It fully conforms with the Bangladeshi Standard BDS EN 197-1:2003 CEM II/AM or BM 42.5N. PCC is used in general construction purposes and also where precaution against moderate sulfate attack is important (most buildings, bridges in drainage structures) and where sulfate concentrations in ground waters are higher than normal but not unusually severe.

On the basis of clinker percentage two types of Portland Composite Cement (PCC) are available namely CEM II/A-M and CEM II/B-M.

CEM II/A-M:

Clinker : 80-94%
Fly ash, Slag & Lime stone : 6-20%
Gypsum : 0-5

CEM II/B-M:

Clinker : 65-79%
Fly ash, Slag & Lime stone : 21-35%
Gypsum : 0-5%



*** Portland Pozzalana Cement:**

Portland Pozzolana Cement, "Product of Future," is prepared by a fully-automated, dry manufacturing process using state of the art technology under strict quality assurance at all stages of manufacturing with the help of the "ROBOTIC (POLAB)" system. PPC is manufactured by inter-grinding well-burnt OPC Clinker with gypsum and pozzolanic materials like power-station fly ash or siliceous earths. It is conformed to Indian Standard (IS) 1489 (Part 1): 1991 on February 06, 2008 from the Bureau of Indian Standard (BIS).



CODE OF CONDUCT AND ETHICAL STANDARDS

Our code of conduct and ethical standards addresses ethical conduct in our work environment, business practices and relationship with external stakeholders. Premier Cement Mills Limited sets out the guiding principles known as “Code of Conduct and Ethical Standards” as well as ensures the highest ethical standards in all of the Company’s business dealings. Our code of conduct guides us for our daily business interactions, reflecting our standard of proper behavior and our corporate values. The code clearly conveys to each of us the manner in which we achieve our business. The code of conduct is applied by all of Premier Cements’ people including Directors, Officers and all employees of the Company and its subsidiary for the best interest of the Company. Vendors and suppliers are also subject to these requirements as adherence to the code is a condition for conducting business with Premier Cement.

The code of conduct is often updated and reissued by the Board of Directors to cope up with the changing needs of stakeholders. We at Premier Cement are very keen to conduct our business according to our predetermined “Code of Conduct” for improving honesty and transparency in doing business so that it can achieve trust of its stakeholders.

Compliance with laws, rules and regulations

Premier Cement and all its employees are bound by the law. All employees must follow applicable laws, rules and regulations as adopted in Bangladesh at all times. Employees having doubts or questions about the applicability of code of conduct are always welcome to contact with the top management.

Conflict of interest

A “conflict of Interest” exists when an employee’s personal interest interferes with the best interest of the Company. For example, a conflict of interest may occur when an employee or his/her family

member receives personal benefit as a result of the employee’s position with Premier Cement. The Directors and Management personnel are expected to avoid and disclose any activity or association that creates or supposed to create a conflict between the personal interests and the Company’s business interests. If any relationship or association creates anything which is seemed to be material then it should be disclosed and permission should be taken thereby from audit committee as well as Board of Directors.

In performing their duties, all employees of Premier Cement are expected to use their judgment to act, at all times and in all possible ways, in the best interest of the Company. Employees should attempt to avoid conflict of interest and employees who believe a conflict of interest may exist should promptly notify top management. The top management will consider the facts and take instant corrective action if needed.

Business relationships

Directors and management are not allowed to make any business relationship which may hamper the Company’s image in the country. They must not make any commitment that the Company cannot honor because the business of the Company is expected to be conducted legally and ethically.

Corporate disclosure

Directors and senior management personnel are liable to full, fair, accurate, timely, understandable and relevant disclosure in reports and documents it files with or submits to the regulatory bodies and publishes through the medium of public communications. They are not allowed to misrepresent either intentionally or inadvertently, or cause others to misrepresent, facts about the Company to others within or outside the Company including its audit committee, statutory auditors and Govt. regulators and investors.

Privacy and Confidentiality

Directors and management personnel must ensure confidentiality of such information which may influence capital market directly or indirectly. In essence they are not allowed to disclose any forward looking statements or information regarding proceeding of board meetings/ committee meetings / internal meeting or any tentative decisions about to be taken in those meetings.

The following information along with other information as directed by the chairman of the board may be termed as confidential:

- * Information on trade and any trade secrets
- * Confidential and privileged information regarding customers and employees
- * Information relating to mergers and acquisitions
- * Dividend, stock splits and divestitures etc.
- * Plans relating to business issues and decisions which is not available in the public domain at that point of time.

Confidential information or forward-looking information only can be disclosed with prior permission from appropriate authorities or as legally mandated.

Fraudulent and unfair practices in the securities market

It is forbidden for all the directors as well as management to be engaged in any kind of fraudulent and unfair trading practices in the securities market, with regard to the securities of the Company or of any other Company with whom the Company has business dealings to the best of their knowledge.

Protection and proper use of Company's opportunities and resources

Without having permission of the board of directors, directors are not allowed to gain personal benefit from any opportunities that belong to the Company. They must also avoid using

the Company's property, information or position for personal gain.

Fair dealing

Any personnel of the Company must not discriminate any employee, customer, supplier or any business partner based on caste, religion, gender or disability of any kind. Also, they must not give any unfair benefit to any employee, customer, supplier or competitors through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair dealing practice.

Health, safety & environment

Company must comply with all the relevant environmental, safety and health laws and regulations. They must run the operations in an environment-friendly manner and provide a safe and healthy working environment for all of its employees.

Applicability, amendment, modification & waivers

The comprehensive code applies equally to all employees, directors and management personnel. Directors shall communicate any suspected violations of the code promptly to the audit committee. Suspected violations will be investigated by audit committee and appropriate action will be taken if the violation is so confirmed.

In consultation with the audit committee, board of directors may amend, modify or vary this code, subject to relevant provisions of laws, rules, regulations and guidelines in force. The board will not grant exemption to this code. But in case of extra-ordinary situations the board may waive or grant waiver for anyone or more from this code but reasons, explanations of the exception must be approved, written and filed thereby. As this code does not specifically address every potential form of unacceptable conduct, directors should exercise good judgment to comply with the principles set out in this code. Therefore, directors should avoid any circumstances that will violate the spirit of this code of conduct.

18 YEARS OF GLORIOUS JOURNEY

2001

15th October

Incorporation of business as a private limited Company

2004

12th March

Started production of its 1st unit

2006

10th May

Achieved "ISO 9001:2000 Quality Management System Certificate"

2008

6th February

Awarded "Portland Pozzolana Cement Certificate" by BIS

26th April

First export of cement

2010

16th April

Converted into public Limited Company

2014

24th July

Receipt of US\$ 4.5 million as foreign loan from Brac Bank Limited for the purpose of 3rd unit machinery

10th December

purchase of a 300MT capacity Motor vessel

3rd February

Installation of BSW Bag Plant

15th July

started commercial production of the Bag plant

15th April

Receipt of US\$ 3.5 million as foreign loan from Hong Kong and Shanghai Banking Corporation for the purpose of Bag plant machinery

2017

11th April

Signed an agreement with FL Smith for installation of VRM to increase production capacity to 5.16 Million ton per years

2013

1st January

Started production of 3rd and 4th units

1st January

Closing of IPO subscription for NRB

20th January

Lottery of IPO applications

3rd February

Listed under Chittagong Stock Exchange Limited

11th February

Listed under Dhaka Stock Exchange Limited

3rd March

Inaugural trading in Stock Exchanges

18th April

Import of BSW Bag Plant

2011

1st January

Started production of its 2nd unit

10th February

Achieved ISO 9001:2008 Quality Management System Certificate

24th October

Submission of IPO application for consent from BSEC

2012

27th January

Awarded "Ordinary Portland Cement Certificate" by BIS

2nd October

Consent from BSEC for floating shares to public

17th December

Beginning of IPO subscription

23rd December

Closing of IPO subscription for Bangladesh residents.

OUR STRENGTHS AND RESOURCES

In maintaining product quality we strictly adhere to zero tolerance policy. There is no scope of relaxation in any issue regarding product quality. We produce two types of cement, high quality Portland cement and Portland Composite Cement. We closely monitor production process and ensure best quality of our products. Our products are certified by BUET, BSTI and ISO 9001:2008 and our fully automated manufacturing facility complies with Bangladeshi BDS EN, American ASTM, European EN and Indian BIS standards. We have the following in-house testing facilities:

- * Fineness of Cement by air permeability apparatus
- * Normal consistency
- * Setting time (1ST and FST)
- * Mortar and flow ability test of cement
- * Chemical test (major and minor properties of cement)
- * Soundness test
- * Autoclave expansion
- * Chloride test by Spectrometer
- * Alkalis test by Photometer
- * Concrete test and mix design by our own concrete lab

Raw material quality:

The quality of product depends on the quality of raw materials. As a result the issue of obtaining quality raw materials is of utmost importance to us. We exert our best effort to obtain quality raw



materials at the lowest possible cost. We import raw materials from Vietnam, China, Japan, Oman, Thailand and India, etc.. The raw materials needed in producing cement are clinker, slag, gypsum, fly ash and limestone. We make no compromise with the quality at the time of collection of raw materials.

Powerful production capacity:

Premier Cement is one of the top five cement producers of the country on the basis of production capacity in Bangladesh. With existing capacity, we are now able to produce more than 2.40 million

MT cement per annum and the amount also peaked to 2.82 million MT per annum adding the associate's capacity of production. At the very beginning it had started its operation by having capacity of only 2,000 MT per day, but after the setting up of four consecutive production units, the Company now possesses a remarkable production capacity of 9,400 MT per day with its uninterrupted production process. Amongst the four units, the last unit was installed in January 2013. Considering the maximum production capacity, future demand of our cement is fully ensured with these production units in upcoming years.

Production process:

In production process we are trying to achieve maximum production also taking into consideration cost efficiency. Premier Cement ensures cost effective production through "Production Process Planning" (PPP). Actually, it identifies our present position and gives direction on how to make progress in the future. By planning and adopting such prudent strategies as well as maintaining co-ordination and integration of all the factors of production for optimum efficiency, our human resources are ensuring an environment of uninterrupted production of our products. Furthermore, all our units are operated by two diesel driven generators and one gas based power generation plant with total capacity of 5.34 MW which provides continuous supply of power in order to maintain stability in our whole production process.



Logistics and distribution:

There is no scope of avoiding importance of strong and fast logistic support in such a highly logistic dependent industry. Owing to that, our logistics team manages the transportation of raw materials to cement plants, the delivery of cement to our customers and partners in the least possible time and the fastest way possible. It is a matter of pride that our logistics team is highly conscious to mitigate any gap between placement of order and delivery of products. Premier Cement ensures faster delivery of product and

thus it avoids wastage of time and materials. We have trucks, covered vans, bulk carriers as well as vessels for logistics and distribution support. When demand exceeds the capacity of our own logistics support, we don't hesitate to take logistics support from outsider to ensure smooth business operation. For better comprehension PCML's logistics support including capacity till 30 June 2019 is provided below:

Name of Vehicles	Quantity		Capacity in MT
	2019	2018	
Cover van	158	158	10
Cover van	109	109	20
Open Truck	10	10	05
Open Truck	59	59	10
Open Truck	05	05	20
Open Truck	16	16	30
Bulk Carriers	54	54	25
Bulk Carriers	02	-	40
Vessels	21	20	-

Our logistics and distribution are getting stronger gradually. A significant improvement has been achieved by our Company in this sector. Apart from this we have most advantageous plant locations, a strong dealers' network and a robust logistic team. As a result we are able to deliver our product at the right time to the right customers and thus gain the confidence and satisfaction of our customers.

An Experienced and Large Marketing team:

As the market is very competitive and it is really hard to occupy more space in the market because of some major market players, our marketing and sales team is working very hard to acquire more market share. They engage themselves with strengthening and nurturing the Company's brand advantage, to maintain its share in an increasingly competitive market. Furthermore, our strong technical support team comprising of expert engineers are always ready to provide post sales services to customers so that customers do not have any scope of dissatisfaction. Our marketing team takes extra care to customers' problems and responds very quickly whenever our customers want. We carry out continuous market surveys so that our marketing team can cope up with the changing market trend and adopt appropriate set of actions to

tackle any unfavorable market situation. In addition we arrange various daylong training sessions and hold discussions with our marketing team in order to gain strength in the field of marketing. Our young and energetic sales team takes great care of customer needs and preferences to their best ability as present world business are well aware of the fact that "Customer is the king of business."

Information and technology:

Strong and updated technology is the precondition for surviving in the present competitive business world. Sensing that, we have adopted modern technology in both production and official works. As IT is the lifeblood of our Company, we have successfully ensured the adoption of IT in every sphere of our Company. We have hired IT related workforce and trained up the existing employees to the farthest possible extent. Our strong IT strives tirelessly for maintaining stable and quick communication across the whole Company. All the functional units of the Company use the Enterprise Resource Planning (ERP) system software which enables integration among the departments with proper management. For real time monitoring of entire operation, both of our office and factory premises are under constant surveillance through close circuit cameras that are administered from the corporate office.

Competitive advantage:

Our factory is located at West Muktarpur, Munshiganj and our associate Company is located at Issa Nagar, Karnafully, Chittagong.

Our factory site enjoys good communication facilities through both river and road. Well navigable river Shitalakhya meets the river Dhaleswari and in the downstream both the rivers fall at the mighty river Meghna, which is adjacent to the factory. The factory is also connected by Dhaka- Munshigonj highway. The Company has been utilizing these routes for transportation of raw materials and finished products. It helps us to achieve greater cost advantage by means of adequate access to customers, transportation, materials and so on. We have 11 warehouses at different favorable locations like Noapara of Jessore, C & B ghat of Faridpur, Nagarbari of Pabna, Baghabari of Sirajgonj, Ashugonj of B-Baria, Chatok of Sylhet, Badha Ghat of Sylhet, Daudkandi of Comilla, Kaligonj of Gazipur, Demra of Dhaka and Aminbazar of Dhaka etc, which enable us to ensure effective time management and to maximize opportunity while minimizing costs and risks associated with the business.

Bag plant:

Every business entity wishes to expand their business both locally and globally and tries to achieve some unique features which would differentiate them from their rivals.. We have set up a hi-tech international standard bag plant in our factory premise. The bag plant uses Czech Republic origin technology and German machineries; the plant is capable of producing more than 26 million bags per annum. We started import of BSW bag plant machineries

on 18th April 2013 and on 15th July 2014 the plant commenced its commercial production. By reducing backward linkages the plant is not only enabling us to have comparative advantage but also protecting us from any unfavorable price fluctuation. We have extra production capacity and we are able to provide outsourcing facility to other cement producers in our country.

Own Power Generation Plant:

The Company has ensured sufficient power supply for a continuous production process. A 5.34 MW, world renowned Deutz, German origin, gas based captive power generation plant has been setup under a subsidiary company named "Premier Power Generation Limited" to supply uninterrupted power to the cement plant. Premier Cement holds 96% ownership of the PPGL. It started its operation from august, 2008 and sold its entire electricity to Premier Cement Mills Limited under an agreement. PPGL supplied 12.82 million kwh electricity during the year 2012-2013 to premier Cement.

Human resources:

Efficient & skilled Human Resources are the greatest strength of Premier Cement family. There is no scope of ignoring any employee's effort. Everyone is giving his or her best effort for the improvement and stable growth of the Company. Our employees are passionate about what they do and they are innovative too. We believe that our present position has been achieved in exchange of our employees' efforts. To enrich our employee's skill and efficiency, we always try to provide them with training by our internal experts. We believe that to achieve optimum productivity a conducive environment in the workplace is a must. Most of our employees have experiences of more than three years in their respective fields. Due to low employee turnover, it has been retaining remarkable numbers of experienced manpower since the Company commenced its business in March 2004. Especially our board of directors have decades of successful experience and expertise in various business field.



CHAIRMAN'S AND DIRECTORS' PROFILE

Mr. Mohammad Mustafa Haider is a well-known industrialist. He is a Director as well as the current Chairman of the Board of Directors, a position he held several times in the past also.

Currently, he is associated with the following business concerns:

Chairman:

- Premier Cement Mills Limited
- Roknoor Navigation Limited
- National Cement Mills Limited
- Roknoor Maritime Limited
- Roknoor Lighterage Limited
- Samuda Holdings Limited
- Samuda Terminals Limited
- M R F Fashion Ltd

Managing Director:

- T.K. Shares & Securities Limited
- Premier Power Generation Limited
- Samuda Chemical Complex Limited
- Samuda Power Limited
- Samuda Peroxide Ltd
- Samuda Real Estate Ltd
- Genweb2 Limited

Director:

- Saif Shipbuilding & Engineering (Pvt.) Ltd
- Asia Insurance Limited
- Elahi Noor Tea Co. Ltd
- Hafsa Nazir Industries Complex Ltd
- Premier Assets Ltd
- Super Knitting & Dying Mills Ltd
- Ali Tannery Ltd
- T.K. Shipyard Limited and Modern Power Limited.
- Modern Hatchery Ltd.
- Modern Power Limited



Mr. Mohammad Mustafa Haider
Chairman

Mr. Haider has completed his Bachelors of Science in Business Studies concentrating in Finance from the University of Southern California, Marshall School of Business, USA in May 2005. After completion of his studies he came back to Bangladesh in July 2005 and has been involved in the sales and marketing of premier Cement Mills Limited, consumer products of T.K. Group of industries, primarily – Pusti Soybean Oil, Pusti Ata Maida and Pusti Full Cream Milk Powder.

Despite having all the above stated major responsibilities, he is successfully performing his duties and responsibilities from the beginning to the present. His excellent leadership quality plays an important role in increasing Premier Cement sales and collection significantly and his presence have played a vital role in the overall success of the company.



Mr. Mohammed Amirul Haque
Managing Director

Mr. Mohammed Amirul Haque is a world class entrepreneur and an elite businessman in Bangladesh. He is the former Director of Federation of Bangladesh Chambers of Commerce and Industry (FBCCI), the apex trade body of the country. He is the promoter and founder Managing Director of Premier Cement Mills Limited

Mr. Haque has involved himself into and is guiding through various businessman in different sectors.

Presently, Mr. Haque is holding the following portfolios:

Chairman:

- Premier Power Generation Ltd.

Managing Director:

- Premier Cement Mills Ltd. (Listed)
- National Cement Mills Ltd.
- Seacom Logistics Ltd
- Seacom Containers Ltd.
- Unichart Navigation Ltd.
- Transchart Navigation Ltd.
- Ancient Properties Ltd.
- Roknoor Maritime Ltd
- Roknoor Holdings Ltd
- Rupsha Tank Terminals & Refinery Ltd.

Director:

- Prime Shrimps Hatchery Ltd.

Mr. Haque completed his post-graduation in Business and is also a Fellow Member of The Institute of Petroleum, England. He was also selected as 'Commercially Important Person '(CIP) by the Government of the People's Republic of Bangladesh for the consecutive years of 2008 and 2009.

Mr. Md. Jahangir Alam is one of the renowned industrialists in Bangladesh. He was appointed as a director at Premier Cement on 15th October in 2001. He completed his graduation in Commerce from Government College of Commerce, Chittagong. Mr. Alam embarked several industrial undertakings during his 30 years of business life. He started his magnificent journey in his business career through establishing a business house named Jahangir & Others in 1987 which subsequently incorporated as Jahangir & Others Limited in 2003. Subsequently, he diversified his business portfolio by investing in other different areas such as cement, steel re-rolling and insurance.

Chairman:

- M.I Cement Factory Ltd
- Crown Power Generation Ltd
- Crown Polymer Bagging Ltd
- Crown Transportation & Logistics Ltd
- Crown Mariners Ltd
- GPH Ship Builders Ltd.

Managing Director:

- GPH Ispat Limited
- GPH Power Generation Ltd
- GPH Steels Ltd
- GPH Engineers & Development Ltd
- Jahangir & Others Limited
- Chittagong Capital Limited

Director:

- Premier Cement Mills Limited
- Premier Power Generation Limited
- Crown Cement Concrete and Building Products Ltd.
- Asia Insurance Limited
- Chartered Life Insurance Limited



Md. Jahangir Alam
Director

Mr. Alam is also actively involved with different social and charitable organizations such as:

- Founder member of Independent University of Bangladesh (IUB), Chittagong, Bangladesh,
- Vice President of Gulshan North Club Limited,
- Life Member of Chittagong Maa-o-Shishu Hospital,
- Member of Bangladesh German Chamber of Commerce and industry,
- Member of Bangladesh Ex-Cadet Association,
- Life Member of Bangladesh National Society for the Blind,
- Life Member of Bhatiary Golf & Country Club,
- Life Member of Gulshan Society, General Member of FBCCI
- Life member of Dhaka Board Club Limited

Mr. Alam is a man of commitment which he strongly maintains in his day to day business activities.



Mr. Md. Alamgir Kabir
Director

Mr. Md. Alamgir Kabir was appointed to the Board on October 14, 2001 as a Director. He completed his Masters degree in Business Administration. He involved himself in various manufacturing industries especially in the cement industry during his 21 years of business life.

Mr. Kabir is a successful business personality and currently holding the following portfolios:

Chairman:

- GPH ispat Ltd

Managing Director:

- Crown Cement Concrete and Building Products Ltd

Additional Managing Director:

- M.I Cement Factory Ltd

Director:

- Premier Cement Mills Limited
- Premier Power Generation Limited
- Crown Power Generation Limited
- GPH Power Generation Limited
- Jahangir & Others Limited
- Chittagong Capital Limited
- Indo Steel Re-rolling Ind. Ltd
- Crown Polymer Bagging Ltd
- Crown Transportation & Logistics Ltd
- Crown Mariners Limited.

Besides success in Business Mr. Kabir has also been providing his Commitment to the Society by engaging himself in social activities like,

- Vice President of Bangladesh Cement manufactures Association
- Member of Army Golf Club
- President of Munshigonj Unnoyon Forum
- Life Member of Bangladesh Red Crescent Society.



Mr. Mohammed Ershadul Hoque
Director

Mr. Mohammed Ershadul Hoque is a director of the company as representative of Ancient Properties Limited (APL). He was appointed to the Board on March 08, 2018. He completed his Bachelors and Masters Degree in Computer Science and Telecommunication from University of Texas at Dallas, Texas, U.S.A. in 2004.

At present he is managing the following companies:

Director:

- Premier Cement Mills Limited
- Saif Shipbuilding & Engineering (Pvt.) Limited
- N H Exim and Services Limited
- Barnali Corporation Limited
- Roknoor Shipping Services Limited
- Roknoor Agro Farm Limited
- Jalalabad Cement Co. Limited

Mr. Hoque is an active social worker and takes keen interest in different benevolent and philanthropic activities.

PROFILE OF THE INDEPENDENT DIRECTORS



Mr. M. Mahfuzur Rahman
Independent Director
Chairman, Audit Committee

Mr. Mahfuzur Rahman is an Independent Director of the company. Mr. Rahman is associated with T. K. Group of Ind. in an advisory capacity.

Prior to his new role at T. k. Group, Mr. Rahman worked for American Express Bank, ANZ Grindlays Bank and Standard Chartered Bank for more than three decades in different capacities. Mr. Rahman was a successful banker and contributed a lot with his dynamic leadership for business growth of the bank in commodity finance, trade finance, project finance, financial risk management, financial derivatives, syndicated finance, et.al. During his long banking career, he received many accolade. While in Standard Chartered Bank, Mr. Rahman got the group chairman's award for booking a land mark deal within Standard Chartered's global foot print. He was well regarded in bank for his strong commitment to build a sustainable business and in business community for his support to any profitable deal.

Mr. Rahman did his Honors' and Masters in Economics from Chittagong University and also completed LLB from the same University. He is a widely travelled person attending seminars, workshop and training. Mr. Rahman is a keen follower of games and sports and loves to play golf.

In 1977 Mr. Tariq Ahmed took Master's Degree from the University of Dhaka. After completion of his Masters he joined at Shaw Wallace Bangladesh Limited in its tea plant. Subsequently, he joined as a Management Trainee at Lever Brothers Bangladesh Limited (now Unilever Bangladesh Limited) in 1980. After 6 years he was appointed as the Manager, Exports of Lever's International Trading and Marketing department. In 1997 he joined as the Head of Food Marketing in the same organization. Mr. Tariq worked as the HR Manager of the same Company for the following two years. He took numerous international trainings at the time of his working with Unilever especially a one year stint at Unilever Foods in UK in 1983. He joined T.K. Group of Industries as the Director, Operations in 1999. He has 34 years long management experience with both international and local businesses.



Mr. Tariq Ahmed
Independent Director

PROFILES OF MANAGEMENT COMMITTEE



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Mohammed Amirul Haque

Managing Director

Mr. Mohammed Amirul Haque is the founder Managing Director and CEO of Premier Cement Mills Limited. He is a visionary world class entrepreneur and an elite businessman who embarked and involved himself into various businesses such as Trading & Shipping, Agriculture and Fishing, Real Estate, etc. for the last three decades. Mr. Hoque completed his graduation and post-graduation in Accounting from Chittagong Govt. Commerce College under The University of Chittagong. He is a life time member of the Institute of Petroleum, England and is also an active member of Chittagong Club.

Mr. Tarique Kamal has joined Premier Cement Mills Limited (PCML) as Chief Operating Officer (COO) with effect from October 1, 2019.

Before joining Premier Cement, he served as the Head of Sales and Distribution at Arla Foods Bangladesh Ltd - one of the leading global dairy cooperative based out of Denmark. Prior to that, he worked for another leading global organization - British American Tobacco Plc. in Bangladesh & Malaysia in different capacities. Mr. Kamal has more than 15 years of extensive experience and expertise in Sales and Distribution, Brand and Trade Marketing, Project Management, Talent Development and many others.

Mr. Kamal obtained his bachelor's and master's degree in Business Administration from Institute of Business Administration (IBA), University of Dhaka. He takes keen interest in understanding global economic trends and enjoys travel, sports, movies & music.



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Mr. Tarique Kamal

Chief Operating Officer (COO)



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Md. Shafiqul Islam Talukder, FCMA

Chief Financial Officer (CFO)

Mr. Shafiqul Islam Talukder joined Premier Cement Mills Ltd as Chief Financial Officer in 2010. During his nine years tenure with Premier Cement, he had rare opportunities to deal with almost all activities of the company including Accounts, Finance, Administration, HR, Marketing and Management. Before joining Premier Cement, Mr. Talukder served in various National and Multinational organizations such as Glaxo Bangladesh Ltd., Jamuna Oil Company Ltd., Singer Bangladesh Ltd., Chittagong Stock Exchange Ltd., BASF Bangladesh Ltd., and Bangla Lion Communication Limited.

Mr. Talukder obtained his B.Com. (Hons. in Management) and M. Com (Masters in Commerce) from university of Dhaka and is the Fellow member of the Institute of Cost and Management Accountants of Bangladesh (ICMAB).

Kazi Md. Shafiqur Rahman joined Premier Cement Mills Limited as an Executive (Accounts & Finance) in November 2001. As a longest serving employee, he worked in various departments of the company including Accounts, Finance, Administration, HR, Credit Control etc. Currently he is serving the responsibility of the Company Secretary. Mr. Shafiq completed his B. Com. (Hons. in Accounting) and M. Com. (in Accounting) from the University of Chittagong in 1993. He also completed CA (CC) from M. R. Dey & Co. and passed CA (inter) from the Institute of Chartered Accountants of Bangladesh (ICAB). During CA Articleship period Mr. Shafiq audited various Manufacturing, Trading & Servicing, Textile & Garments, Shipping, Shares & Securities company e.g. T.K. Group, Abul Khair Group, SA Group, PHP Group, Kuliarchar Group, SKS, Regent Textile, Base Textile, Hillcity Securities, South Asia Capital etc.



Kazi Md. Shafiqur Rahman
Company Secretary

Mr. Md. Selim Reza joined Premier Cement Mills Limited as Head of Audit compliance and Business Finance Controller in December 2018. He has long experience in various corporate sectors. Before joining Premier Cement, he worked as GM, Accounts & Finance of Bashundhara Multifood Ltd and earlier played the role of Head of internal audit & compliance BLPGL, SICL, BFBIL, BCDL, ICCB & BTCL of Bashundhara Group; Head of internal audit & financial system analyst of United Finance Limited.

Mr. Selim obtained his bachelor's and master's degree in Accounting from Jagannath University, Dhaka, and he is also a Fellow member of Institute of the Chartered Accountants of Bangladesh (ICAB). He served as an audit and advisory services to various National & Multinational companies as Manager of A. Qasem & Co., Chartered Accountants (Member firm of E & Y) including British American Tobacco Bangladesh Limited, Reckitt Benckiser Bangladesh Ltd., Grameen Phone Ltd. Philip Morris Services India S.A Dhaka Branch, Dhaka Stock Exchange Limited, Dutch Bangla Bank Limited, Islam Bank Bangladesh Limited and Trust Bank Investment Limited.



Md. Selim Reza, FCA, CLA
Head of Audit Compliance and Business Finance Controller

Mr. Abdul Ahad completed his graduation in Civil Engineering from Bangladesh University of Engineering and Technology (BUET), Dhaka. He joined Premier Cement in 2007 as an Assistant Manager, Marketing & Sales. Before joining Premier Cement, he worked at various construction companies in Bangladesh and has seventeen years of experience in construction engineering. Currently Mr. Ahad is serving Premier Cement Mills Ltd. as General Manager- Marketing & Corporate Sales.



Engr. Md. Abdul Ahad
General Manager- Marketing & Corporate Sales

Mr. Mizanur Rahman joined Premier Cement Mills limited as Jr. Executive (Marketing & Sales) in 2004 and has over 17 years' experience in cement sector. Before joining Premier Cement, he served in various National and Multinational organizations. During his fifteen year tenure of corporate life, he worked in various roles within Premier Cement'-Marketing sector. In 2016 Mr. Mizanur took over the role of Assistant General Manager - Marketing & Trade Sales. Mr. Mizanur completed his MBA in Marketing.



Md. Mizanur Rahman
Assistant General Manager-Marketing & Sales



Saradhindu Bikash Barua
Head of Production

Mr. Barua is the most experienced person in Premier Cement Mills Limited and in the entire cement sector as well. He has more than 52 years of experience in different manufacturing companies with 35 years of experience in the Cement Industry. Mr. Barua started his career with Gazi Wire Ltd. Ctg as Asst. Engineer in the early 1980s. He also served National and Multinational Companies which included C.C.G Co. Ltd., Ruby Cement - Ctg, T.S.P Fertilizer - Ctg and Eastern Cement Ltd. In 2008 he joined Premier Cement as the head of Production, Packing and Unloading. He completed his Diploma in Machine Design, Fluid Mechanics, Engineering Drawing, and Industrial Management from Chittagong Polytechnic Institute, Chittagong under UNESCO.

Mr. Mahbub has 19 years of experience in different manufacturing companies with 16 years of experience in the Cement Industry. Before joining Premier Cement Mills Ltd. he served at Hyundai Cement BD Limited as a Senior Chemist and at Holcim Cement BD Limited as Lab-In charge. In 2008 he joined Premier Cement as a Manager, Quality Control. Because of his perseverance and hard work, he was able to take over the role of Head of Quality Control in 2013.

Mr. Mahbub completed his Post-graduation in Applied Chemistry from Islamic University Kushtia and he also has an MBA from Northern University Bangladesh.



Mohammed Mahbubur Rahman
Head of Quality Control



Syed Refat – E- Momin
Head of Bag Plant

Mr. Syed Refat-E-Momin, working as Head of Bag Plant of Premier Cement Mills Ltd., joined Premier Cement in the year 2013. Prior to joining Premier Cement, he worked in various renowned Manufacturing companies namely Sino Bangla Industries Limited, Shah Cement Industries Limited,.. He possesses almost 22 years of professional experience in different cement companies especially in the arena of production and bag plant.

Mr. Momin completed his Diploma from Dhaka Polytechnic Institute in power and completed his graduation in Electrical and Electronics Engineering.

ADVISORY PANEL



*
Mr. Fakhrul Islam
 Group Advisor

Mr. Fakhrul Islam was a member of Bangladesh Civil Service (Administration) cadre. He obtained post graduate in economics from university of Dhaka and has more than 26 years' working experience in different administrative positions in different upazilas and districts. He also worked in different ministries and worked two reputed Government organization. Finally he went to retirement as secretary to the Government of Bangladesh.

The board of director recommended him to be appointed as Independent Director in place of retiring Independent Director Mr. Tariq Ahmed by the shareholders in the ensuing 17th Annual General Meeting (AGM) of the Company.

Mr. Md. Azmal Haque completed his graduation in Civil Engineering from Bangladesh University of Engineering and Technology (BUET), Dhaka. He obtained Postgraduate Diploma on International Course on Housing, Planning and Building from The Netherlands. His total working experience is about 43 years out of which he served for 34 years in Govt. Sector. He served under Public Works Department (P.W.D) in different positions from Assistant Engineer to Additional Chief Engineer. During this long period construction of various types of Govt. Buildings such as different office buildings, Residential building, Hospital building, Auditorium etc. were executed under his supervision. He served one year on deputation as superintending Engineer under Education Engineering Department (E.E.D) and was involved with the construction of different Educational Institutions. He also served one year on deputation as Chief Engineer, RAJUK, Dhaka and was involved with different development works of RAJUK. He is now working as Advisor (Technical) in Premier Cement Mills Ltd. for the last nine (9) years.



*
Mr. Md. Azmal Hquue
 Advisor (Technical)

Mr. Md. Aminur Rahman Lasker Completed his graduation from BUET in 1976. Then he joined at Shaheedullah Engineering Associates a consulting firm and was entrusted with the responsibilities of Bogra Polytechnic project aided by world Bank. In 1977 he joined as Assistant Engineer in Road and Highways Department. He worked at different important position in RHD from Assistant Engineer to Chief Engineer. During his tenure in RHD he was associated with many important mega projects. As executive Engineer RHD, he worked in Kishoreginj, Cumilla & Dhaka Planning & HDH. During the period of Executive Engineer, RHD he Completed many important projects Kishoregonj & Cumilla. He worked as Director of Road Network & Maintenance project financed .by ADB.

Mr Rahman retired as chief Engineer, RHD in 2014. By Protocol he was the Chief Technical Advisor to the Govt. He was responsible for Construction, Development & maintenance of about 21000 km of National, Regional & Upazzlla Roads, During his tenure many flyover major, 4 lane and 6 lane National High ways were constructed for example Banani Flyover, Dhaka Chattagram 4 lane highways, Joydebpur Mymensing 4 lane highways and many other Major Projects were Completed. Now he has been working as Advisor (Technical) in Premier Cement Mills Ltd. since 2015.



*
Mr. Aminur Rahman Lasker
 Advisor (Technical)

INTEGRATED REPORT & RESPONSIBILITY OVER THE INTEGRITY

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Integrated reporting

Our Annual Report has been presented as an 'Integrated Report' where we have tried to put forward an integrated view on how our company creates value now and in the future - taking into account multiple financial and non-financial capitals. As such it is felt that stimulates Integrated Thinking and vice versa, ultimately resulting in more effective business decisions that will drive better business performance.

Scope of the Report

The report covers the period from 1 July 2018 to 30 June 2019, in explaining the company's operations and financial performance. Financial information disclosed here has been extracted from the Audited Financial Statements for the financial year ended 30 June 2019 with relevant comparative information. The financial statements consistently complied with the requirements of:

- * International Accounting Standards (IAS)
- * International Financial Reporting Standards (IFRS)
- * Companies Act 1994
- * Securities and Exchange Rules 1987
- * The Income Tax ordinance 1984
- * And other applicable laws and regulations.

To report our corporate governance practices, we have followed the Corporate Governance Code issued by Bangladesh Securities and Exchange Commission (BSEC)

External Assurance

PCML obtains external assurance from the following two firms during the period under consideration, the outcomes of which are duly published in this report:

SL No.	Description of Report	External Assurance
01	Financial Statements Audit Report	Syful Shamsul Alam & Co. Chartered Accountants
02	Corporate Governance	A.K. Mazumdar & Associates, consultant & Cost management Accountants
03	Provident Fund Financial Audit	Syful Shamsul Alam & Co. Chartered Accountants
04	Premier Power Generation	Syful Shamsul Alam & Co. Chartered Accountants
05	National Cement Mills Ltd.	MRH Dey & Co. Chartered Accountants

Comparability

All the information presented in this report are on the same basis as the FY-2018 report in terms of the entities covered, the measurement methods applied and time frames used. The information provided covers all material matters relating to business strategy, risk and areas of critical importance to our stakeholders. The structure of the report has been further developed as part of our continuous focus on improving communication to our stakeholders.

Available Information

Our Internet address is premiercement.com. We make available free of charge a variety of information for investors. Our goal is to maintain the Investor Relations website as a portal through which investors can easily find or navigate to relevant information about us. This includes:

- * Yearly Annual Report
- * Information on our business strategies, financial results, and key performance indicators.
- * Press releases on quarterly earnings
- * Other news and announcements that we may post from time to time that investors might find useful or interesting.

The PDF copy of the Annual Report is sent to all the shareholders E-mail Address, prior to holding the Annual General Meeting, giving due period of notice.

Responsibility over the Integrity of the Integrated Report

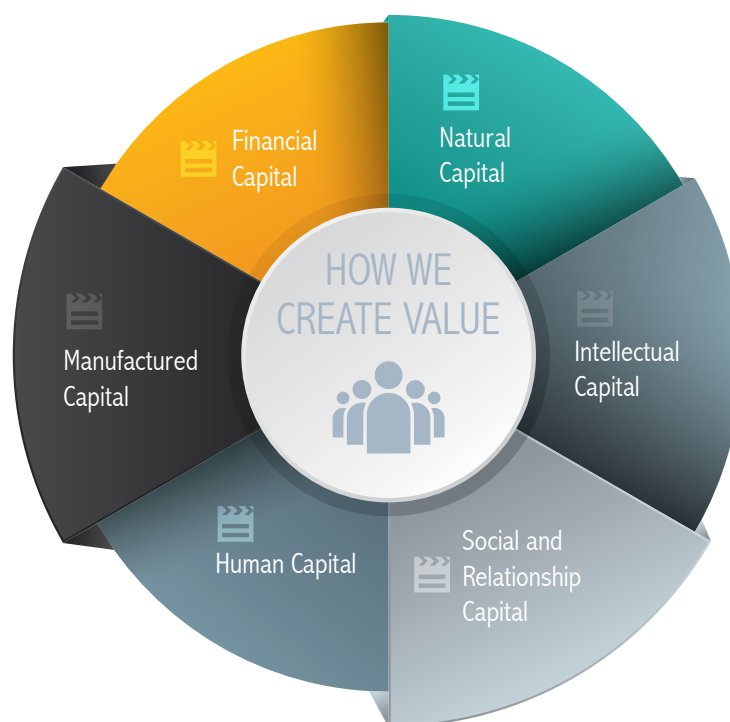
I acknowledge the responsibility to ensure the integrity of the disclosure contained in the integrated Report presented herewith which comprise the discussion and analysis, disclosures pertaining to stewardship, which should be read in conjunction with the audited financial statement. In the opinion, the integrated report, incorporated in this annual report has been prepared in accordance with the IIRC's International Integrated Reporting framework and addresses the material matter pertaining to the long term sustainability of the group and present fairly the integrated performance Of Premier Cement and impacts thereof.



Mohammed Amirul Haque
CEO & Managing Director

HOW WE CREATE VALUE

Premier Cement is one of the leading cement manufacture company in Bangladesh. It Produce high quality cement product for consumers. However PCML is committed to embedding the principles of corporate social responsibility through our responsible business operation. It strives to be responsible company to shareholders, employees, business partners or any other relevant internal and external stakeholders. We believe success can't run without responsibility both go together. That is how we increase our corporate value, which helps us fulfill our mission and vision.



1. Financial Capital

The money which we obtain from business activities and from external sources. Financial capital Includes Revenue, reserves capital, other equity related funding and retained profit generated from our operations is used to fund our business activities. We continue to implement financial strategies that enhance our financial capital as to carry out the day to day business activities of the company and strengthen our ability to create value for all stakeholders of our business.

Particulars	2018-19	2017-18	Growth	
	Amount in Mio	Amount in Mio	Amount in Mio	Rate
Shareholders' Equity	5,081.17	4,547.84	533.3	11.73%
Net Profit After Tax	612.80	442.18	170.6	38.59%
Receivables	2,220.58	2,404.62	(184.04)	(7.65 %)
Advance, Deposit and Prepayment	3,828.45	2,760.47	1068	38.69%
Investment in FDR	142.51	194.81	(52.3)	(26.85%)
Cash and Bank Balance	169.26	77.43	91.83	118.60%

2. Manufacturing Capital

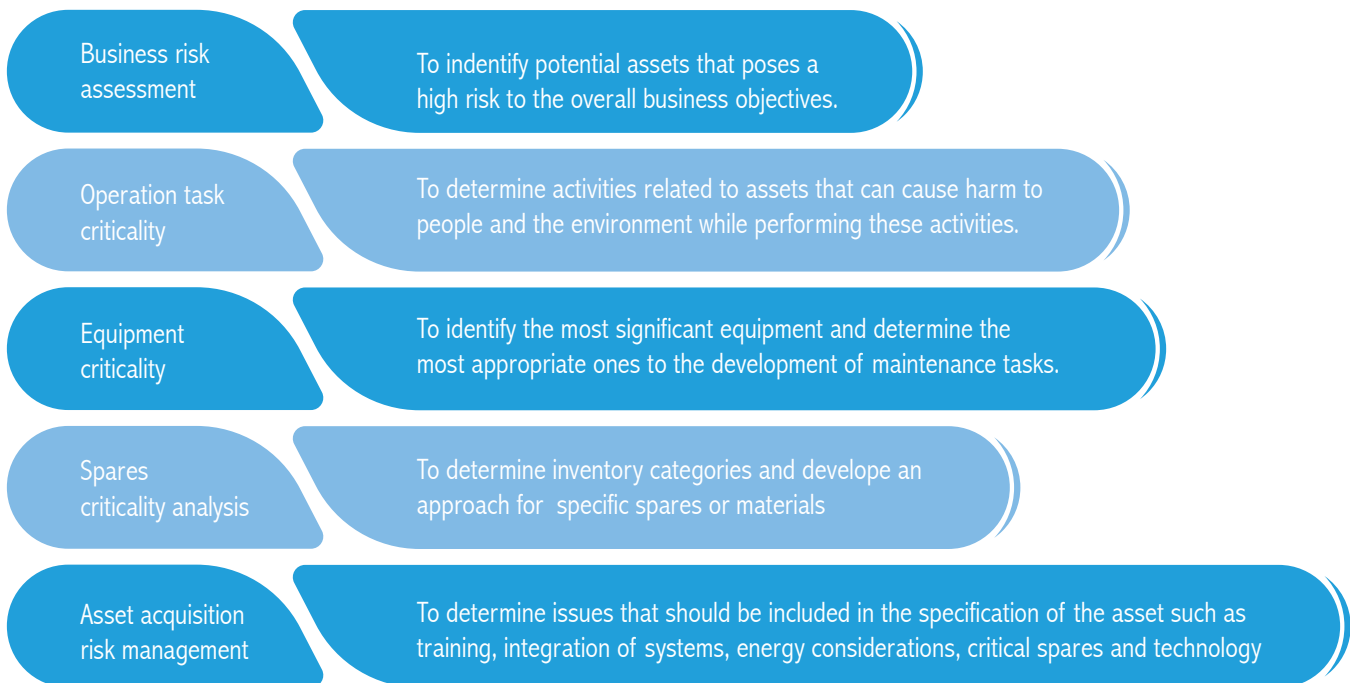
Manufactured Capital is the tangible and intangible infrastructure, plant and equipment what we use to conduct our business activities. It also includes internal, external and intellectual capital such as network information system asset.

The management of these assets is a key business imperative and is considered an essential element in achieving manufacturing excellence and operational performance. The implementation of asset maintenance and care policies will improve asset utilization and profitability.

We are committed to increase our contribution to society and economy by enhancing the better quality produce & service.

Asset Management Strategy

The purpose of the asset, risk management strategy is to provide a structured approach to the implementation of an asset risk management system. Our asset management strategy is aligned with international best practice. The focus is on asset care, operation and maintenance while considering the asset performance and the effect of external factors.



Asset Care

The asset care team ensures that equipment is kept in good and functional condition that contributes to safe working conditions and prevents environmental damage.

Our dedicated asset care team is focused on furthering the:

1. Development and implementation of asset risk management policies and governance
2. Development and implementation of centralized work planning and control
3. Development and implementation of improved material management systems, our reliance on manufactured capital and our approach to the management thereof allowed for us to extract the benefits and value of our assets.

Material Aspects

1. Resource Utilization
2. Maintaining state-of-the-art work environment
3. Infrastructural resource maintenance and development
4. Ensuring optimum accessibility to clients

Challenges

1. Ensuring Infrastructure sufficiency supports growth ambitions
2. Balancing costs and benefits of investments
3. Rapid changes in technology and the timing of investments

Investing in Eco-friendly workspace and policies

We have taken initiatives to make our plant warehouses and offices more eco-friendly and reduce our carbon footprint. We invest in making our premise more energy efficient.

Enhancing our work Environment

We provide state-of-the-art manufacturing and office environment that cater to employees in terms of work space, facilities for extra-curricular activities and so on. These help create greater attachment to the company and is in line with our philosophy that a good work-life balance should start at the workplace. In order to help employees reach their potential, a good work environment needs to be complemented with employee engagement initiatives, efforts towards employee health and well-being and numerous other factors.

3. Human Capital

Human resource is an integral part of a business. A Company's long term investment is mostly dependent on its human resource. A group of skilled and experienced employees can convert the investment into heavy return. Realizing that Premier Cement has introduced "Human Resource Accounting" as a paramount part of its accounting. At Premier Cement, very few resources are as important as human resource. Generally all employees' attributes, life experience, knowledge, innovativeness, energy and enthusiasm are treated as human capital asset by the Company. There are many functions which are executed by Human Resource Management (HRM) but among them recruiting people, training, performance appraisals, motivating employees as well as workplace communication, safety are the key functions. Premier Cement is highly interested to measure the collective investment on human resource and consider its ROI towards the organizational goal.

Human Resource Accounting has paramount importance; it is not able to draw attention of management thinkers and professional accountants. As a result it is hardly seen that most of the companies include human resource accounting in their financial statements around the world. In case of Bangladesh, the same thing is going on here. But at Premier Cement we are adopting "Human Resource Accounting" as a part and parcel of accounting.

Demographic segmentation of our permanent Human Resources (Till June 30, 2019)

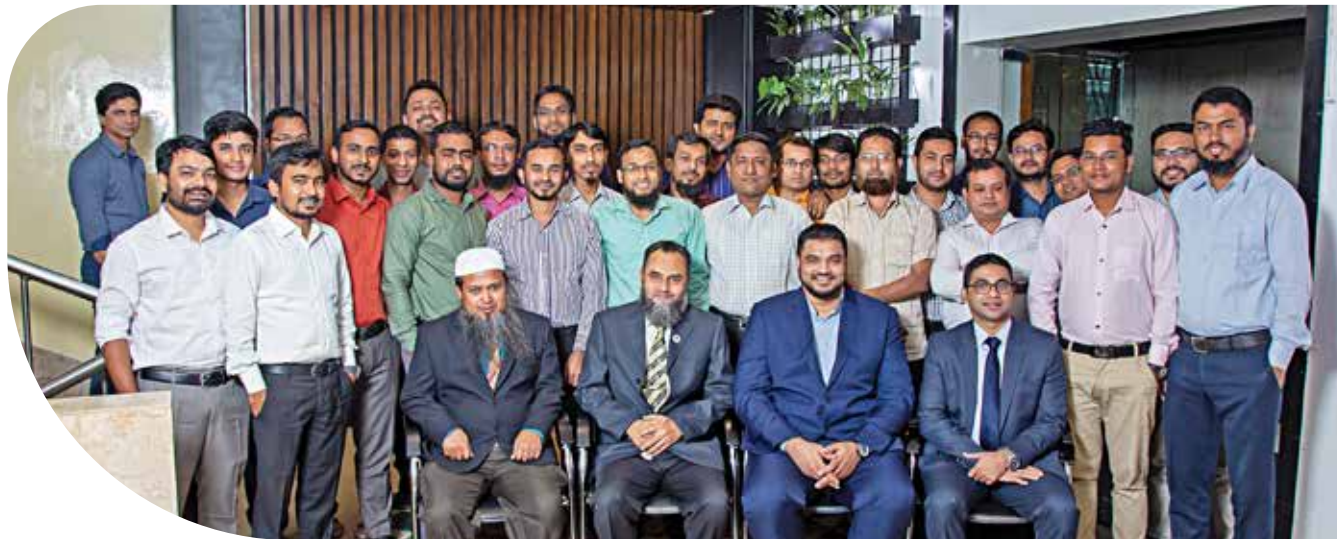
Age	Corporate Office	Factory	Total
18-25	103	341	111
26-35	347	494	841
36-45	114	188	302
46-55	11	56	67
56 and above	07	12	19
Total	482	1,191	1,673

Brief and approximate outlay of our HR development for the year ended 2018-2019

Particulars	2017-18	2018-19
Total cost of hiring	1,342,031	1,618,832
Average cost of hiring incumbent	4534	4951
Total Cost of Training	7,141,100	8,004,551
Average cost of training (for both existing and new employees)	4488	4,785

Employee's benefits outlay for the year ended 2018-2019

Particulars	2017-18	2018-19
Salary	346,442,121	346,422,121
Directors Remuneration	2,400,000	2,400,000
Labor Charges	16,753,308	8,676,229
Provident Fund	8,789,643	38,740,612
Workers Profit Participatory Fund (WPPF)	27,326,225	19,675,283
Gratuity settlement and others	18,462,822	55,906,279
Total	420,154,119	471,820,524

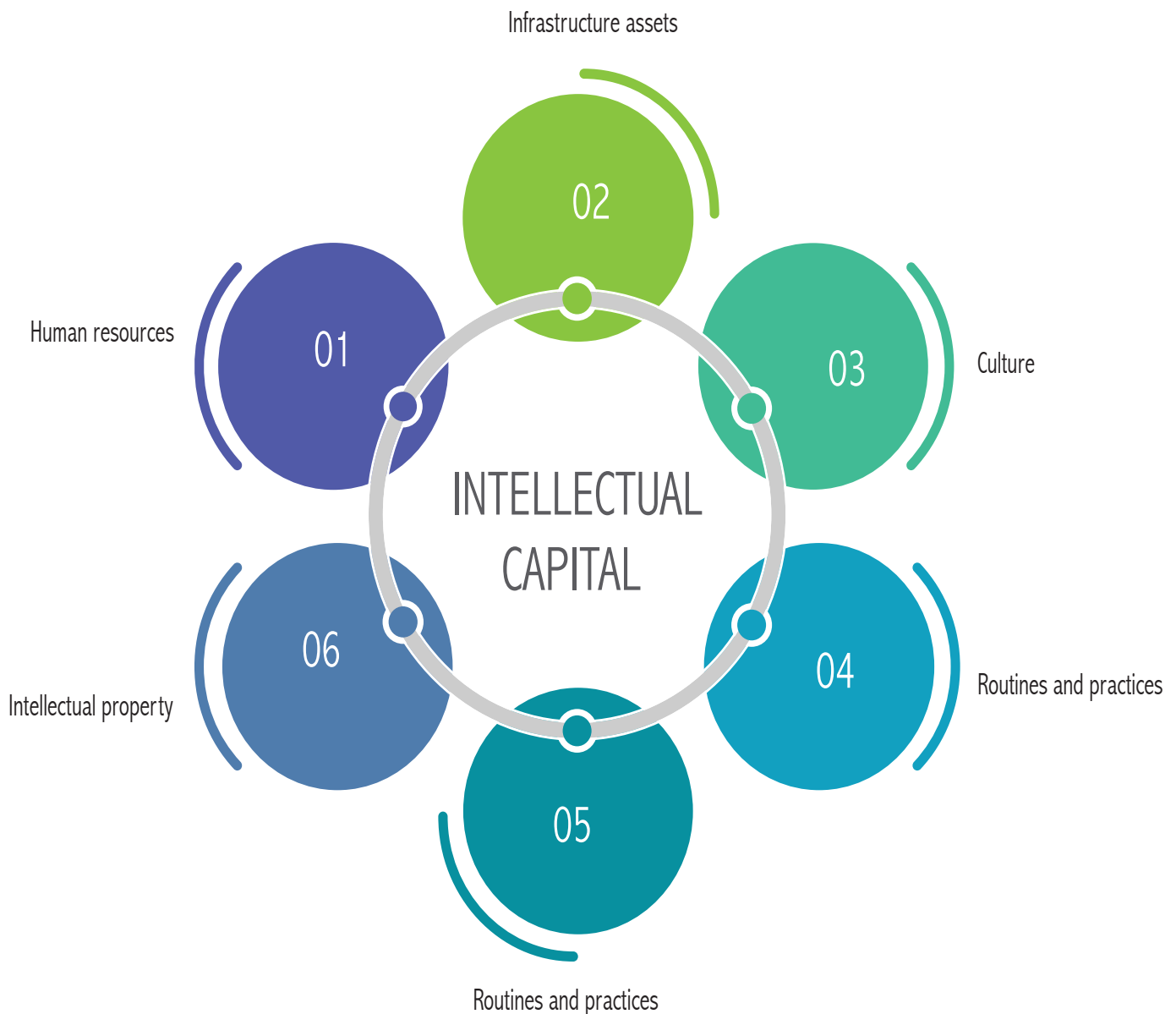


4. Intellectual Capital

Intellectual Capital is a complete package of the total of a company’s knowledge that has significant contribution to our improved competitive position by adding value to defined key stakeholders. Our intellectual capital has comprises of knowledge of our people, applied experience, organizational technology, customer relationships and professional skills that provide sufficient advantage to generate the returns on investment.

However as technology and process improvements become more of a differentiating factor within modern companies, intellectual capital becomes a greater factor in achieving success in a competitive market place.

Therefore, we used all strengthen/factors of our intellectual capital to produce product and wealth, multiply output of physical assets, gain competitive advantage, and to enhance value of other types of capital.



Value creation map shows the pathway of how value is created in premier Cement and represents a fundamental link between the company and one of its key stakeholders.

- * **Human resources:** contains knowledge provided by employees in the forms of competencies, commitment, motivation and loyalty as well as advice. Key components are know-how, technical expertise, and problem solving capacity, creativity, education and attitude. Physical infrastructure comprises all
- * **Infrastructure assets:** such as structural layout and IT equipment such as computers, servers and physical networks. This category is often overlooked as a knowledge asset but plays a key role in how knowledge is shared.
- * **Culture:** embraces corporate culture and management philosophies. Some important components are the organization's values, mission and vision. Culture is of fundamental importance for organizational effectiveness and efficiency, since it provides a framework, sometimes implied, through which to interpret events.
- * **Routines and practices:** cover internal practices and virtual networks and routines. These routines could include tacit rules and procedures, such as manuals with codified procedures and rules, databases and tacit rules of behavior or management style. They determine how processes are handled and how work flows through the organization.
- * **Intellectual property:** is the sum of patents, copyrights, trademarks, brands, registered designs, trade secrets and processes whose ownership is granted to the company by law. These are the tools and enablers that allow the company to perform its daily processes to produce results.

Our intellectual capital helped us by means of:

1. Premier Cement becomes renowned cement company in the country within short time.
2. Achieve customer satisfaction by provided high quality product
3. Won not only local Award but also International Award (SAFA Award) for practices good corporate governance.
4. Gradually increase the revenue, gross profit and net profit.
5. Won stakeholders satisfaction
6. Contributed a significant amount to our national exchanger every year.



6. Stakeholders Analysis

We have created in collaboration with our stakeholders. Our stakeholders are those individuals or organizations who have direct or indirect interest in our success or failure and whose opinions and actions can impact our ability to execute our strategy and conduct our business activities and without whose continuing participation, PCML cannot survive as a going concern. Our primary stakeholders are our shareholders, customers, suppliers and employees whereas regulators and local interested group comprises secondary stakeholders from the perspective of sustainability:



Importance of Stakeholder to us

Investors/Shareholders: Investors are one of the key stakeholder, who having invested capital, requires information on a continuous basis to track our performance and achievements in enhancing shareholder wealth. We believe there is high influence of our shareholders towards the Premier Cement and vice versa.

objectives- enhancing shareholders' wealth and providing them information on a regular basis to measure PCML's performance.

addressing the issue- plan well in advance to counter the challenges and identify opportunities.

Customer: Customers are crucial part of business; we believe that if we don't have a customer, we don't have a business because it provides business owners and marketers with the metric to manage and improve the business that is there is high influence of our customers towards the Premier Cement and vice versa.. As we continue to reedify strategies and make changes in the way we do business; our intention is to keep pace with the growing needs of all our customers.

objectives- provide right quality products at a competitive price and create a bondage to maintain existing customers and attract new customers.

addressing the issue- reaching customers' door steps through country-wide distribution channel and advising customers in selecting the right products to cater diversified customer needs.

Supplier: Suppliers have a hugely important role at every stage of the product lifecycle. From sourcing raw materials to helping ramp up production, and to finding better options for raw materials as the market starts becoming saturated, we work closely with our suppliers to get the best out of our products. However we have a supplier code of conduct that requires our suppliers to adhere to high standards for safe working conditions, fair treatment of workers and environmentally safe operations. We believe suppliers have moderate amount of influence on Premier Cement and vice versa.

objectives- procuring right quality materials at a right price and at the right time.

addressing the issue- maintaining long-term business relationship by following prudent procurement policy and selecting alternative suppliers for each categories of raw materials & supplies.

Employees: Employees are considered most valuable asset and key to continued success of our business. Employees are deemed key stakeholders as they drive the business forward. They wish to grow with the company and develop their careers to that they aspire to be, hand-in-hand, whilst the company progresses.

objectives- encourage employees to work towards creating a congenial working environment and providing them opportunity to grow with the company.

addressing the issue- offering them fair remuneration, pleasant, safe and balanced work environment, career growth & development opportunity and ample training facility for personal & professional development.

Regulators: As a listed company, various regulatory bodies continue to be interested to know Premier Cement progress, to establish level of safety, soundness and compliance status. Regulators have high influence on the conduct of operations of Premier Cement whereas Premier Cement's influence on the regulations is low.

objectives- adherence to all regulatory requirements.

addressing the issue- devising a sound system i.e. standard operating practice (sop) to ensure compliance of applicable rules and regulations in place. Thriving to achieve global best practice.

Community: Society has varying expectations to us as well as we are also committed to the society. As a part of our commitment every year we conduct various CSR activity like providing hand on training, ensure health & safety in workplace, to protect the environment regularly conduct green beautification activities, provide relief, conduct blood donation program etc.

objectives- causing no disruption and adding value to the society.

addressing the issue- implementing program to help indigenus & underprivileged population fulfilling their needs for food, sanitation, skill development, healthcare and overall poverty alleviation.

Management: The shareholders do not take part in the day to day operations of the business; it is the management who lead the company towards right direction ensuring sustainable development.

objectives- ensure efficient and effective running of company operations.

addressing the issue- Creating suitable working environment for the PCML staff, non-discriminatory policy for all, ensuring standard operating procedures and global best practices.

Environmental Group: Premier Cement always pays much importance on the environment where it does business where protection of environment and its resources become vital.

objectives- conducting business without degradation of the environment.

addressing the issue- ensuring pollution control through effective measure against mingling of dust, heat and fume in the air, water and soil.

Lenders: Now a days no business can be conducted without borrowed fund hence it is of paramount importance to sustain a continued relationship with the lenders, which will yield mutual benefit to both the parties.

objectives- leveraging both working as well as long-term capital

addressing the issue- find reliable source of fund at an affordable cost from home and abroad.

7. Natural Capital

Our Natural Capital encompasses the ecosystems and natural resources that are affected by our business. We understand that we cannot escape from our responsibility towards the environment. So in every step of our production process we closely monitor the environmental impact and effectively mitigate any risks that arise thereon.

CSR initiatives of the company are designed to contribute to the economic, social and environmental sustainability that will convey a positive benefit for the stakeholders of our business.

Material Aspects

The material aspects of our Natural Capital are focusing on increasing environmental awareness so that we can contribute in making a 'Green Bangladesh'. In doing so we are also focusing on regular programs such as "Green Awareness", environmental initiatives, in-house environmental management and sustainable business practices.

Highlights

- * Installed environment friendly technology, VRM
- * Planted 1 lack sapling across the country
- * Installed new technology for dust collection
- * Installed power saving light (LED Light) across whole factory
- * Installed 2 units of solar home systems
- * Using solar power.
- * Providing training to educate employees regarding environmental issue.
- * Promoting employee participation in the company's CSR initiatives in Environment protection and conservation.
- * Installation of energy-control equipment to optimize energy utilization at head office and factory.

Key Challenges

- * We are faced with lack of awareness regarding benefits of green environment
- * Establishing a resource optimization system to reduce energy and resources usage during operations
- * We are operating a strict regulatory framework regarding environmental issue; therefore, it is a big challenge for us to reach all of our stakeholders.

Commitment

Premier Cement is committed to its shareholders and stakeholders to reduce the impact on environment that arises from its operation. The company has taken several initiatives to reduce energy, water and waste consumption while at the same time taken appropriate measurements to ensure reduction in carbon emission from its operation.

PESTEL ANALYSIS

Political

At present political situation of our country is stable and is very conducive for business. However, the country faced serious political crisis for the last couple of years. Our management was very active to avoid the unstable political situation by taking prompt strategic action which includes, reducing product price, increasing sales incentive to ensure the safety of people and processing of the Company for sustainable business continuity.

Economic

Bangladesh has emerged as one of the fastest growing countries of the world in terms of achieving high Gross Domestic Product. Currently, the country has been recognized as developing country from LDC grade. Standards of living have been improving in recent years which are visible in the economic growth of the country. Premier Cement Mills Limited aspires to be one of the major contributors to the economy of Bangladesh through its contribution to the national exchequer and at the same time by delivering sustainable shareholders return. There are more than 3,000 people directly and indirectly involved with the operation of Premier Cement and the company is committed to provide maximum possible living standards for its stakeholders.

Social

Being a responsible company, we have taken numerous CSE initiatives for the betterment of the society beyond commercial boundaries. Internally we continued to adopt sound human resource practices to nurture our valued staffs.

Technological

At present technology is rapidly changing and there has also been a rapid change in the demand of customers. To meet the present and future needs of customers and to ensure sustainability of the business, we have updated our ICT system and made significant investments in research, development and technological upgrades to make the necessary innovations.

To save the valuable time of our customers, we have already introduced a mobile app service for our customers. Through this app, customers can make order for product, can check the balance, will be able to know the current sales offer and can also provide their valuable opinions about our products and services.

Environmental

With rising global awareness on the negative impact of climate change, Premier Cement regularly conducts plantation activities across the country to contribute to the reduction of carbon footprint. We believe that any business has corporate social responsibility in helping the society to achieve the necessary sustainable balance of economic growth, environmental protection and social progress. In 2019 we sponsored a plantation program whereby one lakh saplings were planted in across the country.

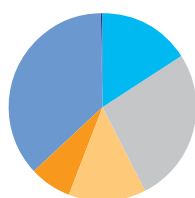
Legal

Premier Cement is being regulated by the company act 1994. As a public limited company we also follow the rules of Stock Exchanges, guidelines of the Bangladesh Security and Exchange Commission (BSEC), rules of RJSC and other periodic instructions provided by BSEC.

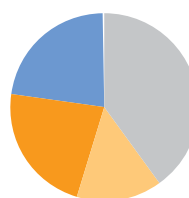
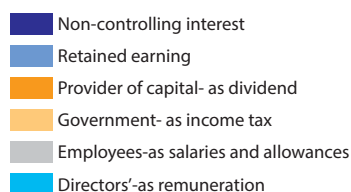
STATEMENT OF VALUE ADDED AND IT'S DISTRIBUTION

Our value added statement shows how much value has been created by our Company through utilization of capacity, capital, manpower and other resources and how it is allocated among different stakeholders (employees, lenders, shareholders and government etc.) in an accounting period. The following comparative financial information will let you comprehend the overall value addition by Premier Cement Mills Limited in the financial year 2018-19.

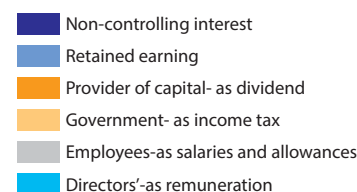
Particulars	2018-2019	%	2017-2018	%
Generation of value added			Amount BDT in Mio	
Sales	11,999.43		10,049.86	
Income from services	-		-	
Cost of bought in material & services	(10,565.60)		(8,829.25)	
Gross value added	1,433.82		1,220.61	
Other income	115.36		12.23	
Depreciation	(345.10)		(268.55)	
Share Profit from associate Company	36.49		-	
Net value added	1,240.58		964.89	100
To Directors'-as remuneration	2.40	0.19%	2.40	0.25%
To employees-as salaries and allowances	391.41	31.55%	373.74	38.73%
To government- as income tax	197.02	15.88%	136.27	14.12%
To provider of capital- as dividend	105.45	8.50%	210.90	21.86%
To retained earning	542.89	43.76%	240.44	24.92%
To non-controlling interest	1.400	0.11%	1.12	0.12%
Net value added	1,240.58	100.00%	964.89	100.00%
Number of Employee	1673		1591	
Value added per employee	0.74		0.60	



Distribution of Value addition in FY-2019



Distribution of Value addition in FY-2018



MARKET VALUE ADDED STATEMENT

Market value added (MVA) is a financial calculation that measures the capital that investors have contributed to a company in excess of the market value of the company.

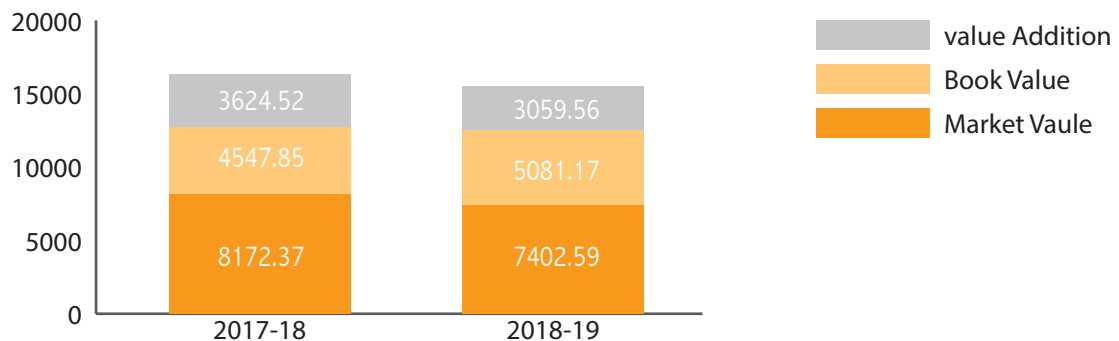
The higher the MVA, the better the indication a high MVA indicates that the company has created substantial wealth for the shareholders. A negative MVA means that the value of management's actions and investments are less than the value of the capital contributed to the company by the capital market (or that wealth and value have been destroyed).

The following statement shows how the MVA has been calculated for the year ended June 30, 2019 and 2018:

In Mio Taka

	30 June 2019	30 June 2018
Market value of shares outstanding	7,402.59	8,172.37
Book value of shares outstanding	5,081.17	4,547.85
Market value added	3,059.56	3,624.52

Market Value Addition



ECONOMIC VALUE ADDED (EVA) STATEMENT

Economic Value-Added is the surplus generated by an entity after meeting an equitable charge towards providers of capital. It is the post-tax return on capital employed (adjusted for the tax shield on debt) less the cost of capital employed. Companies which earn higher returns than cost of capital create value, and companies which earn lower returns than cost of capital are deemed harmful for shareholder value. The aim of EVA is to provide management with a measure of their success in increasing shareholder's wealth. It is a better measure than profit and shows how much the company had made for the shareholders.

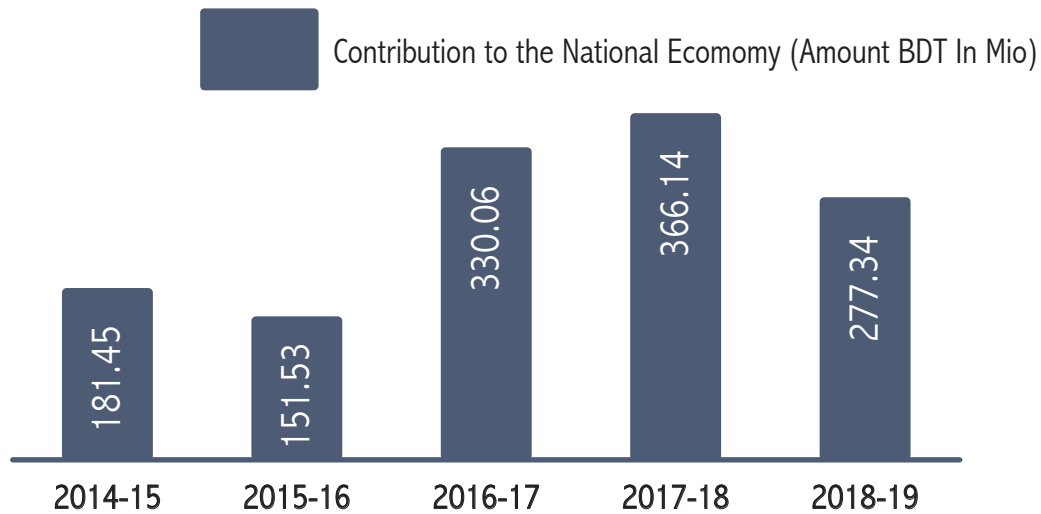
In Mio Taka

Particulars	2019	2018	2017
Net Operating profit	809.82	578.45	617.1
Provision for taxes	(197.02)	(136.27)	(79.96)
Net Operating Profit after tax (NOPAT)	612.80	442.18	537.14
Charges for capital			
Capital employed	8,959.85	5,290.27	5,233.03
Cost of equity (%)	6%	7%	5%
Capital Charge	537.59	370.31	261.65
Economic value added	75.21	71.86	275.49
Capital employed as on June 30			
Shareholders' equity	5,081.17	4,547.84	4,317.69
Non-controlling interest	14.49	13.09	11.96
Non-current liabilities	3,767.80	632.95	903.38
Accumulated provision for doubtful accounts	96.38	96.38	-
Average shareholders' equity	8,959.85	5,290.27	5233.03

CONTRIBUTION TO THE NATIONAL ECONOMY

Premier Cement Mills Limited aspires to be one of the major contributors to the economy of Bangladesh through its contribution to the national exchequer, as well as through creation of employment (both direct and Indirect).

In FY-2018-2019 PCML deposited Taka 277.34 million to the government exchequer as corporate income tax. Also Taka 2,465.18/- was collected and deposited to the government exchequer as withholding tax, VAT and custom duty.

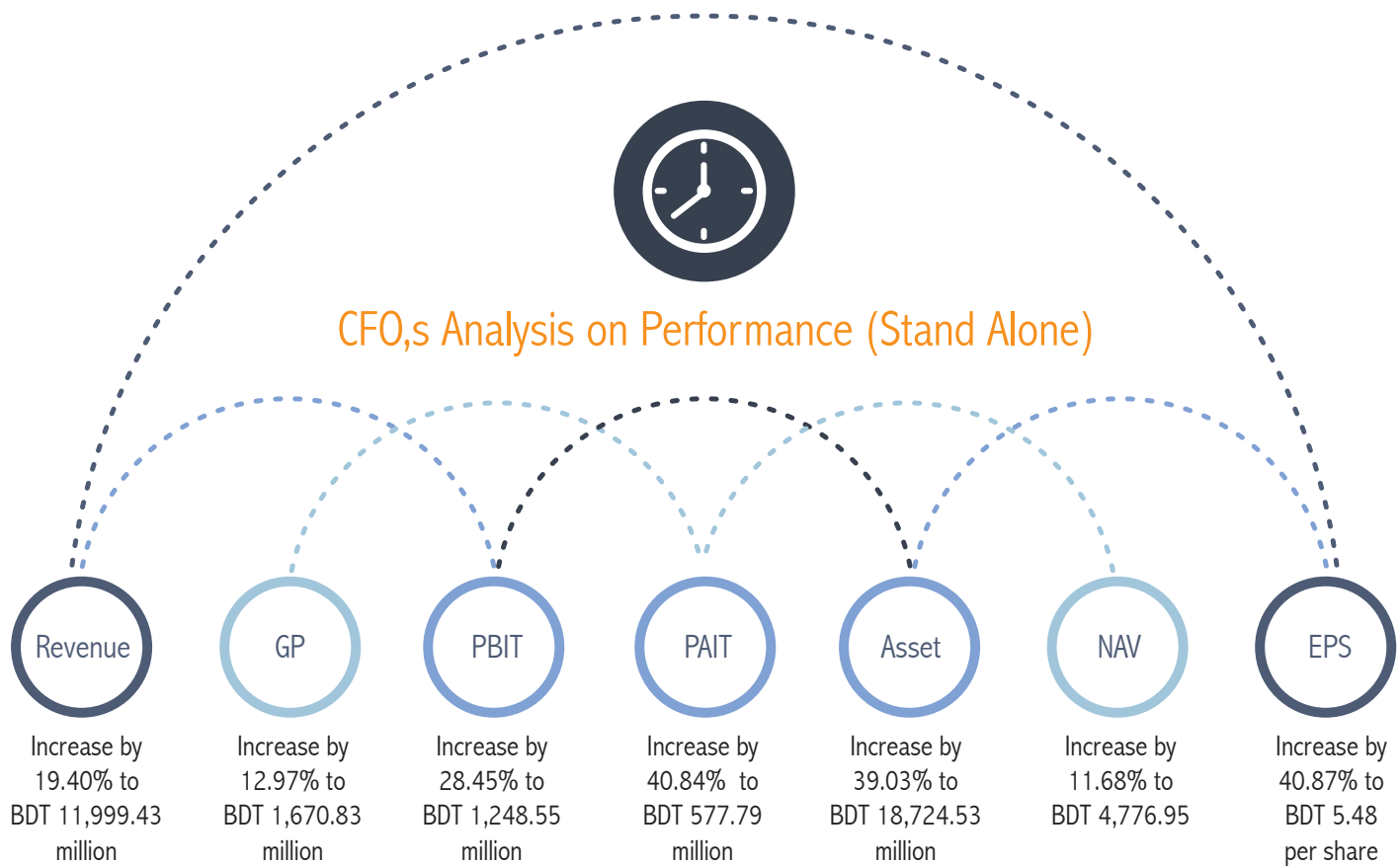


SHAREHOLDERS & STAKEHOLDERS INFORMATION

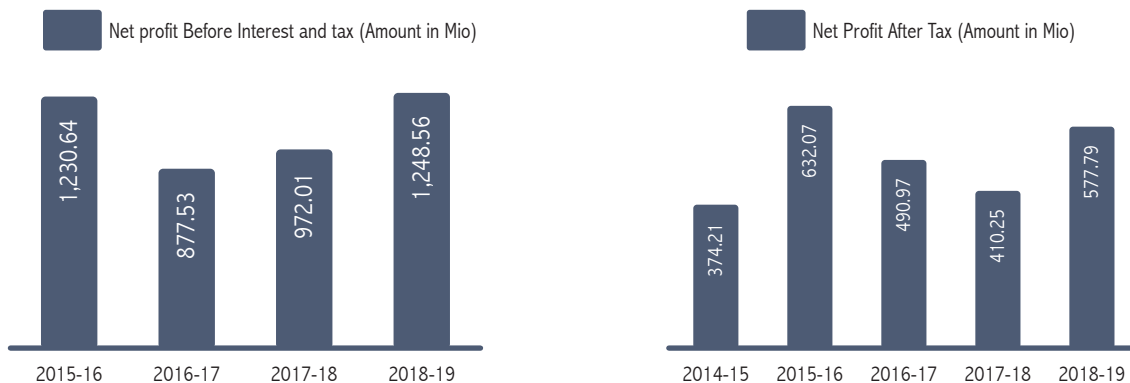
* CFO's Analysis on Performance (Stand Alone)	75
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CFO, S ANALYSIS ON PERFORMANCE (STAND ALONE)

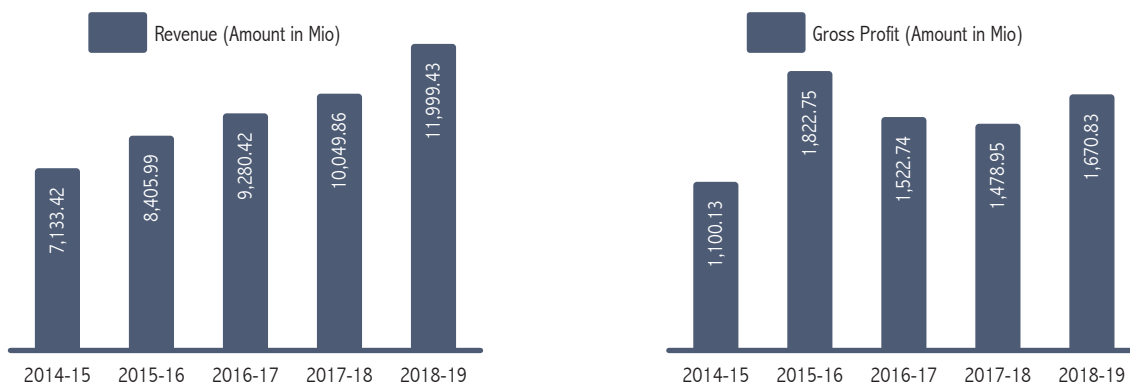
Premier Cement Mills Limited is very much concern of the stakeholders' interest on the Company including the potential investors. PCML with it's decades long financial expertise helps its investors to decide in taking right financial decisions. The following historical information will help our current and potential investors for their decision making:



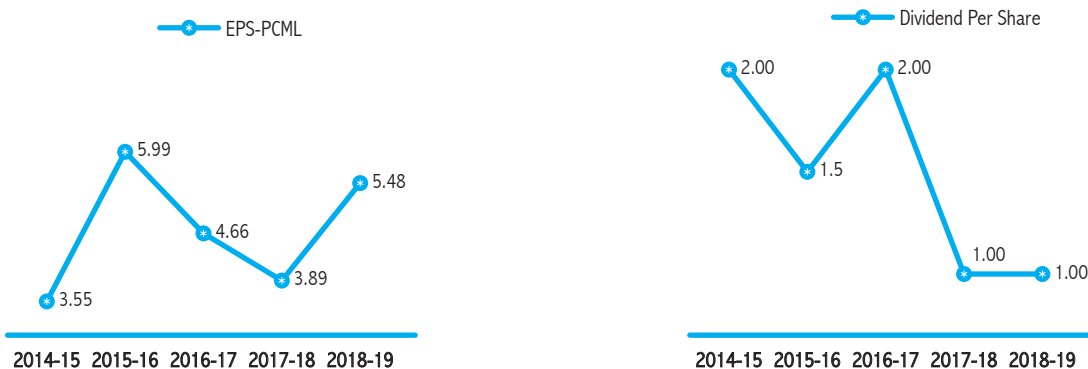
CFO, S ANALYSIS ON PERFORMANCE (STAND ALONE)



For the financial year ended 30 June 2019, the profitability indicators showed significant improvement in the Profit before interest and tax of BDT 1,248.56 million compared to BDT 972.01 million achieved in the previous year. During the year other income increased by 798.76% due to reversal of provision of Bad & doubtful expenses for BDT 17.09 mn and interest charged to the associate company that directly affected to increase the amount of profit after tax for BDT 577.79 million, while the amount was 410.25 million for the same period of FY-2018.



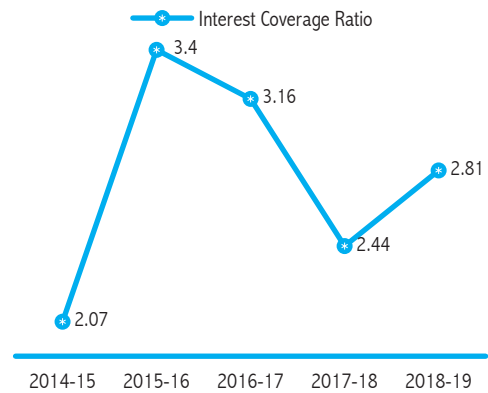
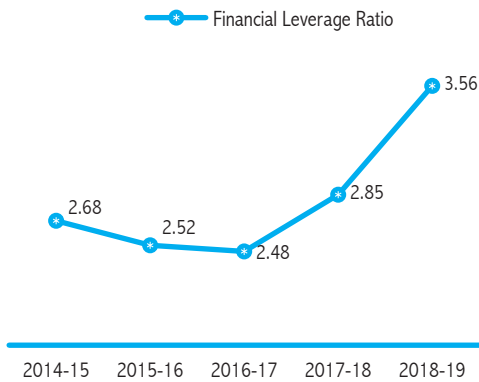
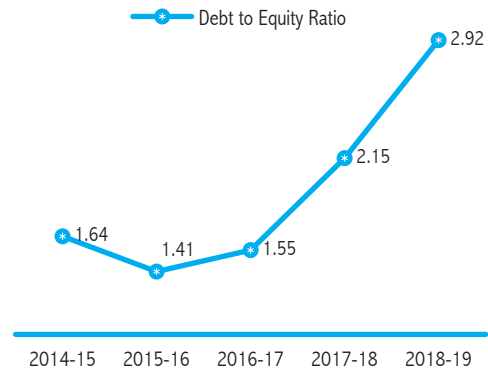
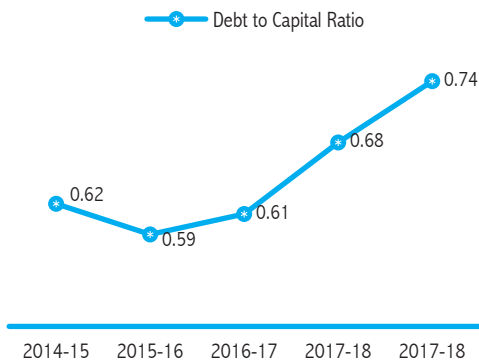
In 2019 Revenue has been commendable which has grew by 19.40% to stood BDT 11,999.43 million compared to BDT 10,049.86 million for the previous year and Gross profit has increased by 12.97% from the financial year 2018. During the year the price of raw material has increased that affected the increase of production cost significantly.



PCML earnings recorded at BDT 5.48 per share for the FY-2019 compared to BDT 3.89 per share of previous year.

CFO, S ANALYSIS ON PERFORMANCE (STAND ALONE)

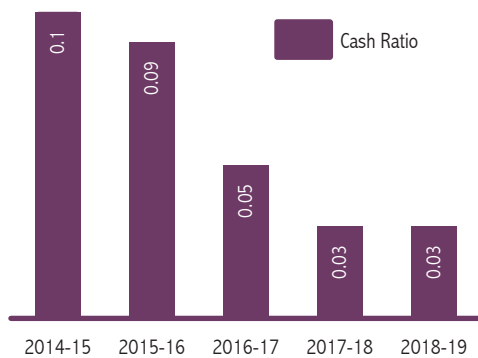
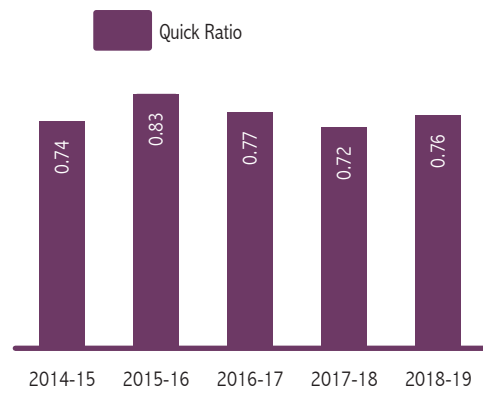
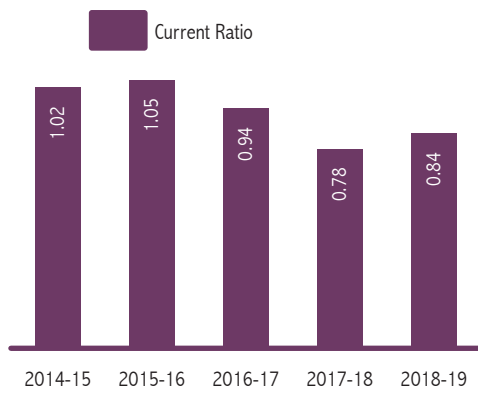
Solvency Analysis



PCML-standalone solvency ratios showed the positive trend. The above graphs indicate that the Company has sufficient assets against its total debt. The company's standalone debt to asset ratio of Tk 0.74, financial leverage ratio of Tk 3.56, interest coverage ratio of Tk 2.81 for the year ended 30 June 2019 as against Tk 0.68, Tk 2.85 and Tk 2.44 respectively as on the same period of the previous year.

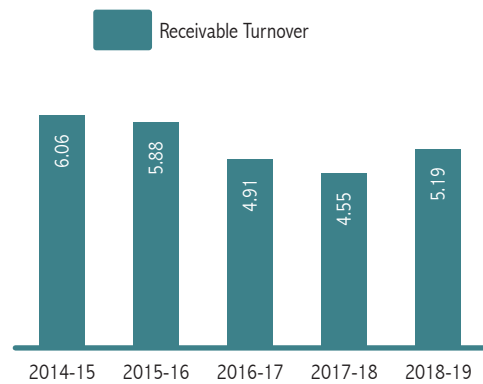
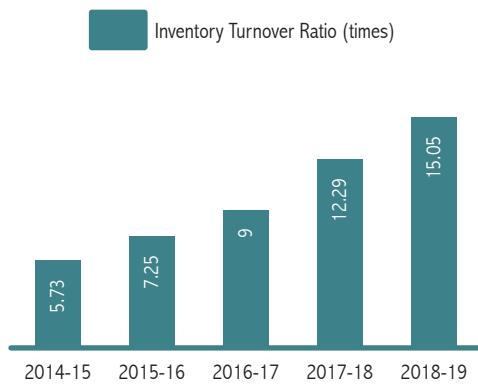
CFO, S ANALYSIS ON PERFORMANCE (STAND ALONE)

Liquidity Analysis

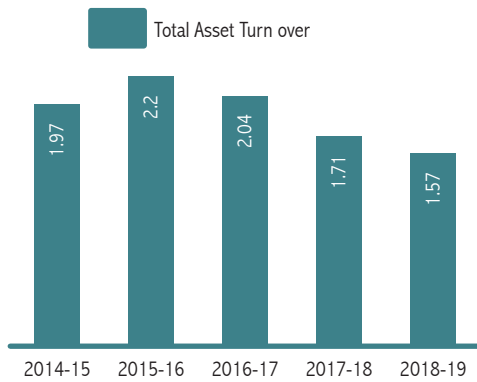
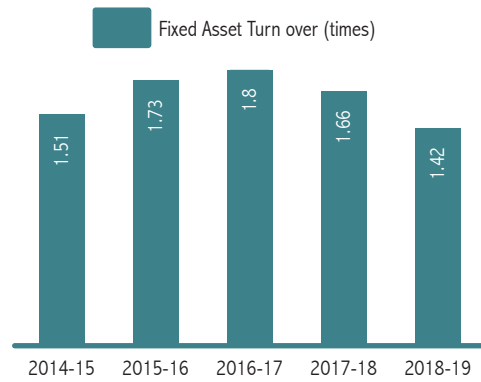
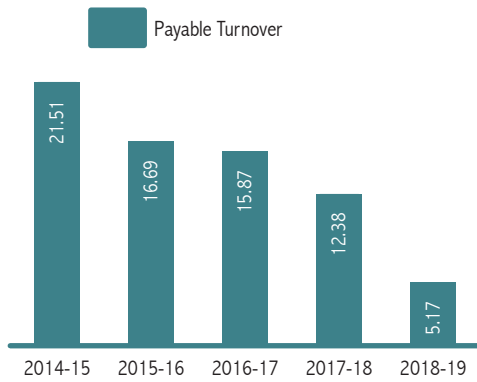


Liquidity ratios showed a company's ability to pay short term debt obligations and its margin of safety. In 2019 above the liquidity indicators of PCML shown that the company has adequate current asset against it current liability.

Activity Analysis

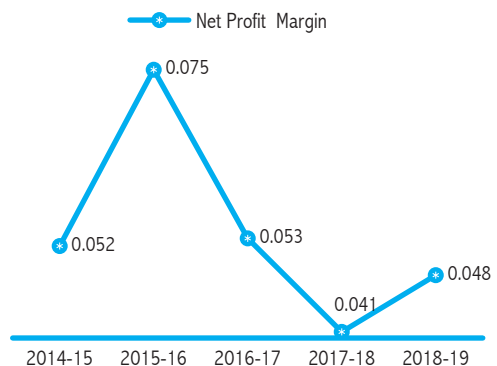
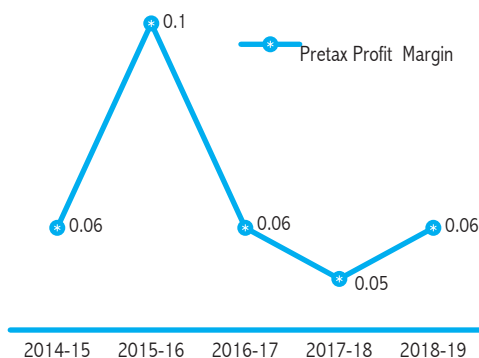
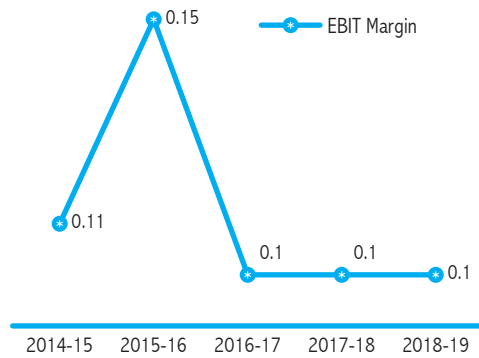
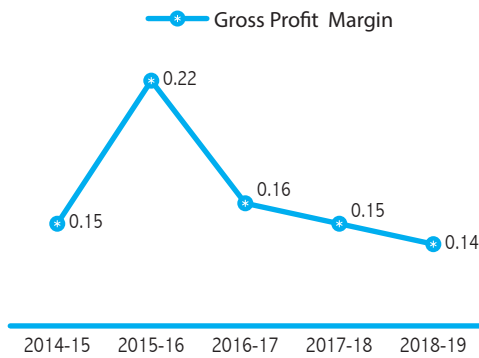


CFO, S ANALYSIS ON PERFORMANCE (STAND ALONE)

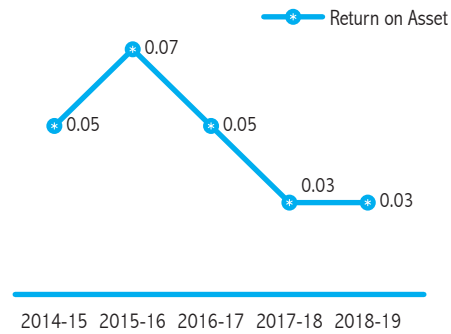
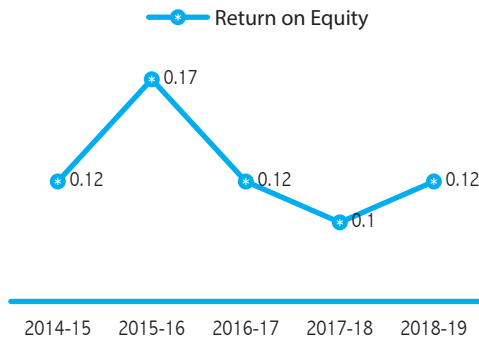


Activity ratios are financial analysis tools used to measure a business' ability to convert its assets into cash. Above indicators asserted that the PCML uses its resources enough to generating revenues and cash.

Profitability Analysis

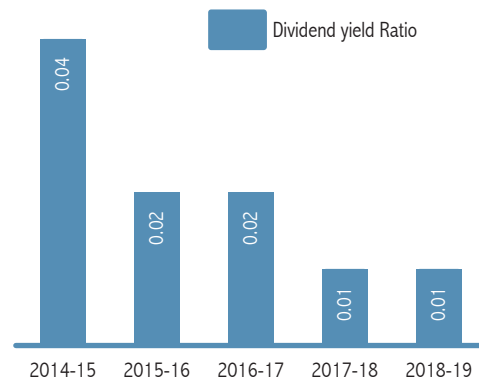
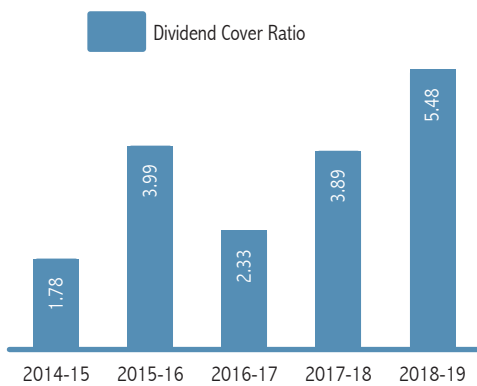


CFO, S ANALYSIS ON PERFORMANCE (STAND ALONE)



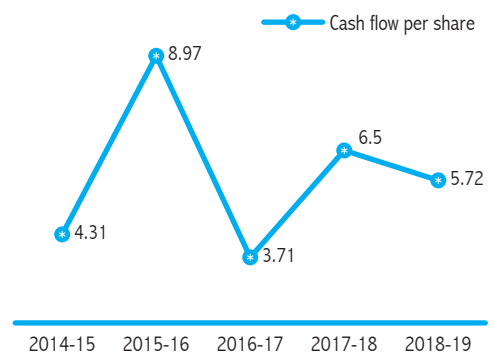
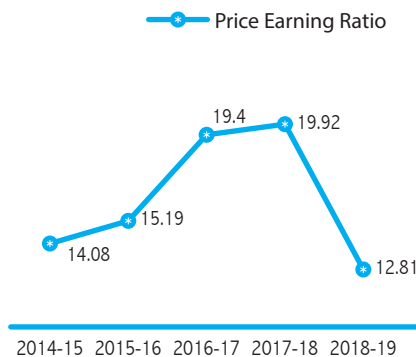
For the financial year (FY) 2019, the profitability indicators showed upward sloping. Gross Profit stood to Tk 1,670.83 million compared Tk 1,478.95 million achieved in the financial year 2018 reflecting increase by 12.97%. Net profit after tax for the financial year 2019 is Tk 577.79 million which is 40.84% higher than that of FY-2018.

Efficiency Analysis

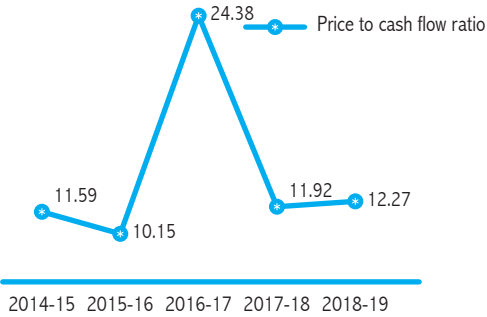


Efficiency indicators shown that the company has sufficient earnings to pay dividend. In the FY 2019 Dividend coverage ratio increased 40.87% compared 2018 which was 66.95% higher than that of financial year 2017.

Valuation Analysis

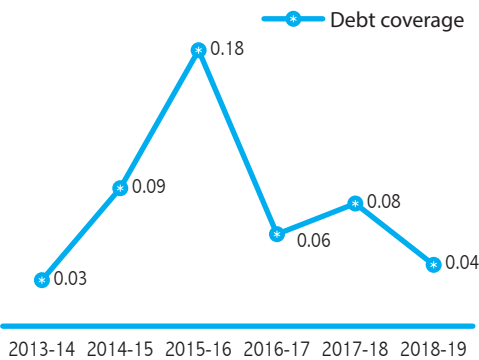
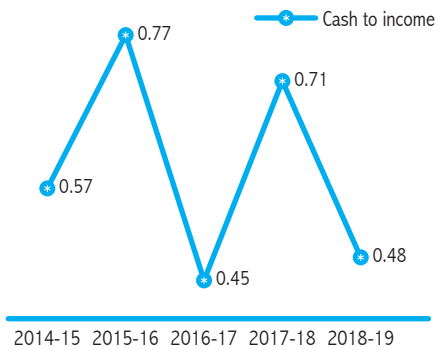
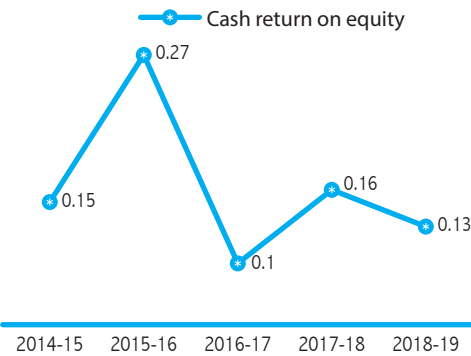
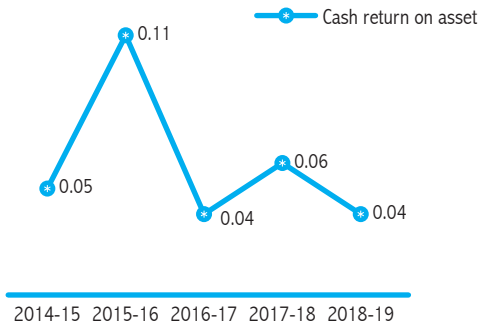
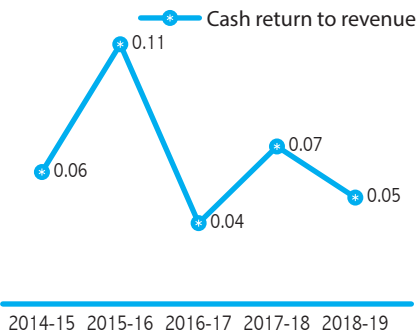


CFO, S ANALYSIS ON PERFORMANCE (STAND ALONE)

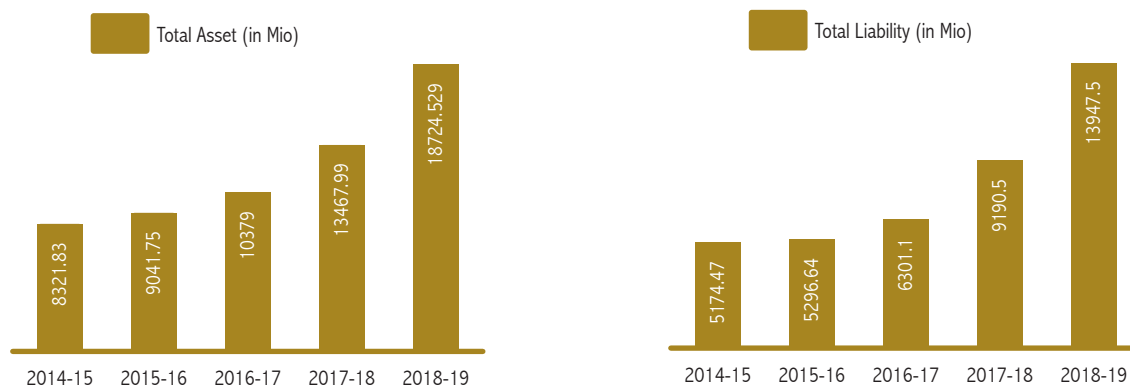


Valuation price help investors understand how expensive or cheap a company's stock is trading compared to its peers in the market. Above Valuation price indicator shown the positive trend and the price are not fluctuated, it means the company's market position is good.

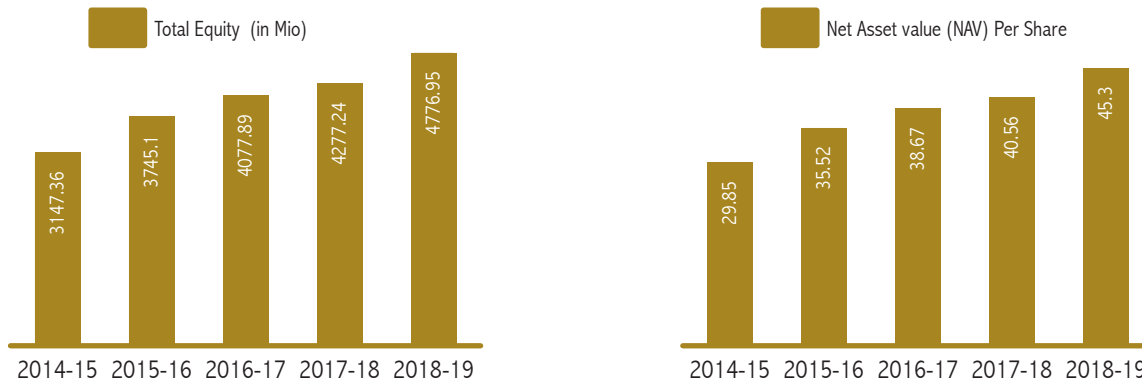
Cash flow Analysis



CFO, S ANALYSIS ON PERFORMANCE (STAND ALONE)



In FY- 2019 Total Asset grew by 39.03% compared to FY-2018 maintaining an average growth of 19.53% over the last 5 years. It is the result of company's relentless effort to increase customer's satisfaction and plan to increase the revenues. The liability of the company increased by 51.76% from the previous FY-2018 which is only 74.49% of the total asset.



Total equity increase during FY 2019 by 11.68% to stood at BDT 4,776.95 million as a result of increased retained earnings by 22.27% during the year. Net asset value (NAV) per share increased by 11.68% in 2019 to reach BDT 45.30 per share.

FINANCIAL HIGHLIGHTS OF PCML (STAND ALONE)

TK in Mio

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Operational Performance					
Revenue	11,999.43	10,049.87	9,280.42	8,405.99	7,133.42
Cost of Sales	(10,328.60)	(8,570.91)	(7,757.68)	(6,583.24)	(6,033.28)
Gross Profit	1,670.83	1,478.95	1,522.74	1,822.76	1,100.14
Other income/(expense)	115.36	12.84	(150.13)	(35.64)	117.21
Administrative expenses	(118.28)	(101.04)	(109.33)	(116.59)	(77.25)
Selling & Distribution Expenses	(419.35)	(418.73)	(385.75)	(439.89)	(340.30)
Profit before Interest and tax	1,248.56	972.02	877.53	1,230.64	799.80
Share of profit from associate company	9.12	-	-	-	-
Financial expense	(444.12)	(398.17)	(278.06)	(361.74)	(386.42)
Contribution to WPPF	(38.74)	(27.33)	(28.55)	(41.38)	(19.68)
Profit before tax	774.81	546.52	570.93	827.52	393.70
Current Tax expenses	(159.42)	(102.40)	(113.98)	(179.79)	(29.32)
Deferred Tax income/(expenses)	(37.60)	(33.88)	34.02	(15.66)	9.84
Net profit after tax	577.80	410.25	490.97	632.07	374.21
Financial Performance					
Non-Current Assets	10,135.29	6,809.65	5,313.89	4,998.89	4,718.95
Current Asset	8,589.23	6,658.34	5,065.11	4,042.86	3,602.88
Total Assets	18,724.53	13,467.99	10,379.00	9,041.75	8,321.83
Shareholders' Equity	4,776.95	4,277.24	4,077.89	3,745.10	3,147.36
Non-Current Liability	3,767.80	632.95	903.38	1,442.15	1,625.24
Current Liability	10,179.77	8,557.79	5,313.89	4,998.89	4,718.95
Total Liability	13,947.57	9,190.75	5,065.11	4,042.86	3,602.88
Total equity and Liability	18,724.53	13,467.99	10,379.00	9,041.75	8,321.83
Others Information					
Authorize capital	5,000	5,000	5,000	5,000	5,000
Paid up capital	1,054.50	1,054.50	1,054.50	1,054.50	1,054.50
No. of shares outstanding	105.45	105.45	105.45	105.45	105.45
No. of shareholders (30 June)	2,005	2,266	2,614	3,456	4,080
Market Capitalization	7402.59	8172.37	9,532.68	9,595.95	5,272.50
Market value per Share	70.20	77.50	90.40	91.00	50
Net asset value per share	45.30	40.56	38.67	35.52	29.85
Dividend per share	1.00	1.00	2.00	1.50	2.00
Earnings per Shares	5.48	3.89	4.66	5.99	3.55
Export Sales	295.58	494.63	274.92	221.71	246.29
Local Sales	11,512.64	9393.54	8,990.76	8,147.70	6887.12

KEY RATIO ANALYSIS OF PCML (STAND ALONE)

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Solvency Analysis					
Debt to Asset Ratio	0.74	0.68	0.61	0.59	0.62
Debt to Capital Ratio	0.74	0.68	0.61	0.59	0.62
Debt to Equity ratio	2.92	2.15	1.55	1.41	1.64
Financial leverage ratio	3.56	2.85	2.48	2.52	2.68
Interest coverage	2.81	2.44	3.16	3.40	2.07
Liquidity Analysis					
Current ratio	0.84	0.78	0.94	1.05	1.02
Quick ration	0.76	0.72	0.77	0.83	0.74
Cash ratio	0.03	0.03	0.05	0.09	0.10
Activity Analysis					
Inventory Turnover ratio (times)	15.05	12.29	9.00	7.25	5.73
Receivables turnover	5.19	4.44	4.91	5.88	6.06
Payable turnover	5.17	12.38	15.87	16.69	21.51
Fixed asset turn over (times)	1.42	1.66	1.80	1.73	1.51
Total Asset Turnover	1.57	1.71	2.04	2.20	1.97
Profitability Ratios					
Gross Profit Margin	13.92%	14.72%	16.41%	21.68%	15.42%
EBIT Margin	10.41%	9.67%	9.46%	14.64%	11.21%
Pretax Profit margin	6.46%	5.44%	6.15%	9.84%	5.52%
Net profit margin	4.82%	4.08%	5.29%	7.52%	5.25%
Return on equity	12.10%	9.59%	12.04%	16.88%	11.89%
Return on Asset	3.09%	3.05%	4.73%	6.99%	4.50%
Return on capital Employed	14.61%	19.80%	17.62%	23.72%	16.76%
Efficiency Analysis					
Dividend Cover Ratio	5.48	3.89	2.33	3.99	1.78
Dividend yield Ratio	0.01	0.01	0.02	0.02	0.04
Valuation analysis					
Price Earnings Ratio	12.81	18.24	19.40	15.19	14.08
Cash flow per share	5.72	6.50	3.71	8.97	4.31
Price to cash flow Ratio	12.27	11.92	24.38	10.15	11.59
Cash Flow Ratio					
Cash flow to Revenue	0.05	0.07	0.04	0.11	0.06
Cash return on asset	3.7%	5.7%	4.0%	10.9%	5.4%
Cash return on Equity	13.3%	16.4%	10.0%	27.4%	14.6%
Cash to income	48.3%	70.5%	44.6%	76.9%	56.9%
Debt Coverage	4.3%	7.5%	6.2%	17.9%	8.8%

HORIZONTAL ANALYSIS OF PCML (STAND ALONE)

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Statement of comprehensive Income					
Revenue	19.40%	8.29%	10.40%	17.84%	4.61%
Cost of Sales	20.51%	10.48%	17.84%	9.12%	6.77%
Gross Profit	12.97%	-2.88%	-16.46%	65.68%	-5.83%
Other income/(expense)	798.76%	-108.55%	321.20%	-130.41%	-47.62%
Administrative expenses	17.07%	-7.58%	-6.23%	50.92%	-22.64%
Selling & Distribution Expenses	0.15%	8.55%	-12.31%	29.27%	31.78%
Profit before Interest and tax	28.45%	10.77%	-28.69%	53.87%	-22.64%
Financial expense	11.54%	43.19%	-23.13%	-6.39%	17.18%
Contribution to WPPF	41.77%	-4.27%	-31.01%	110.19%	-41.29%
Profit before tax	41.77%	-4.27%	-31.01%	110.19%	-41.29%
Current Tax expenses	55.69%	-10.16%	-36.60%	513.14%	-86.69%
Deferred Tax income/(expenses)	10.99%	-199.57%	-317.20%	-259.24%	-79.51%
Net profit after tax	40.84%	-16.44%	-22.32%	68.91%	-24.90%
Statement of Financial Position					
Assets					
Non-Current Assets					
Property, Plant and equipment	4.2%	13.8%	11.3%	6.4%	10.5%
Capital work-in progress	349.9%	961.8%	1,578.6%		-100.0%
Investment in subsidiary	0.0%	0.0%	0.0%	0.0%	0.0%
Investment in associate	52.1%	0.0%	-80.0%	0.0%	0.0%
Total Non-Current Assets	48.8%	28.1%	6.3%	5.9%	-0.8%
Current Asset					
Inventories	77.2%	-44.9%	8.9%	-16.7%	-11.0%
Trade and other receivables	-7.7%	13.5%	27.6%	38.2%	4.3%
Advance, Deposits and Pre-Payments	38.5%	99.1%	38.7%	6.7%	10.8%
Investment in FDR	-26.8%	5.6%	14.9%	-24.8%	16.3%
Current account with subsidiary (NCML)	86.4%	93.8%	84.1%	26.0%	-27.9%
Current account with subsidiary (PPGL)	-	-	-	-100.0%	-3084.0%
Cash and Bank Balance	118.9%	-24.3%	-47.5%	25.0%	24.9%
Total Current Assets	29.0%	31.5%	25.3%	12.2%	-1.2%
Total Asset	39.0%	29.8%	14.8%	8.7%	-1.0%
Equity and Liabilities					
Equity					
Share Capital	0.0%	0.0%	0.0%	0.0%	0.0%
Revaluation Reserve	-1.8%	-1.9%	-2.0%	47.1%	-1.4%
share Premium	0.0%	0.0%	0.0%	0.0%	0.0%

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Retained earning	22.3%	10.1%	19.8%	33.3%	5.1%
Total Shareholder Equity	11.7%	4.9%	8.9%	19.0%	1.9%
Non-current Liability					
Deferred tax liabilities/(Assets)	9.2%	9.0%	-8.3%	36.2%	-3.2%
Long term Loan	2725.9%	-78.9%	-56.2%	-25.0%	113.6%
Loan from Director	0.0%	0	0	0	0
Defined benefit obligations (Gratuity)	-2.4%	15.0%	19.3%	23.1%	36.8%
Total Non-Current Liability	495.3%	-29.9%	-37.4%	-11.3%	70.8%
Current Liabilities					
Trade and other payables	165.5%	89.9%	-12.7%	94.1%	-11.1%
Short term bank loan	-12.3%	56.7%	52.1%	-5.7%	-23.0%
Loan from Director	199.8%	-	-	-	-
Current portion of long term loan	24.33%	-5.09%	12.4%	-2.3%	91.1%
Current account with subsidiary (PPGL)	16.97%	-5.1%	37.1%	0	0
Liability for other finance	4.6%	5.7%	1.2%	0.6%	3.0%
Contribution to WPPF	41.8%	-95.6%	-31.0%	110.2%	-41.3%
Provision for taxation	40.9%	-4.3%	65.7%	300.7%	-69.3%
Total Current Liabilities	19.0%	35.6%	40.0%	8.6%	-18.6%
Total Liabilities	51.8%	58.5%	19.0%	2.4%	-2.6%
Total equity and liabilities	39.0%	29.8%	14.8%	8.7%	-1.0%



VERTICAL ANALYSIS OF PCML (STAND ALONE)

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Statement of comprehensive Income					
Revenue	100.00%	100.00%	100.00%	100.00%	100.00%
Cost of Sales	86.08%	85.28%	83.59%	78.32%	84.58%
Gross Profit	13.92%	14.72%	16.41%	21.68%	15.42%
Other income/(expense)	0.96%	0.13%	1.62%	0.42%	1.64%
Administrative expenses	0.99%	1.01%	1.18%	1.39%	1.08%
Selling & Distribution Expenses	3.49%	4.17%	4.16%	5.23%	4.77%
Profit before Interest and tax	10.41%	9.67%	9.46%	14.64%	11.21%
Financial expense	3.70%	3.96%	3.00%	4.30%	5.42%
Contribution to WPPF	0.32%	0.27%	0.31%	0.49%	0.28%
Profit before tax	6.46%	5.44%	6.15%	9.84%	5.52%
Current Tax expenses	1.33%	1.02%	1.23%	2.14%	0.41%
Deferred Tax income/(expenses)	0.31%	0.34%	0.37%	0.19%	0.14%
Net profit after tax	4.82%	4.08%	5.29%	7.52%	5.25%
Statement of Financial Position					
Assets					
Non-Current Assets					
Property, Plant and equipment	32.38%	43.22%	49.27%	50.83%	51.92%
Capital work-in progress	20.92%	6.46%	0.79%	0.05%	0.00%
Investment in subsidiary	0.26%	0.36%	0.46%	0.53%	0.58%
Investment in associate	0.57%	0.52%	0.67%	3.87%	4.21%
Total Non-Current Assets	54.13%	50.56%	51.20%	55.29%	56.71%
Current Asset					
Inventories	4.69%	3.68%	8.66%	9.13%	11.90%
Trade and other receivables	11.86%	17.85%	20.41%	18.36%	14.44%
Advance, Deposits and Pre-Payments	20.38%	20.45%	13.33%	11.03%	11.24%
Investment in FDR	0.76%	1.45%	1.78%	1.78%	2.57%
Current account with subsidiary (NCML)	7.29%	5.43%	3.64%	2.27%	1.96%
Current account with subsidiary (PPGL)	0.00%	0.00%	0.00%	0.00%	0.67%
Cash and Bank Balance	0.90%	0.57%	0.98%	2.15%	1.87%
Total Current Assets	45.87%	49.44%	48.80%	44.71%	43.29%
Total Asset	100.00%	100.00%	100.00%	100.00%	100.00%
Equity and Liabilities					
Equity					
Share Capital	5.63%	7.83%	10.16%	11.66%	12.67%
Revaluation Reserve	2.61%	3.70%	4.89%	5.72%	4.23%
share Premium	2.36%	3.28%	4.26%	4.89%	5.31%
Retained earning	14.91%	16.95%	19.98%	19.15%	15.61%
Total Shareholder Equity	25.51%	31.76%	39.29%	41.42%	37.82%

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Non-current Liability					
Deferred tax liabilities/(Assets)	2.38%	3.03%	3.61%	4.52%	3.61%
Long term Loan	13.01%	0.64%	3.94%	10.32%	14.94%
Loan from Director	4.01%				
Defined benefit obligations (Gratuity)	0.72%	1.03%	1.16%	1.11%	0.98%
Total Non-Current Liability	20.12%	4.70%	8.70%	15.95%	19.53%
Current Liabilities					
Trade and other payables	9.37%	4.91%	3.36%	4.41%	2.47%
Short term bank loan	30.00%	47.55%	39.38%	29.72%	34.23%
Loan From Directors	8.17%	3.79%			
Current portion of long term loan	2.49%	2.78%	3.81%	3.89%	4.32%
Current account with subsidiary (PPGL)	1.17%	1.39%	1.71%	1.43%	0.00%
Liability for other finance	0.02%	0.02%	0.71%	0.81%	0.87%
Contribution to WPPF	0.21%	0.20%	0.28%	0.46%	0.24%
Provision for taxation	2.93%	2.89%	2.77%	1.92%	0.52%
Total Current Liabilities	54.37%	63.54%	52.01%	42.63%	42.65%
Total Liabilities	74.49%	68.24%	60.71%	58.58%	62.18%
Total equity and liabilities	100.00%	100.00%	100.00%	100.00%	100.00%

CORPORATE COMPLIANCE CALENDAR TO THE SHAREHOLDERS

Events of the years	2018-19	2017-18
Publication of Financial Statements for the 1st Quarter	November 13, 2018	November 12, 2017
Publication of Financial Statements for the Half-year	January 29, 2019	January 28, 2018
Publication of Financial Statements for the 3rd Quarter	April 28, 2019	April 29, 2018
Annual Financial statements approved by the Board	October 24, 2019	October 27, 2018
Date of Record	November 17, 2019	November 18, 2018
Dispatching notice for the Annual General meeting	December 04, 2019	December 03, 2018
Dispatching of Annual Report	December 04, 2019	December 03, 2018
Holding of Annual General Meeting	December 21, 2019	December 19, 2018
Transfer/ payment of Dividend	N/A	January 18, 2019

Redressal of Investors' Complaint

Premier Cement Mills Limited is strongly committed to equitable treatment of every shareholder, whether they are major or minority shareholders, institutional investors, or foreign shareholders. To ensure equal treatment of all shareholders the Company created various mechanisms, such as:

Shareholders who are unable to attend the shareholders' meeting, the Company provide proxy forms which allow shareholders to specify their vote on each agenda. The proxy forms, which are in accordance with the standard format, are sent along with the annual report.

The shareholders' meetings proceed according to the order of the agenda, without adding new and unformed agenda, in order to give the opportunity to shareholders to study the information on the given agenda before making a decision. Moreover, there are no changes to the important information in the shareholders' meeting.

The Company sees the importance of the consideration of transactions which may have conflict of interest or may be connected or related transactions, and abides by good corporate governance principles, including the rules and regulations of the Bangladesh Securities and Exchange Commission and the Dhaka Stock Exchange and the Chittagong Stock Exchange transactions. Directors, management and those who are related persons do not participate in the consideration to approve such transactions.

The Company provides a channel for minority shareholders to propose issues deemed important and appropriate to include in the agenda of the Company annual general meeting of shareholders and to nominate candidates with appropriate knowledge, abilities and qualifications to be considered for the position of Director. Complaint redressal is supported by a review mechanism, to minimize the recurrence of similar issues in future.

PCML follows the following principles

- * Investors must be treated fairly at all times
- * PCML employees work in good faith and without prejudice, towards the interests of the investors.
- * Investors are informed of avenues to raise their complaints within the organization
- * Complaints are treated efficiently and fairly
- * Complaints raised by investors must be dealt with courtesy and in a timely manner

Way of Redress Investor Complaints

- * Investor can complain through email corporate.affairs@premiercement.com
- * An Investor can make a written complaint through letter
- * The Company maintains investor grievance file in which full detail of every written complaint shall enter
- * We have 2 designated person to look after the investor grievances in due time
- * The full detail of the written complaint must be passed to the concerned department and inform the compliance officer of the Company as soon as it is received
- * A letter or email must be written to all the investor who have submitted written complaints by the designated person or Compliance Officer acknowledging receipt of the complaint and informing them it will be dealt with
- * Audit & Compliance Department will obtain all information available on the complaint which is considered necessary for a proper investigation, look into all the necessary information and resolve these as soon as possible;

The Company continues to have regular communication with the shareholders through periodic updates of performance and at any other time when it believes it to be in the best interest of shareholders generally.

Investors' inquiries / Complaint

Any queries relating to shareholdings for example transfer of shares, changes of name and address, and payment of dividend should be sent to the following address:

Share Department

T.K Bhaban (12th Floor),

13 Kawran Bazar, Dhaka-1215

E-mail: corporate.affairs@premiercement.com

Tel: 02-9144788, 02-9127610

Mobile: 01777-764006 (Md. Rafiqul Islam)

01755-639090 (Md. Shamim Ashraf)



CORPORATE GOVERNANCE

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REPORT OF THE BOARD OF DIRECTORS

In the name of Allah, the Most Gracious, the Most Merciful

Dear shareholders,
Assalamu Alaikum Wa-Rahmatullah

On behalf of the Board of Directors and Management, we welcome you all at the 17th Annual General Meeting (AGM) of Premier Cement Mills Limited. In compliance with the provisions of section 184-186 of the Companies Act 1994 and notification No. BSEC/CMMRRCD/2006-158/207/Admin/80 dated on 3rd June 2018 of the Bangladesh Securities and Exchange Commission (BSEC), we are delighted to place the Directors' Report and Auditor's Report together herewith the Audited Financial Statements of the Company for the year ended June 30, 2019 thereon for your valued consideration, approval and adoption.

Bangladesh Economy:

Driven by strong private consumption, public investment and remittance inflows, Bangladesh economy expanded by a remarkable 8.13% to Tk. 25.36 trillion in 2019, recording the highest growth rate in the country's history. 2019 marked a 6-year run of continuous increase in the country's GDP growth rate, a trend that is also forecasted to continue. Remittances grew by 9.8 percent, reaching a record \$16.4 billion in FY19. Net foreign direct investment (FDI) increased by 42.9 percent from a low baseline.

Cement Industry and its Future:

Bangladesh is on its way to creating a solid foundation for its future through various mega projects aiming to develop the nation's infrastructure. With more than \$3.5bn budgeted in FY19 for the seven infrastructure mega projects including bridges, rail lines, power plants, and a metro rail, the cement market in the country looks to be a bullish market. Besides these large scale projects, a higher income per capita for the greater population also has led to greater consumption as building personal homes, a somewhat tradition of Bangladeshis, has become more affordable. Developments in real estate and commercial/public institutions have also contributed to the increased consumption. An increasing number of migrants traveling from rural areas to the mega cities for opportunities of better education, jobs, and wages, increasing urbanization in the country are also important determinants of greater growth in the industry.

The cement industry currently faces challenges of low utilization of resources, a growing overcapacity, as well as sensitivity to prices of raw material and energy required for production. The market is also highly sensitive to changes in foreign exchange rates as majority of fuel/raw materials are imported. Recently the devaluation of taka

মহান দয়ালু পরম করুণাময় আল্লাহর নামে।

প্রিয় শেয়ারহোল্ডারগণ,
আসসালামু আলাইকুম ওয়া-রহমাতুল্লাহ।

পরিচালনা পর্ষদ এবং ব্যবস্থাপনার পক্ষ থেকে, প্রিমিয়ার সিমেন্ট মিলস লিমিটেডের ১৬তম বার্ষিক সাধারণ সভায় (এজিএম) আপনাদের সকলকে স্বাগত জানাচ্ছি। কোম্পানী আইন ১৯৯৪ এর ধারা ১৮৪-১৮৬ এর বিধান এবং বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন (বিএসইসি) এর প্রজ্ঞাপন নং: বিএসইসি/সিএমএমআরআরসিডি/২০০৬-১৫৮/২০৭/প্রশা/৮০, তারিখ: ৩ জুন, ২০১৮ এর বিধান মেনে, আপনাদের মূল্যবান বিবেচনা, অনুমোদন এবং গ্রহণের জন্য ৩০ জুন, ২০১৯ ইং তারিখের সমাপ্ত বছরের কোম্পানীর নিরীক্ষিত অর্থ বিবরণীর সাথে পরিচালকবৃন্দের প্রতিবেদন এবং নিরীক্ষকের প্রতিবেদন একত্রে উপস্থাপন করতে পেরে আমরা আনন্দিত।

বাংলাদেশের অর্থনীতি:

শক্তিশালী প্রাইভেট ভোক্তা, পাবলিক বিনিয়োগ এবং বৈদেশিক মুদ্রার প্রবাহের ফলে দ্বারা বাংলাদেশের অর্থনীতি ২০১৯ সালে অসাধারণ ৮.১৯% এ ২৫.৩৬ ট্রিলিয়ন টাকায় বর্ধিত হয়েছে যা দেশের ইতিহাসের সর্বোচ্চ অগ্রগতির হার। ২০১৯ সালকে দেশের জিডিপি উন্নতির হারের ৬ বছর ব্যাপী ধারাবাহিক অগ্রগতির বছর হিসেবে চিহ্নিত করা হয়, যা চলমান থাকবে বলে পূর্বাভাস দেওয়া হয়েছে। বৈদেশিক মুদ্রার প্রবাহ ৯.৮ শতাংশে বৃদ্ধি পেয়েছে, যা ২০১৯ অর্থবছরে ১৬.৪ বিলিয়ন ইউএস ডলারে উন্নীত হয়। নিম্নতম ভিত্তিতে নিট সরাসরি বিদেশী বিনিয়োগ (এফডিআই) ৪২.৯ শতাংশ বৃদ্ধি পেয়েছে।

সিমেন্ট শিল্প এবং এর ভবিষ্যত:

বাংলাদেশ ভবিষ্যতের জন্য বিভিন্ন মেগা প্রকল্পের মাধ্যমে দেশের অবকাঠামোর উন্নতির দৃঢ় ভিত্তি তৈরি করার পথে রয়েছে। ব্রিজ, রেল লাইন, বিদ্যুৎ কেন্দ্র এবং মেট্রো রেল সহ সাতটি মেগা প্রকল্পের জন্য ২০১৯ অর্থ বছরে ৩.৫ বিলিয়ন ডলার মূল্যের বাজেট ঘোষণা করা হয়েছে, যার প্রেক্ষিতে সিমেন্ট বাজারের স্থিতিশীলতা অনুমেয়। বৃহৎ পরিসরের প্রকল্প ছাড়াও বৃহত্তর জনগোষ্ঠীর উচ্চ আয়ের ফলে সাশ্রয়ে ব্যক্তিগত বাড়ি তৈরির জন্য সিমেন্ট ব্যবহার ব্যাপক হারে বেড়েছে। রিয়ার এস্টেট এবং বাণিজ্যিক/পাবলিক ইন্সটিটিউশনের উন্নতি ও আমাদের পণ্য ব্যবহার বৃদ্ধিতে অবদান রাখছে। ভালো শিক্ষা, চাকুরী এবং মজুরীর সুযোগের জন্য ক্রমবর্ধমান সংখ্যক অভিবাসী গ্রাম হতে মহানগরগুলোতে চলে যাচ্ছে। দ্রুত নগরায়ন সিমেন্ট শিল্পের ব্যাপক অগ্রগতির নির্ণায়ক হিসাবে স্থান করে নিয়েছে।

বর্তমানে উৎপাদনের জন্য বিদ্যমান সম্পদের স্বল্প ব্যবহার, মাত্রাতিরিক্ত সক্ষমতা বৃদ্ধি, কাটা মালের দামের সংবেদনশীলতা এবং অপ্রতুল বিদ্যুৎ সরবরাহ সিমেন্ট শিল্পকে চ্যালেঞ্জের মতোমুখি করেছে। সিমেন্ট শিল্পে ব্যবহৃত জ্বালানী ও কাঁচামাল সমূহ আমদানী নির্ভর বিধায় বৈদেশিক মুদ্রা বিনিময় হারের পরিবর্তন অত্যন্ত গুরুত্বপূর্ণ একটি বিষয়, মার্কিন ডলারের বিপরীতে টাকার সাম্প্রতিক অবমূল্যায়ন (৮০ টাকা থেকে ৮৫ টাকা) উৎপাদিত পণ্যের মূল্য বৃদ্ধিতে আমাদেরকে বাধ্য করেছে। সড়কে চাপ কমানোর জন্য ট্রাকের লোড কমিয়ে দেওয়ার সরকারী সিদ্ধান্ত একদিকে

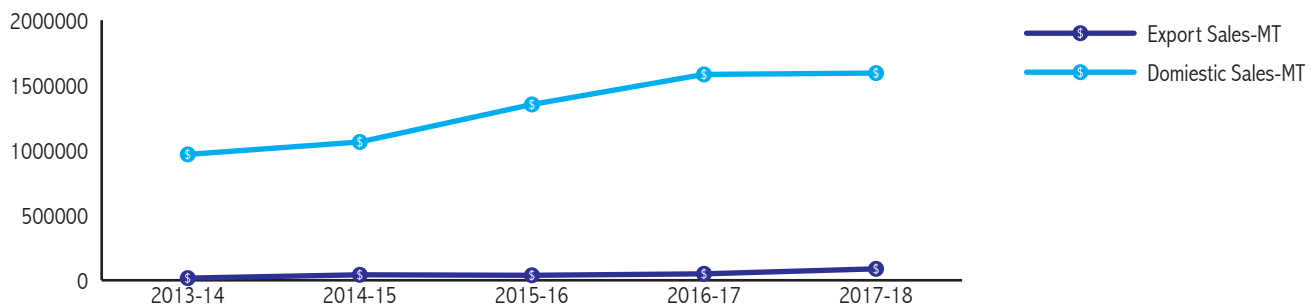
against USD (from Tk 80/USD to Tk 85/USD) further raised costs in 2019 leaving manufacturers with no other choices but to raise their prices for the first time in 6 years. Costs of production are further exacerbated due to government policy of allowing less truck loads to reduce pressure on roads. This has in turn pushed producers to turn to barges for transport on water to reduce costs. Although producers are seeking to transport cement and raw materials by boat, an inadequate supply of barges hinders progress. All together, these factors are contributing to operational inefficiencies despite measures taken by producers to reduce costs, such as strategically locating facilities to reduce high transportations costs.

Despite the many challenges at work, the cement industry has recently announced record sales in 2019, due to the increased consumption in rural and infrastructure projects and other factors as mentioned above. This year a remarkable sales of 33 million MT took place, which represents a 12% growth in consumption.

Segment wise standalone Performance:

We believe Premier Cement Mills limited could have achieved greater sales revenue growth in these years. In spite of the many obstacles in this year, we have achieved a positive outcome in terms of sales volume from standalone point of view and our strong financial positions indicate more well-off position in our current business operation. Comparative standalone sales can be found in the following table”

Year	Domestic sales (MT)	Export Sales(MT)	Amount (in Mio)	Growth %
2013-2014	967,911	16,500	6,819.17	12.95%
2014-2015	1,063,548	42,015	7,133.42	4.61%
2015-2016	1,351,937	38,290	8,369.41	17.33%
2016-2017	1,583,149	49,428	9,265.68	10.71%
2017-2018	1,593,366	87,834	9,981.33	7.72%
2018-2019	1,814,072	49,746	11,808.21	18.30%



যেমন উৎপাদন খরচ বাড়িয়ে দেয়, অন্যদিকে নৌ পথে বার্জের অপ্রতুলতা দক্ষতার সাথে কর্মসম্পাদনের ক্ষেত্রে অন্তরায়ের সৃষ্টি করেছে। পরিবহন ব্যয় কমানোর নিমিত্তে কৌশলগত স্থানের সুবিধা গ্রহন সত্ত্বেও উচ্চ ব্যয় ক্ষেত্র বিশেষে সাময়িক অপারেশনাল অদক্ষতার উদ্বেক করে। যাই হোক অনেক চ্যালেঞ্জ সত্ত্বেও, গ্রামীণ এলাকায় ব্যবহার বৃদ্ধি, অবকাঠামোর প্রকল্প এবং অন্যান্য নতুন নতুন উদ্যোগের ফলে সিমেন্ট শিল্প সম্প্রতি ২০১৯ সালে রেকর্ড পরিমাণ বিক্রয়ের ঘোষণা দিয়েছে। এই বছর উল্লেখযোগ্য ৩৩ মিলিয়ন মেট্রিকটন বিক্রয় হয়েছে যা ১২% বৃদ্ধির নির্দেশক।

কোম্পানীর স্বতন্ত্র কর্ম সম্পাদন:

আমরা বিশ্বাস করি যে, প্রিমিয়ার সিমেন্ট মিলস লিমিটেড এই বছরগুলোতে বৃহত্তর বিক্রয় রাজস্ব প্রবৃদ্ধি অর্জন করেছে। এই বছরে অনেক প্রতিবন্ধকতা সত্ত্বেও, বিক্রয় পরিমাণের দিক থেকে আমরা একটি ইতিবাচক ফলাফল অর্জন করেছি এবং আমাদের মজবুত অর্থিক অবস্থান বর্তমান ব্যবসায়িক কার্যক্রমের সফলতা প্রমাণ করে।

Risks and Concerns:

The details of risks and concerns of the Company are discussed in 'Risk management and control Environment's on page no 117 in this annual report

Discussion on Cost of Goods Sold, Gross Profit Margin and Net Profit Margin:

The details discussion on Cost of Goods Sold, Gross Profit Margin and Net Profit Margin of the Company are discussed in Section "The Management Discussion & Analysis" on page no 112 of this annual report.

Discussion on Continuity of any Extra-Ordinary gain or loss:

There was no extra-ordinary gain or loss during the mentioned period.

Related Party Transaction:

In the FY -2019, a number of transactions with related parties were carried out in the normal course of business on an arm's length basis. In note 31 of consolidated financial statements, a brief description of related party transaction is given including names of the respective related parties, nature of relationship with them, nature of those transactions and their values in amount.

IPO Fund Utilization:

As per permission of Bangladesh Securities and Exchange Commission (BSEC), dated 20 March 2019, we were allowed to 'Utilize IPO proceeds' of Tk. 45,000,000, which was being maintained as Fixed Deposits with Midland Bank. Subsequently, the amount was utilized for development and production.

Safety, Health and Environment Issues:

Ensuring healthy and safe working conditions for employees is one of the most important issues to consider for the cement industry. Premier Cement takes all possible measures to ensure that all its employees as well as communities within which it operates remain safe at all times. Company's safety measures, continuous risk assessment policy ensures a healthy and hazard free work environment for all employees in the workplace. Moreover, we comply with zero tolerance policy in sacrificing our community's health issues as we firmly believe that we all are integral part of the society. Environment preservation is therefore one of our top agendas. Premier Cement is a certified Company from the Department of Environment, Government of People's Republic of Bangladesh and has been successfully abiding by all the laws and regulations exerted by the above mentioned authority.

An explanation if the financial results deteriorate after the Company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Offer, Direct Listing etc.

There was no deterioration of financial results during the period under review after the above mentioned events.

ঝুঁকি এবং উদ্দিগুতা:

কোম্পানীর ঝুঁকি এবং উদ্দিগুতার বিস্তারিত এই বার্ষিক প্রতিবেদনের :১১৭ নং পৃষ্ঠা এর মধ্যে ঝুঁকি ব্যবস্থাপনা এবং পরিবেশ নিয়ন্ত্রণ এ আলোচনা করা হয়েছে।

বিক্রিত পণ্য মূল্য, মোট মুনাফা এবং নীট মুনাফা সম্পর্কিত আলোচনা:

বিক্রিত পণ্যের মূল্য, মোট মুনাফা এবং নীট মুনাফা সম্পর্কিত বিস্তারিত আলোচনা এই বার্ষিক প্রতিবেদনের :১১২ নং পৃষ্ঠায় " ব্যবস্থাপনা আলোচনা এবং বিশ্লেষণ" অংশে আলোচিত হয়েছে।

অস্বাভাবিক লাভ ও ক্ষতির ধারাবাহিকতার উপর আলোচনা:

এই সময়ের মধ্যে কোন বিশেষ লাভ ও ক্ষতি ছিলনা।

সম্পর্কযুক্ত পক্ষ সম্পর্কিত লেনদেন :

২০১৯ অর্থ বছরে সম্পর্কযুক্ত পার্টি সমূহের সাথে স্বাভাবিক ব্যবসায়িক কার্যক্রমে অনেকগুলো লেনদেন সাধিত হয়। সম্মিলিত আর্থিক বিবরণীর নোট ৩১.০০-তে সম্পর্কিত পক্ষ সমূহের নাম, তাদের সাথে সম্পর্কের প্রকৃতি, উক্ত লেনদেন সমূহের প্রকৃতি এবং অর্থে তাদের মূল্যমানসহ সংক্ষিপ্ত ব্যাখ্যা প্রদত্ত হয়েছে।

আইপিও তহবিল ব্যবহার:

২০ শে মার্চ ২০১৯ তারিখ বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন (বিএসইসি) কর্তৃক প্রদত্ত অনুমতি বলে মিডল্যান্ড ব্যাংকে স্থায়ী আমানত হিসাব রক্ষিত ৪ কোটি ৫০ লক্ষ টাকা উত্তোলন করে উৎপাদন ও উন্নয়নের কাজে ব্যবহার করা হয়।

নিরাপত্তা, স্বাস্থ্য এবং পরিবেশ বিষয়াবলী :

কর্মচারীগণের জন্য স্বাস্থ্যকর ও নিরাপদ কার্য পরিবেশ নিশ্চিত করা হচ্ছে সিমেন্ট শিল্পের জন্য গুরুত্বপূর্ণ বিষয় সমূহের একটি। প্রিমিয়ার সিমেন্ট সর্বদা ইহার পরিচালন ক্ষেত্রে কর্মচারী এবং কমিউনিটিকে নিরাপদ রাখার সম্ভাব্য ব্যবস্থা সমূহ নিশ্চিত করে। কোম্পানীর নিরাপত্তা ব্যবস্থা সমূহ, ধারাবাহিক ঝুঁকি নিরূপন নীতি কার্যক্ষেত্রে সকল কর্মচারীদের জন্য স্বাস্থ্যকর ও ঝুঁকিমুক্ত কার্য পরিবেশ নিশ্চিত করে। অধিকন্তু আমরা সমাজের সাথে আমাদের কমিউনিটির স্বাস্থ্য বিষয় সমূহে কোন প্রকার ছাড় ব্যতিরেকে সর্বোচ্চ গুরুত্ব প্রদান করি। পরিবেশ সংরক্ষণ হচ্ছে আমাদের শীর্ষ এজেন্ডা সমূহের একটি। পরিবেশ অধিদপ্তর, গণপ্রজাতন্ত্রী বাংলাদেশ সরকার কর্তৃক নির্ধারণকৃত সকল আইন ও বিধিমালা পালনের মাধ্যমে উক্ত প্রতিষ্ঠান থেকে প্রিমিয়ার সিমেন্ট সনদপ্রাপ্ত।

কোম্পানী প্রারম্ভিক গণ প্রস্থাব (আইপিও), পুনঃ গণ প্রস্থাব (আরপিও), রাইটস অফার, সরাসরি লিস্টিং ইত্যাদির পর আর্থিক ফলাফলে অবনতি/ক্ষয় ঘটা সম্পর্কিত ব্যাখ্যা।

উপর্যুক্ত ক্ষেত্রে পর্যালোচনাধীন মেয়াদে আর্থিক ফলাফলের কোন প্রকার অবনতি হয় নি।

Quarterly disclosed financial performance and Annual financial performance: ত্রৈমাসিক ভিত্তিতে প্রকাশিত ২০১৮-২০১৯ অর্থবছরের আর্থিক প্রতিবেদন

As stipulated by law, the Company is required to publish the report of its 1st, 2nd and 3rd quarterly financial performance and the yearly performance are indicated in the following table: আইন মোতাবেক, কোম্পানীকে এর ১ম, ২য় এবং ৩য় ত্রৈমাসিক ও বাৎসরিক আর্থিক কর্মদক্ষতা প্রতিবেদন প্রকাশ করতে হয় যা নিম্নের টেবিলে প্রদত্ত হলো।

Quarterly performance- PCML (Stand Alone)

Tk in Mio

Particulars	Q-1	Q-2	Q-3	Q-4	2018-2019
Revenue	2,615.40	2,984.19	3,306.70	3,093.12	11,999.43
Gross Profit	379.67	321.05	441.42	528.67	1,670.83
Profit from operation	267.82	202.92	321.03	456.77	1,248.55
Profit before tax	139.46	105.77	163.37	366.19	774.81
Profit after tax	103.20	61.25	130.37	282.95	577.79
Total assets	14,086.92	14,407.30	15,340.92	18,724.53	18,724.53
Total liability	9,706.44	10,070.79	10,874.02	13,947.57	13,947.57
Total equity	4,380.44	4,336.51	4,466.89	4,776.95	4,776.95
EPS	0.98	0.58	1.24	2.68	5.48
NVA per share	41.54	41.12	42.36	45.30	45.30
NOCFPS	0.98	1.73	2.76	0.25	5.72



Significant variance between Quarterly Financial performance and Annual Financial Statement.

The Company was successfully able to maintain a remarkable performance in both operational and financial perspective throughout the period. There was no significant variation between the quarterly financial performances except for seasonal reasons. The first and second quarters mainly comprise dull season when EPS and other financial indicators showed abt poor compared to third and fourth quarters which comprise peak season.

Remuneration of Directors:

Mr. Mohammad Mustafa Haider and Mr. Mohammed Ershadul Hoque, Members of our Board of Directors are working diligently and sincerely for the Company. Mr. Mustafa Haider is looking after the Sales and Marketing division and Mr. Ershadul Hoque is responsible for the overall operation. Each of them receives a yearly remuneration of BDT 12, 00,000/- (Twelve lacs). None of other BoD members including independent directors receive any remuneration or benefits from the Company other than BoD meeting attendance fee.

Internal control and adequacy of Audit Committee:

Our Company has a well-defined internal control system to support efficient business operations and statutory compliance. External Auditors carry out concurrent audit of financials which adds to the stability of the entire internal control systems. Suitable internal checks have been built in to cover all monetary transactions with proper delineation of authority, which provides transparency at every stage of operation.

The Company has a strong system of budgetary control which covers all aspects of operations, finance and capital expenditure at a macro level by a monthly basis reporting directly to top management. Financial performances and efficiency parameters are monitored periodically and actions are taken then and there. Currently, our Audit Committee consists of the following Directors:

Mr. M. Mahfuzur Rahman	- Independent Director
Mr. Tariq Ahmed	- Independent Director
Mr. Mohammed Ershadul Hoque	- Director

Going concern:

Going concern is one of the fundamental assumptions of accounting on the basis of which financial statements are prepared. According to going concern a business will continue its business for the foreseeable future without the need or intention on part of management to liquidate the entity or to significantly curtail its operational activities.

Our Company has adequate resources to continue its operation for the foreseeable future. Thus the directors are of the opinion that the Company is a going concern; and its financial statements are prepared on a going concern basis.

ত্রৈমাসিক এবং বার্ষিক কর্মদক্ষতা প্রতিবেদন মাঝে উলেখযোগ্য পার্থক্য:

এই সময় জুড়ে কোম্পানী অপারেশনাল এবং আর্থিক পরিপ্রেক্ষিতে সফলভাবে স্মরণীয় কর্মক্ষমতা অর্জনে সফল হয়েছে। ঋতুভিত্তিক সময়ের কারণে ব্যতীত ত্রৈমাসিক আর্থিক কর্মক্ষমতার মধ্যে কোন গুরুত্বপূর্ণ পার্থক্য নেই। প্রথম এবং দ্বিতীয় ত্রৈমাসিক সময়কে মূলত মন্দা সময় বলে তুলনা করা হয় যখন ইপিএস এবং অন্যান্য আর্থিক সূচকসমূহকে একটু দুর্বল হিসাবে দেখানো হয় এবং তৃতীয় এবং চতুর্থ ত্রৈমাসিকগুলো সেরা সময় হিসেবে তুলনা করা হয়।

পরিচালকগণের পারিশ্রমিক:

জনাব মোহাম্মদ মোস্তফা হায়দার এবং জনাব মোহাম্মদ এরশাদুল হক, আমাদের পরিচালনা পর্ষদের সদস্য। তারা কোম্পানীর জন্য নিরলস ভাবে আন্তরিকতার সাথে কাজ করছেন। মোহাম্মদ মোস্তফা হায়দার বিক্রয় ও বিপণন দেখাশুনা করছেন আর জনাব এরশাদুল হক সার্বিক অপারেশনের ক্ষেত্রে দায়িত্বপ্রাপ্ত। তাদের প্রত্যেকে বার্ষিক পারিশ্রমিক বাবদ টাকাঃ ১২,০০,০০০/- (বারো লক্ষ) গ্রহণ করেন। নিরপেক্ষ পরিচালকসহ পরিচালনা পর্ষদের অন্য কেউ পরিচালনা পর্ষদের সভায় উপস্থিতির ফি ব্যতিত কোম্পানী থেকে কোন প্রকার পারিশ্রমিক অথবা সুবিধাদি গ্রহণ করেন না।

অভ্যন্তরীণ নিয়ন্ত্রণ এবং নিরীক্ষা কমিটির পর্যাপ্ততা:

দক্ষ ব্যবসা অপারেশন ও বিধিবদ্ধ পরিপালনকে সহায়তা প্রদানে আমাদের কোম্পানীর রয়েছে একটি সু-সংজ্ঞায়িত অভ্যন্তরীণ নিয়ন্ত্রণ সিস্টেম। বহিঃ নিরীক্ষা আর্থিক বিষয়াবলীর নিরীক্ষা কার্যক্রম চালিয়ে যায় যা সম্পূর্ণ অভ্যন্তরীণ নিয়ন্ত্রণ সিস্টেমের স্থায়িত্বকে যুক্ত করে। কর্তৃপক্ষের যথাযথ চিত্রণে মানানসই অভ্যন্তরীণ যাচাই সকল আর্থিক লেনদেন কভার করতে প্রণয়নকৃত, যা অপারেশনের প্রতিটি স্তরে স্বচ্ছতা প্রদান করে।

কোম্পানীর বাজেটের নিয়ন্ত্রণের একটি মজবুত পদ্ধতি রয়েছে যা শীর্ষ ব্যবস্থাপনাকে সরাসরি মাসিক প্রতিবেদন প্রদানের ভিত্তিতে ক্ষুদ্র পর্যায়ে অপারেশন, অর্থ এবং পুজি ব্যয়ের সকল দিক কভার করে। আর্থিক কর্মক্ষমতা ও দক্ষতা দৈনন্দিন ভিত্তিতে যাচাই বাচাই ও পর্যবেক্ষণ করা হয় এবং প্রয়োজনীয় পদক্ষেপ নেওয়া হয়। বর্তমানে, আমাদের নিরীক্ষা কমিটি নিম্নোক্ত ব্যক্তিবর্গকে নিয়ে গঠিত:

জনাব এম. মাহফুজুর রহমান	- নিরপেক্ষ পরিচালক
জনাব তারিক আহমেদ	- নিরপেক্ষ পরিচালক
জনাব মোহাম্মদ এরশাদুল হক	- পরিচালক

চলমান নীতি :

চলমান নীতি হচ্ছে হিসাবের মৌলিক ধারণা সমূহের একটি, যার ভিত্তিতে আর্থিক বিবরণী প্রণীত হয়। চলমান নীতি অনুসারে একটি ব্যবসা ইহার কার্যক্রম নিরবচ্ছিন্নভাবে পরিচালনা করে এবং কার্যক্রম সমূহ বন্ধ করা ও উলেখযোগ্য হারে হ্রাস করার কোন অভিপ্রায় ব্যবস্থাপকদের নাই। সুদূর ভবিষ্যতে অপারেশন অব্যাহত রাখারমত আমাদের কোম্পানীর রয়েছে পর্যাপ্ত সম্পদ। তাই আমাদের পরিচালকগণ একমত যে কোম্পানী চলমান নীতি অনুযায়ী চলছে এবং আর্থিক প্রতিবেদন প্রস্তুতে চলমান নীতি অনুসরণ করছে।

Other concern

It is regrettable that a dispute has been arisen between Rupayan Housing Estate Limited and the Company. The Rupayan Housing Estate Limited had agreed to sell an office space of 21,507 sft (11th Floor) and 6 car parking spaces (4 in Basement-1 and 2 in Basement -2) at the Rupayan Trade Centre (a 18 storied building) at Bangla Motor area for Tk. 17,94,07,400.00 (Taka Seventeen Crores Ninety Four Lakhs Seven Thousands Four Hundreds Only). The agreement for sale was duly registered by Registered Deed No. 4169 on 12th May 2010 and the Company paid BDT 12.5 Crore to Rupayan at the time of registration. Subsequently, Rupayan sold the same property to a third party for at a higher price i.e. BDT 20 crores 33 lakhs 13 thousands and 7 hundred. After being informed of this incident, PCML's authority filed a case in the District and Session Judge Court against Rupayan and applied for imposing restriction on transfer of the said property to any other third party except the plaintiff, (case no.-61/2010.) The District and Session Judge Court on 13.07.2014 gave decree in favour of PCML after hearing of the case. Afterwards Rupayan appealed against the decision but that too went against their favor.. Denying the Court verdict, Rupayan gave Subkobra Registry in favour of the said third party only at a price of Tk. 5 crore, Sales deed no.-4312/15 dated 30.06.2015. Drawing attention to this regard PCML again appealed to Durnity Domon Commission (DUDOK).

Significant deviation from the last year's operating results and the reasons behind deviations

The detail about significant deviation from the last year's operating results and the reasons behind deviations are discussed in "The Management Discussion & Analysis" on page no 112 of this annual report.

Comparative 5 years' operating, financial data and performance indicator:

Summary of five years' operating, financial data and performance indicator are presented in page no 04 of this Annual Report.

Reserve and Surplus

Consolidated Retained earnings of the Company in FY-2019 stood at BDT 3,083.63 million against BDT 2,540.75 million in FY-2018. Revaluation reserve stood at 501.20 million as on the year-end 2019 against BDT 510.76 as on the corresponding previous period.

Post Balance Sheet Events

1. Subsequent to the Balance Sheet date, the Board of Directors has recommended a cash dividend of 10%.
2. Mr. Tarique kamal has joined the company as Chief Operating officer on 1 October, 2019.

অন্যান্য উদ্বেগ

দুঃখের বিষয় যে, রূপায়ন হাউজিং এস্টেট লিমিটেড এবং কোম্পানীর মধ্যে একটি আইনগত বিরোধ সৃষ্টি হয়েছে। ১৭,৯৪,০৭,৪০০.০০ (সতেরো কোটি চুরানব্বই লাখ সাত হাজার চারশত) টাকা এর মূল্যে বাংলামটর এলাকায় রূপায়ন ট্রেড সেন্টারে ২১,৫০৭ বর্গফুট (১২ম তলা) আয়তনের অফিস স্পেস এবং ৬টি গাড়ি পার্কিং স্থান বিক্রয় করতে রূপায়ন হাউজিং এস্টেট লিমিটেড এর সাথে চুক্তি স্বাক্ষরিত হয়। বিক্রয় চুক্তিটি ১২ মে ২০১০ ইং তারিখ রেজিস্ট্রিকৃত দলিল নং: ৪১৬৯ মূলে যথাযথভাবে রেজিস্ট্রিকৃত। পরবর্তীতে এর থেকে উচ্চ মূল্যে অর্থাৎ ২০ কোটি ৩৩ লাখ ১৩ হাজার ৭ শত টাকায় রূপায়ন একই সম্পত্তি তৃতীয় পক্ষের কাছে বিক্রি করে। ইহা জানার পর রূপায়নের বিপক্ষে প্রিমিয়ার সিমেন্ট কর্তৃপক্ষ জেলা এবং দায়রা জজ আদালতে একটি মামলা দায়ের করে এবং বাদী ছাড়া অন্য কোন তৃতীয় পক্ষের কাছে উক্ত সম্পত্তি হস্তান্তরের উপর নিষেধাজ্ঞা আরোপের জন্য আবেদন করে, মামলা নং-৬১/২০১০। মামলার শুনানীর পর জেলা এবং দায়রা জজ আদালত ১৩.০৭.২০১৪ ইং তারিখ আমাদের অনুকূলে ফরমান জারি করেন। তারপর রূপায়ন আদালতের আদেশের বিপক্ষে আপিল করে, কিন্তু ইহা তাদের বিপক্ষে যায়। আদালতের রায় উপেক্ষা করে রূপায়ন উক্ত অফিস স্পেস তৃতীয় পক্ষের অনুকূলে মাত্র ৫ কোটি টাকায় বিক্রয় দলিল নং: ৪৩১২/১৫, তারিখ: ৩০.০৬.২০১৫ মূলে সাফ কবলা রেজিস্ট্রি করে দেয়। এই ব্যাপারে প্রতিকারের জন্য দুর্নীতি দমন কমিশন (দুদক) এর কাছে আপিল কর হয়।

গত বছরের কার্য পরিচালনা ফলাফল থেকে তাৎপর্যপূর্ণ বিচ্যুতি এবং বিচ্যুতির পিছনে কারনসমূহ

গত বছরের কার্য পরিচালনা ফলাফল থেকে তাৎপর্যপূর্ণ বিচ্যুতি এবং বিচ্যুতির পিছনে কারনসমূহ সম্পর্কে বিস্তারিত এই বার্ষিক প্রতিবেদনের ১১২ নং পৃষ্ঠায় "ব্যবস্থাপনা আলোচনা এবং বিশ্লেষণ" অংশে আলোচিত হয়েছে।

তুলনামূলক ৫ বছরের কার্য পরিচালনা, অর্থনৈতিক উপত এবং কার্যক্ষমতা সূচক:

৫ বছরের কার্য পরিচালনা, অর্থনৈতিক ডাটা এবং কার্যক্ষমতা সূচকের সারাংশ এই বার্ষিক প্রতিবেদনের পৃষ্ঠা নং:০৪ এর মধ্যে উপস্থাপন করা হয়েছে।

সঞ্চিতি এবং উদ্বৃত্ত

২০১৮ অর্থ বছরের ২,৫৪০.৭৫ মিলিয়ন আয়ের বিপরীতে ২০১৯ অর্থ বছরে কোম্পানীর একত্রীভূত অর্জিত আয় দাঁড়ায় ৩,০৮৩.৬৩ মিলিয়ন টাকা। পুন: মূল্যায়ন রিজার্ভ ২০১৮ সালে ছিল ৫১০.৭৬ মিলিয়ন টাকা যা ২০১৯ সালের শেষে ৫০১.২০ মিলিয়ন এসে দাঁড়িয়েছে।

পোস্ট ব্যালেন্স শীট ইভেন্টস

১. পরবর্তি ব্যালেন্স শীট তারিখ, পরিচালনা পর্ষদ ১০% নগদ লভ্যাংশ সুপারিশ করেছেন।
২. জনাব তারেক কামাল কোম্পানীর চীফ অপারেটিং অফিসার হিসেবে ১ অক্টোবর, ২০১৯ তারিখে যোগদান করেছেন।

The number of Board meetings during the FY-2019 and the attendance of the Directors:

During the FY-2019, a total of 8 (eight) meetings of the board were held. Attendance by the Directors has been summarized in corporate governance report of this annual report page no 102.

Pattern of shareholding:

The pattern of shareholding (along with name wise details) of parent/subsidiary/associate companies and other related parties, Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Auditor and their spouse and minor children, executives, shareholders holding 10% or more voting interest in the Company as at 30 June 2019 are duly stated in the following report.

Chairman/Managing Director/Director/CFO/CS/HoIA their spouses and minor children (name wise details) and other related parties:

Particulars	Position	Nos. of Shareholding	%	Spouse or Minor Children	%
Mr. Mohammad Mustafa Haider	Chairman	20,837,300	19.76	Nil	Nil
Mr. Mohammed AmirulHaque	MD	11,599,500	11.00	Nil	Nil
Mr. Md. Jahangir Alam	Director	10,425,313	9.88	Nil	Nil
Mr. MD. AlamgirKabir	Director	4,416,562	4.19	Nil	Nil
Mr. Mohammed Ershadul Hoque	Nominated Director	Nil	Nil	Nil	Nil
Mr. M. Mahfuzur Rahman	Independent Director	Nil	Nil	Nil	Nil
Mr. Tariq Ahmed	Independent Director	Nil	Nil	Nil	Nil
Mr. Md. Shafiqul Islam Talukder	CFO	Nil	Nil	Nil	Nil
Kazi Md. Shafiqur Rahman	CS	200	0.0002	Nil	Nil
Mr. Md. Masuk Chowdhury	HoIA	Nil	Nil	Nil	Nil
Parent or Subsidiary or Associated Companies and related other party.	Nil	Nil	Nil	Nil	Nil

Shareholders holding ten percent (10%) or more voting interest in the Company (name wise details) other than Chairman/ Managing Director/ Director/ CFO/ CS/ HoIA

Particulars	Position	Nos. of shareholding	%	Spouse or Minor Children	%
Mr. Hasnat MD. Abu Obida	General Shareholder	18,332,500	17.39	Nil	Nil
Executives (Top five Salaried person other than CEO, CFO, CS, HoIA)		Nil	Nil	Nil	Nil

On the other hand the Company (PCML) hold 96% stake in the shares of Premier Power Generation Limited (Subsidiary) and 18.67% stake in the shares of National Cement Mills Limited (NCML) as on the balance sheet date.

Directors Profile:

A brief profile of all directors is provided in the section “Directors profile” of this report on page no 47.

২০১৯ অর্থ বছরের সময়কালে বোর্ড সভার সংখ্যা এবং পরিচালকগণের উপস্থিতি:

২০১৯ অর্থ বছরের সময়কালে বোর্ডের মোট ৮ (আট) টি সভা অনুষ্ঠিত হয়। পরিচালকগণের উপস্থিতি এই বার্ষিক প্রতিবেদন পৃষ্ঠা নং ১০২ এর কর্পোরেট পরিচালনা প্রতিবেদনে সারসংক্ষেপ করা হয়েছে।

শেয়ারগ্রহণের ধরন:

মূল/সহায়ক/সহযোগী কোম্পানীসমূহের শেয়ার গ্রহণের ধরনে এবং অন্যান্য সংশ্লিষ্ট পক্ষ, পরিচালক, প্রধান নির্বাহী কর্মকর্তা, কোম্পানী সেক্রেটারী, প্রধান অর্থনৈতিক কর্মকর্তা, প্রধান আভ্যন্তরীণ অডিটর এবং তাদের স্বামী/স্ত্রী এবং নাবালক শিশু, নির্বাহী, শেয়ারগ্রহীতাগণ ৩০ জুন ২০১৯ ইং তারিখে কোম্পানীতে যে ১০% কিংবা আরো বেশী ভোটের স্বার্থ গ্রহণ করেছেন তা নিম্নের প্রতিবেদনে যথাযথভাবে বর্ণিত হয়েছে।

অপরপক্ষে, স্থিতিপত্র তারিখ অনুসারে কোম্পানী (পিসিএমএল) প্রিমিয়ার পাওয়ার জেনারেল লিমিটেডে (সহায়ক) শেয়ারে ৯৬% স্টেক গ্রহণ করেছে এবং ন্যাশনাল সিমেন্ট মিলস লিমিটেড (এনসিএমএল) এর শেয়ারে ১৮.৬৭% স্টেক গ্রহণ করেছে।

পরিচালকগণের প্রোফাইল:

এই প্রতিবেদনের পৃষ্ঠা নং ৪৭ এর মধ্যে “পরিচালকগণের প্রোফাইল” অংশে সকল পরিচালকগণের একটি সংক্ষিপ্ত প্রোফাইল প্রদান করা হয়েছে।

CSR Activities:

Since we are conducting our business in a society, we confess that we have some responsibilities towards our society and its welfare. Apart from doing business and making profit, we also engage ourselves for the welfare of the society in which we are operating our business. We carry out regular analysis to find out the most effective way of rendering service to people and to accelerate society's welfare. After a comprehensive analysis, we finally choose a way to execute our responsibility towards the society. Because of our CSR program not only the people of our society are being benefited but we are being benefitted as well. It helps us to enhance our corporate image in the society. A summary of sustainable development initiatives and CSR initiatives of the Company during the years is discussed in Sustainable Development Report on page 134 of this annual report.

Expectations in 2019-2020

We strongly believe that quality of the product is the key in earning the customers satisfaction and infrastructural development cannot take place without production and use of best quality product. PCML has an ambition to provide consumers' preferred quality products to its valuable customers by producing supreme quality products with the help of world class technology, best raw materials and our highly efficient and skilled employees. Moreover, the company's initiatives for 2019-2020 will bring about a positive change across the nation with its various initiatives directed toward poverty alleviation, gender equality, human development and well-being partnership in green cultivation practices, forest preservation.

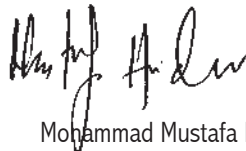
Corporate Governance

To ensure the spirit of the corporate governance with accountability, for inspiring confidence of investors, regulators, financiers and other stakeholders, Premier Cement Mills Limited is committed to comply with all the requirements of corporate governance as required by Bangladesh Securities and Exchange Commission (BSEC). Details about the initiatives is discussed in Corporate Governance Report under page no 100.

Status of Compliance

Status of compliance with the conditions imposed by the Bangladesh Securities and Exchange Commissions Notification No. BSEC/CMMRRCD/2006-158/207/Admin/80 dated on 3rd June 2018 has been enclosed in page no 112.

On behalf of PCML



Mohammad Mustafa Haider
Chairman

Place: Dhaka

Date: 24th October 2019

সিএসআর কার্যক্রম:

যেহেতু একটি সমাজে আমরা আমাদের ব্যবসা পরিচালনা করছি, আমরা স্বীকার করছি যে, আমাদের সমাজের এবং এর কল্যাণের প্রতি আমাদের কিছু দায়-দায়িত্ব আছে। ব্যবসা করা এবং মুনাফা অর্জন ছাড়াও, যে সমাজে আমরা আমাদের ব্যবসা পরিচালনা করছি এর সমাজের কল্যাণের জন্যও নিজেদের কে আমরা যুক্ত করেছি। জনগণকে সেবা প্রদানের জন্য সবচেয়ে কার্যকর উপায় খুঁজে বের করার জন্য আমরা নিয়মিত বিশ্লেষণ বাস্তবায়ন করি এবং সমাজের কল্যাণ সাধনের জন্য আমাদের সার্ভিস অর্থাৎ সেবা প্রদান করছি। একটি ব্যাপক বিশ্লেষণের পর, সমাজের প্রতি আমাদের দায়-দায়িত্ব নির্বাহ করার জন্য আমরা শেষ পর্যন্ত একটি পথ বেছে নিয়েছি। আমাদের সিএসআর কর্মসূচীর জন্য কেবলমাত্র আমাদের সমাজের লোকজনই লাভবান হচ্ছেন না, আমরাও লাভবান হচ্ছি। ইহা সমাজে আমাদের কর্পোরেট ভাবমূর্তিকে বৃদ্ধিতে সহায়তা করেছে। এই সময়কালে কোম্পানীর টেকসই উন্নয়ন উদ্যোগ এবং সিএসআর উদ্যোগের একটি সারাংশ এই বার্ষিক প্রতিবেদনের টেকসই উন্নয়ন প্রতিবেদন পৃষ্ঠা ১৩৪ এ আলোচনা করা হয়েছে।

২০১৯-২০২০ এর প্রত্যাশা

আমরা দৃঢ়ভাবে বিশ্বাস করি যে পণ্যে গুণগত মান হলো ক্রেতার সন্তুষ্টি অর্জনের প্রধান চাবিকাঠি এবং উৎপাদন এবং পণ্যের সেবা মানের ব্যবহার ব্যতীত অবকাঠামোগত উন্নয়ন সংঘটিত হতে পারেনা। পিসিএমএল তার ক্রেতাদের বিশ্বাসের প্রযুক্তি, সেবা কাটা মাল এবং আমাদের সর্বোচ্চ গুণগত মানসম্পন্ন এবং দক্ষ কর্মী দ্বারা সবচেয়ে সেবা মানের পণ্য উৎপাদন করে ভোক্তা কেন্দ্রিক মানসম্মত পণ্য প্রদানের উচ্চাকাঙ্ক্ষা রয়েছে। অধিকন্তু ২০১৯-২০২০ সালের জন্য কোম্পানীর উদ্যোগ সমগ্র দেশ ব্যাপী এর বিভিন্ন উদ্যোগে পরিচালিত দারিদ্র দূরীকরণ, লিঙ্গসমতা আনয়ন, মানব উন্নয়ন এবং সবুজ চাষ পদ্ধতির সাথে সুস্থ অংশীদারিত্ব, বন সুরক্ষায় ইতিবাচক পরিবর্তন আনয়ন করবে।

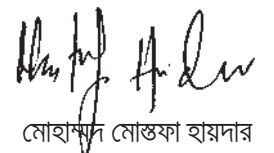
কর্পোরেট পরিচালনা:

বিনিয়োগকারী, নিয়ন্ত্রণকারী, অর্থায়নকারীগণের উৎসাহমূলক আত্মবিশ্বাসের জন্য জবাবদিহিতা সহ কর্পোরেট পরিচালনার চালিকাশক্তি নিশ্চিত করতে, বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন (বিএসইসি) এর শর্ত অনুসারে কর্পোরেট পরিচালনার সকল করণীয়তা মেনে চলতে প্রিমিয়ার সিমেন্ট মিলস লিমিটেড অঙ্গীকারবদ্ধ। উদ্যোগ সম্পর্কে বিস্তারিত পৃষ্ঠা ১০০ এ কর্পোরেট পরিচালনা প্রতিবেদনে আলোচনা করা হয়েছে।

পরিপালন অবস্থা

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন প্রজ্ঞাপন নং: বিএসইসি/সিএমএমআরআরসিডি/২০০৬-১৫৮/২০৭/প্রশা/৮০, তারিখ: ৩ জুন ২০১৮ কর্তৃক আরোপিত শর্তাবলীর সাথে সম্মতি অবস্থা পৃষ্ঠা ১১২ এ সংযুক্ত করা হয়েছে।

পিসিএমএল এর পক্ষে



মোহাম্মদ মোস্তাফা হায়দার
চেয়ারম্যান

স্থান: ঢাকা

তারিখ: ২৪ অক্টোবর ২০১৯

PCML'S STATEMENT OF CORPORATE GOVERNANCE

Corporate governance is a mechanism, practices and processes by which companies are directed and controlled. Corporate governance essentially involves balancing the interest of company's many stakeholders such as management, Shareholders, Customers, Suppliers, Government and Community. The principal characteristics of corporate governance are transparency, independence, accountability, responsibility, fairness, and social responsibility.

A good governance process provides transparency of corporate policies, strategies and the decision making process. This further strengthens internal control systems and helps in building relationships with all stakeholders. We believe in transparency and commit ourselves to adhere to good corporate governance practices at all times. We believe that good governance generates goodwill among business partners, customers and investors and helps the company grow.



Board of Directors

The Company's business is managed under the direction of the Board of Directors. The Board delegates to the Managing Director, and through that individual to other senior management, the authority and responsibility for managing the Company's business. Directors are elected or appointed by the shareholders. The role of the Board of Directors is to oversee the management and governance of the company. It is responsible for the operation of the company and works for the best interest of its shareholders and is accountable to the shareholders.

Structure of the Board

The Board of Directors of the Company consists of 7 (seven) Directors, namely Mr. Mohammad Mustafa Haider, Mr. Mohammed Amirul Haque, Mr. Md. Jahangir Alam, Mr. Md. Alamgir Kabir, Mr. Mohammed Ershadul Hoque, Mr. M. Mahfuzur Rahman and Mr. Tariq Ahmed. Among them Mr. M. Mahfuzur Rahman and Mr. Tariq Ahmed are the Independent Directors (ID) of the Company.

Retirement of Directors by rotation

As per Company Act 1994 and Article 140, 141, 142 & 143 of the Articles of Association of the Company, one third of the Directors retires by rotation in every ordinary general meeting. Accordingly, the retiring Directors are Mr. Md. Jahangir Alam and Mr. Mohammed Ershadul Hoque, being eligible, they offered themselves to be re-elected as Directors of the Company. The Board of Directors recommends the retiring Directors to be re-elected.

Roles and Responsibilities of the Board of Directors

The Board is responsible for the periodic review and approval of the overall strategies, business and significant policies of the Company. The Board also sets the company's core values, adopts proper standards to ensure that the Company operates with integrity and complies with the relevant rules and regulations. The Board's responsibilities are.....

- * Reviewing and approving the strategies and business plans for the Company
- * Reviewing and approving the un-audited quarterly financial Report
- * Reviewing the adequacy and integrity of the Company's internal control systems
- * Overseeing the conduct and performance of the Company
- * Reviewing succession planning and talent management plans for the Company and approving the appointment and compensation of senior management staff
- * Approving changes in the corporate organization structure
- * Approving policies relating to corporate branding, public relations, investor relations and shareholder communication program.

The Board duly complies with the guidelines issued by BSEC and Company Act 1994 regarding the responsibility and accountability of the Board, its Chairman and Managing Director.

Independent Director (ID)

Mr. M. Mahfuzur Rahman was co-opted as Independent Directors (ID) in the Board of Directors' meeting dated 10 November 2016 in place of the Company's former ID, Mr. Rafiq Ahmad, FCMA which was duly approved in the 14th Annual General Meeting.

Mr. Tariq Ahmed has been co-opted as ID of Premier Cement Mills Limited in place of the Company's former ID, Mr. Mahbulul Alam who has resigned from his post citing personal reasons. The appointment of ID namely Mr. Tariq Ahmed was duly confirmed and approved by the shareholders in the 12th Annual General Meeting dated 27th December 2014.

Mr. M. Mahfuzur Rahman and Mr. Tariq Ahmed the Independent Directors (ID) of the Company have successfully completed their tenure and according to the BSEC notification, Mr. Tariq Ahmed is not eligible to be re-appointed as Independent director of the Company. To fill the vacancy of ID, the Board of Directors proposed the name of Mr. Fakhruul Islam, former secretary of the Government of Bangladesh in place of retiring ID Mr. Tariq Ahmed.

Qualification of Independent Directors (ID)

The qualifications of the ID are addressed in detail in their brief profile on Page No 52 in this Annual Report.

Meetings of the Board of Directors

As per the provisions of the Bangladesh Secretarial Standards (BSS) adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) The Company conduct its Board meetings and record the minutes of the meetings as well as keep required books and records.

During the year 2018-2019, 8 (Eight) board meetings were held & the attendance records are as follows:

Name of directors	Designation	Dated of Meeting								Meeting attended /held
		Aug 04 2018	Oct 06 2018	Oct 20 2018	Oct 27 2018	Nov 08 2018	Nov 13 2018	Jan 29 2019	April 28 2019	
Mr. Mohammad Mustafa Haider	Chairman	√	√	√	√	√	-	√	√	7/8
Mr. Mohammed Amirul Haque	MD	√	√	√	√	√	√	√	√	8/8
Mr. Md. Jahangir Alam	Director	√	√	√	√	√	-	√	√	7/8
Mr. Md. Alamgir kabir	Director	√	√	√	√	√	√	√	-	7/8
Mr. Mohammed Ershadul Hoque	Director	√	√	√	√	√	√	√	√	8/8
Mr. M. Mahfuzur Rahman	ID	√	√	√	√	√	√	√	√	8/8
Mr. Tariq Ahmed	ID	√	√	√	√	√	-	-	-	5/8
Mr. Md. Shafiqul Islam Talukder,FCMA	CFO	√	√	√	√	√	√	√	√	8/8
Kazi Md. Shafiqur Rahman	CS	√	√	√	√	√	√	√	√	8/8
Mr. Md. Selim Reza,FCA,CLA	HIAC	-	-	-	-	-	√	√	√	3/8

Chairman of the Board and Chief Executive Officer

The positions of the Chairman of the Board and the Chief Executive Officer of Premier Cement Mills Limited were filled by two different individuals. The Chairman was elected from among the non-executive directors of the company. The Managing Director & Chief Executive Officer (CEO) was also appointed from the board. The Board of Directors has clearly defined respective roles and responsibilities of the Chairman and Managing Director & the Chief Executive Officer as per Articles of Association of the Company.

Chief Financial Officer (CFO)

Mr. MD Shafiqul Islam Talukder, FCMA is the Chief Financial Officer (CFO) of Premier Cement Mills Limited. He is a fellow member of the Institute of Cost and management Accountants of Bangladesh. He is responsible for accounts and finance activities of the Company. The Board of Directors clearly defined respective roles, responsibilities and duties of the CFO.

Head of Internal Audit & Compliance (HIAC)

Mr. Md. Selim Reza,FCA,CLA is the Head of Internal Audit & Compliance of Premier Cement Mills Ltd. and has been appointed by the Board of Directors of the Company. He is responsible for internal control and compliance of the Company. The Board of Directors clearly defined respective roles, responsibilities and duties of the Head of Internal Audit.

Company Secretary (CS)

Mr. Kazi Md. Shafiqur Rahman is the Company Secretary of Premier Cement Mills Ltd. and has been appointed by the Board of Directors of the Company. The Board of Directors clearly defines respective roles, responsibilities and duties of the Company Secretary in compliance with the Corporate Governance Codes of the Bangladesh Security and Exchange Commission (BSEC).

Audit Committee

In pursuance with Corporate Governance code of Bangladesh Securities & Exchange Commission (BSEC), the Board has constituted an Audit Committee as a sub-committee of the Board for the Company. The Committee includes two Independent Directors and one Non-executive Director. All the members of the Committee are financially literate and have extensive experience of audit. Mr. M. Mahfuzur Rahman was duly appointed by the Board as the chairman of the Committee. The duties of Audit Committee and their report on true and fairness of the Financial Statements are set out in page no 108.

The number of the Audit Committee meeting held and attendance of each member during the year 2018-2019 are as follows:

Name of Member	Position	Date of meeting				Meeting attended/held
		Oct 25 2018	Nov 11 2018	Jan 24 2019	April 25 2019	
Mr. M. Mahfuzur Rahman	Chairman	√	√	√	√	4/4
Mr. Tariq Ahmed	Member	√	-	√	√	3/4
Mr. Mohammed Ershadul Hoque	Member	√	√	√	√	4/4

Role of Audit Committee

Role of audit committee of PCML includes the following:

- * Oversee the financial reporting process
- * Monitor choice of accounting policies and principles
- * Monitor Internal Audit and Compliance process
- * Monitor internal control Risk Management process
- * Oversee hiring and performance of external auditors
- * Hold meeting with the external auditors for review of the annual financial statements submission to the board for approval
- * Review along with the management, the annual financial statement before submission to the board for approval
- * Review along with the management, the quarterly and half yearly financial statement before submission to the board for approval
- * Review the adequacy of internal audit function
- * Review the Management's Discussion and Analysis before disclosing in the Annual Report
- * Review statement of significant related party transactions submitted by management
- * Review Management Letters/Letter of internal control weakness issued by statutory auditors
- * Appointment, removal and fixing the terms of reference of internal auditor

Nomination and Remuneration Committee

In pursuance with Corporate Governance code of Bangladesh Securities & Exchange Commission (BSEC), the Board has constituted a Nomination and Remuneration Committee for the Company. The Committee includes two Independent Directors, Three Non-Executive Director and two advisors. No members of the committee shall receive any remuneration for any advisory or consultancy role or otherwise, other than Directors fees or honorarium for the Company. Mr. M. Mahfuzur Rahman was duly appointed by the Board as the chairman of the Committee.

Name	Statues with the .	
	Committee	Board
Mr. M. Mahfuzur Rahman	Chairman	Independent Director
Mr. Tariq Ahmed	Member	Independent Director
Mr. Mohammed Amirul Haque	Member	Director
Mr. Mohammad Mustafa Haider	Member	Director
Mr. Mohammed Ershadul Hoque	Member	Director
Mr. Abul Kalam	Advisor	Shareholder
Mr. Tarique kamal	Advisor	Chief Operating Officer
Mr.Md. Shafiqul Islam Talukder, FCMA	Advisor	Chief Financial officer
Kazi Md. Shafiqur Rahman	Secretary	Company Secretary

Role of the Nomination and Remuneration Committee.

* Consideration for the nomination of Directors to the Board

1. A person to be nominated/elected as Director of the Board must hold minimum Number of shares of the Company i.e. 2% of paid-up capital as per Bangladesh Security Exchange Commission.
2. He must be a Business leader who has sound knowledge about the business.
3. He must not be convicted for a criminal offence involving moral turpitude?
4. He must not be a minor
5. He has not been convicted as a person of unsound mind by any competent court.
6. A person is disqualified to be nominated as Directors who has applied to be adjudicated as an insolvent and his application is pending.
7. All rule and regulations regarding qualification of directors published by regulatory bodies are taken into consideration.

* The members of the BoD who are directly involved in overall business operation of the company, are paid a certain amount of remuneration on a monthly basis. None of the Non-executive BoDs including independent directors are paid any remuneration or benefits from the Company other than BoD meeting attendance fee.

* Set the range of remuneration of Directors and top level executives

* Set the minimum level of educational qualification of Directors and executives

* Set the minimum level of experience, age, consideration nationality, gender to be a director and executives

* Set the appointment criteria of Directors and top level executives

* Formulating the criteria for evaluation of performance of Independent Directors and the Board

* Developing, recommending and reviewing annually the company's resources and training policies.

* Set the selection, transfer or replacement and promotion criteria of employees of the company.

Meeting of the Nomination and Remuneration Committee

The number of the NRC meeting held and attendance of each member during the year 2018-2019 are as follows:

Name of Member	Position	Date of meeting			Meeting attended/held
		July 31 2018	Jan 05 2019	June 30 2019	
Mr. M. Mahfuzur Rahman	Chairman	√	√	√	3/3
Mr. Tariq Ahmed	Member	√	√	-	2/3
Mr. Mohammed Amirul Haque	Member	√	√	√	3/3
Mr. Mohammad Mustafa Haider	Member	√	√	√	3/3
Mr. Mohammed Ershadul Hoque	Member	√	√	√	3/3
Mr. Abul Kalam	Advisor	-	√	√	2/3
Mr. Tarique kamal	Advisor	-	-	-	-
Mr.Md. Shafiqul Islam Talukder, FCMA	Advisor	√	√	√	3/3
Kazi Md. Shafiqur Rahman	Secretary	√	√	√	3/3

External/Statutory Auditors

Syful Shamsul Alam & Co. Chartered Accountants was the External/Statutory Auditor of the Company for the year 2018-2019. They carry out systematic examination of books and records of the company and ascertain, verify and report upon the facts regarding the financial operation and the results of the company. To comply with the corporate governance properly, the Company did not engage its statutory auditors to perform the following services-

- * Appraisal or valuation services or fairness opinions.
- * Financial information systems design and implementation.
- * Book-keeping or other services related to the accounting records or financial statements.
- * Broker-dealer services.
- * Actuarial services.
- * Internal audit services.
- * Any other service that the Audit Committee determines
- * No partner or employees of the external audit firms shall possess any share of the Company they audit at least during the tenure of their audit assignment of that Company.

The shareholders re-appointed statutory auditors and fixed their remuneration in the 15th Annual General Meeting.

Subsidiary Company

Premier Cement Mills Limited has one subsidiary company namely Premier Power Generation (PPGL) and in compliance with the Corporate Governance Code of the BSEC, the Company complied with the following rules & regulations:

- * The Conditions relating to composition of the board of Directors including Independent Director is fulfilled.
- * Independent Director of the Company is also a director in subsidiary Company
- * The affairs of the subsidiary companies have been reviewed in the Board meeting of the Company.
- * Minutes of the Board meeting of subsidiary company have been placed for review in the board meeting of the Company.
- * Financial Statements of the subsidiary Company have been reviewed by the audit committee of the company.

Responsibilities of the Chairman

The Chairman of the Board shall be responsible for the management, development and effective performance of the Board of Directors and provides leadership to the Board for all aspects of the Board's functions. The Chairman is responsible for the leadership of the Board. In particular, s/he will:

- * Ensure that Board Committees are properly structured and all corporate governance matters are fully addressed;
- * Ensure an effective relationship among Directors, act as the principal conduct for communication and issues relating to business strategy, planned acquisitions and corporate governance;
- * Support the CEO & Managing Director in strategy formulation and, more broadly, provide support and give advice;
- * Ensure that all Board Committees are properly established, composed and operated;
- * Set the agenda, style and tone of Board discussions to promote constructive debate and effective decision making;
- * Ensure effective communication with shareholders, host governments and other relevant constituencies and ensure that the views of these groups are understood by the Board;
- * Ensure effective operations of the Board and its committees in conformance with the highest standards of corporate governance;

Role of the Company Secretary

The Company Secretary acts as a mediator between the Company, its Board of Directors, stakeholders, the government and regulatory authorities. He has expertise in corporate laws, capital markets, security laws and corporate governance. He also advises the Board of Directors on the kind of practices to be adopted in upholding high levels of corporate governance.

The Company Secretary ensures that the best management practices and work ethics are embraced to create value for the Company. He represents the Company among internal and external stakeholders, co-ordinates the policies of the Company, fulfills the management function and provides guidance on strategic decisions for the improvement and growth of the Company.

In compliance with the Corporate Governance Guidelines, the Company Secretary has a defined role and responsibilities approved by the Board. The brief roles and responsibilities of the Company Secretary are....

- * Maintaining linkage between the Board, Management, Shareholders and other Shareholders on matters of corporate interests in a transparent way
- * Compliance of the Acts, rules, regulations, notifications, guidelines, orders/directives etc. as issued by BSEC, DSE, CSE.
- * Ensuring that appropriate Board procedures are followed as per given guidelines and best practices and advises the Board on matters as such.
- * Driving policy compliance awareness among the Company employees

- * Performing the duties as per power of Attorney and Board level stakeholder's management facilitating Legal and external affairs function especially for company secretarial matters
- * Disclosure of the Company's price sensitive information and other capital market related issues

Code of Ethics and its compliance

Very few things are as effective as good governance and integrity in our daily operations to earn trust, manage risks, foster sustainable growth and build a resilient business. Mutual co-operation for bringing honesty and integrity in every sphere of operations is at the heart of our approach. We aim to tackle challenging issues head on, make our communications and processes simple, hold everyone accountable and empower all our employees to do what's right. Our Code of Business Conduct as well as our internal ethics resource center and tailored training, helps employees make ethical decisions. We do believe that continuous supervision in every business practice is the key to sustain in a leadership role. Therefore, our Company is directed, administered and complied with the set of laws, policies and procedures exerted in Bangladesh Securities & Exchange Commission's (BSEC) Notification No. BSEC/CMMRRCD/2006-158/207/Admin/80 dated on 3rd June 2018, Company ACT 1994 and Listing Regulations 2015 of Dhaka Stock Exchange and Chittagong Stock Exchange.

Communication to Shareholders and other Stakeholders

The Company encourages communicating with the Shareholders throughout the year and welcomes their participation in the annual general meeting. In the annual general meeting the management of the Company receives their valuable opinion and tries to implement it if it is in the best interest of the company.

- * Policy on Communication with Shareholders and other Stakeholders: The Share department of the Company plays an instrumental role to make effective communication with its Shareholders and other Stakeholders. Shareholders and other Stakeholders of the Company may contact to this Department during office hour for any sort of information and queries. Furthermore, PCML provides updated information in its website from time to time for the shareholders and other stakeholders of the Company.
- * Policy on Ensuring Participation of Shareholders at AGM: To ensure effective and efficient participation of shareholders in AGM, PCML publishes notice of AGM in daily newspapers with necessary details within reasonable time-frame. The arrangement of the AGM normally takes place in a reputed place and at a convenient time. Annual Report is circulated as per the provision of Companies Act 1994. So shareholders get sufficient time to go through the report and freely provide their valuable comments and suggestions in the AGM.

Company's corporate website

The Company's website www.premiercement.com displays, the Annual Reports, half yearly reports, and quarterly reports and all disclosures required by the Bangladesh Securities and Exchange Commission, Listing Regulations of the Dhaka Stock Exchange Limited and the Chittagong Stock Exchange Limited in the form of Price Sensitive Information (PSI) are made adequately and promptly.

Conclusion

Premier Cement Mills Ltd. ensured highest standards in corporate good governance and strict adherence to the requirements of ethical code of conduct, through close monitoring. Through the code of ethics all levels of staff have been educated and encouraged to report to whistle blowing, when they suspect wrong doings by other employees.

AUDIT COMMITTEE REPORT

Dear shareholders,

After successful completion of FY 2018-19, as a chairman of the Audit Committee, I am delighted to place its report for the year ended 30 June, 2019 in front of you all. There was four Audit Committee meeting during the year and External Auditors' reports, year-end results, key areas of judgment and complexity; critical accounting policies, provisions and any changes required in these areas or policies were reviewed by the Audit Committee. In addition, the interim results announcement including the interim financial statements and the Company's interim management results were also reviewed by the Audit Committee. It is declared by the Audit Committee that the internal control system including internal audits, financial and operational controls, timely and appropriate accounting systems, recording of purchase and sales, receipts and payments, assets and liabilities and the reporting structures are adequate and effective. The Audit Committee has overseen the interim results and it also has reviewed the point(s) raised by external auditors in their management letter and the responses of the management thereto.

Report of the Committee during the year:

The Committee considered significant issues and judgments in respect of the 2018-19 financial statements and auditing procedures were as follows:

- * Compliance of IAS and the disclosure of its financial information under IFRS have been maintained and the interim financial statements are prudent and credible.
- * The recurrent related party transactions entered into by the Company during 2018-19 are observed and verified.
- * The scope and extent of internal audit has been checked; and the adequacy of resources to maintain vigilant internal audit process has confirmed and appropriately placed thereto.
- * The critical accounting policies, significant judgments and practices used by the Company are in compliance with required laws and regulations and recommended by the Board. The audited financial statements of the Company together with consolidated statements with its subsidiary and associate for the year ended 30 June 2019 represent fair and authentic view of the Company's financials.
- * The state of compliance with Corporate Governance and other regulations as per the requirements of Bangladesh Securities And Exchange Commission (BSEC), Dhaka Stock Exchange (DSE) and Chittagong Stock Exchange (CSE) were ensured.

The Audit Committee also recommends regarding the appointment of External Auditors, reviews their expression of Interest and auditing fees. In the year under review, the Committee assessed the ongoing effectiveness as well as quality of the external auditor and the audit process. The Committee also recommended M/s Hussain Farhad & Co., Chartered Accountants for appointment as the external auditor of the Company for the year ending on 30 June 2020.

On behalf of the Committee



Mr. M. Mahfuzur Rahman

Chairman of Audit Committee

DIRECTORS DECLARATION

In pursuance with Corporate Governance code of Bangladesh Securities & Exchange Commission the Directors are declaring following statements in addition to the Directors' report to the best of their knowledge as compiled and maintained for the current financial year under review:

- * Appropriate accounting policies have been followed in formulating the Financial Statements and Accounting estimates are reasonable and prudent.
- * Proper books of accounts as required by law have been maintained.
- * The Financial Statements were prepared and presented in accordance with International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS).
- * The Financial Statements prepared by the management of the Company present a true and fair view of Company's state of affairs, result of its operations, cash flows and changes in equity.
- * The system of internal control is sound in design and has been effectively implemented and monitored.
- * The entire business operation is being conducted in accordance with the laws, rules, regulations, agreements, guidelines and standards governing in the country.
- * The minority Shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective mean of redress.
- * All the judgments and decisions taken by management are reasonable and prudent.

Sd/-

Mr. Mohammad Mustafa Haider

Chairman

Sd/-

Mr. Mohammed Amirul Haque

Managing Director

Sd/-

Mr. Md. Jahangir Alam

Director

Sd/-

Mr. Md. Alamgir Kabir

Director

Sd/-

Mr. Mohammed Ershadul Hoque

Director

Sd/-

Mr. M. Mahfuzur Rahman

Independent Director

Sd/-

Mr. Tariq Ahmed

Independent Director

CERTIFICATION OF MD OR CEO AND CFO

Date: 24 October 2019

The Board of Directors
Premier Cement Mills Limited
TK Bhaban (12th floor)13, kawran Bazar
Dhaka-1215

Subject: Declaration on Financial Statements for the year ended on 30 June 2018.

Dear Sirs,

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

- (1) The Financial Statements of Premier Cement Mills Limited for the year ended on 30 June 2019 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
- (2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
- (3) The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
- (4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
- (5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
- (6) The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there 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 regard, we also certify that:-

- (i) We have reviewed the financial statements for the year ended on 30 June 2019 and that to the best of our knowledge and belief:
 - a. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b. These statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- (ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,



Mohammed Amirul Haque
Chief Executive Officer (CEO)

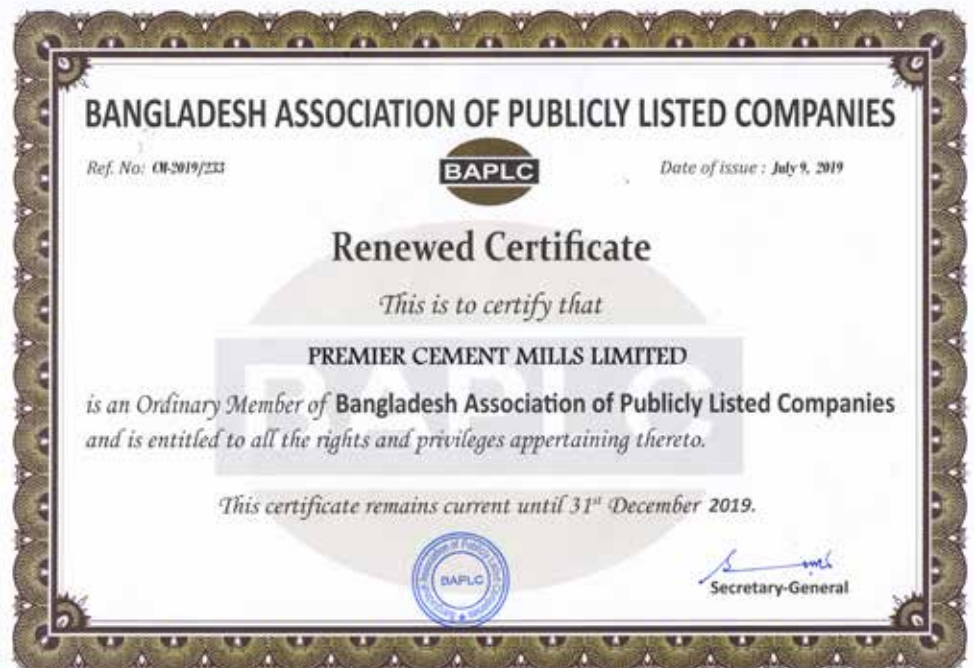


Md. Shafiqul Islam Talukder, FCMA
Chief Financial Officer

CERTIFICATE ON COMPLIANCE OF CORPORATE GOVERNANCE CODE



CERTIFICATE OF BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES



MANAGEMENT DISCUSSION AND ANALYSIS

Global Economic Scenario

Global growth in 2019 has been downgraded to 2.6 percent, 0.3 percentage point below previous forecasts, reflecting weaker-than-expected international trade and investment at the start of the year. Growth is projected to gradually rise to 2.8 percent by 2021, predicated on continued benign global financing conditions, as well as a modest recovery in emerging market and developing economies (EMDEs) previously affected by financial market pressure. However, EMDE growth remains constrained by subdued investment, which is dampening prospects and impeding progress toward achieving development goals. Risks are also firmly on the downside, in part reflecting the possibility of destabilizing policy developments, including a further escalation of trade tensions between major economies; renewed financial turmoil in EMDEs; and sharper-than-expected slowdowns in major economies. It is therefore urgent for EMDEs to reinforce policy buffers and build resilience to possible negative shocks, and to implement reforms that promote private investment and improve public sector efficiency. Efforts to strengthen access to markets and technology while boosting the quality of infrastructure and governance should be prioritized and be implemented through cost-effective and private-sector-led solutions. Structural reforms aimed at improving the business climate would also boost growth prospects. Well-designed social safety nets and active labor market policies are key to managing risks and protecting vulnerable groups.

We Focus on

- * Enhancing customer relationship
- * Exploring new markets, especially those of the neighboring countries
- * The strategy of increasing the market share
- * The strategy of enhancing production and sales of products
- * Cost control programs

Our strength

PCML believes that human resources are the main strength for our company. We are enhancing the quality of our human resource practices through engaging more extensively in talent management and creating a pipeline of professionals for succession planning and smooth business continuity.

Accounting Policies and Estimation for preparation of Financial Statements

Accounting policies and estimation of the Company for preparation of financial statements are disclosed in “notes no. 02 to the consolidated statement of financial position” on page 155.

Changes in Accounting policies and estimation.

There are no changes in Accounting policies and estimation during the year under review.

Business and Financial overview

In spite of having more competition, Premier Cement was able to show consistent performance in its business. It was possible because of enhanced product quality, hard work of the employee for induction of new customers & strengthened customers’ relationship. A glance of consolidated financial operation given below:

Tk in Mio

Particulars	30 June 2019	30 June 2018	Growth (%)
Revenue	11,999.43	10,049.86	19.04%
Gross profit	1,711.82	1,516.88	12.85%
Profit from operation	1,283.72	1,003.95	27.87%
Profit after income tax	612.80	442.18	38.59%
Total non-current assets	10,223.15	6,902.84	48.10%
Total current assets	8,602.77	6,664.33	29.09%
Total assets	18,825.92	13,567.17	38.76%
Total liability	13,744.92	9,019.33	52.45%
Total equity	5,081.17	4,547.84	11.73%

Revenue

In FY-2019 Consolidated revenue has been BDT 11,999.43 million, compared to the previous year when it was BDT 10,049.86 million, resulting in a growth of 19.04 % among the consolidated revenues, BDT 11,512.64 million was from local sales, BDT 295.58 million from export sales and BDT 191.21 from empty bag sales.

Operating income/Expense

Particulars	2018-19		2017-18		Growth Rate
	Amount in BDT Mio	% of Revenue	Amount in BDT Mio	% of Revenue	
Other income	115.36	0.96%	12.83	0.13%	798.76%
Administrative expenses	124.12	1.03%	107.03	1.07%	15.96%
Selling Expenses	419.34	3.49%	418.72	4.17%	0.15%

Other Income /Expense

Other income increased by 102.53 mn mainly due to reversal of provision of Bad & doubtful expense for BDT 17.09 mn and interest charged to associate company namely NCML FOR BDT 75.90 mn.

Administrative Expense:

Administrative expenses increased by 17.09 mn due to newly added guest house expense and increase the BIWTA expenses.

Financial Expense

Financial expenses increased by 46.11 mn mainly due to increase the bank loan interest.

Cost of Goods Sold, Gross Profit Margin and Net Profit Margin:

Particulars	2018-19		2017-18		Growth Rate
	Amount in BDT Mio	% of Revenue	Amount in BDT Mio	% of Revenue	
Cost of Goods Sold	10,287.60	85.73%	8,532.98	84.91%	20.56%
Gross Profit	1,711.82	14.27%	1,516.88	15.09%	12.85%
Net Profit	612.80	5.11%	442.18	4.40%	38.59%

Due to an increase in the price of the raw materials as well as an increase in the production quantity, the cost of sales increased from BDT 8,532.98 Million to BDT 10,287.60 million which is 20.56% more from the last year. In FY- 2019 COGS stood at 85.73% of revenue whereas it was 84.91% of last year's revenue. The Gross profit stood at BDT 1,711.82 million in FY-2019 compared to BDT 1,516.88 million in FY-2018 which is 14.27% and 15.09% of revenue respectively. Net Profit Margin has increased by 38.59% compared to last year. It stood at BDT 612.80 million in FY-2019 whereas it was BDT 442.18 million in last year i. e. 5.11% and 4.40% of revenue respectively.

Asset Composition

Particulars	30 June 2019 Amount in Mio	Proportion of assets (%)	30 June 2018 Amount in Mio	Proportion of assets (%)	Growth Rate
Non-Current Asset	10,223.16	54.30%	6,902.84	50.88%	48.10%
Current Assets	8,602.77	45.70%	6,664.33	49.12%	29.09%
Total Assets	18,825.93	100.00%	13,567.17	100%	38.76%

Non-Current assets:

Property, Plant and Equipment:

Property, Plant and Equipment have contributed to an additional 589.84 Million BDT in FY 2019 to the gross block of the fixed assets in the following areas:

Land & land Development BDT 165.66 million, Factory building BDT 41.53 million, Electric installation BDT 4.81 million, Plant and machinery BDT 207.80 million, Motor vehicles BDT 44.91 million, Motor vehicles – employee car BDT 40.78 million, Grinding media BDT 48.50 million, Vessel BDT 7.67 million, Portable cement silo BDT 13.64 million and Others have a worth value of BDT 14.54 million.

Particulars	30 June 2019 Amount in Mio	Proportion of assets (%)	30 June 2018 Amount in Mio	Proportion of assets (%)	Growth Rate
Property, Plant and Equipment	6,199.56	32.93%	5,962.14	43.95%	3.98%

Capital working-in-progress:

Capital working in progress increase by BDT 3,046.39 million because in FY-2019 the Company added BDT 3,203.61 million for implementation of VRM project, BDT 19.30 million for new project and BDT 2.90 million for new cement silo.

Particulars	30 June 2019 Amount in Mio	Proportion of assets (%)	30 June 2018 Amount in Mio	Proportion of assets (%)	Growth Rate
Capital working-in-progress	3,917.09	20.81%	870.70	6.42%	349.88%

Current Asset:

Particulars	30 June 2019 Amount in Mio	Proportion of assets (%)	30 June 2018 Amount in Mio	Proportion of assets (%)	Growth Rate
Inventories	877.51	4.66%	495.18	3.65%	77.21%
Trade & other receivables	2,220.58	11.80%	2,404.62	17.72%	-7.65%
Advance, Deposits and Pre-payment	3,828.46	20.34%	2,760.47	20.35%	38.69%
Current account with associate	1,364.42	7.25%	731.81	5.39%	86.44%
Investment in FDR	142.51	0.76%	194.81	1.44%	-26.84%
Cash and Bank Balance	169.26	0.90%	77.43	0.57%	118.60%

Inventories

Inventories comprising of finished goods BDT 50.20 million, packing materials (p.p & paper Bag) BDT 17.50 million, raw material stock of bag plant BDT 188.36 million, raw material stock of cement plant BDT 529.84 million and other stock BDT 91.61 million. The Company has a policy of maintaining adequate inventory of key inputs to ensure uninterrupted operations.

Trade & other receivables

In FY-2019 the trade & other receivables decreased by 7.65% to BDT 2,220.58 million where gross receivables is BDT 2,299.51 million comprised of BDT 2,262.02 million against local sales, BDT 18.37 million against foreign sales, BDT 16.81 million against empty bag sales and BDT 2.31 million against interest receivable on FDR.

Advance, Deposits and Pre-payment

Total Advances, deposits and pre-payments of the Company stood at BDT 3,828.46 million and marked 38.69% growth over FY 2018 which is 20.35% of total Assets.

Investment in FDR

Investment in FDR with the bank in FY 2019 became BDT 142.51 million which is 0.76% of the total asset of the Company.

Cash and Bank Balance

Cash and Bank balance include cash in hand for BDT 20.20 million and cash at bank for BDT 149.06 million. The liquid balance of cash and bank commensurate with the smooth functioning of the business.

Equity and Liability

Equity

The total equity stood at BDT 5,095.67 million which is 534.73 million more than that of the previous, where retained earnings stood at BDT 3,083.64 million which is 60.51% of total equity.

Non-current Liability

In FY 2019 total Non-current liability increase by 495.27% mainly due to having an EKF guaranteed foreign currency loan for BDT 2,082.08 million for implementation of VRM project.

Current Liability

The total current liability increased from BDT 8,373.28 million as on 30 June 2018 to BDT 9,962.45 million as on 30 June 2019 comprising BDT 5,618.20 million - short term bank loan, BDT 549.20 million - provision of taxation, BDT 1,756.91 million - trade and other payables, BDT 3.39 million - liability for other finance, BDT 466.00 million - current portion of long term loan, BDT 1,530.00 million - Loan from directors and BDT 38.74 million - contribution to WPPF. Loan from Director increased by 199.75% which directly contributed to increase the amount of current liability in the period under review.

Listed Cement Company in Bangladesh

S.L	Name	Market Category	Year of listing on DSE	Year of Listing on CSE	Year end
1	Premier Cement (PCML)	A	2013	2013	June 30th
2	MI Cement (MI)	A	2011	2011	June 30th
3	Confidence Cement (CCL)	A	1995	1995	June 30th
4	Meghna Cement (MCL)	A	1995	1996	June 30th
5	Aramit Cement (ACL)	Z	1998	1998	June 30th
6	Lafarge Surma Cement (LCL)	A	2003	2003	December 31st
7	Heidelberg Cement (HCL)	A	1989	1995	December 31st

Financial scenario of cement industry

Particulars	PCML	MI	CCL	MCL	ACL	HCL	LCL
	For the year ended 30 June 2019					For the year ended 31 December 2018	
Net profit/Loss after tax (In Mio)	612.80	251.15	324.48	65.7	(174.58)	809.75	845.41
Market price per share (BDT) 30 June 2019	70.20	68.00	155.6	89.6	18.8	242.2	39.7
No. of shares outstanding (In Mio)	105.45	148.50	53.99	22.50	33.89	56.50	1,163.37
Market capitalization (In Mio)	7,402.59	10,098.00	8,400.84	2,016.00	637.13	13,684.30	46,185.78
NAV per share (BDT)	48.19	48.22	67.24	33.19	0.85	82.68	11.89
NOCF Per Share (BDT)	6.05	3.57	(7.32)	39.45	(9.23)	11.32	0.75
Cash Dividend (BDT) %	10%	10%	15%	10%	-	75%	10%
Stock Dividend (BDT) %	-	-	15%	5%	-	-	-
Earnings per Share (EPS) (BDT)	5.80	1.69	6.01	2.92	(5.15)	14.33	0.73

Statement of Projected Comprehensive Income (In BDT Mio-Standalone)

Particulars	2016-17 (actual)	2017-18 (actual)	2018-19 (Projected)	2018-19 (actual)	2019-20	2020-21	2021-22	2022-23
Revenue	9,280	10,049	13,640	11,999	15,088	16,574	18,098	19,661
Cost of sales	(7,757)	(8,570)	(10,776)	(10,328)	(11,919)	(13,093)	(14,298)	(15,532)
Gross profit	1,522	1,478	2,864	1,671	3,168	3,481	3,801	4,129
Other Income/Loss	(150)	12	-	115	-	-	-	-
Administrative Exp.	(109)	(101)	(175)	(118)	(193)	(212)	(232)	(252)
Selling & distribution Exp.	(385)	(418)	(716)	(419)	(792)	(870)	(950)	(1,032)
Profit from operation	877	972	1,974	1,249	2,183	2,398	2,619	2,845
Finance costs	(278)	(398)	(758)	(444)	(699)	(653)	(645)	(635)
Contribution to WPPF	(28)	(27)	(58)	(38)	(67)	(67)	(67)	(67)
Profit before income tax	570	546	1,157	774	1,417	1,678	1,906	2,143
Current tax Exp.	(79)	(136)	(289)	(197)	(454)	(420)	(476)	(536)
Net profit/(loss) after tax	490	410	868	577	1,063	1,259	1,430	1,607

In FY 2019, the Company's total revenue was recorded at BDT 11,999.43 million whereas projected revenue was BDT 13,640.00. So the recorded revenue was 1,640.57 million lower than the projected revenue. Considering the current scenario of the cement industry, we believe that our performance has been quite satisfactory when compared to our competitors. Profit before interest and tax was recorded at BDT 1,248.56 million which is 36.72% lower than our expectation. Net profit was increased by 40.84% from the last year but it was BDT 291.00 million lower than the projected amount.



Mohammed Amirul Haque
Managing Director & CEO

REPORT OF RISK MANAGEMENT COMMITTEE

Risk is an integral part of a business and contributes to the loss of the company as well as for the shareholders. The main responsibility of risk management Committee is to establish and oversee the Company's risk management framework. Company risk management policy is established to identify and analyze the risks faced by the Company, set the appropriate risk limits and to control and monitor risks and adhere to limits. Risks management policy and system is monitored regularly to comply with the changing market conditions and company activities. Through its training and management, standard procedures aim to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

Risk management process is a scientific, systematic and structured procedure which involves activities of identifying, analyzing, evaluating, reporting, decision making and mitigation of the different types of risks those are associated with the events. Risk management of PCML involves managing and controlling the risks and also defining numerous strategies to address these risks successfully. This is a key part of our business and this concept is introduced to manage, control, reduce and eliminate the risks.



Risk Factors & Management Perception about the Risks

An industry faces external and internal risk factors having direct as well as indirect effects on the investments. Before making any investment decision, investors should take all the risk factors into consideration. The assessable risk factors, both external and internal, and management's policy thereabout are enumerated below:

Interest Rate Risk

Financial market of Bangladesh has been experiencing volatile interest rate over the year. Unfavorable movement of interest rate enhances the cost of fund of the company and could adversely affect the business and future financial performance. The company prefers both long term loan as well as working capital loan with variable interest rate which may get affected due to increase of interest rate.

Management Policy

Management of the company emphasizes on both foreign currency term loan & equity based financing to reduce fund cost. Therefore, fluctuation of interest rate on borrowing would have lower impact upon the financial performance of the company.

Exchange Rate Risk

Exchange rate risk is quite relevant for the company since most of the raw materials are imported from abroad. PCML imports raw materials against payment of foreign currency. Unfavorable volatility of foreign currency may affect the profitability of the company.

Management Policy

Volatility of Taka against US Dollar and trend of local currency devaluation may expose foreign currency risk. All the market players in cement industry operate based on imported raw materials and exchange rate risk affects all the market players almost equally. This provides the company along with other competitors for favorable adjustment of price in case of adverse exchange rate fluctuations and international price movements. Furthermore, the company has been minimizing exchange rate risk by boosting export earnings, which contribute around 5.22% of total revenue in 2017-18.

Market and Technology Related Risks

Introduction of new/cost effective technology may bring technological obsolescence and negative operational efficiency of the company. The company used old machineries in Unit 1 and Unit 2 and would be adversely affected if the company fails to keep pace with technological developments.

Management Policy

Management of PCML is very much aware of this risk. Premier Cement has taken initiative to expand its production capacity with the latest technology and installation of VRM Presses will bring operational efficiency to the existing machineries of the Company. On the other hand, according to recent SGS evaluation all the old machineries of our company are in good condition and expected to have an economical residual working life of 15 years or more.

Potential or Existing Government Regulations

The Company operates under Companies Act, Income Tax Ordinance, Income Tax Rules, The Custom Act, Value Added Tax (VAT) Act, Value Added Tax (VAT) Rules. In addition to that, Company operates its activities in compliance with various environmental rules and regulations. Stricter laws and regulations or stricter interpretation of existing laws and regulations may impose new liabilities, which could adversely affect its business, financial condition or results of operation.

Management Policy

Unless there is any drastic change in policy that may bring any adverse effect in the industry the business of the company is expected not to be affected significantly. As a developing country, economy of Bangladesh is growing consistently over the period and demand of cement is also increasing to meet the rising infrastructure development. Cement being the most important ingredient for the infrastructure development; it is unlikely that the government will initiate any fiscal measure having adverse effect on the growth of the industry.

Potential Change in Global or National Policy

The company operates its business based on imported raw materials. Financial and operating performance of the company may be adversely affected due to unfavorable change in global and national policy.

Management Policy

All the major market players in cement industry operate based on imported raw materials and in compliance with national as well as global policies/practices. Any changes in policies will affect all the competitors almost equally. PCML's market standing, brand image and reputation of the groups behind the company will put it in a comparatively better position to handle any adverse policy.

Non-operating History

Any interruption in the operations of the company affects the company's image as a going concern. Failure to ensure uninterrupted operation reduces profitability and in long run weakens the fundamentals of the company.

Management Policy

There is no history of disruption in operation in the company.

Sourcing of Raw Materials

Smooth supply of raw materials is a very critical factor for cement industry in Bangladesh as main raw materials of cement such as clinker, Slag, Fly Ash, Lime Stone and gypsum are imported from different countries. The company's business is dependent upon its ability to source raw materials specially clinker at competitive price for its operations.

Management Policy

Premier Cement is enjoying preferential services of Lighter Vessels from Roknoor Navigation Limited for carrying raw materials to Factory Jetty. These arrangements give competitive advantage to PCML for sourcing raw material in the timely manner and engaging low amount of working capital. Moreover, company has bilateral understanding with a group of independent suppliers of raw materials. Therefore, it is expected that the company will have smooth flow of raw materials.

Supply Chain Management

Supply chain management has traditionally played a vital role within cement industry for cost reduction and value creation. Many strong producers of cement including multinationals are competing in the domestic market and creating strong market demand through efficient supply chain.

Management Policy

Both inbound and outbound Logistics plays a vital role in cement industry. Considering this factor Premier Cement has extended its distribution network through dealers and retailers around Bangladesh. The company has distribution fleet consisting of 267 dedicated covered vans, 90 open Trucks, 54 bulk carriers and 21 lighter vessels to ensure the door to door as well as quick delivery of cement. On the other hand, for ensuring smooth raw material Supply Company gets dedicated service from Roknoor Navigation Limited for carrying raw materials from Chittagong Outer Anchor to factory jetty.

Rise in Raw Material Price may affect Profitability

Major raw materials of cement are imported from different countries and price depends on the international market scenario. If raw materials price increases in the international market, cost of production of the company will also increase. In such case, if the company is unable to pass such price increase to the consumers due to competition, profitability of the Company may be affected.

Management Policy

The company constantly endeavors to procure raw materials and packing materials at the lowest possible prices using its long-term association with the suppliers and constant development of new sources of the same. The Company also follows prudent pricing policy to keep the costs under check. The risk on account of price fluctuation in raw material is reduced to a significant extent by passing incremental raw material cost to the prices of finished products thereby insulating the company from fluctuations in raw material prices. Profitability will depend upon the extent up to which the company is able to pass on the burden to the consumers.

Non-Availability of Power Could Disrupt Operations for the Project

For continuous and smooth operations of the plant, uninterrupted power supply is very crucial. PCML has enhanced its production capacity by adding two units. New units total power requirement is around 25 MW. Currently the company has power connection for 25.84 MW load (REB 8.5MW, DPDC 12MW and PPGL 5.34MW) for full capacity operation.

Management Policy

Management of PCML is clearly aware of this risk and pays careful attention on it. The company has 12MW load connection from the existing 33 KV line of DPDC, 8.5 MW load connection from REB, Munshigonj.

To facilitate uninterrupted power supply one 5.34 MW gas fired power generation plant has been setup under a subsidiary named "Premier Power Generation Limited" synchronized with the line of Dhaka Power Distribution Company Ltd (DPDC). In addition, PCML has installed two diesel based generators in its own name with 1.83 MW capacities.

Management of PCML strongly feels that the Company will be able to secure any further connection from any of the two authorities considering the existing relationship and ongoing discussions with the authorities and projected improvement in overall power generation of the Country.

However, in case of failure to get any additional load connection, the company will use the 33KV load and captive generation to run the ball mills and other heavy operations. The packing operation will be powered by HFO/diesel based generator since the cost impact of power in bag plant is insignificant. With the above arrangement the company should be able to run all its units at full load.

Existing Government Regulations

The Company operates under Companies Act, Income Tax Ordinance, Income Tax Rules, Value Added Tax (VAT) Act, Value Added Tax (VAT) Rules. In addition to that, Company operates its activities in compliance with various environmental rules and regulations. Stricter laws and regulations or stricter interpretation of existing laws and regulations may impose new liabilities, which could adversely affect its business, financial condition or results of operation.

Management Policy

Unless there is any drastic change in policy that may bring any adverse effect in the industry, the business of the company is expected not to be affected significantly. As a developing country, economy of Bangladesh is growing consistently over the period and demand of cement is also increasing to meet the demand of rising infrastructure development. Cement being the most important ingredient for the infrastructural development; it is unlikely that the government will initiate any fiscal measure which could adversely affect the growth of the industry.



SWOT ANALYSIS

Our Strengths

- * Multiple plant Location
- * Dedicated employee
- * Pronouncement of RM at a very competitive price & lower cost of production
- * Strong distribution channel throughout country
- * Suitable location of plants
- * Strong relationship with the finances
- * Warm relationship with suppliers, Customers
- * Multi-departmental coordination and harmonious relationship
- * Consistent quality of product
- * Good/Strong HR policy
- * Good reputation of the sponsors in the society
- * Sufficient financial ability of the company to go huge investment
- * Absence of trade union and CBA

Our Weakness

- * Lack of productiveness in decision making
- * Imbalanced operational Facilities

Our Opportunity

- * Huge Govt. spending in infrastructure
- * Huge demand for construction materials
- * GDP Growth increasing
- * Increasing per capita income
- * Per capita cement consumption is Bangladesh in still low compared to world average consumption even compared to neighboring countries
- * Increasing foreign direct investment
- * Geographical location of the country is favorable

Our Threats

- * Huge unutilized capacity
- * Increased competition resulting cut in sales price and lesser profit margin
- * Unethical practice by some of the competitor in maintaining quality of product
- * Lack of sufficient utility required by the companies (gas, electricity etc.)
- * Corruption in govt. department

REPORT ON CORPORATE GOVERNANCE COMPLIANCE

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

Status of compliance with the conditions imposed by the Commission's Notification No.SEC/CMRRCD/2006-158/207/Admin/80, dated 3 June 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969:
(Report under Condition No. 9)

Condition No.	Title	Status Complied	Remarks
1.00	Size of Board of Directros		
1.1	The number of the Board members should not be less than 5 (five) and more than 20 (twenty)	√	The PCML Board comprised of 7 Directors
1.2	Independent Directors		
1(2) (a)	At least one fifth (1/5) of the total number of Directors in the Company's Board shall be Independent Directors. any fraction shall be considered to the next integer or whole number for calculating number of independent director(s);	√	There are two Independent Directors namely Mr. M Mahfuzur Rahman and Mr. Tariq Ahmed
1(2) (b)(i)	Does not hold any share or holds less than 1% of shares.	√	The Independent Directors have declared their compliances
1(2) (b)(ii)	Not connected with any sponsor/ Director/ Nominated Director, shareholder any of its associates, sister concerns, subsidiaries and parents or holding entities who hold 1% or more shares of the total paid-up shares on the basis of family relationship.	√	Do
1(2) (b)(iii)	Not an executive of the company in immediately preceding 2 (two) financial years.	√	Do
1(2) (b)(iv)	Not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies.	√	Do
1(2) (b)(v)	Not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	√	Do
1(2) (b)(vi)	Not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	√	Do

Condition No.	Title	Status Complied	Remarks
1(2) (b)(vii)	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;	√	Do
1(2) (b)(viii)	Not independent director in more than 5 (five) listed companies;	√	Do
1(2) (b)(ix)	Not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or a Non-Bank Financial Institution (NBFI).	√	Do
1(2) (b)(x)	Not been convicted for a criminal offense involving moral turpitude.	√	Do
1(2) (c)	Nominated by the Board of Directors and approved by the shareholders in the AGM.	√	
1(2) (d)	Not remain vacant for more than 90 (ninety) days.	√	There has been no vacancy in the position of Independent Directors
1(2) (e)	Tenure of office of an independent Director shall be for a period of 3 (three) years, which may be extended for 1 (one) term only.	√	
1.3	Qualification of Independent Director		
1 (3)(a)	Knowledge of Independent Directors	√	Sufficiently knowledgeable
1 (3)(b)(i)	Business Leader	Not Applicable	
1 (3)(b)(ii)	Corporate leader	√	
1 (3)(b)(iii)	Former official of Govt. . . .	Not Applicable	
1 (3)(b)(iv)	University Teacher	Not Applicable	
1 (3)(b)(v)	Professional	Not Applicable	
1 (3)(c)	have at least 10 (ten) years of experiences in any field mentioned in clause (b)	√	

Condition No.	Title	Status Complied	Remarks
1 (3)(d)	Special cases for qualifications	Not Applicable	
1.4	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer		
1 (4)(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	√	
1 (4)(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	√	
1 (4)(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	√	
1 (4)(d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;	√	
1 (4)(e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from nonexecutive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	√	
1.5	The Directors' Report to Shareholders		
1(5)(i)	Industry outlook and possible future development	√	
1(5) (ii)	Segment-wise or product-wise performance	√	
1(5) (iii)	Risks and concerns	√	
1(5) (iv)	Discussion of Cost of Goods sold, Gross Profit Margin and Net Profit Margin.	√	
1(5) (v)	Discussion on continuity of any Extra-Ordinary gain or loss.	√	No extraordinary gain or loss experienced during the period.
1(5) (vi)	Basis for related party transactions	√	
1(5) (vii)	Utilization of proceeds raised through public issues, right issues and/or through any others.	√	

Condition No.	Title	Status Complied	Remarks
1(5) (viii)	Explanation if the financial result deteriorates after the Company goes for IPO, RPO, Rights Offer, and Direct Listing.	Not Applicable	
1(5) (ix)	Explanation about significant variance occurs between Quarterly Financial performance and Annual Financial Statements.	√	
1(5) (x)	Remuneration to Directors including independent Directors.	√	
1(5) (xi)	Fairness of Financial Statements.	√	Mentioned in "Directors' Declaration".
1(5) (xii)	Maintenance of proper books of accounts.	√	Do
1(5) (xiii)	Adoption of appropriate accounting policies and estimates.	√	Do
1(5) (xiv)	Followed IAS, IFRS and BFRS in preparation of Financial Statements.	√	Do
1(5) (xv)	Soundness of internal control system.	√	Do
1(5) (xvi)	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	√	Do
1(5) (xvii)	Ability to continue as a going concern.	√	
1(5) (xviii)	Significant deviation from the last year's operating results	√	
1(5) (xix)	key operating and financial data of at least preceding 5 (five) years	√	
1(5) (xx)	Reason for not declared dividend	Not Applicable	
1(5) (xxi)	No bonus share or stock dividend has been declared as interim dividend	√	
1(5) (xxii)	Number of Board meetings held during the year and attendance.	√	
1(5) (xxiii)	Pattern of shareholding.		
1(5) (xxiii)a)	Parent/Subsidiary/Associated Companies and other related parties.	√	
1(5) (xxiii)(b)	Directors, CEO, CS, CFO, HOIA and their spouses and minor children	√	
1(5) (xxiii)(c)	Executives	√	

Condition No.	Title	Status Complied	Remarks
1(5) (xxiii)(c)	10% or more voting interest	√	
1(5) (xxiv)	Appointment /Reappointment of a director		
1(5) (xxiv) (a)	Resume of the Directors	√	
1(5) (xxiv) (b)	Expertise in specific functional areas	√	
1(5) (xxiv) (c)	Holding of Directorship and membership in Committee of the Board other than this Company.	√	
1(5) (xxv)	Management's Discussion and Analysis		
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	Not Applicable	
1(5) (xxv) (c)	Comparative analysis of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years.	√	
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)	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	√	
1(5) (xxv) (g)	Future plan or projection or forecast for company's operation, performance and financial position	√	
1(5) (xxvi)	Declaration by the CEO and the CFO	√	
1(5) (xxvii)	The report as well as certificate regarding compliance of Corporate Governance	√	
1.6	Meeting of the Board of Directors	√	
1.7	Code of Conduct for the Chairperson, other Board members and CEO	√	
1.7 (a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee	√	

Condition No.	Title	Status Complied	Remarks
1.7 (b)	The code of conduct as determined by the NRC shall be posted on the website of the company	√	
2	Governance of BoD of subsidiary company		
2(a)	Composition of the Board of Directors	√	
2(b)	At least 1 (one) independent Director to the subsidiary Company	√	
2(c)	Submission of Minutes to the holding Company.	√	
2(d)	Review of Minutes by the holding Company	√	
2(f)	Review of Financial Statements by the holding Company	√	
3	Appointment of MD or CEO,CFO, HIAC and CS		
3 (1) (a)	The Board appoint MD, CFO, HIAC and CS	√	
3 (1) (b)	The positions of MD, CFO, HIAC and CS were filled by different individuals.	√	
3 (1) (c)	MD, CFO, HIAC and CS of the company are not hold any executive position in any other company as the same time	√	The MD,CS,CFO and HIAC have declared their compliances
3 (1) (d)	Board clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS	√	
3 (1) (e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s)	√	In practice
3 (2)	The MD or CEO,CS,CFO and HIAC of the company shall attend the meetings of the Board	√	
3 (3)	Duties of MD or CEO and CFO		
3 (3) (a)	MD and CFO certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge	√	
3 (3) (a) (i)	Financial statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;	√	
3 (3) (a) (ii)	Financial statements together present a true and fair view	√	
3 (3) (b)	The MD or CEO and CFO 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	√	

Condition No.	Title	Status Complied	Remarks
3 (3) (c)	The certification of the MD or CEO and CFO are disclosed in the Annual Report.	√	
4	Board of Directors' Committee:--		
4 (i)	Audit Committee	Already in place.	
4 (ii)	Nomination and Remuneration Committee	Already in place.	
5	Audit Committee		
5 (1) (a)	The company have an Audit Committee as a subcommittee of the Board	Already in place.	
5 (1) (b)	Assist the Board in ensuring that the financial statements reflect true and fair	√	
5 (1) (c)	The Audit Committee are responsible to the Board; the duties of the Audit Committee are 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	√	Appointed by the Board who are Non-executive Director and which includes two Independent Directors.
5 (2) (c)	Qualification of Audit Committee members	√	All the members are qualified as per BSEC's CG Code.
5 (2) (d)	Vacant Not remain for more than 01 (one) Month.	√	
5 (2) (e)	Secretary of the Audit Committee.	√	
5 (2) (f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director	√	

Condition No.	Title	Status Complied	Remarks
5 (3)	Chairperson of the Audit Committee		
5 (3) (a)	Board of Directors shall select the Chairman.	√	
5 (3) (b)	Chairman of the Meeting	√	
5 (3) (c)	Chairman of the Audit Committee shall remain present in the AGM.	√	
5 (4)	Meeting of the Audit Committee		
5 (4) (a)	At least four (4) meeting	√	
5 (4) (b)	Quorum of the Audit Committee	√	
5 (5)	Role of Audit Committee		
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	√	
5 (5)(d)	Oversee hiring and performance of external Auditors	√	
5 (5)(e)	Meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption	√	
5 (5)(f)	review along with the management, the annual financial statements before submission to the Board for approval	√	
5 (5)(g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval	√	
5 (5)(h)	Review the adequacy of internal audit function	√	
5 (5)(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report	√	
5 (5)(j)	Review statement of all related party transactions submitted by the management;	√	
5 (5)(k)	Review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	√	
5 (5)(L)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors	√	

Condition No.	Title	Status Complied	Remarks
5 (5) (m)	Oversee about the uses/ applications and funds raised by IPO/RPO/Right issue	√	
5 (6)	Reporting of the Audit Committee	√	
5 (6) (a) (i)	The Committee shall report on its activities to the Board.	√	
5 (6) (a) (ii)	Reporting to the Board of Directors	√	
5 (6) (a) (ii) (a)	report on conflicts of interests	√	No such incident occurred
5 (6) (a) (ii) (b)	suspected or presumed fraud or irregularity or material defect identified in the internal control systems	√	
5 (6) (a) (ii) (c)	infringement of laws, regulatory	√	
5 (6) (a) (ii) (d)	Any other matter	√	
5 (6) (b)	Reporting to the Authorities	√	
5 (7)	Reporting to the Shareholders and General Investors	√	
6.00	Nomination and Remuneration Committee (NRC)		
6 (1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board	√	
6 (1) (b)	Assistance to the Board to formulation of the policy.	√	
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) (a)	The Committee shall comprise of at least three members including an independent director	√	
6 (2) (b)	All members of the Committee shall be non-executive directors	√	
6 (2) (c)	Members of the Committee shall be nominated and appointed by the Board	√	
6 (2) (d)	The Board shall have authority to remove and appoint any member of the Committee	√	
6 (2) (e)	Not remain vacant for more than 180 (one hundred eighty) days	√	
6 (2) (f)	Appointment of Advisors/expert/consultant suggested by Chairperson of the Committee.	√	

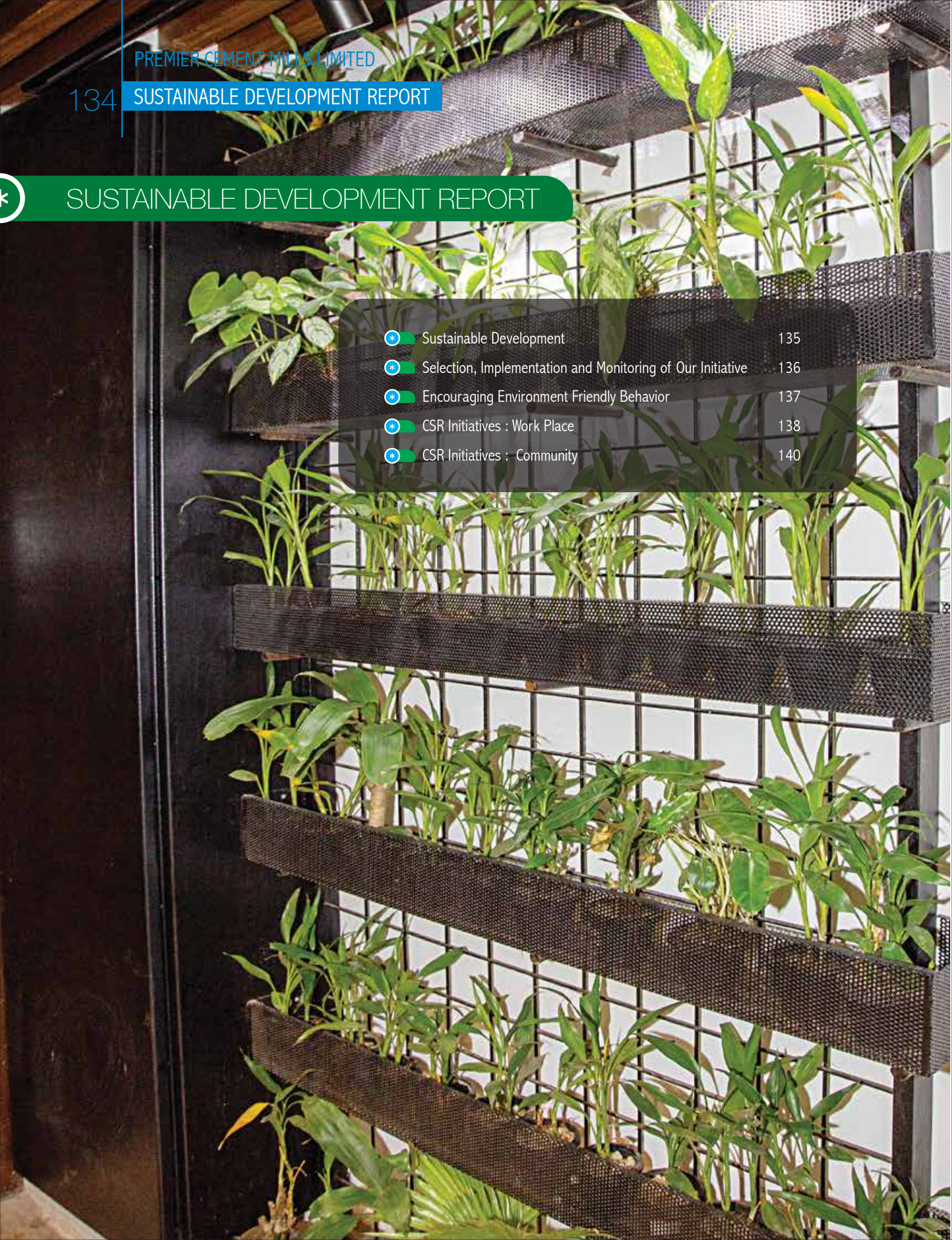
Condition No.	Title	Status Complied	Remarks
6 (2) (g)	Secretary of the Audit Committee.	√	
6 (2) (h)	Quorum of NRC meeting	√	
6 (2) (i)	Remuneration or others free	√	
6 (3)	Chairperson of the NRC	√	
6 (3) (a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director	√	
6 (3) (b)	In case of absence of any meeting	√	
6 (3) (C)	Chairman of the NRC shall remain present in the AGM.	√	
6 (4)	Meeting of the NRC	√	
6 (a)	At least one (01) meeting	√	
6 (b)	Any emergency meeting upon request by any member of the NRC	√	
6 (c)	Quorum of the NRC	√	
6 (d)	Recorded Minutes and minutes shall be confirmed in the next meeting of NRC	√	
6 (5)	Role of the NRC	√	
6 (5) (a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders	√	
6 (5) (b) (i)	Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following	√	
6 (5) (b) (i) (a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully	√	
6 (5) (b) (i) (b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks	√	
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	√	

Condition No.	Title	Status Complied	Remarks
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 top level executive.	√	
6 (5) (b) (iv)	Formulating the criteria for evaluation of performance of independent directors and the Board	√	
6 (5) (b) (v)	Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria	√	
6 (5) (b) (vi)	Developing, recommending and reviewing annually the company's human resources and training policies	√	
6 (5) (c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	√	
7.00	External or Statutory Auditors	√	
7 (1) (i)	Appraisal or valuation services or fairness opinions	√	
7 (1) (ii)	Financial information systems design and implementation	√	
7 (1) (iii)	Book-keeping or other services related to the accounting records or financial statements	√	
7 (1) (iv)	broker-dealer services	√	
7 (1) (v)	actuarial services	√	
7 (1) (vi)	internal audit services or special audit services	√	
7 (1) (vii)	any service that the Audit Committee determines	√	
7 (1) (viii)	audit or certification services on compliance of corporate governance as required under condition No. 9(1);	√	
7 (1) (ix)	any other service that creates conflict of interest	√	
7 (2)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company	√	The external audit have declared their compliances
7 (3)	Representative of the statutory auditors shall remain present in the AGM.	√	

Condition No.	Title	Status Complied	Remarks
8.00	Maintaining a website by the Company	√	
8 (1)	The company shall have an official website linked with the website of the stock exchange	√	
8 (2)	The company shall keep the website functional from the date of listing	√	
8 (3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange	√	
9.00	Reporting and Compliance of Corporate Governance	√	
9 (1)	Obtain certificate about compliance of conditions of Corporate Governance Guidelines	√	
9 (2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting	√	
9 (3)	Annexure attached in Director's report	√	

SUSTAINABLE DEVELOPMENT REPORT

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Premier Cement strongly believes that profitability greatly depends on healthy communities, growing economies as well as the optimum use of scarce natural resources. According to our realization, we have developed long term Sustainable Development Policies that help us to operate our business for the well-being of the environment and for the healthiness and safeties of people. Our sustainable development Principles draw our attention towards operational efficiency and innovation, healthy environment issues, waste management, welfare of society, quality improvement & cost reduction and creating values for the stakeholders.



The Sustainable Development is complementary to our process and progress. We are performing Corporate Social Responsibility (CSR) as a prime tool of Sustainable Development because we are not here only for making profit; we are here also for the welfare of communities and a healthy environment. We have devised a robust sustainable development process which has initiated by our management team. The process itself exhibits an elaborated procedure's layout as well as engagement with stakeholders and feeding their insight back into the process so that it can help business to prioritize concerns that ask for greater attention.

Sustainable development initiatives:

It has opened up a new window for companies to achieve competitive advantage over others through the adoption of sustainable practices. There is no need to explain that sustainability practices help a Company to achieve greater market share in the total market size and to robust higher shareholder value. Considering various opinions and feedbacks of the stakeholders, we have implemented several action plans and drives so that their impacts would be beneficial to environment and communities. The followings are the main focused actions which are the part of our sustainable practices:

SELECTION, IMPLEMENTATION AND MONITORING OF OUR CSR INITIATIVE

Selection:

Step-1: Obtain proposals for CSR initiative to be undertaken throughout the country from the various sources. In choosing a program the following points are kept in mind:

- I. The benefit that will be derived from the program
- II. The financial involvement
- III. The geographical location

We also follow the rules & regulations of Ministry of Finance published in 05 July 2011 in this respect.

Step-2: Evaluating the proposal by a committee formed with the heads of different departments.

Step-3: Getting the short-listed proposals approved from the Chairman/MD of the company who is empowered by the Board of Directors to accord approval.

Implementation:

After selection of CSR program, we formulate action plan, set the timeline & target based on the respective theme to implement the CSR initiative.

Monitoring: Finally we try to find out the social impact of our CSR initiative.



ENCOURAGING ENVIRONMENT-FRIENDLY BEHAVIOR

We are committed to safe guarding, protecting and preserving our physical environment for present and future generations to use and enjoy. We will develop and implement business practices consistent with sound environmental management and encourage and influence others to do the same. We will not engage in activities or develop products that have any significant negative impact on the environment.

We are responsible stewards of our natural and physical environment and natural resources including our soil, trees and plants, water, air, wild life and farm animals. We recognize that they are essential to the perpetuation of our communities and generations, and we commit to care for and protect them.

Air quality and noise:

The production of cement generally releases various pollutants into the environment. Our production processes mainly release dust, nitrogen oxides and sulfur compounds which are often subject to local regulation. Other pollutants such as dioxins, furans, volatile organic compounds and heavy metals are found in very small quantities in emissions from our cement plants. In addition we have purchased two compressors for fly ash suction. We have comprehensive continuous and discontinuous systems in place to monitor the release of major and minor emissions.

Waste management:

To minimize the waste products released from our production process, we have integrated waste management system into our operation in several respects. The rest of our operations produce comparatively little waste. We reuse many of the by-products of our operation into the production again. We continuously monitor our production process to ensure that waste products are kept to a minimal level.

Carbon footprint:

Climate change is getting paramount importance nowadays and it is one of the most critical global challenges in our time. We are committed to apply our skills, technologies and experiences to reduce the harmful effects of our operations to climate change. As a result the company is trying to maintain its production process in an eco-friendly and efficient way. At the same time the company is striving to limit the fossil fuels consumption for combustion in its cement grinding plants by adopting prudent strategies. Further, real time monitoring in every stages of production gives us the optimum level outcome of our fuels, utilities and natural resources consumption.

Adequate dust collectors

We are aware about the fact that suspended particles and dust emissions from our production process can affect the environment and local health severely. But as we never compromise on any issue related to the environment, our whole production units are equipped with adequate number of dust collectors to keep the amount of suspended particles in the air far below the acceptable limit. Thus Department of Environment, Government of People's Republic of Bangladesh has certified us by its environmental clearance and our aim is to remain constantly as one of the most complied companies in the industry regarding bio-diversity maintenance and environmental preservation.

CORPORATE SOCIAL RESPONSIBILITIES: WORKPLACE

We are well aware that employee engagement, training and retention are vital to achieve the goals of a company. We are enough proactive in implementing wide-reaching CSR program whether it be to increase our profit margin, to secure our marketing position or to increase our employee satisfaction. We are enough careful to ensure security and safety equally to every employee of the Company. The CSR programs are conducted in such a way that every employee can take pride in being a member of the company.

The working conditions, employees' health, workplace safety and their benefits are the major workplace CSR issues. Ensuring these aspects would result in the overall stability, reduce accidents and increase employee satisfaction. Premier Cement is incessantly contributing in the following matters to ensure a better and more suitable workplace equally to every employee in the organization.

Health & safety in the workplace:

Quality of work is mostly dependent on the overall health of the employees. So the health and safety of our employees have paramount importance to us. We make necessary investments in equipment and training to ensure that accidents and injuries are avoided. At Premier Cement, we engage ourselves to encourage every employee to maintain or improve his or her health and enable them to work with happiness and vigor. These include highly subsidized hygienic in-house catering support, pure drinking water supply,



in-house gymnasium and the scope of regular medical checkups domestically. Thus we are able to provide a safe and pleasant working environment equally to all. We provide our employees with enough opportunities to play football, volleyball on the Company's playground at the factory premise and they can also play table tennis at the workers' common room throughout the year. We arrange friendly football, volleyball, badminton, table tennis, chess competition on a regular basis as a part of recreation and to boost up mental health of our employees.

Providing hands on Training :

We provide on the job training for two or more months to the fresher joining our company. This is because no one is well tailored in every aspect of a given job and a newly recruited employee needs time to cope with the new environment and to understand his/her responsibilities and the organizational culture.

That is why we made basic orientation training compulsory for all new recruits which encompass every aspects of the Company. Besides that, some on the job need based technical trainings are also provided by internal trainers as well as external experts so that every employee can perform his or her job in a skilled and efficient way.

Hepatitis B vaccination drive:

Hepatitis B & C viruses are called "Silent Killers" because most times significant symptoms are not visible in the victim's body. The main reason of liver cancer is Hepatitis B & C virus. Due to this virus more than 1.4 million people die every year worldwide & approximately 4



thousand people die in a day. The number of people in our country getting affected by this virus is not negligible although it can be prevented. Only a vaccine can save their lives.

To protect our employees and make the population immune to this disease, PCML organized “Free Hepatitis B Tikadan Kormosuchi-2017” at the corporate office of PCML for its employees and their families in collaboration with National Liver Foundation. Mr. Prof. Mohammad Ali, Fellow Hepato-Biliary-Pancreatic Surgery and Liver Transplant, BIRDEM Hospital was present as the Chief Guest and gave a brief about the eradication of Hepatitis B & C and the need for vaccination of the virus and treatment of the disease.

Annual Sports Competition

For prolong, healthy, peaceful, relaxed and happier life people of every ages must take part in sports and games. Sports also act as a source of motivation and revitalization of mind and body. Due to urbanization and lack of playgrounds the opportunity of sport and game are reducing day by day. To keep the employees healthy & sound Premier Cement provides opportunity to its employees to take part in various indoor and outdoor games such as Table-tennis, Football, volleyball, Badminton throughout the year. It also arranges annual sports like Mini Marathon, 400 meter, 200 meter and 100 meter sprint and other funny games for different age groups in addition regular games. Employees and workers from all levels irrespective of rank and status take part in these events.



CORPORATE SOCIAL RESPONSIBILITIES: COMMUNITY

Relief of Rohingya Repatriation

Since 25 August 2017 more than 1,000,000 Rohingya Muslims have fled Burma's Rakhine State to escape the military's large-scale campaign of ethnic cleansing. The atrocities committed by Burmese security forces, including mass killings, sexual violence, and widespread arson, amount to crimes against humanity.

As Part of CSR activities, our CSR team in collaboration with Bangladesh Army distributed emergency warm cloth to Rohingya Refugees.

Beautification Project

Premier Cement is committed to safe guarding, protecting and preserving our physical environment for present and future generations to use and enjoy. As per our commitment we regularly conduct beautification activities across the country. In 2017 we sponsored a beautification project where more than 2000 various flower saplings were planted under Kadamtoly Fly over, Chittagong.

Advisory support:

We provide exclusive advisory support to our clients and other land owners on how they can build eco-friendly buildings. We are aware that due to land shortage and higher demand for individual house units it has become very difficult for individual home makers and apartment builders to give up an inch of space from their construction for environment purpose. Thus our numerous trained technical support team members visit different sites in various locations, and plants in-house plantation, green decoration and eco-friendly construction for free.

PCML stands by worse flood victims of Kurigram:

Last year, heavy rains in the main river basins of Bangladesh and upstream catchments of India caused severe flooding in the north and north-eastern parts of Bangladesh affecting an estimated 1.9 million people across 19 districts. As Part of CSR activities Premier Cement distributed emergency relief among 1000 flood-hit families of Kurigram. Each of the beneficiary family received Rice, oil, salt, Potato, garlic, onion as well as dry food.





PCML Assists Rajshahi University Readers' Forum (RURF)

RURF is currently one of the largest Forums among other University Forums in our country. It's a career oriented and voluntary organization at the University of Rajshahi. The organization is always dedicated to provide those programs which are mostly needed to build a bright career. The mission and vision of this organization is to help the students of Rajshahi University in acquiring extra-curriculum skills along with the academic knowledge. RURF includes job preparation courses, Computer courses, English Language courses etc. as its regular activities. At this point of time due to the lack of physical facilities and other equipment many students are attending their classes under open sky, stated Professor Dr. Muhammad Mizanuddin, Vice-Chancellor of the University. We always encourage the organizers in these types of activities and feel proud when we can participate in these kinds of initiatives. As part of our CSR initiative, we have provided them with some quantities of cement at free of cost & are selling cement to them without making any profit for the construction of new buildings at RURF.

Contribution to Bangladesh Network office for Urban Safety (BUNS), BUET

Dhaka is one of the most densely populated cities in the world. More than 20.00 million people live in this City. According to Earthquake Disaster Risk Index (EDRI) parameters, Dhaka is one of the top twenty cities in the world which are prone to high earthquake risks (Cardonaetal, 1999). The hazard that is inferred from tectonic analysis is backed by historic evidences. Bangladesh, a country of multiple natural disaster vulnerabilities, and its capital Dhaka are under the looming threat of grim earthquakes. Records show that large earthquakes have previously ravaged the country and the neighboring region several times over the last 450 years. Bangladesh Network Office for Urban Safety, BUET is taking a courageous attempt. This is the first time they are performing research for SHAKETABLE

demonstration of Earthquake Resistance Capacity Reinforced Cement Concrete (RCC) Building.

As a part of our commitment we have donated Tk.1,260,000 to Prof. Dr. Mehedi Ahmed Ansary, Director, BUNS for conducting this research.

[Donation to Ministry of Shipping-Government of the People's Republic of Bangladesh for observance of Annual Nou Nirapattah Saptaha 2016:](#)

We all that know every year a large number of passengers travelling through water transports are succumbed to accidents while travelling through passengers' vessel especially during Eid festivals. We welcome the awareness program conducted for Training & skill development for the riverine safety organized by the Ministry of Shipping every year. We are happy to be a part of this program by actively participating in organizing the program.

[Education & Skill Development Program:](#)

Unemployment is one of the major problems in our country. This rate is increasing day by day due to lack of skilled & knowledgeable personnel and also due to shortage of job opportunity. As part of our commitment to sustainable development, Premier Cement opened a vocational Training Institute namely Premier Institute of Science & Technology.

The main objective of this Institute is to reduce the percentage of unemployment rate of our country by enhancing skill & knowledge of new entrants/job seekers thereby attaining vision 2021 and Sustainable Development Goal.

[Donation and construction](#)

In a capitalistic world, a major portion of the total population is becoming poor day by day. The inequality between the needy and the rich people are widening. Needy people are deprived from their basic human needs and at the same time the rich people are enjoying





all modern amenities. We are donating a significant amount of money and our products over the years to different mosques, schools and madrasahs for construction purposes in the view of eliminating illiteracy and for socio-economic development of our country.

Blood Donation Program

We all know that blood has no substitute. Poor people suffer a lot due to the shortage of blood at times of necessity. As parts of our commitment towards the society, we organize blood donation program on various occasions (International Mother Language Day, Independence Day and Victory Day) at our corporate office as well as in our factory premises. Our PCML staff donates blood to various hospitals for the treatment of poor patients suffering from various diseases during the donation program. Moreover we have blood group-wise complete data base of our employees who voluntarily donate blood to other employees, their relatives, friends and families in case of emergency.

Tree plantation and awareness program:

To maintain ecological balance and to protect our environment we regularly conduct plantation activities across regions of the country.

Our Corporate tree planting program is a part of our Sustainable Development process that helps us to bring communities together and make a positive contribution to the environment as well. Every year, the Company plants significant number of saplings at road side and rural, coastal and flood affected areas of the country. Furthermore we arranged several awareness programs this year to educate, motivate and to create a sense of environmental responsibility among the local people.

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Financial
Statements

A magnifying glass with a black frame and a gold-colored handle is positioned over a white document. The document features the text "Financial statements" in a large, bold, blue font. A silver and black pen is also visible, pointing towards the text. The background is a solid blue color.

**Financial
statements**

Opinion

We have audited the consolidated financial statements of Premier Cement Mills Limited and its subsidiaries (the "Group") as well as the separate financial statements of Premier Cement Mills Limited (the Company), which comprise the consolidated and separate financial position as at 30 June 2019, and the consolidated and separate statement of comprehensive income, consolidated and separate statement of changes in equity and consolidated and separate statement of cash flows for the year then ended, and notes to the consolidated and separate financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying consolidated and separate financial statements give a true and fair view, of the consolidated financial position of the Group and the separate financial position of the Company as at 30 June 2019, and of its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) as explained in note 2.

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 Auditors' Responsibilities for the Audit of the Consolidated and Separate 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 and the Institute of Chartered Accountants of Bangladesh (ICAB) Bye-Laws. 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 consolidated and separate financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Head	Key Audit Matters	Our response to the risk
Revenue	<p>Key Audit Matters</p> <p>At year end the Group reported total revenue of BDT 11,999,430,660.</p> <p>This is an area considered to be complex and judgmental. Therefore, there is a risk of the revenue being misstated as a result of absence of a contract with the customer, failure to properly identify various performance obligations, Where the transaction price appears to be undeterminable, Where the allocation of transaction price appears to be incorrect, and entity has not satisfied the performance obligations.</p> <p>There is also a risk that revenue may be misstated due to fraud, through misstating of price declaration, unrecorded sales, maintaining accrual concept for invoicing, recognition within the Cutoff period, inaccurate sales figure, and unauthorized sales.</p> <p>The Company's disclosures about Revenue are included in note 3.14 and 24 to the financial statement.</p>	<p>Our response to the risk</p> <p>We have assessed the appropriateness of the Group's revenue recognition accounting policies by comparing the applicable accounting standards.</p> <p>Tested the effectiveness of the Group's control over the calculation and timing of revenue recognition.</p> <p>Our substantive procedures in relation to the revenue recognition comprises the following:</p> <ul style="list-style-type: none"> • Obtained supporting documentation for the recorded sales. • Checked the applicable rate of VAT & Mushak-1 and reconciled with Mushak- 17 & 19. • Checked and verified sales register with commercial invoice. • Performed reconciliation of sales with accounts receivable. • Checked the cutoff period of transaction. • Checked the procedures of sales performed in accordance with the entity's sales policy. • Critically assessing manual journal posted to revenue to identify unusual or irregular items; and • Finally assessed the appropriateness and presentation of disclosures against relevant accounting Standards.

Head	Key Audit Matters	Our response to the risk
Cost of sales	<p>At year end the Group reported total Cost of Sales of BDT 10,287,601,525.</p> <p>This is an area considered to be complex and judgmental due to presence of inventories in different forms and a complex production process.</p> <p>There is also a risk that cost of sales may be misstated due to fraud and manipulation for achieving cost controls as required by the management or for manipulating the tax liability in relation to profits.</p>	<p>We have assessed the appropriateness of the Group's Cost of Sales recognition accounting policies.</p> <p>Tested the effectiveness of the Group's control over the calculation of inventories and material consumption for the period.</p> <p>Our substantive procedures in relation to the Cost of sales comprises the following:</p> <ul style="list-style-type: none"> • Obtained supporting documents for cost of sales recorded either side of year end after the year end date to determine whether cost of sales was recognized in the correct period; • Checked the applicable rate of VAT & Mushak-1 and reconciled with Mushak- 16 & 19. • Conducted factory visit to verify the inventory and checked & verified the inventory with register. • Verifying a sample of L/C documents against the goods received and the cost shown on imported and exported goods. • Agreeing a sample of purchases against requisition, Good received notes, purchase register and supporting documentation; • Critically assessing manual journals posted to cost of sales to identify unusual or irregular items; and • Finally assessed the appropriateness and presentation of disclosures against relevant accounting Standards.
Capital work-in-progress	<p>The Company's disclosures about Cost of sales are included in note 25 to the Financial Statement.</p> <p>The company's Capital Work-In-Progress for the year ended 30 June 2019 was BDT 3,917,092,896 which increased by BDT 3,046,391,523 compared to the previous financial year (30 June 2018 BDT. 870,701,373), an increase of 350% from last year.</p> <p>As capital work in progress had a substantial increase over the year and has risks of fictitious additions, inaccurate valuation & inappropriate recognition, significant judgement is required on the figure classified as Capital Work-In-Progress.</p> <p>The Company's disclosures about Capital Work-In-Progress are included in note 3.04.02 and 5 to the Financial Statement.</p>	<p>We have assessed the appropriateness of the Group's Capital Work in Progress in accordance to IAS 16 Property, Plant & Equipment and IAS 23 Borrowing Cost.</p> <p>Our substantive procedures in relation to the Capital Work In Progress recognition comprises the following:</p> <ul style="list-style-type: none"> • Assessed the client schedule and calculations made for the recording the total Capital Work in Progress. • Agreeing a sample of the construction costs capitalized to supporting documentation; • Agreeing the loan interest capitalized were in accordance with the requirements of IAS 23- Borrowing Costs. • Critically assessing manual journals posted to Capital Work-In-Progress to identify unusual or irregular items; and • Finally assessed the appropriateness and presentation of disclosures against relevant accounting Standards.

Head	Key Audit Matters	Our response to the risk
Loan from Directors	<p>The company's Loan from directors for the year ended 30 June 2019 was BDT 1,530,000,000 which increased by BDT 1,019,580,000 compared to the previous financial year (30 June 2018 BDT. 510,420,000), an increase of 200% from last year.</p> <p>As Loan from Directors had a substantial increase over the year and has risks of fictitious additions, significant judgement is required on the figure classified as Loan from Directors.</p> <p>Determination of arm's length transaction and adequate disclosure against related party transaction are also required which makes the head of account significant to our audit.</p>	<p>We have assessed the appropriateness of the Group's Loan from Directors.</p> <p>Our substantive procedures in relation to the Loan from Directors recognition comprises the following:</p> <ul style="list-style-type: none"> Assessing the client schedule and calculations made for the recording the total Loan from Directors. Agreeing the loan amount received as shown in financial statement with their receipts through cash or banking channel. Finally assessed the appropriateness and presentation of disclosures against relevant accounting Standards.
Deferred Tax	<p>Group reported net deferred tax liabilities totaling BDT 441,597,333 as at 30 June, 2019.</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 Company's disclosures about Deferred Tax are included in note 3.10.2 and 16 to the Financial Statement.</p>	<p>We obtained an understanding, evaluated the design and tested the operational effectiveness of the Bank's key controls over the recognition and measurement of DTAs and the assumptions used in estimating the Bank's future taxable income.</p> <p>We also assessed the completeness and accuracy of the data used for the estimations of future taxable income.</p> <p>We involved tax specialists to assess key assumptions, controls, recognition and measurement of DTs.</p> <p>Finally assessed the appropriateness and presentation of disclosures against IAS 12 Income Tax.</p>
Preparation of consolidated financial statements	<p>Premier Cement Limited has significant investments in Premier Power Generation Limited since 2006.</p> <p>Premier Cement Limited has determined that it has acquired significant control over Premier Power Generation Limited through the common directorship and holding 96% of shares in Premier Power Generation Limited thereby giving unrestricted control.</p> <p>Determination of significant control requires careful assessment of different elements.</p> <p>Furthermore, introduction of a subsidiary requires significant amendments in preparing the financial statements including preparation of consolidated financial statements which requires range of adjustments and additional disclosure requirements.</p> <p>The Company's disclosures relating to consolidation is included in note 2.1 to the financial statements.</p>	<p>We have obtained an understanding of the consolidation process, including transactions undertaken between these Companies.</p> <p>We have carried out risk assessment pertaining to consolidation and the adjustments necessary to properly prepare the consolidated financial statements. We have also carried out an assessment of the inherent limitations to consolidation processes to address them.</p> <p>Finally we have reviewed the appropriateness and presentation of disclosures against relevant accounting standards and guidelines.</p>

Materiality

The scope of our audit was influenced by materiality point of view. We set certain quantitative thresholds for materiality. These together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures on the individual financial statement line items and disclosures and in evaluating the effect of misstatements, both individually and in aggregate on the financial statements as a whole.

Based on our professional judgment, we determined materiality for the financial statements as a whole as follows:

Overall materiality	Tk. 32,890,367 (30 June 2018 : Tk. 31,853,348)
How we determined it	5% of average profit or loss before tax of the last 5 years
Rational for benchmark applied	Profit or loss before tax is a key measure used by the shareholders in assessing the performance of the group, and is a generally accepted auditing benchmark.

Performance materiality is the application of materiality at the individual account or balance level. It is set at an amount to reduce to an appropriate low level the probability that the aggregate of uncorrected and undetected misstatements exceeds materiality.

On the basis of our risk assessments together with our assessment of the Company's overall control environment, our judgement was that performance materiality was 75% (30 June 2019 :75%) of our planning materiality namely Tk. 24,667,775 (30 June 2018 : Tk. 23,890,011). We have set performance materiality at this percentage due to our previous experience as auditors of the Company from which we concluded that there is a lower expectation of material financial statement inaccuracies due to the Company's limited business nature and only minor audit differences resulting from our prior and current year work. Our approach is consistent with prior year.

Other Information

Management is responsible for the other information. The other information comprises all of the information in the Annual Report other than 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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, on the other information obtained prior to the date of this audit report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated and Separate Financial Statements and Internal Controls

Management is responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with IFRSs as explained in note 02, and for such internal control as management determines is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error. The Companies Act, 1994 require the Management to ensure effective internal audit, internal control and risk management functions of the Company.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosed in note 2.07, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements

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

decisions of users taken on the basis of these consolidated and separate financial statements

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

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group 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 consolidated and separate financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other Legal and Regulatory Requirements

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

- (i) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- (ii) In our opinion, proper books of accounts as required by law have been kept by the Group and the Company so far as it appeared from our examination of those books and proper returns adequate for the purpose of our audit have been received from branches not visited by us;
- (iii) The consolidated and the separate statements of financial position and statement of comprehensive income dealt with by the report are in agreement with the books of accounts and returns; and
- (iv) The expenditures incurred were for the purpose of the Company's business for the year.

The report is signed by Mr. Md. Syful Islam FCA for and on behalf of the Firm.



Syful Shamsul Alam & Co.
Chartered Accountants

Dhaka,
Dated: 24 October 2019

	Notes	30 June 2019	30 June 2018
		Taka	Taka
ASSETS			
Non-current assets			
Property, plant and equipment	4	6,199,568,474	5,962,144,721
Capital work -in - progress	5	3,917,092,896	870,701,373
Investment in associate	6.01	106,497,835	70,000,000
		10,223,159,204	6,902,846,094
Current assets			
Inventories	7	877,510,398	495,177,438
Trade and other receivables	8	2,220,587,712	2,404,625,586
Advances, deposits and pre-payments	9	3,828,456,068	2,760,471,909
Current account with associate (NCML)	6.03	1,364,425,536	731,812,819
Investment in FDR	10	142,517,994	194,812,845
Cash and bank balances	11	169,269,065	77,432,884
		8,602,766,772	6,664,333,480
Total assets		18,825,925,977	13,567,179,574
EQUITY AND LIABILITIES			
Equity			
Share capital	12	1,054,500,000	1,054,500,000
Revaluation reserve		501,202,886	510,764,343
Share premium		441,835,000	441,835,000
Retained earnings		3,083,637,540	2,540,747,460
		5,081,175,426	4,547,846,803
Non-controlling interest	13	14,493,053	13,092,504
		5,095,668,479	4,560,939,307
Non-current liabilities			
Loan from Directors	14	750,420,000	-
Deferred tax liabilities	16	446,204,090	408,605,069
Long term loan	17	2,436,358,888	86,213,888
Defined contribution obligations (Gratuity)	18	134,818,365	138,135,124
		3,767,801,344	632,954,082
Current liabilities			
Trade and other payables	19	1,756,914,122	663,822,816
Short term bank loan	20	5,618,198,898	6,403,871,134
Loan from Directors	15	1,530,000,000	510,420,000
Current portion of long term loan	17.02	466,008,016	374,824,188
Liability for other finance	22	3,390,472	3,240,690
Workers' participation fund		38,740,612	27,326,225
Provision for taxation	23	549,204,034	389,781,133
		9,962,456,154	8,373,286,185
Total equity and liabilities		18,825,925,977	13,567,179,574
Net assets value per share		48.19	43.13

The annexed notes from 01 to 41 form an integral part of these financial statements.

The separate financial statements of the Company are attached herewith from page 39 to 60.


Company Secretary


Director


Managing Director



Place: Dhaka

Dated: 24 October 2019

As per our report of same date

Syful Shamsul Alam & Co.
Chartered Accountants

FOR THE YEAR ENDED 30 JUNE 2019

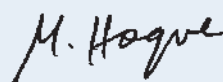
	Notes	30 June 2019	30 June 2018
		Taka	Taka
Revenue	24.00	11,999,430,660	10,049,865,124
Cost of sales	25.00	(10,287,601,525)	(8,532,980,779)
Gross profit		1,711,829,134	1,516,884,345
Other income / (expenses)	26.00	115,361,527	12,835,605
Administrative expenses	27.00	(124,119,368)	(107,034,888)
Selling & distribution expenses	28.00	(419,346,554)	(418,729,374)
Profit before interest and tax		1,283,724,739	1,003,955,687
Share of profit from associate company	6.01	9,122,706	-
Finance costs	29.00	(444,280,867)	(398,173,510)
Contribution to WPPF		(38,740,612)	(27,326,225)
Profit before tax		809,825,966	578,455,952
Current tax expenses	23.00	(159,422,901)	(102,397,893)
Deferred tax income/(expenses)	16.00	(37,599,021)	(33,875,430)
Profit for the year		612,804,044	442,182,629
Other comprehensive income			
Revaluation of property, plant & equipment		-	-
Income tax on other comprehensive income		-	-
Total comprehensive income for the year		612,804,044	442,182,629
Profit attributable to:			
Owners of the company		611,403,495	441,055,242
Non-controlling interest	13.00	1,400,549	1,127,387
		612,804,044	442,182,629
Total comprehensive income attributable to:			
Owners of the company		611,403,495	441,055,242
Non-controlling interest		1,400,549	1,127,387
Total comprehensive income for the period		612,804,044	442,182,629
Basic earnings per share (par value of Tk. 10)	30.00	5.80	4.18

The annexed notes from 01 to 41 form an integral part of these financial statements.

The separate financial statements of the Company are attached herewith from page 39 to 60.



Company Secretary



Director

As per our report of same date



Managing Director



Syful Shamsul Alam & Co.
Chartered Accountants

Place: Dhaka

Dated: 24 October 2019

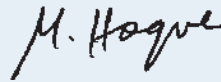
Amount in Taka

Particulars	Share capital	Share Premium	Revaluation reserve	Retained earnings	Total	Non-controlling interest	Total equity
Balance at 30 June 2017	1,054,500,000	441,835,000	521,050,535	2,300,306,025	4,317,691,560	11,965,117	4,329,656,677
Net profit for the year	-	-	-	441,055,242	441,055,242	1,127,387	442,182,629
Dividend paid	-	-	-	(210,900,000)	(210,900,000)	-	(210,900,000)
Depreciation on revalued assets	-	-	(10,286,192)	10,286,192	-	-	-
Balance at 30 June 2018	1,054,500,000	441,835,000	510,764,343	2,540,747,459	4,547,846,802	13,092,504	4,560,939,306
Balance at 01 July 2018	1,054,500,000	441,835,000	510,764,343	2,540,747,459	4,547,846,802	13,092,504	4,560,939,306
Net profit for the year	-	-	-	611,403,495	611,403,495	1,400,549	612,804,044
Dividend paid	-	-	-	(105,450,000)	(105,450,000)	-	(105,450,000)
Opening profit/(loss) share from associate company	-	-	-	27,375,129	27,375,129	-	27,375,129
Depreciation on revalued assets	-	-	(9,561,457)	9,561,457	-	-	-
Balance at 30 June 2019	1,054,500,000	441,835,000	501,202,886	3,083,637,540	5,081,175,426	14,493,053	5,095,668,479

Revaluation surplus amounting to Tk. 9,561,457 has been transferred to retained earnings for the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the assets original cost. The amount has been netted off for tax.



Company Secretary



Director



Managing Director

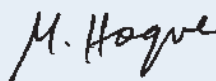
Place: Dhaka

Dated: 24 October 2019

	30 June 2019	30 June 2018
	Taka	Taka
Cash flows from operating activities		
Receipt from customers	12,244,950,544	9,762,979,193
Payment to employees	(379,148,702)	(370,835,659)
Payment to suppliers	(10,525,651,769)	(7,677,963,183)
Cash generated from operating activities	1,340,150,074	1,714,180,351
Other income	27,742,615	(17,711,724)
Interest paid	(421,418,145)	(394,278,753)
Dividend Paid	(31,181,758)	(210,698,034)
Advance income tax refund	180,819,064	-
Tax paid	(457,671,361)	(366,140,083)
A. Net cash from operating activities (Notes - 41.05)	638,440,489	725,351,757
Cash flows from investing activities		
Purchase of property, plant & equipment	(589,846,765)	(963,565,659)
Capital work-in-progress (WIP)	(3,428,126,369)	(829,329,383)
Sale of property, plant & equipment	1,307,195	6,096,000
Advance to Associate	(556,716,491)	(326,977,459)
Investment in FDR	52,294,851	(10,285,389)
B. Net cash used in investing activities	(4,521,087,579)	(2,124,061,890)
Cash flows from financing activities		
Receipt/(payment) from long term borrowings	1,846,770,946	(296,406,361)
Receipt/(payment) from short term borrowings	(228,350,322)	1,213,776,351
Loan from Directors	1,770,000,000	510,420,000
From other finance	149,782	-
Receipt/(payment) of lease finance	585,912,866	(53,913,526)
C. Net cash from financing activities	3,974,483,272	1,373,876,464
Net increase in cash and bank balances (A+B+C)	91,836,182	(24,833,669)
Cash and bank balances at the beginning of the year	77,432,884	102,266,553
Cash and bank balances at the end of the year	169,269,065	77,432,884
Net operating cash flow per share (NOCFPS)	6.05	6.88



Company Secretary



Director



Managing Director

Place: Dhaka

Dated: 24 October 2019

1.00 REPORTING ENTITY**1.01 Formation and legal status**

Premier Cement Mills Limited, (hereinafter referred to as PCML or the holding Company) a Public Limited Company was incorporated on 14 October 2001 under the Companies Act XVIII of 1994 having its registered office in Chittagong. Presently the Company has a subsidiary namely "Premier Power Generation Limited" where PCML holds 96% of its shares and PCML also has an associate company namely "National Cement Mills Limited" holding 18.67% of its shares.

Premier Power Generation Limited, (hereinafter referred to as PPGL or the subsidiary company) a private limited company was incorporated on 07 September 2006 under the Companies Act 1994 having its registered office in Chittagong with an installed capacity of 5.34 MW run by Natural Gas from TGTDC.

National Cement Mills Limited, (hereinafter referred to as NCML or the associate company) a public limited company was incorporated on 10 September 1996 with an installed capacity of 1400 MT per day at Issa Nagar, Karnafully, Chittagong.

1.02 Nature of business

The Company is manufacturing cement from various raw materials i.e. Clinker, Gypsum, Slag, Lime Stone, Fly Ash etc. at its manufacturing plant located at West Muktarpur, Munshigonj and marketing the same in local as well as foreign markets.

2.00 Basis of preparation, presentation and disclosures of financial statements**2.01 Statement of compliance**

The financial statements have been prepared on a going concern basis following accrual basis of accounting except for cash flow statement in accordance with the International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs).

2.02 Other regulatory compliances

The Companies are also required to comply with the following major laws and regulation in addition to the Company Act 1994:

The Securities and Exchange Rules, 1987

The Securities & Exchange Ordinance, 1969

The Income Tax Ordinance, 1984

The Income Tax Rules, 1984

The Value Added Tax Act, 1991

The Value Added Tax Rules, 1991

The Customs Act, 1969

2.03 Basis of measurement

These financial statements have been prepared on a historical cost basis except for property, plant and equipment which are measured at revalued amount.

2.04 Functional and presentation currency

These financial statements are prepared in Bangladesh Taka (Taka/ Tk.), which is the company's functional currency. All financial information presented in Taka has been rounded off to the nearest integer.

2.05 Use of estimates and judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of Assets, Liabilities, Income and Expenses.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the following notes:

Note 4	Property, plant and equipment
Note 6	Inventories
Note 7	Trade and other receivables
Note 14	Deferred tax liability
Note 16	Defined benefit obligations (Gratuity)
Note 17	Trade and other payable
Note 21	Provision for taxation
Note 31	Contingent liabilities

2.06 Changes in accounting policy

The company has applied the IAS/IFRS 10, 12 & 13 from the year 2013-14 and IAS/IFRS 9 & 15 from the year 2018-19.

IFRS 9	Financial Instruments
IFRS 10	Consolidated Financial Statements
IFRS 12	Disclosure of interests in other entities
IFRS 13	Fair Value Measurement
IFRS 15	Revenue from Contract with Customer

These standards have been applied prospectively and are applicable to companies from 1 January 2013 & 1 January 2018.

2.07 Going concern

The company has adequate resources to continue in operation for foreseeable future. For this reason the directors continue to adopt going concern basis in preparing the Financial Statements. The current credit facilities of the company provide sufficient fund to meet the present obligations of its existing businesses and operations.

2.08 Applicable accounting standards

The following IASs and IFRSs are applicable for the financial statements for the year under review:

IAS - 1	Presentation of Financial Statements
IAS - 2	Inventories
IAS - 7	Statements of Cash Flows
IAS - 8	Accounting Policies, Changes in Accounting Estimates and Errors
IAS - 10	Events after the Reporting Period
IAS - 12	Income Taxes
IAS - 16	Property, Plant and Equipment
IAS - 17	Leases
IAS - 19	Employee Benefits
IAS - 21	The Effects of Changes in Foreign Exchange Rates
IAS - 23	Borrowing Costs
IAS - 24	Related Party Disclosures
IAS - 27	Separate Financial Statements (Revised 2011)
IAS - 28	Investment in Associate
IAS - 32	Financial Instruments: Presentation
IAS - 33	Earnings Per Share
IAS - 34	Interim Financial Reporting, Comparative information
IAS - 36	Impairment of Assets
IAS - 37	Provisions, Contingent Liabilities and Contingent Assets
IAS - 38	Intangible Assets
IFRS - 3	Business Combinations
IFRS - 7	Financial Instruments: Disclosures

- IFRS - 9 Financial Instruments
- IFRS - 10 Consolidated Financial Statements
- IFRS - 12 Disclosure of interest in other entities
- IFRS - 13 Fair value measurement
- IFRS - 15 Revenue from Contract with Customer
- IFRS - 16 Leases *

* Leases presented in the financial statement has been recognized as per the requirements of IAS 17. The applicability of IFRS 16 has come into effect from 1st January 2019. We will implement the standard from the following financial year.

2.09 Reporting period

The accounting period of the company covers one financial year from 1st July to 30th June consistently.

2.10 Principles of consolidation and disclosure of interest in other entities

Subsidiary is an enterprise controlled by the parent entity. Control exists when an investor is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those re-turns through its power over the investee. The financial statements of subsidiary are included in the consolidated financial statements from the date that control commences until the date that control ceases. The consolidated financial statements have been prepared in accordance with IFRS 10 Consolidated Financial Statements.

The group eliminates in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full).

Non-controlling interests

The group presents non-controlling interests in its consolidated statement of financial position within equity, separately from the equity of the owners of the parent.

The group attributes the profit or loss and each component of other comprehensive income to the owners of the parent and to the non-controlling interests. The proportion allocated to the parent and non-controlling interests are determined on the basis of present ownership interests.

Premier Power Generation Limited is a subsidiary company of PCML. The Company has made 96% investments in its subsidiary. PCML is exposed to and has rights, to variable returns from the subsidiary and also has the ability to affect those returns through its power over PPGL.

National Cement Mills Limited is an associate company of PCML. The company owns 18.67% of the equity share capital in NCML prior to current year PCML exerts control on NCML with remaining 60% voting rights through common directorships. The management has decided to consolidate the financial statements of NCML in accordance with IFRS 10 for reporting purpose up to 30-06-2017. In the year 2017-2018 there was a major change in the shareholding position of NCML and directorship and PCML lose control in the decision making of NCML through voting right hence the company decided not to consolidate the financial position of NCML. As per equity method (Ref.IAS-28) share of profit from associate company's shown in the "Consolidated statement of profit or loss and other comprehensive Income" and is added with investment in Associate.

3.00 Summary of significant accounting policies

The specific accounting policies selected and applied by the company's directors for significant transactions and events that have material effect within the framework of IAS-1 "Presentation of Financial Statements", in preparation and presentation of financial statements have been consistently applied throughout the year and were also consistent with those used in earlier years.

For a proper understanding of the financial statements, these accounting policies are set out below in one place as prescribed by the IAS-1 "Presentation of Financial Statements". The recommendations of IAS-1 relating the format of financial statements were also taken into full consideration for fair presentation.

3.01 Consistency

The accounting policies and methods of computation used in preparation of financial statements for the year ended 30 June 2018 are consistent with those policies and methods adopted in preparing the financial statements for the year ended 30 June 2019.

3.02 Transactions in foreign currencies

Foreign currency transactions are recorded at the applicable rates of exchange ruling on the date of transactions.

Other monetary assets & liabilities, if any, denominated in foreign currencies at the Balance Sheet date are translated at the applicable rates of exchange ruling at that date and the related exchange differences are charged off as revenue expenditure.

3.03 Financial instruments

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

"A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. It is recognized by IFRS 9 -Financial Instrument. The entity has recognized its financial instruments as per IFRS 9 - Financial Instruments from 2018-19 financial year."

3.03.01 Financial assets

The group initially recognises loans and receivables and deposits on the date that they are originated. All other financial assets are recognised initially on the trade date, which is the date the Group becomes a party to the contractual provisions of the instrument.

The group derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred.

Financial assets include cash and bank balances, trade and other receivable, advances, deposits and prepayments, etc.

3.03.01.01 Cash and bank balances

This comprises of cash in hand, deposits held at call with banks, and bank overdrafts are shown in current liabilities on the balance sheet which are held and available for use by the company without any restriction. There is insignificant risk of change in value of the same.

3.03.01.02 Trade and other receivables

Trade and other receivables represent the amounts due from local and foreign customers etc. Trade receivables are stated at net.

Provision for doubtful debts is made based on the company policy. Bad debts are written off on consideration of the status of individual debtors.

3.03.02 Financial liabilities

The group recognizes all financial liabilities on the trade date which is the date the group becomes a party to the contractual provisions of the instrument.

The group derecognizes a financial liability when its contractual obligations are discharged, cancelled or expired. Financial liabilities comprise trade and other creditors only.

3.03.02.01 Trade and other payables

The group recognizes a financial liability when its contractual obligations arising from past events are certain and the settlement of which is expected to result in an outflow from the company of resources embodying economic benefits.

3.04 Property, plant and equipment

3.04.01 Recognition and measurement

Items of property, plant and equipment are carried at revalued amount, being fair values at the date of revaluation less subsequent accumulated depreciation and subsequent impairment losses, if any.

Subsequent costs

The cost of replacing a part of property, plant and equipment is recognized in the carrying amount of the item if it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the statement of comprehensive income during the financial period in which they incurred.

Depreciation

In respect of fixed assets other than freehold land, depreciation is provided on reducing balance method over their expected useful life and day basis depreciation charged in addition to fixed assets during the year. No depreciation is charged on freehold land considering its unlimited life.. The annual depreciation rates for different category of assets are as follows:

Category of assets	Rate	
	PCML	PPGL
Land and land development	0%	0%
Factory Building	3%	0%
Jetty Construction	3%	0%
Electric Installation	8%	0%
Plant & Machinery	8%	6%
Boundary Wall & Fencing	5%	0%
Furniture & Fixtures	10%	10%
Telephone & Fax Installation	15%	0%
Loose Tools	15%	0%
Motor Vehicles	15%	0%
Motor Vehicles- Employee	20%	0%
Office Building & Shed	3%	0%
Office Equipment	15%	20%
Tube-Well	15%	0%
Air Compressor	15%	0%
Grinding Media	33%	0%
Lab Equipment	10%	0%
Vessel	10%	0%
Portable Cement Silo	3%	0%
Office Decoration	15%	15%
Generator Building	0%	10%
Software	10%	0%

Depreciation charged during the year is allocated to cost of sales, administrative expenses, carrying income / (loss) and selling & distribution expenses based on usage/consumption of economic benefits.

Upon retirement of assets, no depreciation is charged in the year of retirement and the cost and related accumulated depreciation are eliminated from the accounts and resulting gain or loss is charged or credited to profit and loss account.

Leasehold assets

Assets held under finance leases are recognised as assets of the Company at their fair value at the date of acquisition or, if lower, at the present value of the minimum lease payments. The corresponding liability is included in the balance sheet as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly against income.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets.

3.04.02 Capital work-in-progress (with valuation method)

Property, plant and equipment under construction/acquisition is accounted for as capital work-in-progress until construction/acquisition is completed and measured at cost.

3.05 Inventories

Nature of inventories

Inventories comprise of Raw Materials (Clinker, Gypsum, Lime Stone, Fly Ash, Slag), Grinding Aid, Packing Materials, Consumable Stores, Raw Materials of Bag Plant, Goods in Transit & Finished Goods (Cement) etc.

Valuation of the inventories

Inventories are stated at the lower of cost or net realizable value in accordance with IAS 2 "Inventories" after making due allowances for any obsolete or slow moving items, if any.

The cost is determined using the Weighted Average Method consistently. The cost of inventories comprises of expenditure incurred in the normal course of business in bringing such inventories to its present location and condition. Net realizable value is based on estimated selling price less VAT in the ordinary course of business less any further costs expected to be incurred to make the sale (applicable variable selling expenses).

Category	Basis of valuation
Finished goods	At the lower of weighted average cost or net realizable value.
Raw materials	At the lower of weighted average cost or net realizable value.
Goods-in-transit	At the lower of weighted average cost or net realizable value.

3.06 Cash flow statement

Statement of Cash Flows is prepared principally in accordance with IAS 7 (Statement of Cash Flow) and the cash flow from operating activities have been presented under direct method.

3.07 Impairment

3.07.01 Non-derivative financial assets

Financial assets not carried at fair value through profit or loss, loans and receivables are assessed as and when required to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

3.07.02 Non-financial assets

The carrying amounts of the group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists then the recoverable amount of the asset is estimated. An impairment loss is recognised if the carrying amount of an asset or its related cash-generating unit (CGU) exceeds its estimated recoverable amount.

3.08 Provisions, contingent liabilities and contingent assets

A provision is recognized in the balance sheet when the Company has a legal or contractual obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Contingent assets are not recognized.

3.09 Borrowing costs

Interest and other costs incurred by the company in connection with the borrowing of funds are recognized as expense in the period in which they are incurred, unless such borrowing cost relates to acquisition / construction of assets in progress that are capitalized as per IAS 23 "Borrowing Costs".

3.10 Taxation

3.10.1 Current tax

PCML has been maintaining provision for taxation @ 25% as per Income Tax Ordinance, 1984. Company also enjoys tax exemption on export sales as per Sixth Schedule (Section 28) of ITO 1984.

3.10.2 Deferred tax

Deferred tax liabilities are the amount of income taxes payable in the future periods in respect of taxable temporary differences. Deferred tax assets are the amount of income taxes recoverable in future periods in respect of deductible temporary differences. Deferred tax assets and liabilities are recognised for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditure and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantially enacted at the balance sheet date. The impact of changes on the account in the deferred tax assets and liabilities has also been recognised in the profit and loss account as per IAS-12 "Income Taxes".

3.11 Share capital

Paid up capital represents total amount contributed by the shareholders and bonus shares issued by the company to the ordinary shareholders. Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to vote at shareholders' meetings. In the event of a winding up of the company, ordinary shareholders rank after all other shareholders and creditors are fully entitled to any residual proceeds of liquidation.

3.12 Employee benefits

The company maintains both defined contribution plan and defined benefit plan for its eligible permanent employees.

3.13.01 Defined contribution plan

The company maintains a recognized provided fund @ 7% of basic pay (Equally contributed by employee & employer) for all eligible permanent employees from 1st day of July 2010. The said fund is managed by a duly constituted five member board of trustees.

3.13.02 Defined benefit plan (Gratuity)

The company maintains an unfunded gratuity scheme, provision in respect of which is made annually for the employees. Gratuity payable at the end of each year are determined on the basis of two (2) times of last month basic salary and payment is to be made on the basis of following rules and regulations of the company.

Service length (W.E.F. 01.07.2010)	Payment basis
Less than Five (5) years	Nil Amount. In case of deceased person & terminated by employer - One (1) times of last month basic salary x year of service(s)
For Five (5) years only	One (1) times of last month basic salary x year of services
Above Five (5) years but below Ten (10) years	One & half (1.5) times of last month basic salary x year of service(s)
Ten (10) years & above	Two (2) times of last month basic salary x year of service(s)

3.13.03 Other benefits

The company also making a provision for Workers' Profit Participation and Welfare funds @ 5% of net profit before tax as per Labour Act 2006.

3.14 Revenue recognition

In compliance with the requirements of IAS 18 : Revenue from the sale of goods (Cement) is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates. Revenue is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably. Specific policies regarding the recognition of revenue are as follows:

- i. In case of local sales as well as export sales revenue is recognized when the goods are delivered.
- ii. Interest income on bank deposits is recognized when income has been accrued.

3.15 Earnings per share

The company calculates its earning per share in accordance with Bangladesh Accounting Standard (IAS) - 33 which has been reported on the face of Statement of Comprehensive Income.

Basis of earnings

This represents earning for the year attributable to ordinary shareholders and Non- Controlling shareholders. As there were no preference shares requiring returns or dividends, the net profit after tax for the year has been considered as fully attributable to the ordinary shareholders.

Basis of earnings per share

This has been calculated by dividing the basic earnings by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings per share

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

3.16 Duty drawback

Duty drawback claimed on export sales is adjusted against cost of imported raw materials.

3.17 Events after the reporting period

Events after the Reporting period that provide additional information about the company's positions at the balance sheet date are reflected in the financial statements if any.

3.18 Comparative information and re-arrangement thereof

In accordance with the provisions of IAS-1: Presentation of Financial Statements, Comparative information has been disclosed for all numerical information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current period's financial statements.

3.19 Revenue from Contracts with Customers:

The entity's revenue in the Financial Statements reflects IFRS 15- Revenue from Contracts with Customers. IFRS 15 requires the revenue to be recognized with 5 following criteria:

- I. Identify the contract with customer
- II. Identify the performance obligation in the contract
- III. Determine the transaction price
- IV. Allocate the transaction price to performance obligation
- V. Recognize the revenue

We have recognized our revenue by satisfying the criteria provided above.

30 June 2019	30 June 2018
Taka	Taka

4.00 Property, plant and equipment

Freehold (4.01)	6,101,366,958	5,847,150,824
Leasehold (4.02)	98,201,515	114,993,897
	6,199,568,474	5,962,144,721

4.01 Freehold :

Cost :

Amount in Taka

Category of assets	Cost				Rate	Depreciation				Written down value As on 30 June 2019
	Opening	Addition	Disposal	Closing		Opening	Charged during the year	Disposal/ Adjustment	Closing	
Land & Land Development	1,614,442,057	165,661,945	-	1,780,104,002	0%	-	-	-	-	1,780,104,002
Factory Building	730,074,800	41,534,937	-	771,609,737	3%	60,363,450	20,241,827	-	80,605,277	691,004,460
Jetty Construction	64,572,845	1,298,720	-	65,871,565	3%	4,963,273	1,815,693	-	6,778,966	59,092,599
Electric Installation	140,468,768	4,817,529	-	145,286,297	8%	26,486,838	8,684,518	-	35,171,356	110,114,941
Plant & Machinery	2,376,683,290	207,808,304	-	2,584,491,594	7.5%, 6%	439,486,611	151,419,180	-	590,905,791	1,993,585,803
Boundary Wall & Fencing	4,988,881	116,000	-	5,104,881	5%	844,958	209,055	-	1,054,012	4,050,869
Furniture & Fixtures	9,582,244	417,600	-	9,999,844	10%	1,749,763	798,057	-	2,547,820	7,452,024
Telephone & Fax Installation	560,344	-	-	560,344	15%	216,223	51,618	-	267,841	292,503
Loose Tools	259,932	-	-	259,932	15%	100,302	23,945	-	124,246	135,686
Motor Vehicles	727,487,991	44,917,993	(11,323,394)	761,082,590	15%	143,748,531	90,082,603	(4,032,913)	229,798,221	531,284,369
Motor Vehicles-Employee Car	-	40,775,000	-	40,775,000	20%	-	2,830,685	-	2,830,685	37,944,315
Office Building & Shed	9,010,533	1,407,252	-	10,417,785	3%	744,904	259,335	-	1,004,239	9,413,546
Office Equipment	26,163,656	3,619,670	(172,000)	29,611,326	15%, 20%	6,664,832	3,157,783	(146,327)	9,676,288	19,935,038
Tube-Well	599,138	5,160	-	604,298	15%	211,958	58,599	-	270,557	333,741
Air Compressor	7,038,866	-	-	7,038,866	15%	2,191,523	727,102	-	2,918,625	4,120,241
Grinding Media	71,465,104	48,501,138	-	119,966,242	33%	39,187,127	22,849,106	-	62,036,232	57,930,010
Lab Equipment	8,647,996	192,623	-	8,840,619	10%	865,615	793,281	-	1,658,896	7,181,723
Vessel	105,304,790	7,668,235	-	112,973,025	10%	24,859,114	8,510,203	-	33,369,317	79,603,708
Portable Cement Silo	53,668,252	13,640,240	-	67,308,492	3%	2,118,586	1,742,317	-	3,860,903	63,447,589
Office Decoration	5,142,369	7,317,419	-	12,459,788	15%	1,154,469	1,334,482	-	2,488,951	9,970,837
Generator Building	2,454,401	-	-	2,454,401	10%	665,143	178,926	-	844,069	1,610,332
Software	876,563	147,000	-	1,023,563	10%	236,645	67,904	-	304,549	719,014
30 June 2019	5,959,492,820	589,846,765	(11,495,394)	6,537,844,191		756,859,865	315,836,218	(4,179,240)	1,068,516,842	5,469,327,349
30 June 2018	4,920,227,078	1,046,301,116	(7,035,374)	5,959,492,820		479,169,649	280,800,256	(3,110,041)	756,859,864	5,202,632,956

Allocation :

	Amount in Taka	
	30 June 2019	30 June 2018
Cost of Goods Sold	176,498,960	166,562,226
Administrative Expenses	9,473,206	6,704,567
Selling & Distribution Expenses	94,774,842	74,444,899
Bag plant	35,089,210	33,088,563
TOTAL	315,836,218	280,800,255

Revaluation:

Amount in Taka

Category of assets	Cost				Rate	Depreciation				Written down value as at 30 June 2019
	Opening	Addition	Disposal	Closing		Opening	Charged during the year	Disposal/Adjustment	Closing	
Land & Land Development	455,504,566	-	-	455,504,566	0%	-	-	-	-	455,504,566
Factory Building	32,315,251	-	-	32,315,251	3%	2,821,994	884,798	-	3,706,792	28,608,459
Jetty Construction	3,132,068	-	-	3,132,068	3%	273,514	85,757	-	359,271	2,772,797
Electric Installation	-	-	-	-	8%	-	-	-	-	-
Plant & Machinery	195,599,942	-	-	195,599,942	7.5%, 6%	40,163,725	11,457,759	-	51,621,485	143,978,457
Boundary Wall & Fencing	245,141	-	-	245,141	5%	34,963	10,509	-	45,472	199,669
Furniture & Fixtures	-	-	-	-	10%	-	-	-	-	-
Telephone & Fax Installation	-	-	-	-	15%	-	-	-	-	-
Loose Tools	-	-	-	-	15%	-	-	-	-	-
Motor Vehicles	-	-	-	-	15%	-	-	-	-	-
Office Building & Shed	1,030,264	-	-	1,030,264	3%	89,970	28,209	-	118,179	912,085
Office Equipment	227	-	-	227	15%, 20%	111	23	-	134	93
Tube-Well	-	-	-	-	15%	-	-	-	-	-
Air Compressor	-	-	-	-	15%	-	-	-	-	-
Grinding Media	-	-	-	-	33%	-	-	-	-	-
Lab Equipment	-	-	-	-	10%	-	-	-	-	-
Vessel	-	-	-	-	10%	-	-	-	-	-
Portable Cement Silo	-	-	-	-	3%	-	-	-	-	-
Office Decoration	121,614	-	-	121,614	15%	46,928	11,203	-	58,131	63,483
Generator Building	-	-	-	-	10%	-	-	-	-	-
Software	-	-	-	-	-	-	-	-	-	-
30 June 2019	687,949,073	-	-	687,949,073		43,431,206	12,478,257	-	55,909,463	632,039,610
30 June 2018	687,949,073	-	-	687,949,073		30,004,313	13,426,892	-	43,431,205	644,517,868

Allocation :

	Amount in Taka	
	30 June 2019	30 June 2018
Cost of Goods Sold	10,604,744	11,408,602
Administrative Expenses	8,981	10,567
Selling & Distribution Expenses	-	-
Bag Plant	1,864,533	2,007,723
TOTAL	12,478,257	13,426,892

Cost and Revaluation:

Amount in Taka

Category of Assets	Cost				Rate	Depreciation				
	Balance as on 1 July 2018	Addition During the Year	Disposal/ Adjustment During the period	Balance as on 30 June 2019		Balance as on 1 July 2018	Charged During the Year	Disposal/ Adjustment During the period	Balance as on 30 June 2019	Written Down Value as at 30 June 2019
Land & Land Development	2,069,946,623	165,661,945	-	2,235,608,568	0%	-	-	-	-	2,235,608,568
Factory Building	762,390,051	41,534,937	-	803,924,988	3%	63,185,444	21,126,625	-	84,312,069	719,612,919
Jetty Construction	67,704,913	1,298,720	-	69,003,633	3%	5,236,787	1,901,449	-	7,138,237	61,865,396
Electric Installation	140,468,768	4,817,529	-	145,286,297	8%	26,486,838	8,684,518	-	35,171,356	110,114,941
Plant & Machinery	2,572,283,232	207,808,304	-	2,780,091,536	7.5%, 6%	479,650,336	162,876,940	-	642,527,276	2,137,564,260
Boundary Wall & Fencing	5,234,022	116,000	-	5,350,022	5%	879,921	219,564	-	1,099,484	4,250,538
Furniture & Fixtures	9,582,244	417,600	-	9,999,844	10%	1,749,763	798,057	-	2,547,820	7,452,024
Telephone & Fax Installation	560,344	-	-	560,344	15%	216,223	51,618	-	267,841	292,503
Loose Tools	259,932	-	-	259,932	15%	100,302	23,945	-	124,246	135,686
Motor Vehicles	727,487,991	44,917,993	(11,323,394)	761,082,590	15%	143,748,531	90,082,603	(4,032,913)	229,798,221	531,284,369
Motor Vehicles-Employee Car	-	40,775,000	-	40,775,000	20%	-	2,830,685	-	2,830,685	37,944,315
Office Building & Shed	10,040,797	1,407,252	-	11,448,049	3%	834,874	287,543	-	1,122,418	10,325,631
Office Equipment	26,163,883	3,619,670	(172,000)	29,611,553	15%, 20%	6,664,943	3,157,807	(146,327)	9,676,422	19,935,131
Tube-Well	599,138	5,160	-	604,298	15%	211,958	58,599	-	270,557	333,741
Air Compressor	7,038,866	-	-	7,038,866	15%	2,191,523	727,102	-	2,918,625	4,120,241
Grinding Media	71,465,104	48,501,138	-	119,966,242	33%	39,187,127	22,849,106	-	62,036,232	57,930,010
Lab Equipment	8,647,996	192,623	-	8,840,619	10%	865,615	793,281	-	1,658,896	7,181,723
Vessel	105,304,790	7,668,235	-	112,973,025	10%	24,859,114	8,510,203	-	33,369,317	79,603,708
Portable Cement Silo	53,668,252	13,640,240	-	67,308,492	3%	2,118,586	1,742,317	-	3,860,903	63,447,589
Office Decoration	5,263,983	7,317,419	-	12,581,402	15%	1,201,397	1,345,685	-	2,547,082	10,034,320
Generator Building	2,454,401	-	-	2,454,401	10%	665,143	178,926	-	844,069	1,610,332
Software	876,563	147,000	-	1,023,563	10%	236,645	67,904	-	304,549	719,014
Grand Total as on 30 June 2019	6,647,441,893	589,846,765	(11,495,394)	7,225,793,264		800,291,071	328,314,475	(4,179,240)	1,124,426,306	6,101,366,958
Grand Total as on 30 June 2018	5,608,176,151	1,046,301,116	(7,035,374)	6,647,441,893		509,173,962	294,227,148	(3,110,041)	800,291,069	5,847,150,824

Depreciation charge has been allocated to:

	Amount in Taka	
	30 June 2019	30 June 2018
Cost of Goods Sold	187,103,704	177,970,828
Administrative Expenses	9,482,187	6,715,134
Selling & Distribution Expenses	94,774,842	74,444,899
Bag plant	36,953,742	35,096,286
TOTAL	328,314,475	294,227,147

4.02 Leasehold:

Cost :

Amount in Taka

Category of assets	Cost				Rate	Depreciation				Written down value as on 30 June 2019
	Opening	Addition	Disposal	Closing		Opening	Charged during the year	Disposal/ Adjustment	Closing	
Motor Vehicles	259,800,000	-	-	259,800,000	15%	150,895,475	16,335,679	-	167,231,154	92,568,846
Plant & Machinery	10,100,000	-	-	10,100,000	8%	4,010,628	456,703	-	4,467,331	5,632,669
30 June 2019	269,900,000	-	-	269,900,000		154,906,103	16,792,382	-	171,698,485	98,201,515
30 June 2018	269,900,000	-	-	269,900,000		135,193,925	19,712,178	-	154,906,103	114,993,897

Depreciation charge has been allocated to:

	Amount in Taka	
	30 June 2019	30 June 2018
Cost of production	456,703	493,733
Selling & distribution expenses	16,335,679	19,218,446
TOTAL	16,792,382	19,712,179

30 June 2019	30 June 2018
Taka	Taka

5.00 Capital work-in-progress (WIP)

Opening capital work-in-progress	870,701,373	82,002,869
Add: Expenditure incurred during the year (Note 5.01)	3,225,808,285	829,329,383
Total capital work-in-progress	4,096,509,658	911,332,252
Less: Capitalized during the year (Note 5.01)	179,416,762	40,630,879
Closing capital work -in - progress	3,917,092,896	870,701,373

5.01

Particulars	Opening	Addition during the year	Capitalized/ transferred during the year	Balance as at 30 June 2019
Godawn- Mongla	5,984,444	-	-	5,984,444
Cement Silo	29,942,332	2,900,776	32,843,108	-
Project New	132,659,216	19,300,243	146,573,654	5,385,805
Project New-VRM	702,115,381	3,203,607,266	-	3,905,722,647
Total	870,701,373	3,225,808,285	179,416,762	3,917,092,896

5.02 For the Financial year ended 30 June 2019 Capital work in progress increased to BDT 3,917.09 Million compared to BDT 870.70 million of the previous year. During the year BDT 3,203.61 million was added for implementation of VRM project.

6.00 Investment and current account with associate**6.01 Investment in associate**

Premier Cement Mills Limited is the owner of 7,000,000 shares of Tk.10 each out of 37,500,000 shares of Tk. 10 each i.e. 18.67% shares of National Cement Mills Limited.

30 June 2019	30 June 2018
Taka	Taka

Current position of the investment is as follows:

Opening balance	70,000,000	70,000,000
Opening Profit/(Loss) share from associate company *	27,375,129	-
Share of profit from associate company - during the year	9,122,706	-
Closing balance	106,497,835	70,000,000

6.02 * The share of profit/(loss) from the associate company namely National Cement Mills Limited was not accounted for erroneously in the previous year which is now taken into account (Ref. IAS - 28).

6.03 Current account with associate

The current account balance is representing the net transaction with National Cement Mills Limited for payment of expenses for Balancing, Modernisation, Rehabilitation and Expansion, loan installment and other expenses.

	30 June 2019	30 June 2018
	Taka	Taka
Opening balance	731,812,819	377,703,843
Add : Payment during the year	1,709,171,958	500,898,037
Add : Interest	75,896,226	27,131,517
	<u>2,516,881,003</u>	<u>905,733,397</u>
Less : Adjustment during the year	1,152,455,467	173,920,578
Closing balance	<u>1,364,425,536</u>	<u>731,812,819</u>

7.00 Inventories

Inventories	Unit measurement	30 June 2019		30 June 2018	
		Quantity	Amount (Tk.)	Quantity	Amount (Tk.)
Clinker	MT	43,947	218,789,248	16,377	84,936,691
Gypsum	MT	28,385	72,973,047	954	2,631,104
Fly Ash	MT	24,962	60,185,341	7,320	16,681,950
Slag	MT	39,324	101,249,520	29,657	86,415,990
Lime Stone	MT	33,277	76,672,015	29,943	72,844,200
Grinding Aid	MT	139	8,529,969	563	40,065,424
Packing materials (P.P. & Paper Bag)	Pcs	1,287,726	17,499,940	1,162,928	14,896,090
Finished goods and WIP	MT	9,488	50,201,513	10,625	50,986,275
WIP- Bag Plant	KG	-	12,042,792	73,779	7,597,537
Stock at ghat	MT	375	2,079,018	465	3,034,684
Stock at ghat- Others	Bag	3,535	1,663,190	832	153,759
Raw material stock for Bag Plant	KG	2,121,621	188,356,077	655,119	73,792,014
Consumable stores	Various	-	67,268,727	-	41,141,720
Total			<u>877,510,398</u>		<u>495,177,438</u>

7.01 Raw materials reconciliation For 30 June 2019

Particulars	Opening		Receipt				R.M. sales at cost		Closing		Consumption		
			Import		Local purchase								
	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	
Clinker	16,377	84,936,691	1,351,587	6,975,577,940	-	-	4,000	20,692,110	43,947	218,789,248	1,320,018	6,821,033,273	
Gypsum	954	2,631,104	112,800	301,242,233	-	-	-	-	28,385	72,973,047	85,369	230,900,290	
Fly Ash	7,320	16,681,950	221,619	503,082,101	-	-	-	-	24,962	60,185,341	203,978	459,578,710	
Slag	29,657	86,415,990	143,483	389,218,728	-	-	-	-	39,324	101,249,520	133,816	374,385,198	
Lime Stone	29,943	72,844,200	81,642	186,872,999	-	-	-	-	33,277	76,672,015	78,308	183,045,184	
Grinding Aid	563	40,065,424	381	22,820,428	-	-	-	-	139	8,529,969	805	54,355,883	
Total	84,815	303,575,359	1,911,512	8,378,814,429	-	-	4,000	20,692,110	170,034	538,399,141	1,822,294	8,123,298,537	
											Less - Duty draw back & VAT loss		(16,742,469)
											Total raw materials consumption		8,106,556,068

Raw materials reconciliation For 30 June 2018

Particulars	Opening		Receipt				R.M. sales at cost		Closing		Consumption		
			Import		Local purchase								
	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	
Clinker	109,325	485,100,843	1,105,817	5,178,264,831	-	-	-	-	16,377	84,936,691	1,198,764	5,578,428,982	
Gypsum	9,596	22,060,865	68,000	175,100,675	4,500	13,500,000	-	-	954	2,631,104	81,142	208,030,436	
Fly Ash	54,183	110,199,487	140,451	297,601,304	-	-	-	-	7,320	16,681,950	187,313	391,118,842	
Slag	6,820	15,576,847	135,300	366,080,467	-	-	-	-	29,657	86,415,990	112,463	295,241,324	
Lime Stone	6,994	16,610,126	72,025	173,482,767	-	-	-	-	29,943	72,844,200	49,077	117,248,693	
Grinding Aid	140	10,524,991	618	42,720,077	-	-	-	-	563	40,065,424	195	13,179,644	
Total	187,058	660,073,159	1,522,211	6,233,250,121	4,500	13,500,000	-	-	84,815	303,575,359	1,628,954	6,603,247,922	
											Less - Duty draw back & VAT loss		(81,286,357)
											Total raw materials consumption		6,521,961,565

7.02 Packing materials reconciliation

Particulars	Opening balances		Local purchase		Received from own factory		Closing balances		Consumption internal		Consumption external	
	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)
30 June 2019	1,162,928	14,896,090	-	-	45,593,600	620,363,332	1,287,726	17,499,940	34,620,602	470,762,232	10,848,200	146,997,249
30 June 2018	296,304	5,386,481	2,647,400	47,068,300	38,651,123	515,653,783	1,162,928	14,896,090	30,713,699	421,320,893	9,718,200	131,891,581

	30 June 2019	30 June 2018
	Taka	Taka
8.00 Trade & other receivable		
Trade receivables:		
Trade receivables (local)	2,262,017,292	2,401,686,376
Trade receivables (foreign)	18,374,155	69,392,396
	<u>2,280,391,447</u>	<u>2,471,078,772</u>
Other receivables		
Receivable - Bag plant	16,813,636	25,651,102
	<u>2,297,205,083</u>	<u>2,496,729,874</u>
Interest receivable on FDR	2,307,626	4,276,644
Total receivables	<u>2,299,512,709</u>	<u>2,501,006,518</u>
Less: Provision for Bad & Doubtful expenses	<u>(78,924,997)</u>	<u>(96,380,932)</u>
	<u>2,220,587,712</u>	<u>2,404,625,586</u>
8.01 a) Dues within 3 months	2,053,128,981	2,003,543,018
Dues over 3 months but within 6 months	80,642,280	179,353,936
Dues over 6 months	163,433,822	313,832,921
	<u>2,297,205,083</u>	<u>2,496,729,874</u>
b) Provision for bad debts		
Opening balance	96,380,932	96,380,932
Add :Provision for the year	<u>(17,086,706)</u>	<u>-</u>
	<u>79,294,226</u>	<u>96,380,932</u>
Less: Write off	369,230	-
Closing balance	<u>78,924,996</u>	<u>96,380,932</u>

	30 June 2019	30 June 2018
	Taka	Taka
9.00 Advances, deposits & pre-payments:		
Advances	3,629,863,273	2,658,575,770
Deposits	68,768,019	58,113,820
Prepayment	129,824,776	43,782,319
	<u>3,828,456,068</u>	<u>2,760,471,909</u>
9.01 Advances		
Advance income tax (Note- 9.04)	1,269,237,384	992,385,087
VAT current account	31,933,497	53,758,512
House rent advance	1,071,267	2,000,000
Advance for office space purchase	125,000,000	125,000,000
Advance against land	153,699,572	153,699,572
LC Advances	554,122,441	482,037,365
Advance against expenses	1,179,858,021	823,836,716
Advance to employees	16,957,796	14,767,096
Advance against motor cycle	14,683,318	11,091,422
Advance to sister concern	283,299,977	-
	<u>3,629,863,273</u>	<u>2,658,575,770</u>
9.02 Deposits		
Advance SD On Empty Bag Sale	500,000	-
Bank Guarantee Margin LC	-	2,221,000
Bank Guaranty Margin For Tender	2,186,732	1,604,517
Bank Guaranty Margin - Titas Gas	1,065,295	1,065,295
BOC Bangladesh LTD- Deposit	20,000	20,000
BTCL- Deposit	65,800	65,800
Bank guarantee margin to TGT DCL	1,974,430	836,050
Deposit to TGT DCL	4,418,000	4,418,000
Pre-paid bank guarantee commission	629,458	
Demad note TGT DCL	5,691,900	
CDBL- Deposit	500,000	500,000
DPDC- Deposit	9,200,000	4,200,000
ICAB - Advance Against Office Rent	1,986,138	1,986,138
Munshigonj Polly Bidduth Samitee	21,339,000	21,339,000
Ranks Telecom Limited - Deposit	6,900	6,900
Tender Deposit	8,520,884	9,187,638
TGSL- Deposit	10,532	10,532
Titas Gas Transmission & Distributon Co Ltd	10,652,950	10,652,950
	<u>68,768,019</u>	<u>58,113,820</u>

	30 June 2019	30 June 2018
	Taka	Taka
9.03 Pre-payments		
BSTI Licence Fee- Pre Paid	745,860	1,495,460
Pre-Paid Promotional Exp	108,938,401	38,938,401
Store - Hatir Jheel - Prepaid	2,880,457	3,348,458
Vat Prepaid 10% Case No- 2016/1313	7,805,203	-
Vat Prepaid 10% Case No- 23-2015-774	9,454,855	-
	129,824,776	43,782,319
9.04 Movement of advance income tax		
Opening balance	992,385,087	626,245,004
Add : Payment during the year	457,671,361	366,140,083
	1,450,056,448	992,385,087
Less : Advance Income Tax refund	180,819,064	-
Less : Adjustment during the year	-	-
Closing balance	1,269,237,384	992,385,087

- a) All the advances & deposits amount is considered good and recoverable.
- b) The advance was paid to Rupayan Housing Estate Ltd. against purchase of 21,507 sft office space at 11th floor of Rupayan Trade Centre, 114 Kazi Nazrul Islam Avenue, Dhaka 1215. The total contract value was Tk. 179,407,400 against which Tk. 125,000,000 was paid in advance. Subsequently Rupayan sold the same property to a third party for at a higher price i.e. BDT 20 crore 33 lakhs 13 thousands and 7 hundreds. After knowing that PCML's authority filed a case in the District & Session Judge Court against Rupayan and applied for imposing restriction on transfer of the said property to any other third party except the plaintiff (case no.-61/2010). The District & Session court on 13.07.2014 gave a degree in favour of PCML after hearing of the case.
- c) i) Initially PCML purchased the land from local land owner vide registration deed # 3503, 3504 & 3505 dt 31 October 2001. Subsequently PCML came to know that the land is khass and accordingly PCML applied to the competent authority for long term lease with recommendation from Prime Minister office (Investment Wing). Being satisfied, Ministry of Land directed Deputy Commissioner (DC), Narayangonj to give 350 Shatak land under long term lease in favor of PCML on 16.10.2006 vide letter no. Bhu:Ma:/Sha-8/Khajob/315/ 2002/1072/1. PCML communicated with DC, Narayangonj on many occasions to complete the process but DC, Narayangonj was reluctant to comply with the order of the Ministry of Land. PCML filed a writ petition to the Honorable High Court for compliance of the order of the Ministry of Land by DC, Narayangonj (petition no. 7194 of 2009) which is currently under process. Considering the circumstances, the management has decided to transfer an amount of Tk. 20,259,493 from land and land development.
- ii) Registration deed no. 84 dt. 06.01.05, 179 dt. 17.01.05 and 1468 dt. 14.04.05 comprise 189 shatak land out of which mutation of 76.50 Shatak Land are yet to be completed. Hence proportionate amount of Tk. 5,235,405 has been transferred from land and land development.
- iii) Advance against land includes Tk. 4,701,931 paid to Mr. Nur Mohammed against purchase of Land, PCML filed suits as the seller was reluctant to give registration of the lands. The case against Nur Mohammed is yet to be disposed off.

	30 June 2019	30 June 2018
	Taka	Taka
IV) Details of advance against land & land development has given below:		
Abu Toeb Gong	11,646,000	11,646,000
Moslem Awal Gong-Land Dag 1673.74.1730 (173 Dec)	39,228,855	39,228,855
Nazrul Islam Gong-Land (82+15) Dec	38,521,280	38,521,280
Nur Mohammed - Land	4,701,931	4,701,931
Rokeya Begum & Abul Hasham - 73 Des BS 973- Ctg	15,030,000	15,030,000
Saheb Uddin Mullah - Land 15 Dec Dag 1624 - 39	4,949,600	4,949,600
Samad Miah Gonh - Land (8.50 Dec R S 108)	2,097,008	2,097,008
Wazed Ali Khokon PP	12,030,000	12,030,000
Wazuddin Gong	25,494,898	25,494,898
	153,699,572	153,699,572
10.00 Investment in FDR		
Standard Chartered Bank	131,754,896	128,806,198
Standard Bank Limited	2,511,028	2,356,934
Pubali Bank Ltd	-	5,835,007
Social Islami Bank Ltd	5,710,916	7,619,244
State Bank of India	2,541,154	2,410,962
Midland Bank Ltd.	-	47,784,500
	142,517,994	194,812,845
11.00 Cash and bank balances:		
Cash at bank	149,066,926	62,733,890
Cash in hand	20,202,139	14,698,994
	169,269,065	77,432,884
11.01 Cash at bank:		
Share Money Deposit - NCCBL	5,632,819	5,534,953
Current accounts	92,772,827	47,347,075
STD accounts	7,428,517	8,115,910
EFC accounts	43,232,763	1,735,952
	149,066,926	62,733,890
11.02 Cash in hand:		
Corporate office	3,710,432	1,459,174
Factory	4,246,534	5,777,347
Cash in Factory Logistics	11,593,424	7,036,727
Registered office	651,749	425,746
	20,202,139	14,698,994

Bank balances are reconciled & confirmed.

	30 June 2019	30 June 2018
	Taka	Taka
12.00 Ordinary share capital		
Authorized:		
500,000,000 Ordinary shares of Tk. 10 each	5,000,000,000	5,000,000,000
	<u>5,000,000,000</u>	<u>5,000,000,000</u>
Issued, subscribed and paid up:		
105,450,000 Ordinary shares of Tk.10 each fully paid-up in cash	1,054,500,000	1,054,500,000
	<u>1,054,500,000</u>	<u>1,054,500,000</u>

Share holding position:

The composition of share holders at balance sheet date was as follows:

Name of shareholders	30 June 2019			30 June 2018
	Percentage	Number	Face value	Face value
1. Mohammad Mustafa Haider	20%	20,837,300	208,373,000	208,373,000
2. Mohammed Amirul Haque	11%	11,599,500	115,995,000	115,995,000
3. Mohd.Jahangir Alam	10%	10,425,313	104,253,130	104,253,130
4. Md. Alamgir Kabir	4%	4,416,562	44,165,620	44,165,620
5. Mohd.Almas Shimul	3%	3,504,375	35,043,750	35,043,750
6. Mohammed Zahurul Haque	3%	2,856,000	28,560,000	28,560,000
7. Zahur Ahamed	2%	2,156,920	21,569,200	21,569,200
8. Mohammed Abdur Rouf	1%	1,168,125	11,681,250	11,681,250
9. Mohd.Ashrafuzzaman	1%	1,168,125	11,681,250	11,681,250
10. Hasnat Md. Abu Obaida	0%	-	-	183,325,000
11. Mohd Abul Kalam	0%	-	-	25,252,000
12. Mohammed Raquibul Haque	0%	-	-	4,935,000
13. Institute	17%	18,198,436	181,984,360	179,986,080
14. Non-Resident Bangladeshi	0%	8,303	83,030	100,710
15. General Investor	28%	29,111,041	291,110,410	79,579,010
Total	100%	105,450,000	1,054,500,000	1,054,500,000

12.01 Classification of shareholders by holdings

Shareholding Range	No. of Holders 30.06.2019	Holdings Share 30.06.2019	No. of Holders 30.06.2018	Holdings Share 30.06.2018
Less than 500 Shares	1717	299,672	1812	343,428
501 to 5,000 Shares	277	484,859	321	563,416
5,001 to 10,000 Shares	41	305,598	38	288,684
10,001 to 20,000 Shares	18	261,683	25	361,556
20,001 to 30,000 Shares	6	148,825	10	248,304
30,001 to 40,000 Shares	6	204,488	8	268,655
40,001 to 50,000 Shares	3	130,126	1	40,000
50,001 to 100,000 Shares	16	1,153,834	14	998,222
100,001 to 1,000,000 Shares	18	7,600,618	19	7,467,438
Over 1,000,000 shares	17	94,860,297	18	94,870,297
Total	2119	105,450,000	2266	105,450,000

	30 June 2019 Taka	30 June 2018 Taka
13.00 Non-controlling interest		
Opening balance	13,092,504	11,965,117
Add: 4% Shares of profit of PPGL	1,400,549	1,127,387
Closing balance	14,493,053	13,092,504
14.00 Loan from Directors		
Mr. Abdur Rouf	30,000,000	-
Mr. Almas Shimul	60,000,000	-
Mr. Ashrafuzzaman	30,000,000	-
Mr. Jahangir Alam	120,000,000	-
Mr. Amirul Haque	255,270,000	-
Mr Mustafa Haider	255,150,000	-
	750,420,000	-
14.01 Long - term loan taken from above directors' and sponsors' for VRM project installation purpose.		
15.00 Short term loan from Director		
Mr. Amirul Haque	-	255,270,000
Mr Mustafa Haider	1,530,000,000	255,150,000
	1,530,000,000	510,420,000

15.01 To meet the short-term fund deficiency the Company made a short- term loan for an amount of BDT 1,530.00 million for VRM project installation purpose.

15.02 Previous year Directors' loan has been considered as long term loan as these will not to be settled within one year.

	30 June 2019	30 June 2018
	Taka	Taka
16.00 Deferred tax liabilities		
The tax effect of temporary differences that resulted in deferred tax assets or liabilities		
Opening balance	408,605,069	374,729,639
Add: Deferred tax expense/(income) during the year	37,599,021	33,875,430
Prior year adjustment	-	-
Closing balance	446,204,090	408,605,069

16.01 Reconciliation of deferred tax liabilities/(assets)**(a) As at 30 June 2019**

	Carrying amount	Tax base	Temporary difference
	Taka	Taka	Taka
Property, plant and equipment	3,828,098,799	1,829,539,075	1,998,559,724
Provision for gratuity	(134,818,366)		(134,818,366)
Provision for bad and doubtful debts	(78,924,996)		(78,924,996)
Total	3,614,355,436	1,829,539,075	1,784,816,361
Deferred tax liability @25%			446,204,090

(b) As at 30 June 2018

Property, plant and equipment	3,751,004,906	1,882,068,573	1,868,936,333
Provision for gratuity	(138,135,124)	-	(138,135,124)
Provision for bad and doubtful debts	(96,380,932)	-	(96,380,932)
Total	3,516,488,850	1,882,068,573	1,634,420,277
Deferred tax liability @25%			408,605,069

	30 June 2019	30 June 2018
	Taka	Taka
17.00 Long term loan		
BRAC Bank Ltd.	-	75,373,817
City Bank Ltd.	-	95,236,645
HSBC USD Loan.	14,517,658	73,281,250
EKF SCB Fc Loan VRM Lc 33-32 -ECA	1,936,419,619	-
EKF SCB Fc Loan VRM Lc 33-32 -Commercial	145,657,650	-
Lease finance - IDLC - VRM Loan	531,753,762	171,160,806
Lease Finance - IPDC - VRM Loan	89,975,174	-
Lease finance - Jamuna Bank Ltd.	-	14,795,503
Lease finance - ULC	184,043,043	31,190,055
	2,902,366,906	461,038,076

	30 June 2019	30 June 2018
	Taka	Taka
17.02 Allocation of long term loan		
Allocation of long term loan		
Long term portion	2,436,358,888	86,213,888
Current portion	466,008,016	374,824,188
	<u>2,902,366,904</u>	<u>461,038,076</u>
17.03 Long-term loan increased by BDT 2441.33 million mainly due to having an EKF guaranteed foreign currency loan for BDT 2,082.08 million for implementation of VRM project.		
18.00 Defined benefit obligations (Gratuity)		
Opening balance	138,135,124	120,092,653
Add :Provision for the year	-	21,735,706
	<u>138,135,124</u>	<u>141,828,359</u>
Less: Payment made	3,316,759	3,693,234
Closing balance	<u>134,818,365</u>	<u>138,135,124</u>
No provision for gratuity is made because of having excess provision in the previous year.		
19.00 Trade & other payables		
Raw materials & other suppliers	1,436,020	1,436,020
Packing materials	52,931	52,931
Marketing expenses	1,939,674	2,893,744
Liabilities for expenses	502,542,136	496,994,086
Payable on audit fee including VAT	357,500	402,500
Provision for electric charge	48,837,073	53,055,644
Provision for PF	1,831,834	1,422,010
Dividend Payable	76,165,854	1,897,612
Provision for Stevedoring charges	3,782,500	3,782,500
Receipt against employee motor car	2,830,685	-
TDS payable	667,664	5,992,857
Suppliers liabilities against raw material import	1,013,250,000	-
Provision and other payable	103,220,250	95,892,911
	<u>1,756,914,122</u>	<u>663,822,816</u>

	30 June 2019	30 June 2018
	Taka	Taka
20.00 Short term bank loan		
The City Bank Limited	843,906,966	1,494,771,457
Dutch-Bangla Bank Ltd.	380,574,622	543,172,318
Standard Bank Limited	1,091,134,859	341,607,583
Standard Chartered Bank	987,634,356	1,395,725,023
HSBC	1,016,984,176	446,134,523
Prime Bank Limited	174,725,831	276,851,629
NCC Bank Limited	171,450,559	723,398,030
Social Islami Bank Limited	565,675	100,000,000
Jamuna Bank -Loan	1,984,561	66,997,814
Pubali Bank Ltd	396,781,090	302,912,784
Brac Bank Ltd	552,456,203	712,299,973
	5,618,198,898	6,403,871,134

Short term bank loans are confirmed and reconciled with bank statement.

21.00 Bank / Financial Institution loan facilities

The company is currently availing the following facilities from banks:

Bank name	Limit (Taka in crore)			
	STL / Invoice Financing / Import Duty Loan /OSF/EIF	L/C	OD / CC	LATR /Long Term Loan/ Lease
The City Bank Ltd.	110	66	4	10
Dutch-Bangla Bank Ltd.	-	60	15	15
Standard Bank Ltd.	25	80	15	50
Standard Chartered Bank	25	340	3	100
HSBC	60	70	5	-
NCC Bank Limited	20	60	20	30
Prime Bank Ltd.	12	60	17	25
BRAC Bank Ltd	48	78	2	-
Jamuna Bank Ltd.	25	50	8	-
Social Islami Bank Ltd.	10	25	-	10
Pubali Bank Ltd	50	50	50	25
IPDC	-	-	-	10
ULC	-	-	-	21
United Finance Limited	-	-	-	20
IDLC	-	-	-	90
Midland Bank	30	-	-	-
Total	415	939	139	406

21.01 Securities against bank loan facilities

- * Personal guarantee from all directors.
- * Hypothecation over stock.
- * First ranking pari passu charges over fixed assets.

	30 June 2019	30 June 2018
	Taka	Taka
22.00 Liability for other finance		
Security deposit - Customers	3,390,472	3,240,690
	<u>3,390,472</u>	<u>3,240,690</u>
23.00 Provision for taxation		
Opening balance	389,781,133	287,383,240
Add : Current tax expenses		
Current year	159,422,901	102,397,893
Prior year	-	-
	<u>159,422,901</u>	<u>102,397,893</u>
	549,204,034	389,781,133
Less : Payment made	-	-
Less : AIT adjustment (Note-9.04)	-	-
Closing balance	<u>549,204,034</u>	<u>389,781,133</u>

23.01 Reconciliation of effective tax rate of PCML

Profit before tax		809,825,966	578,455,952
Profit excluding income tax		650,403,065	476,058,059
Total income tax expense	19.69%	<u>159,422,901</u>	<u>102,397,893</u>

Factors affecting the tax charge for current period:

Income tax using the Company's domestic tax rate	25.00%	202,456,491	144,613,988
Non-deductible expenses	-0.61%	(4,940,075)	5,037,675
Excess of tax depreciation over accounting depreciation	-3.15%	(25,549,675)	(37,608,538)
Exempted for export	-0.19%	(1,509,733)	(1,662,370)
Exempted income-PPGL	-1.08%	(8,753,431)	(7,982,863)
Tax on Profit of Associate Company	-0.28%	(2,280,676)	-
	19.69%	<u>159,422,901</u>	<u>102,397,892</u>

24.00 Revenue

	30 June 2019			30 June 2018		
	Unit	Quantity	Amount	Unit	Quantity	Amount
From Cement:						
Revenue from local sales	MT	1,814,072	11,512,639,610	MT	1,593,366	9,393,544,044
Revenue from export	MT	49,746	295,578,140	MT	87,834	494,632,200
		<u>1,863,818</u>	<u>11,808,217,750</u>		<u>1,681,200</u>	<u>9,888,176,244</u>
Other revenue:						
Revenue from empty bag sales	Pcs	10,848,200	191,212,910	Pcs	9,718,200	161,688,880
		<u>11,999,430,660</u>			<u>10,049,865,124</u>	

	Notes	30 June 2019	30 June 2018
		Taka	Taka
25.00 Cost of sales			
Opening stock of finished goods & WIP		54,020,959	73,617,457
Add : Cost of production	25.01	10,285,861,097	8,513,384,281
Goods available for sale		10,339,882,056	8,587,001,738
Less: Closing stock of finished goods, ghat & in transit	7.00	(52,280,531)	(54,020,959)
		10,287,601,525	8,532,980,779
25.01 Cost of production			
Raw materials consumption		8,106,556,068	6,521,961,565
Packing materials consumption		470,762,232	421,320,893
Salary & wages		177,220,904	174,728,749
Gratuity		-	8,526,748
Electric charges		469,195,765	495,533,457
Paper & periodicals		15,513	8,735
Travelling & conveyance		2,727,659	2,023,087
Telephone charges		1,578,437	1,337,085
Entertainment		2,714,774	1,413,341
Repairs & maintenance		98,863,792	83,361,810
Contribution to PF		4,347,756	4,546,407
Cost of bag sale-outward		146,997,249	131,891,581
Lab Expenses		1,156,647	714,395
Computer Expense		548,719	159,465
Legal & Professional Fee		2,409,203	1,394,150
Medical expenses		729,517	295,219
Canteen & food expenses		18,406,828	15,473,248
Cost of Cement from Sena kallan sangtha		472,048,359	336,767,300
Cost of cement from Anwer cement Ltd.		44,354,633	66,811,772
Gift & presentations		71,596	40,000
Internet Expenses		235,338	264,013
Gas Bill		33,571,451	28,939,947
Guest house expenses		16,525	-
Postage & Stamp		7,228	5,565
Stationery		6,620,726	5,076,842
Labour charges		19,675,283	16,753,308
Misc. expenses		1,868,090	1,271,111
Pay loader expenses		4,565,080	5,159,437
Donation & Subscription		522,800	588,000
Fuel , Oil & Lubricant		8,992,446	7,567,574
Training expenses		27,432	18,000
Fire insurance		1,492,641	966,916
Depreciation (Note - 1.00)		187,560,406	178,464,561
		10,285,861,097	8,513,384,281

	30 June 2019	30 June 2018
	Taka	Taka
26.00 Other income / (loss) / Expenses		
Bank interest income	8,092,512	7,780,907
Exchange gain / (loss)	(45,158,074)	(78,652,563)
Interest charged to NCML	75,896,226	27,131,517
Income from raw materials sales	(1,156,267)	1,437,942
Gain / (Loss) on sale of motor vehicle	(2,238,735)	2,170,667
Bad & doubtful expenses *	17,086,706	-
Misc. income - H/O	272,883	806,147
Misc. income - Factory	8,314,551	9,075,787
Income/(expenses) from carrying	54,251,725	43,085,201
	<u>115,361,527</u>	<u>12,835,605</u>

* The bad debt provision which is required to be kept based on the receivable balance as on 30.06.19 is lower than the balance in provision for bad debt account. The excess amount of provision has been adjusted as per Board of Directors' resolution no. 03 dated 04.08.2019.

* Other income increased mainly due to reversal of provision of Bad & doubtful expenses for BDT 17.09 mn and Interest charged to the associate company namely NCML for BDT 75.90 mn.

	30 June 2019	30 June 2018
	Taka	Taka
27.00 Administrative expenses		
Audit fee	357,500	345,000
Bank charges	-	1,360,355
Advertisement	477,850	1,645,075
Electric charges	1,784,880	1,688,090
Canteen & food expenses	3,082,927	3,890,867
Gratuity	-	4,911,468
Computer expenses	752,224	560,830
Medical Expense	44,574	6,915
Office rent	9,394,001	9,390,256
Paper & periodicals	34,187	17,802
Postage & stamp	164,649	216,633
Donation & subscription	421,850	978,970
Internet Expenses	448,763	639,929
Renewal, legal & professional fee	6,437,239	4,882,741
Repairs & maintenance	1,260,791	1,272,113
Salary & allowances	45,220,609	45,102,887
Directors' remuneration	2,400,000	2,400,000
Stationery	2,076,948	2,012,506
Telephone charges	1,021,951	930,686
Training expenses	129,118	14,000
Travelling & conveyance	3,819,700	4,991,344
Contribution to PF	1,164,315	1,199,467
Vehicle maintenance	4,433,516	2,101,505
Water charges	276,977	245,475
AGM Expenses	660,963	224,251
Miscellaneous expenses	4,309,260	2,477,550
BIWTA expenses	21,549,341	5,017,678
BSTI License fee	2,083,936	1,600,548
Fuel & Lubricant	37,296	45,313
Board meeting expenses	142,000	149,500
Guest house expenses	649,817	-
Depreciation (Note - 1.00)	9,482,187	6,715,134
	124,119,368	107,034,888

	30 June 2019	30 June 2018
	Taka	Taka
28.00 Selling & distribution expenses:		
Advertisement	24,801,233	19,858,731
Car maintenance	1,229,187	5,346,403
Contribution to PF	3,164,158	3,043,769
Entertainment	638,960	316,484
Export expenses	1,475,138	2,208,306
Godown expenses	1,182,900	620,576
Gratuity	-	8,297,490
Legal & professional fee	607,862	346,198
Medical expenses	16,405	5,115
CSR Activities	67,746	541,257
Internet Expenses	-	38,597
Postage & stamp	664,405	348,976
Promotional expenses	86,814,706	109,037,959
Salaries & allowances	130,236,843	126,590,485
Cement test expenses	1,229,622	1,458,220
Stationery	423,686	358,759
Telephone charges	4,718,976	4,565,439
Travelling & conveyance	39,588,962	32,865,828
Tender expenses	412,463	426,428
Computer expenses	20,151	9,400
Labour charges	9,938,451	7,881,058
Miscellaneous expenses	1,004,179	900,551
Depreciation (Note - 1.00)	111,110,521	93,663,345
	419,346,554	418,729,374
29.00 Financial expenses		
Bank charges	6,630,798	2,885,639
Interest on WPPF	15,258,609	13,557,678
Finance charges on lease	26,412,438	29,684,868
Bank loan interest	395,979,022	352,045,325
	444,280,867	398,173,510
30.00 Basic earnings per share (EPS):		
The computation of EPS is given below :		
Earnings attributable to the ordinary shareholders (NPAT)	611,403,495	441,055,242
Number of shares outstanding during the year	105,450,000	105,450,000
Basic earnings per share (par value of Tk. 10)	5.80	4.18
Diluted EPS:		

No diluted EPS was required to be calculated for the year since there was no scope for dilution of share during the year under review.

Profit before taxes increased compared to previous financial year because of (1) increase of revenue by 19% coupled with (2) significant increase in 'Other Income/(Expenses)' and (3) decrease of 'Selling and distribution expenses' by 0.7% of revenue resulting in EPS increase of BDT 5.80 in financial year 2018-2019 from BDT 4.18 in financial year 2017-2018.

31.00 Related party disclosure

During the year the Company carried out a number of transactions with related parties in the normal course of business on an arms' length basis. Names of those related parties, nature of those transactions and their total value have been set out in accordance with the provisions of IAS-24: Related Party Disclosures.

Name of related party	Nature of relationship	Nature of transaction	Outstanding as on 01.07.2018 Taka	Transaction during the year (net) Taka	Outstanding as on 30.06.2019 Taka	Terms and conditions
Asia Insurance Ltd.	Common directorship	Providing insurance	(3,140,326)	-	(3,140,326)	Arm's length transaction
Mr Mustafa Haider	Director	For VRM project	-	(1,530,000,000)	(1,530,000,000)	Mutual understanding
Seacom Shipping Ltd	Common directorship	C & F	734,600	500,000	1,234,600	Arm's length transaction
T K Oil Refinery Ltd.	Common directorship	Utility service	-	-	-	Arm length transaction
Aryan Stevedore Ltd.	Common directorship	Stevedoring service	5,213,186	(37,264,725)	(32,051,539)	Arm's length transaction
G P H Ispat Ltd.	Common directorship	Materials supply	(8,738,736)	8,741,016	2,280	Arm's length transaction
M I Cement Factory Ltd.	Common directorship	Materials supply	4,271,181	1,656,400	2,614,781	Arm's length transaction
Samuda Chemical Complex Ltd.	Common directorship	Materials supply	280,695	-	280,695	Arm's length transaction
Rupsha Tank Terminal & Refinery Ltd	Common directorship	Loan taken to meet short term finance	(39,997,600)	133,400,011	93,402,411	Arm's length transaction
Rupsha Edible Oil Refinery Ltd	Common directorship	Loan taken to meet short term finance	-	283,299,977.0	283,299,977	Arm's length transaction
National Cement Mills Limited	Associate	Loan to meet operational expenses	731,812,819	632,612,717	1,364,425,536	Arm length transaction/Mutual Understanding
National Cement Mills Limited	Associate	Investment in share	70,000,000	36,497,835	106,497,835	Arm's length transaction
Delta Agrofood Industries Ltd	Common directorship	Loan given to meet short term finance	12,945,385	20,156,760	33,102,145	Arm's length transaction

Note : Figures in bracket at closing date represent payables.

32.00 Events after the reporting period

The Board of Directors of the company in its meeting held on 24 October 2019 recommended 10% cash dividend for the year 2018-2019 which is subject to approval of the shareholders in the ensuing Annual General Meeting.

	30 June 2019	30 June 2018
	Taka	Taka
33.00 Contingent liabilities		
There are contingent liabilities in respect of outstanding letters of credit for Tk. 1,528 million & bank guarantee Tk. 78.78 million.		
Letter of Credit		
The City Bank Limited	81,120,000	16,331,250
Brac Bank Ltd	-	32,362,240
Dutch Bangla Bank Limited	111,540,000	58,874,156
The Hongkong and Shanghai Banking Corporation Limited	25,807,568	102,113,651
NCC Bank Ltd	17,054,213	-
Prime Bank Limited	-	-
Standard Bank	209,359,228	102,136,475
Social Islami Bank Ltd	65,545,939	62,114,551
Pubali Bank Ltd	117,260,537	75,005,153
Standard Chartered Bank	900,422,916	2,469,874,618
	1,528,110,401	2,918,812,094
Bank Guarantee		
Pubali bank Ltd	-	19,989,000
Social Islami Bank Ltd	59,699,466	24,028,308
Standard bank limited	19,081,420	8,836,000
	78,780,886	52,853,308
	1,606,891,287	2,971,665,402

34.00 Capital expenditure commitment

There is no unprovided committed expenditure as at 30 June 2019

35.00 Remittance of foreign currency:

No foreign currency was remitted during the year.

36.00 Earnings in foreign currency:

Export of 49,746 MT Cement were made in July 2018 to June 2019 to Indian state of Tripura & Assam and as deemed export in Bangladesh for US\$ 3,497,966 equivalent to BDT. 295,578,140

37.00 Claims against the company not acknowledged as debt

There is no claim against the company acknowledged as debt.

38.00 Capacity utilization:**38.01 Cement:**

Actual average monthly production is 1,48,212 MT against average monthly capacity of 200,000 MT i.e. capacity utilization is 74.10%.

39.00 Number of employees

Management
Staff
Total number of employees

30 June 2019	30 June 2018
Persons	Persons
107	97
1,566	1,493
1,673	1,590

All employees received salary more than Tk. 7,000 per month.

40.00 Financial risk management

Bangladesh Financial Reporting Standard IFRS 7 - Financial Instruments: Disclosures - requires disclosure of information relating to: both recognised and unrecognised financial instruments, their significance and performance, accounting policies, terms and conditions, net fair values and risk information- the Group's policies for controlling risks and exposures.

The management has overall responsibility for the establishment and oversight of the group's risk management framework. The group's risk management policies are established to identify and analyse the risks faced by the group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the group's activities. This note presents information about the group's exposure to each of the following risks, the group's objectives, policies and processes for measuring and managing risk, and the group's management of capital. The company has exposure to the following risks from its use of financial instruments.

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

40.01 Credit risk

Credit risk is the risk of a financial loss to the group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the group's receivables from distributors, institutional and export customers etc.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

In monitoring credit risk, debtors are grouped according to their risk profile, i.e. their legal status, financial condition, ageing profile etc. Accounts receivable are related to sale of cement & empty cement bag.

The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position.

- a) Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

	30 June 2019	30 June 2018
	Taka	Taka
Trade receivable		
Local customers	2,278,830,928	2,427,337,478
Foreign customers	18,374,155	69,392,396
Advance, deposit and prepayments	3,629,863,273	2,658,575,770
Cash and bank balances	169,269,065	77,432,884
	6,096,337,421	5,232,738,527
The maximum exposure to credit risk for accounts receivable as at 30 June 2019 by geographic regions was:		
Bangladesh	2,278,830,928	2,427,337,478
Asia	18,374,155	69,392,396
	2,297,205,083	2,496,729,874

	30 June 2019	30 June 2018
	Taka	Taka
b) Impairment losses		
Opening balance	96,380,932	96,380,932
Provision during the year	(17,086,706)	-
Reversal/Adjustment during the year	(369,230)	-
Closing balance	78,924,996	96,380,932

c) Credit exposure by credit rating as on 30 June 2019

Particulars	Credit rating	Amount	Percentage (%)
Trade receivable	NR	2,297,205,083	38%
Advance, deposit and prepayments	NR	3,629,863,273	60%
Cash and bank balances			
Cash in hand		20,202,139	0.33%
Cash at bank		149,066,926	2.45%
AB Bank Ltd	AA3	146,847	0.10%
Al-Arafah Islami Bank Ltd.	AA	2,461,166	1.65%
Agrani Bank Ltd	AAA	47,625	0.03%
Bank Asia Ltd.	AA2	1,556,925	1.04%
Brac Bank LTD	AA+	-	0.00%
City Bank Ltd	AA2	27,700,886	18.58%
Dutch Bangla Bank Ltd	AA1	274,079	0.18%
Eastern Bank Ltd	AA+	36,297	0.02%
Hongkong Shanghai Banking Corp.	AA-	66,159	0.04%
IFIC Bank Ltd.	AA2	81,433	0.05%
Islami Bank Bangladesh Ltd	AAA	9,753,771	6.54%
Jamuna Bank Ltd.	-AA2	4,292,714	2.88%
Mercantile Bank Ltd.	AA	3,437,383	2.31%
Midland Bank Ltd	-A2	-	0.00%
Mutual Trust bank Ltd.	-AA	1,729,685	1.16%
National Bank Ltd.	AA	6,908,347	4.63%
NCC Bank Ltd.	AA	6,175,336	4.14%
One Bank Limited.	AA	67,853	0.05%
Premier Bank Ltd.	AA+	266,711	0.18%
Prime Bank Limited.	AA	7,646,789	5.13%
Pubali Bank Ltd.	AA	12,256,205	8.22%
Rupali Bank Ltd.	A-	9,425	0.01%
Shahjalal Islami Bank Ltd	AA2	1,708,919	1.15%
Social Islami Bank Ltd.	AA-	32,962,483	22.11%
Sonali Bank Ltd.	AAA	3,890,601	2.61%
Southeast Bank Ltd	AA	1,514,343	1.02%
Standard Chartered Bank	AAA	17,915,527	12.02%
Standard Bank Ltd.	AA	1,573,379	1.06%
State Bank of India	AA+	60,829	0.04%
Trust Bank Ltd.	AA2	984,594	0.66%
United Commercial Bank Ltd.	AA	2,215,914	1.49%
Uttara Bank Ltd.	AA	1,324,700	0.89%

40.02 Liquidity risk

Liquidity risk is the risk that the group will not be able to meet its financial obligations as they fall due. The group'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 normal and stressed conditions, without incurring unacceptable losses or risking damage to the group's reputation. Typically, the group 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 financial obligations and accordingly arrange for sufficient liquidity/fund to make the expected payments within due dates. Moreover, the group seeks to maintain short term lines of credit with scheduled commercial banks to ensure payment of obligation in the event that there is insufficient cash to make the required payment. The requirement is determined in advance through cash flow projections and credit lines with banks are negotiated accordingly.

In extreme stressed conditions, the group may get support from the subsidiary and associate company in the form of inter-company loan.

The following are the contractual maturities of financial liabilities:

Category of Liabilities	Carrying amount	Maturity period	Nominal Interest rate	Contractual cash flows	Within 6 months or less	Within 6-12 months
	Taka			Taka	Taka	Taka
Trade and other payables	1,756,914,122.14	December. 2019	N/A	1,756,914,122	1,756,914,122	-
Short term bank loan	5,618,198,898.00	December. 2019	7%~11%	5,618,198,898	5,618,198,898	-
Current portion of long term loan	466,008,016.00	30 June 2020	4.5%~11.5%	466,008,016	233,004,008	233,004,008
Loan from directors'	1,530,000,000.00	December. 2019	9%~11.5%	1,530,000,000	1,530,000,000	-
Liability for other finance	3,390,472.00	30 June 2020	N/A	3,390,472	1,695,236	1,695,236
Contribution to WPPF	38,740,612.13	31 March 2020	N/A	38,740,612	-	38,740,612

40.03 Market risk

Market risk is the risk that any change in market prices, such as foreign exchange rates and interest rates will affect the group's income or the value of its holdings of financial instruments

a) Currency risk

The group is exposed to currency risk on certain revenues and purchases such as clinker, gypsum, slag, fly ash, lime stone and equipment purchases. Majority of the group's foreign currency transactions are denominated in USD and relate to procurement of capital items from abroad. The group maintains USD bank accounts where 50% of export proceeds are deposited and certain import payments and foreign currency loan installment & interest their on are made there from.

	30 June 2019	30 June 2018
	USD	USD
i) Exposure to currency risk		
Foreign currency monetary assets and liabilities		
Assets		
Trade receivables	217,446	829,061
Cash at bank	511,630	20,740
	729,076	849,801
Liabilities		
Trade and other payables	Nil	Nil
Net exposure		
The following significant exchange rates are applied during the year:		
Exchange rate of US Dollar	84.50	83.70

(ii) Foreign exchange rate sensitivity analysis for foreign currency expenditures

A strengthening or weakening of the Taka, as indicated below, against the USD at 30 June 2019 would have increased/(decreased) equity and profit or loss by the amounts shown below. This analysis is based on foreign currency exchange rate variances that the Group considered to be reasonably possible at the reporting date. The analysis assumes that all other variables, in particular interest rates, remain constant. The analysis is performed on the same basis for 30 June 2018 albeit that the reasonably possible foreign exchange rate variances were different, as indicated below:

Sensitivity for foreign currency expenditures	Amount in Taka	
	Strengthening profit/(loss)	Weakening profit/(loss)
At 30 June 2019 USD	(583,261)	583,261

b) Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowings. Short term bank borrowings are, however, not significantly affected by fluctuations in interest rates. The group has not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

(i) Profile

As at 30 June 2019, the interest rate risk profile of the group's interest bearing financial instruments was:

	Carrying Amount in Taka	
	30 June 2019	30 June 2018
Fixed rate instrument		
Financial asset	147,681,114	207,998,139
Financial liability	10,050,565,802	6,864,909,209
Variable rate instrument		
Financial asset	Nil	Nil
Financial liability	Nil	Nil

(ii) Cash flow sensitivity analysis for variable rate instruments

There being no variable rate instruments, sensitivity analysis has not presented.

40.04 Accounting classification and fair value

Fair value of financial assets and liabilities together with carrying amount shown in the statement of financial position are as follows:

	Amount in Taka	
	Carrying Amount	Fair Value
Assets carried at fair value through profit and loss	Nil	Nil
Held to maturity assets		
Short term investment	12,591,637	12,591,637
Loans and receivables		
Trade and other receivable	2,220,587,712	2,220,587,712
Advances, deposits & pre-payments	3,828,456,068	3,828,456,068
Cash and bank balances	169,269,065	169,269,065
Available for sale financial assets	Nil	Nil
Liabilities carried at fair value through profit and loss	Nil	Nil
Liabilities carried at amortized cost		
Trade and other payables	1,756,914,122	*N/A
Short term bank loan	5,618,198,898	*N/A
Long term loan	2,436,358,888	*N/A
Loan from Directors'	1,530,000,000	*N/A
Current portion of long term loan	466,008,016	*N/A
Liability for other finance	3,390,472	*N/A
Contribution to WPPF	38,740,612	*N/A

* Determination of fair value is not required as per the requirements of IFRS/IFRS 7 : Financial Instruments: Disclosures (ref: Para 29). However, fair value of such instruments is not likely to be significantly different from the carrying amounts of such instruments.

	30 June 2019	30 June 2018
	Taka	Taka
41.00 Others		
41.01 Directors' remuneration		
Salary, allowances and benefits	2,400,000	2,400,000
	2,400,000	2,400,000
41.02 Directors' fees for attending board meeting		
Tk. 10,000 paid to each director for attending board meetings.		
41.03 Receivable from director		
No amount is lying as receivable from the directors.		
41.04 Net asset value(NAV) per share		
Net Assets	5,081,175,426	4,547,846,803
Number of ordinary shares outstanding	105,450,000	105,450,000
Net asset value (NAV) per share	48.19	43.13
41.05 Cash Flow Reconciliation		
Net profit for the year	612,804,044	442,182,629
Depreciation	345,106,856	313,939,326
Other non-cash items	87,618,912	30,547,329
Non-operating items	(149,662,182)	(1,592,763,854)
Changes in net working capital	(257,427,142)	1,531,446,327
Net cash from operating activities	638,440,489	725,351,757

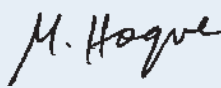
41.06 Interests in subsidiaries

The group does not have any unconsolidated structured entity.

There has been no changes in ownership interest in a subsidiary which may have resulted in loss of control.



Company Secretary



Director



Managing Director

Place: Dhaka

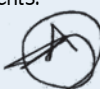
Dated: 24 October 2019


	Notes	30 June 2019	30 June 2018
		Taka	Taka
ASSETS			
Non-current assets			
Property, plant and equipment	1.00	6,063,707,367	5,820,951,529
Capital work -in - progress	2.00	3,917,092,896	870,701,373
Investment in subsidiary	3.01	48,000,000	48,000,000
Investment in associate	4.01	106,497,835	70,000,000
		10,135,298,098	6,809,652,902
Current Assets			
Inventories	5.00	877,510,398	495,177,438
Trade and other receivables	6.00	2,220,587,712	2,404,625,586
Advances, deposits and pre-payments	7.00	3,815,250,022	2,754,725,601
Current account with associate (NCML)	4.02	1,364,425,536	731,812,819
Investment in FDR	8.00	142,517,994	194,812,845
Cash and bank balances	9.00	168,944,060	77,187,761
		8,589,235,721	6,658,342,049
Total assets		18,724,533,819	13,467,994,951
EQUITY AND LIABILITIES			
Equity			
Share capital	10.00	1,054,500,000	1,054,500,000
Revaluation reserve		489,216,272	497,966,675
Share Premium		441,835,000	441,835,000
Retained earnings		2,791,406,291	2,282,940,440
Total Equity		4,776,957,562	4,277,242,115
Non-current liabilities			
Deferred tax liabilities/(assets)	11.00	446,204,090	408,605,069
Long term loan	12.02	2,436,358,890	86,213,888
Loan from Directors	18.00	750,420,000	-
Defined contribution obligations (Gratuity)	13.00	134,818,366	138,135,125
		3,767,801,347	632,954,082
Current-liabilities			
Trade and other payables	14.00	1,755,290,247	661,152,351
Short term bank loan	15.00	5,618,198,898	6,403,871,134
Loan from Directors-Short term	19.00	1,530,000,000	510,420,000
Current portion of long term loan	12.02	466,008,016	374,824,187
Current account with subsidiary (PPGL)	3.02	218,942,631	187,183,033
Liability for other finance	16.00	3,390,472	3,240,690
Workers' participation fund		38,740,612	27,326,225
Provision for taxation	17.00	549,204,034	389,781,133
		10,179,774,910	8,557,798,753
Total liabilities		13,947,576,256	9,190,752,835
Total equity and liabilities		18,724,533,819	13,467,994,951
Net assets value per share		45.30	40.56

The annexed notes from 01 to 36 form an integral part of these financial statements.


Company Secretary


Director


Managing Director


Syful Shamsul Alam & Co.
Chartered Accountants

Place: Dhaka

Dated: 24 October 2019

As per our report of same date

	Notes	30 June 2019	30 June 2018
		Taka	Taka
Revenue	20.00	11,999,430,660	10,049,865,124
Cost of sales	21.00	(10,328,599,721)	(8,570,910,413)
Gross profit		1,670,830,938	1,478,954,711
Other income/(Expenses)	22.00	115,361,527	12,835,605
Administrative expenses	23.00	(118,287,174)	(101,041,255)
Selling & distribution expenses	24.00	(419,346,554)	(418,729,374)
Profit before interest and tax		1,248,558,737	972,019,687
Share of profit from associate company	4.01	9,122,706	-
Finance costs	25.00	(444,128,588)	(398,168,960)
Contribution to WPPF		(38,740,612)	(27,326,225)
Profit before tax		774,812,243	546,524,502
Current tax expenses	17.00	(159,422,901)	(102,397,893)
Deferred tax income/(expenses)	11.00	(37,599,021)	(33,875,430)
Profit for the year		577,790,320	410,251,179
Other comprehensive income			
Revaluation of property, plant & equipment		-	-
Income tax on other comprehensive income		-	-
Total comprehensive income for the year		577,790,320	410,251,179
Basic earnings per share (par value of Taka 10)	26.00	5.48	3.89

The annexed notes from 01 to 36 form an integral part of these financial statements.



Company Secretary


Director


Managing Director

As per our report of same date

Place: Dhaka
Dated: 24 October 2019


Syful Shamsul Alam & Co.
Chartered Accountants

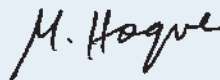
Amount in Taka

Particulars	Share capital	Share premium	Revaluation reserve	Retained earnings	Total equity
Balance at 01 July 2017	1,054,500,000	441,835,000	507,388,777	2,074,167,159	4,077,890,936
Net profit for the year	-	-	-	410,251,179	410,251,179
Revaluation reserve during the year	-	-	-	-	-
Depreciation on revalued assets	-	-	(9,422,102)	9,422,102	-
Deferred tax on revaluation surplus	-	-	-	-	-
Dividend Paid	-	-	-	(210,900,000)	(210,900,000)
Balance as at 30 June 2018	1,054,500,000	441,835,000	497,966,675	2,282,940,440	4,277,242,115
Balance as at 01 July 2018	1,054,500,000	441,835,000	497,966,675	2,282,940,440	4,277,242,115
Net profit for the year	-	-	-	577,790,320	577,790,320
Depreciation on revalued assets	-	-	(8,750,402)	8,750,402	-
Opening profit/(loss) share from associate company	-	-	-	27,375,129	27,375,129
Dividend Paid	-	-	-	(105,450,000)	(105,450,000)
Balance as at 30 June 2019	1,054,500,000	441,835,000	489,216,272	2,791,406,291	4,776,957,564

Revaluation surplus amounting to Tk. 8,750,402 has been transferred to retained earnings for the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the assets original cost. The amount has been netted off for tax.



Company Secretary



Director



Managing Director

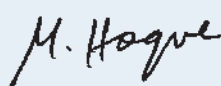
Place: Dhaka

Dated: 24 October 2019

	30 June 2019	30 June 2018
	Taka	Taka
Cash flows from operating activities		
Receipt from customers	12,181,499,516	9,762,979,193
Payment to employees	(372,018,949)	(363,897,755)
Payment to suppliers & others	(10,504,723,827)	(7,724,916,164)
Cash generated from operating activities	1,304,756,741	1,674,165,274
Other income	27,742,615	(17,711,724)
Bank charge & interest paid	(421,265,866)	(394,274,203)
Dividend Paid	(31,181,758)	(210,698,034)
Advance income tax refund	180,819,064	-
Tax paid	(457,671,361)	(366,140,083)
A Net cash from operating activities	603,199,435	685,341,230
Cash flows from investing activities		
Purchase of property, plant & equipment	(586,445,191)	(933,635,225)
Sale of property, plant & equipment	1,307,195	6,096,000
Capital work-in-progress (WIP)	(3,428,126,369)	(829,329,383)
Loan from subsidiary	31,759,598	10,084,643
Advance to Associate	(556,716,491)	(326,977,459)
Investment in FDR	52,294,851	(10,285,389)
B Net cash used in investing activities	(4,485,926,407)	(2,084,046,813)
Cash flows from financing activities		
Receipt/(payment) from long term borrowings	1,846,770,946	(296,406,361)
Receipt/(payment) from short term borrowings	(228,350,322)	1,213,776,351
From other finance	149,782	-
Receipt/(payment) of lease finance	585,912,866	(53,913,526)
Loan from Directors	1,770,000,000	510,420,000
C Net cash from financing activities	3,974,483,272	1,373,876,464
Net Increase in cash and bank balances	91,756,300	(24,829,119)
Cash and bank balances at the beginning of the year	77,187,761	102,016,880
Cash and bank balances at the end of the year	168,944,060	77,187,761
Net operating cash flow per share (NOCFPS)	5.72	6.50



Company Secretary



Director



Managing Director

Place: Dhaka

Dated: 24 October 2019

1.00 Property, plant and equipment:

Freehold (Note - 1.01)

Leasehold (Note - 1.02)

	30 June 2019	30 June 2018
	Taka	Taka
Freehold (Note - 1.01)	5,965,505,852	5,705,957,632
Leasehold (Note - 1.02)	98,201,515	114,993,897
	6,063,707,367	5,820,951,529

1.01 Freehold :**Cost :**

Category of assets	Cost				Rate	Depreciation				Written down value As at 30 June 2019
	Opening	Addition	Disposal/ Adjustment	Closing		Opening	Charged during the year	Disposal/ Adjustment	Closing	
Land & Land Development	1,614,442,057	165,661,945	-	1,780,104,002	-	-	-	-	-	1,780,104,002
Factory Building	730,074,800	41,534,937	-	771,609,737	3%	60,363,450	20,241,827	-	80,605,277	691,004,460
Jetty Construction	64,572,845	1,298,720	-	65,871,565	3%	4,963,273	1,815,693	-	6,778,966	59,092,599
Electric Installation	140,468,768	4,817,529	-	145,286,297	7.5%	26,486,838	8,684,518	-	35,171,356	110,114,941
Plant & Machinery	2,230,777,409	204,406,730	-	2,435,184,139	7.5%	418,925,154	143,786,209	-	562,711,362	1,872,472,777
Boundary Wall & Fencing	4,988,881	116,000	-	5,104,881	5%	844,958	209,055	-	1,054,012	4,050,869
Furniture & Fixtures	9,579,779	417,600	-	9,997,379	10%	1,749,095	797,878	-	2,546,973	7,450,406
Telephone & Fax Installation	560,344	-	-	560,344	15%	216,223	51,618	-	267,841	292,503
Loose Tools	259,932	-	-	259,932	15%	100,302	23,945	-	124,246	135,686
Motor Vehicles	727,487,991	44,917,993	(11,323,394)	761,082,590	15%	143,748,531	90,082,603	(4,032,913)	229,798,221	531,284,369
Motor Vehicles-Employee Car		40,775,000		40,775,000			2,830,685		2,830,685	37,944,315
Office Building & Shed	9,010,533	1,407,252	-	10,417,785	3%	744,904	259,335	-	1,004,239	9,413,546
Office Equipment	25,723,129	3,619,670	(172,000)	29,170,799	15%	6,477,503	3,107,144	(146,327)	9,438,319	19,732,480
Tube-Well	599,138	5,160	-	604,298	15%	211,958	58,599	-	270,557	333,741
Air Compressor	7,038,866	-	-	7,038,866	15%	2,191,523	727,102	-	2,918,625	4,120,241
Grinding Media	71,465,104	48,501,138	-	119,966,242	33%	39,187,127	22,849,106	-	62,036,232	57,930,010
Lab Equipment	8,647,996	192,623	-	8,840,619	10%	865,615	793,281	-	1,658,896	7,181,723
Vessel	105,304,790	7,668,235	-	112,973,025	10%	24,859,114	8,510,203	-	33,369,317	79,603,708
Portable Cement Silo	53,668,252	13,640,240	-	67,308,492	3%	2,118,586	1,742,317	-	3,860,903	63,447,589
Office Decoration	4,492,271	7,317,419	-	11,809,690	15%	903,612	1,274,596	-	2,178,208	9,631,482
Software	876,563	147,000	-	1,023,563	10%	236,645	67,904	-	304,549	719,014
30 June 2019	5,810,039,448	586,445,191	(11,495,394)	6,384,989,245		735,194,411	307,913,615	(4,179,240)	1,038,928,785	5,346,060,460
30 June 2018	4,800,704,140	1,016,370,682	(7,035,374)	5,810,039,448		465,199,475	273,104,977	(3,110,041)	735,194,411	5,074,845,037

Revaluation:

Amount in Taka

Category of assets	Cost				Rate	Depreciation				Written down value
	Opening	Addition	Disposal	Closing		Opening	Charged during the year	Disposal/ Adjustment	Closing	As at 30 June 2019
Land & Land Development	455,504,566	-	-	455,504,566	0%	-	-	-	-	455,504,566
Factory Building	32,315,251	-	-	32,315,251	3%	2,821,994	884,798	-	3,706,792	28,608,459
Jetty Construction	3,132,068	-	-	3,132,068	3%	273,514	85,757	-	359,271	2,772,797
Electric Installation	-	-	-	-	8%	-	-	-	-	-
Plant & Machinery	179,550,427	-	-	179,550,427	8%	37,444,680	10,657,931	-	48,102,611	131,447,816
Boundary Wall & Fencing	245,141	-	-	245,141	5%	34,963	10,509	-	45,472	199,669
Furniture & Fixtures	-	-	-	-	10%	-	-	-	-	-
Telephone & Fax Installation	-	-	-	-	15%	-	-	-	-	-
Loose Tools	-	-	-	-	15%	-	-	-	-	-
Motor Vehicles	-	-	-	-	15%	-	-	-	-	-
Office Building & Shed	1,030,264	-	-	1,030,264	3%	89,970	28,209	-	118,179	912,085
Office Equipment	-	-	-	-	15%	-	-	-	-	-
Tube-Well	-	-	-	-	15%	-	-	-	-	-
Air Compressor	-	-	-	-	15%	-	-	-	-	-
Grinding Media	-	-	-	-	33%	-	-	-	-	-
Export of 49,746 MT Cement were made in July 2018 to June 2019 to Indian state of Tripura & Assam and as deemed export in Bangladesh for US\$ 3,497,966 equivalent to BDT. 295,578,140	-	-	-	-	10%	-	-	-	-	-
Vessel	-	-	-	-	10%	-	-	-	-	-
Portable Cement Silo	-	-	-	-	3%	-	-	-	-	-
Office Decoration	-	-	-	-	15%	-	-	-	-	-
Software	-	-	-	-	10%	-	-	-	-	-
30 June 2019	671,777,717	-	-	671,777,717		40,665,122	11,667,203	-	52,332,325	619,445,392
30 June 2018	671,777,717	-	-	671,777,717		28,102,320	12,562,802	-	40,665,122	631,112,595
Grand total 30 June 2019	6,481,817,165	586,445,191	(11,495,394)	7,056,766,962		775,859,533	319,580,818	(4,179,240)	1,091,261,110	5,965,505,852
Grand total 30 June 2018	5,472,481,857	1,016,370,682	(7,035,374)	6,481,817,165		493,301,794	285,667,780	(3,110,041)	775,859,533	5,705,957,632

Depreciation charge has been allocated to:

	30 June 2019	30 June 2018
	Taka	Taka
Cost of production	178,467,447.87	169,529,030.00
Administrative expenses	9,384,785.25	6,597,564.00
Selling & distribution expenses	94,774,842.16	74,444,899.00
Bag plant	36,953,742.42	35,096,286.00
Total	319,580,817.69	285,667,779.00

Note:

- i) Name of Valuer : M/S S. F. Ahmed & Co., Chartered Accountants.
- ii) Valuation method : Net asset value method.
- iii) Date of Capitalization: Revaluation surplus capitalized on 01 July 2015.

1.02 Leasehold :

Cost :

Category of assets	Cost				Rate	Depreciation				Written down value As at 30 June 2019
	Opening	Addition	Disposal	Closing		Opening	Charged during the year	Disposal/ Adjustment	Closing	
Motor Vehicles	259,800,000	-	-	259,800,000	15%	150,895,475	16,335,679	-	167,231,154	92,568,846
Plant & Machinery	10,100,000	-	-	10,100,000	8%	4,010,628	456,703	-	4,467,331	5,632,669
30 June 2019	269,900,000	-	-	269,900,000		154,906,103	16,792,382	-	171,698,485	98,201,515
30 June 2018	269,900,000	-	-	269,900,000		135,193,925	19,712,178	-	154,906,103	114,993,897

Depreciation charge has been allocated to:

	30 June 2019	30 June 2018
	Taka	Taka
Cost of production	456,703	493,733
Selling & distribution expenses	16,335,679	19,218,446
Total	16,792,382	19,712,179

30 June 2019	30 June 2018
Taka	Taka

2.00 Capital work-in-progress (WIP)

Opening capital work-in-progress	870,701,373	82,002,869
Add: Expenditure incurred during the year (Note 2.01)	3,225,808,285	829,329,383
Total capital work-in-progress	4,096,509,658	911,332,252
Less: Capitalized during the year (Note 2.01)	179,416,762	40,630,879
Closing capital work-in- progress	3,917,092,896	870,701,373

2.01 Expenditure incurred during the year

Particulars	Balance as at 01 July 2018	Addition during the year	Capitalized/ transferred during the year	Balance as at 30 June 2019
Godawn- Mongla	5,984,444	-	-	5,984,444
Cement Silo	29,942,332	2,900,776	32,843,108	-
Project New	132,659,216	19,300,243	146,573,654	5,385,805
Project New-VRM	702,115,381	3,203,607,266	-	3,905,722,647
Total	870,701,373	3,225,808,285	179,416,762	3,917,092,896

3.00 Investment and current account with subsidiary**3.01 Investment with subsidiary**

Premier Cement Mills Limited is the owner of 4,80,000 shares of Tk 100 each out of 5,00,000 shares of Tk 100 each i.e. 96% shares of Premier Power Generation Limited which is engaged in Producing electricity dedicatedly for Premier Cement Mills Limited.

3.02 Current account with subsidiary

The current account balance is representing the net transaction with Premier Power Generation Limited for payment of loan Installment, gas bill, electric charges and other expenses which are made-up of as follows :

	30 June 2019	30 June 2018
	Taka	Taka
Opening balance	(187,183,033)	(177,098,390)
Add : Payment during the year	63,451,028	75,538,807
Add : Interest charges during the year	-	-
	(123,732,005)	(101,559,583)
Less : Adjustment against electric charges	(95,210,626)	(85,623,450)
Closing balance	(218,942,631)	(187,183,033)

4.00 Investment and current account with associate**4.01 Investment with associate**

Premier Cement Mills Limited is the owner of 7,000,000 shares of Tk 10 each out of 37,500,000 shares of Tk 10 each i.e. 18.67%

shares of National Cement Mills Limited.

Current position of the investment is as follows:

	30 June 2019	30 June 2018
	Taka	Taka
Opening balance	70,000,000	70,000,000
Opening Profit/(Loss) share from associate company	27,375,129	-
Share of profit from associate company - during the period 18.67%	9,122,706	-
Closing balance	106,497,835	70,000,000

The share of profit/(loss) from the associate company namely National Cement Mills Limited was not accounted for erroneously in the previous year which is now taken into account (Ref. IAS - 28).

4.02 Current account with associate

The current account balance is representing the net transaction with National Cement Mills Limited for payment of expenses for Balancing, Modernisation, Rehabilitation and Expansion, loan installment and other expenses.

	30 June 2019	30 June 2018
	Taka	Taka
Opening balance	731,812,819	377,703,843
Add : Payment during the year	1,709,171,958	500,898,037
Add : Interest charged during the year	75,896,226	27,131,517
	2,516,881,003	905,733,397
Less : Adjustment during the year	1,152,455,467	173,920,578
Closing balance	1,364,425,536	731,812,819

5.00 Inventories

Inventories	Measuring unit	30 June 2019		30 June 2018	
		Quantity	Amount (Tk.)	Quantity	Amount (Tk.)
Clinker	MT	43,947	218,789,248	16,377	84,936,691
Gypsum	MT	28,385	72,973,047	954	2,631,104
Fly Ash	MT	24,962	60,185,341	7,320	16,681,950
Slag	MT	39,324	101,249,520	29,657	86,415,991
Lime Stone	MT	33,277	76,672,015	29,943	72,844,200
Grinding Aid	MT	139	8,529,969	563	40,065,424
Packing materials (P.P. & Paper Bag)	Pcs	1,287,726	17,499,940	1,162,928	14,896,090
Finished goods and WIP	MT	9,488	50,201,513	10,625	50,986,275
WIP- Bag Plant	KG	-	12,042,792	73,779	7,597,537
Stock at ghat	MT	375	2,079,018	465	3,034,684
Stock at ghat- Others	Bag	3,535	1,663,190	832	153,759
Raw material stock for Bag Plant	KG	2,121,621	188,356,077	655,119	73,792,014
Consumable stores	Various	-	67,268,727	-	41,141,720
Total			877,510,398		495,177,438

5.01

Raw material reconciliation:

At 30 June 2019

Inventories	Opening		Receipt				R.M. sales at cost		Closing		Consumption	
			Import		Local purchase							
	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)
Clinker	16,377	84,936,691	1,351,587	6,975,577,940	-	-	4,000	20,692,110	43,947	218,789,248	1,320,018	6,821,033,273
Gypsum	954	2,631,104	112,800	301,242,233	-	-	-	-	28,385	72,973,047	85,369	230,900,290
Fly Ash	7,320	16,681,950	221,619	503,082,101	-	-	-	-	24,962	60,185,341	203,978	459,578,710
Slag	29,657	86,415,990	143,483	389,218,728	-	-	-	-	39,324	101,249,520	133,816	374,385,198
Lime Stone	29,943	72,844,200	81,642	186,872,999	-	-	-	-	33,277	76,672,015	78,308	183,045,184
Grinding Aid	563	40,065,424	381	22,820,428	-	-	-	-	139	8,529,969	805	54,355,883
Total	84,815	303,575,359	1,911,512	8,378,814,429	-	-	4,000	20,692,110	170,034	538,399,141	1,822,294	8,123,298,537
											Less - Duty draw back & VAT Loss/(Gain)	(16,742,469)
											Total raw materials consumption	8,106,556,068

Raw material reconciliation:

As at 30 June 18

Inventories	Opening		Receipt				R.M. sales at cost		Closing		Consumption	
			Import		Local purchase							
	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)
Clinker	109,325	485,100,843	1,105,817	5,178,264,831	-	-	-	-	16,377	84,936,691	1,198,764	5,578,428,982
Gypsum	9,596	22,060,865	68,000	175,100,675	4,500	13,500,000	-	-	954	2,631,104	81,142	208,030,436
Fly Ash	54,183	110,199,487	140,451	297,601,304	-	-	-	-	7,320	16,681,950	187,313	391,118,842
Slag	6,820	15,576,847	135,300	366,080,467	-	-	-	-	29,657	86,415,990	112,463	295,241,324
Lime Stone	6,994	16,610,126	72,025	173,482,767	-	-	-	-	29,943	72,844,200	49,077	117,248,693
Grinding Aid	140	10,524,991	618	42,720,077	-	-	-	-	563	40,065,424	195	13,179,644
Total	187,058	660,073,159	1,522,211	6,233,250,121	4,500	13,500,000	-	-	84,815	303,575,359	1,628,954	6,603,247,922
											Less - Duty draw back & VAT Loss/(Gain)	(81,286,357)
											Total raw materials consumption	6,521,961,565

5.02 Packing materials reconciliation

	Opening balances		Local purchase		Received from own factory		Closing Balance		Consumption- internal		Consumption- external	
	Quantity (PCS)	Amount (TK)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)
At 30 June 2019	1,162,928	14,896,090	-	-	45,593,600	620,363,332	1,287,726	17,499,940	34,620,602	470,762,232	10,848,200	146,997,249
At 30 June 2018	296,304	5,386,481	2,647,400	47,068,300	38,651,123	515,653,783	1,162,928	14,896,090	30,713,699	421,320,893	9,718,200	131,891,581

	30 June 2019	30 June 2018
	Taka	Taka
6.00 Trade & other receivable		
Trade receivables		
Trade receivables (local)	2,262,017,292	2,401,686,376
Trade receivables (foreign)	18,374,155	69,392,396
	2,280,391,447	2,471,078,772
Other receivable		
Receivable- Bag plant	16,813,636	25,651,102
	2,297,205,083	2,496,729,874
Interest receivable on FDR	2,307,626	4,276,644
Total receivables	2,299,512,709	2,501,006,518
Less: Provision for Bad & Doubtful expenses (Note 6.01)	(78,924,997)	(96,380,932)
	2,220,587,712	2,404,625,586
6.01		
a) Aging of trade receivable		
Dues with in 3 months	2,053,128,981	2,003,543,018
Dues over 3 months but within 6 months	80,642,280	179,353,936
Dues over 6 months	163,433,822	313,832,921
	2,297,205,083	2,496,729,875
b) Provision for bad debts		
Opening balance	96,380,932	96,380,932
Add :Provision for the year	(17,086,706)	-
	79,294,226	96,380,932
Less: Write off	369,230	-
Closing balance	78,924,996	96,380,932

The company provide 100% provision for bad debt on overdue accounts receivable which more than one year. As the overdue receivable (exceeding one year) decreased than previous year provision, the company reversed the bad and doubtful provision for BDT. 17.09 million.

c) There is no such debt due by or to directors or other officers of the Company.

d) Out of total receivable Tk. 77,77,70,000/- secured by bank guarantee.

	30 June 2019	30 June 2018
	Taka	Taka
7.00 Advances, deposits & pre-payments:		
Advances	3,629,371,016	2,658,083,513
Deposits	56,054,231	52,859,770
Pre-payments	129,824,776	43,782,319
	3,815,250,022	2,754,725,601

	30 June 2019	30 June 2018
	Taka	Taka
7.01 Advances		
Advance income tax (Note- 7.04)	1,268,746,154	991,893,857
VAT current account	31,932,470	53,757,485
House rent advance	1,071,267	2,000,000
Advance for office space purchase - Note 7(b)	125,000,000	125,000,000
Advance against land - Note 7(c)	153,699,572	153,699,572
LC Advances	554,122,441	482,037,365
Advance against expenses	1,179,858,021	823,836,716
Advance to employees	16,957,796	14,767,096
Advance against motor cycle loan	14,683,318	11,091,422
Advance to sister concern	283,299,977	-
	3,629,371,016	2,658,083,513
7.02 Deposits		
Advance SD On Empty Bag Sale	500,000	-
Bank Guarantee Margin Lc- Deposit	-	2,221,000
Bank Guaranty Margin For Tender - Deposit	2,186,732	1,604,517
Bank Guaranty Margin - Titas Gas - Deposit	1,065,295	1,065,295
BOC Bangladesh LTD- Deposit	20,000	20,000
BTCL- Deposit	65,800	65,800
CDBL- Deposit	500,000	500,000
DPDC- Deposit	9,200,000	4,200,000
ICAB - Advance Against Office Rent- Deposit	1,986,138	1,986,138
Munshigonj Polly Bidduth Samitee - Deposit	21,339,000	21,339,000
Ranks Telecom Limited - Deposit	6,900	6,900
Tender Deposit	8,520,884	9,187,638
TGSL- Deposit	10,532	10,532
Titas Gas Transmission & Distributon Co Ltd - Deposit	10,652,950	10,652,950
	56,054,231	52,859,770
7.03 Pre-payments		
BSTI Licence Fee- Pre Paid	745,860	1,495,460
Pre-Paid Promotional Exp	108,938,401	38,938,401
Store - Hatir Jheel - Prepaid	2,880,457	3,348,458
Vat Prepaid 10% Case No- 2016/1313	7,805,203	-
Vat Prepaid 10% Case No- 23-2015-774	9,454,855	-
	129,824,776	43,782,319

	30 June 2019	30 June 2018
	Taka	Taka
7.04 Movement of advance income tax		
Opening balance	991,893,857	625,753,774
Add : Payment during the year	457,671,361	366,140,083
	1,449,565,218	991,893,857
Less : Advance Income Tax refund	180,819,064	-
Less : Adjustment during the year (Note-17.00)	-	-
Closing balance	1,268,746,154	991,893,857

- a) All the advances & deposits amount is considered good and recoverable.
- b) The advance was paid to Rupayan Housing Estate Ltd. against purchase of 21,507 sft office space at 11th floor of Rupayan Trade Centre, 114 Kazi Nazrul Islam Avenue, Dhaka 1215. The total contract value was Tk. 179,407,400 against which Tk. 125,000,000 was paid in advance. Subsequently Rupayan sold the same property to a third party for at a higher price i.e. BDT 20 crore 33 lakhs 13 thousands and 7 hundreds. After knowing that PCML's authority filed a case in the District & Session Judge Court against Rupayan and applied for imposing restriction on transfer of the said property to any other third party except the plaintiff (case no.-61/2010). The District & Session court on 13.07.2014 gave a degree in favour of PCML after hearing of the case.
- c) i) Initially PCML purchased the land from local land owner vide registration deed # 3503, 3504 & 3505 date 31 October 2001. Subsequently PCML came to know that the land is khass and accordingly PCML applied to the competent authority for long term lease with recommendation from Prime Minister office (Investment Wing). Being satisfied, Ministry of Land directed Deputy Commissioner (DC), Narayanganj to give 350 Shatak land under long term lease in favor of PCML on 16.10.2006 vide letter no. Bhu:Ma:/Sha-8/Khajob/315/ 2002/1072/1. PCML communicated with DC, Narayanganj on many occasions to complete the process but DC, Narayanganj was reluctant to comply with the order of the Ministry of Land. PCML filed a writ petition to the Honorable High Court for compliance of the order of the Ministry of Land by DC, Narayanganj (petition no. 7194 of 2009) which is currently under process. Considering the circumstances, the management has decided to transfer an amount of Tk. 20,259,493 from land and land development.
- ii) Registration deed no. 84 dt. 06.01.05, 179 dt. 17.01.05 and 1468 dt. 14.04.05 comprise 189 shatak land out of which mutation of 76.50 Shatak Land are yet to be completed. Hence proportionate amount of Tk. 5,235,405 has been transferred from land and land development.
- iii) Advance against land includes Tk. 4,701,931 paid to Mr. Nur Mohammed against purchase of Land, PCML filed suits as the seller was reluctant to give registration of the lands. The case against Nur Mohammed is yet to be disposed off.

	Notes	30 June 2019 Taka	30 June 2018 Taka
IV) Details of advance against land & land development has given below:			
Name of Seller			
Abu Toeb Gong		11,646,000	11,646,000
Advance for Land Mutation		-	
Moslem Awal Gong-Land Dag 1673.74.1730 (173 Dec)		39,228,855	39,228,855
Nazrul Islam Gong-Land (82+15) Dec		38,521,280	38,521,280
Nur Mohammed - Land		4,701,931	4,701,931
Rokeya Begum & Abul Hasham - 73 Des BS 973- Ctg		15,030,000	15,030,000
Saheb Uddin Mullah - Land 15 Dec Dag16 24- 39		4,949,600	4,949,600
Samad Miah Gonh - Land (8.50 Dec R S 108)		2,097,008	2,097,008
Wazed Ali Khokon PP		12,030,000	12,030,000
Wazuddin Gong		25,494,898	25,494,898
		153,699,572	153,699,572
8.00 Investment in FDR			
Standard Chartered Bank		131,754,896	128,806,198
Standard Bank Limited		2,511,028	2,356,934
Pubali Bank Ltd		-	5,835,007
Social Islami Bank Ltd		5,710,916	7,619,244
State Bank of India		2,541,154	2,410,962
Midland Bank FDR		-	47,784,500
		142,517,994	194,812,845
9.00 Cash and bank balances:			
Cash at bank	9.01	148,741,921	62,488,767
Cash in hand	9.02	20,202,139	14,698,994
		168,944,060	77,187,761
9.01 Cash at bank:			
Share Money Deposit - NCCBL		5,632,819	5,534,953
Current accounts		92,447,822	47,101,952
STD accounts		7,428,517	8,115,910
EFC accounts		43,232,763	1,735,952
		148,741,921	62,488,767
9.02 Cash in hand:			
Corporate office		3,710,432	1,459,174
Factory		4,246,534	5,777,347
Cash in Factory Logistics		11,593,424	7,036,727
Registered office		651,749	425,746
		20,202,139	14,698,994
9.03 Bank balances are reconciled & confirmed.			

	30 June 2019	30 June 2018
	Taka	Taka
10.00 Share capital		
Authorized:		
500,000,000 Ordinary shares of Tk. 10 each	5,000,000,000	5,000,000,000
	<u>5,000,000,000</u>	<u>5,000,000,000</u>
Issued, subscribed and paid up		
105,450,000 Ordinary shares of Tk.10 each fully paid-up in cash	1,054,500,000	1,054,500,000
	<u>1,054,500,000</u>	<u>1,054,500,000</u>

Share holding position

The composition of share holders at balance sheet date was as follows:

Name of shareholders	30 June 2019			30 June 2018
	Percentage	Number	Face value	Face value
1. Mohammad Mustafa Haider	20%	20,837,300	208,373,000	208,373,000
2. Mohammed Amirul Haque	11%	11,599,500	115,995,000	115,995,000
3. Mohd.Jahangir Alam	10%	10,425,313	104,253,130	104,253,130
4. Md. Alamgir Kabir	4%	4,416,562	44,165,620	44,165,620
5. Mohd.Almas Shimul	3%	3,504,375	35,043,750	35,043,750
6. Mohammed Zahurul Haque	3%	2,856,000	28,560,000	28,560,000
7. Zahur Ahamed	2%	2,156,920	21,569,200	21,569,200
8. Mohammed Abdur Rouf	1%	1,168,125	11,681,250	11,681,250
9. Mohd.Ashrafuzzaman	1%	1,168,125	11,681,250	11,681,250
10. Hasnat Md. Abu Obaida	0%	-	-	183,325,000
11. Mohd Abul Kalam	0%	-	-	25,252,000
12. Mohammed Raquibul Haque	0%	-	-	4,935,000
13. Institute	17%	18,198,436	181,984,360	179,986,080
14. Non-Resident Bangladeshi	0%	8,303	83,030	100,710
15. General Investor	28%	29,111,041	291,110,410	79,579,010
Total	100%	105,450,000	1,054,500,000	1,054,500,000

10.01 Classification of shareholders by holdings

Shareholding Range	No. of Holders 30.06.2019	Holdings Share 30.06.2019	No. of Holders 30.06.2018	Holdings Share 30.06.2018
Less than 500 Shares	1,717	299,672	1,812	343,428
501 to 5,000 Shares	277	484,859	321	563,416
5,001 to 10,000 Shares	41	305,598	38	288,684
10,001 to 20,000 Shares	18	261,683	25	361,556
20,001 to 30,000 Shares	6	148,825	10	248,304
30,001 to 40,000 Shares	6	204,488	8	268,655
40,001 to 50,000 Shares	3	130,126	1	40,000
50,001 to 100,000 Shares	16	1,153,834	14	998,222
100,001 to 1,000,000 Shares	18	7,600,618	19	7,467,438
Over 1,000,000 shares	17	94,860,297	18	94,870,297
Total	2,119	105,450,000	2,266	105,450,000

11.00 Deferred tax liabilities/(assets)

The tax effect of temporary differences that resulted in deferred tax assets or liabilities

	30 June 2019	30 June 2018
	Taka	Taka
Opening balance	408,605,069	374,729,639
Add: Deferred tax expense/(income) during the year	37,599,021	33,875,430
Prior year adjustment	-	-
Closing balance	446,204,090	408,605,069

11.01 Reconciliation of deferred tax liabilities/(assets)

(a) As at 30 June 2019

	Carrying amount	Tax base	Temporary difference
	Taka	Taka	Taka
Property, plant and equipment	3,828,098,799	1,829,539,075	1,998,559,724
Provision for gratuity	(134,818,366)	-	(134,818,366)
Provision for bad and doubtful debts	(78,924,996)	-	(78,924,996)
Total	3,614,355,436	1,829,539,075	1,784,816,361
Deferred tax liability @25%			446,204,090

(a) As at 30 June 2018

	Carrying amount	Tax base	Temporary difference
	Taka	Taka	Taka
Property, plant and equipment	3,751,004,906	1,882,068,573	1,868,936,333
Provision for gratuity	(138,135,124)	-	(138,135,124)
Provision for bad and doubtful debts	(96,380,932)	-	(96,380,932)
Total	3,516,488,850	1,882,068,573	1,634,420,277
Deferred tax liability @25%			408,605,069

	30 June 2019	30 June 2018
	Taka	Taka
12.00 Long term loan		
BRAC Bank Ltd.	-	75,373,817
City Bank Ltd .	-	95,236,645
HSBC USD Loan.	14,517,658	73,281,250
EKF SCB FC Loan VRM Lc 33-32 (ECA)	1,936,419,619	-
EKF SCB FC Loan VRM Lc 33-32 (Commercial)	145,657,650	-
Lease finance - IDLC - VRM Loan	531,753,762	171,160,806
Lease Finance - IPDC - VRM Loan	89,975,174	-
Lease finance - Jamuna Bank Ltd.	-	14,795,503
Lease finance - ULC	184,043,043	31,190,055
	2,902,366,906	461,038,076

12.01 The company availed EKF Guaranteed Euro foreign currency loan of ECA facility for US\$ 25 million and commercial facility US\$ 10 million from Standard Chartered Bank London which is repayable in 10 half yearly installments. Rate of interest is 6 month Euribor plus 1.6% for ECA portion and 3.9% for commercial portion . The Company also availed long term loan from IDLC and IPDC for an amount of Tk. 50 Crore and Tk. 10 Crore respectively for the VRM project.

12.02 Allocation of long term loan

Long term portion	2,436,358,890	86,213,888
Current portion	466,008,016	374,824,188
	2,902,366,906	461,038,076

13.00 Defined benefit obligations (Gratuity)

Opening balance	138,135,125	120,092,653
Add :Provision for the year	-	21,735,706
	138,135,125	141,828,359
Less: Payment made	3,316,759	3,693,234
Closing balance	134,818,366	138,135,125

13.01 No provision for gratuity is made because of having excess provision in the previous year.

	30 June 2019	30 June 2018
	Taka	Taka
14.00 Trade & other payables		
Raw materials & other suppliers	1,436,020	1,436,020
Packing materials	52,931	52,931
Marketing expenses	1,939,674	2,893,744
Liabilities for expenses	502,352,585	496,804,535
Payable on audit fee including VAT	300,000	345,000
Provision for electric charge	48,837,073	53,055,644.00
Provision for PF	1,831,834	1,422,010.00
Dividend Payable	76,165,854	1,897,612
Provision for Stevedoring charges	3,782,500	3,782,500
Receipt against employee motor car	2,830,685	-
TDS payable	667,664	5,992,857
Suppliers liabilities against raw material import	1,013,250,000	-
Provision and other payable	101,843,426	93,469,498
	<u>1,755,290,247</u>	<u>661,152,351</u>

All trade & other payables were incurred as usual in business operation & paid regularly.

15.00 Short term bank loan

The City Bank Limited	843,906,966	1,494,771,457
Dutch-Bangla Bank Ltd.	380,574,622	543,172,318
Standard Bank Limited	1,091,134,859	341,607,583
Standard Chartered Bank	987,634,356	1,395,725,023
HSBC	1,016,984,176	446,134,523
Prime Bank Limited	174,725,831	276,851,629
NCC Bank Limited	171,450,559	723,398,030
Social Islami Bank Limited	565,675	100,000,000
Jamuna Bank Ltd.	1,984,561	66,997,814
Pubali Bank Ltd	396,781,090	302,912,784
Brac Bank Ltd	552,456,203	712,299,973
	<u>5,618,198,898</u>	<u>6,403,871,134</u>

Short term bank loans are confirmed and reconciled with bank statement.

15.01 Bank / Financial Institution loan facilities

The company is currently availing the following facilities from banks / financial institution:

Bank name	Limit (Taka in crore)			
	STL / Invoice Financing / Import Duty Loan /OSF/EIF	L/C	OD / CC	LATR /Long Term Loan/ Lease
The City Bank Ltd.	110	66	4	10
Dutch-Bangla Bank Ltd.	-	60	15	15
Standard Bank Ltd.	25	80	15	50
Standard Chartered Bank	25	340	3	100
HSBC	60	70	5	-
NCC Bank Limited	20	60	20	30
Prime Bank Ltd.	12	60	17	25
BRAC Bank Ltd	48	78	2	-
Jamuna Bank Ltd.	25	50	8	-
Social Islami Bank Ltd.	10	25	-	10
Pubali Bank Ltd	50	50	50	25
IPDC	-	-	-	10
ULC	-	-	-	21
United Finance Limited	-	-	-	20
IDLC	-	-	-	90
Midland Bank	30	-	-	-
Total	415	939	139	406

15.02 Securities against bank loan facilities

- * Personal guarantee from all directors.
- * Hypothecation over stock.
- * First ranking pari passu charges over fixed assets.

16.00 Liability for other finance

Security deposit - Customers

30 June 2019	30 June 2018
Taka	Taka
3,390,472	3,240,690
3,390,472	3,240,690

	30 June 2019	30 June 2018
	Taka	Taka
17.00 Provision for taxation		
Opening balance	389,781,133	287,383,240
Add : Current tax expenses		
Current year	159,422,901	102,397,893
Prior year	-	-
	159,422,901	102,397,893
	549,204,034	389,781,133
Less : Payment made / other adjustment	-	-
Less : AIT adjustment (Note-7.04)	-	-
Closing balance	549,204,034	389,781,133
18.00 Loan from Directors		
Mr. Abdur Rouf	30,000,000	-
Mr. Almas Shimul	60,000,000	-
Mr. Ashrafuzzaman	30,000,000	-
Mr. Jahangir Alam	120,000,000	-
Mr. Amirul Haque	255,270,000	-
Mr Mustafa Haider	255,150,000	-
	750,420,000	-
19.00 Short term loan from Director		
Mr. Amirul Haque	-	255,270,000
Mr Mustafa Haider	1,530,000,000	255,150,000
	1,530,000,000	510,420,000

Previous year Directors' loan has been considered as long term loan as these will not to be settled within one year.

20.00 Revenue

From Cement:	Measure unit	30 June 2019		30 June 2018	
		Quantity	Amount	Quantity	Amount
Revenue from local sales	MT	1,814,072	11,512,639,610	1,593,366	9,393,544,044
Revenue from export	MT	49,746	295,578,140	87,834	494,632,200
		1,863,818	11,808,217,750	1,681,200	9,888,176,244
Other revenue:					
Revenue from empty bag sales	Pcs	10,848,200	191,212,910	9,718,200	161,688,880
			11,999,430,660		10,049,865,124

20.01 Revenue from export

	30 June 2019		30 June 2018	
	USD	BDT	USD	BDT
Export	3,497,966	295,578,140	5,909,584	494,632,200

	30 June 2019	30 June 2018
	Taka	Taka
21.00 Cost of sales		
Opening stock of finished goods & WIP	54,020,959	73,617,457
Cost of production (Note - 21.01)	10,326,859,293	8,551,313,915
Goods available for sale	10,380,880,252	8,624,931,372
Closing stock of finished goods , ghat & in transit (Note - 5.00)	(52,280,531)	(54,020,959)
	10,328,599,721	8,570,910,413
21.01 Cost of production		
Raw materials consumption (Note - 5.01)	8,106,556,068	6,521,961,565
Packing materials consumption (Note - 5.02)	470,762,232	421,320,893
Salary & wages	174,861,619	172,405,428
Gratuity	-	8,526,748
Electric charges	564,406,391	581,156,907
Paper & periodicals	15,513	8,735
Travelling & conveyance	2,018,831	1,552,644
Telephone charges	1,557,621	1,320,305
Entertainment	2,363,247	1,128,868
Repairs & maintenance	90,371,524	76,190,402
Contribution to PF	4,347,756	4,546,407
Cost of bag sale-outward	146,997,249	131,891,581
Lab Expenses	1,156,647	714,395
Computer Expense	548,719	159,465
Legal & Professional Fee	2,409,203	1,394,150
Medical expenses	729,517	295,219
Canteen & food expenses	18,406,828	15,473,248
Cost of Cement from Mongla Cement Factory Ltd.	472,048,359	336,767,300
Cost of cement from Anwer cement Ltd.	44,354,633	66,811,772
Gift & presentations	71,596	40,000
Internet Expenses	235,338	264,013
Guest house expenses	16,525	
Postage & Stamp	7,228	5,565
Stationery	6,548,726	5,031,196
Labour charges	19,675,283	16,753,308
Misc. expenses	1,868,090	1,271,111
Pay loader expenses	4,565,080	5,159,437
Donation & Subscription	522,800	588,000
Fuel , Oil & Lubricant	8,992,446	7,567,574
Training expenses	27,432	18,000
Fire insurance	1,492,641	966,916
Depreciation (Note - 1.00)	178,924,151	170,022,763
	10,326,859,293	8,551,313,915

	30 June 2019	30 June 2018
	Taka	Taka
22.00 Other income / (loss) / Expenses		
Bank interest income	8,092,512	7,780,907
Exchange gain / (loss)	(45,158,074)	(78,652,563)
Interest charged to NCML	75,896,226	27,131,517
Profit/(loss) from raw materials sales	(1,156,267)	1,437,942
Gain / (Loss) on sale of motor vehicle	(2,238,735)	2,170,667
Bad & doubtful expenses *	17,086,706	-
Misc. income - H/O	272,883	806,147
Misc. income - Factory	8,314,551	9,075,787
Income/(expenses) from carrying	54,251,725	43,085,201
	115,361,527	12,835,605
<p>* The bad debt provision which is required to be kept based on the receivable balance as on 30.06.19 is lower than the balance in provision for bad debt account. The excess amount of provision has been adjusted as per Board of Directors' resolution no. 03 dated 04.08.2019.</p>		
23.00 Administrative expenses		
Audit fee	300,000	345,000
Bank charges	-	1,360,355
Advertisement	477,850	1,645,075
Electric charges	1,784,880	1,688,090
Canteen & food expenses	3,082,927	3,890,867
Gratuity	-	4,911,468
Computer expenses	752,224	560,830
Medical Expense	44,574	6,915
Office rent	8,834,001	8,830,256
Paper & periodicals	34,187	17,802
Postage & stamp	164,649	216,633
Donation & subscription	421,850	978,970
Internet Expenses	448,763	639,929
Renewal, legal & professional fee	6,172,565	4,530,103
Repairs & maintenance	1,260,791	1,272,113
Salary & allowances	40,450,141	40,488,304
Directors' remuneration	2,400,000	2,400,000
Stationery	2,065,256	2,006,352
Telephone charges	1,021,951	930,686
Training expenses	129,118	14,000
Travelling & conveyance	3,749,241	4,706,156
Contribution to PF	1,164,315	1,141,967
Vehicle maintenance	4,433,516	2,101,505
Water charges	276,977	245,475
AGM Expenses	660,963	224,251
Miscellaneous expenses	4,309,260	2,477,550
BIWTA expenses	21,549,341	5,017,678
BSTI License fee	2,083,936	1,600,548
Fuel & Lubricant	37,296	45,313
Board meeting expenses	142,000	149,500
Guest house expenses	649,817	-
Depreciation (Note - 1.00)	9,384,785	6,597,564
	118,287,174	101,041,255

	30 June 2019	30 June 2018
	Taka	Taka
24.00 Selling & distribution expenses:		
Advertisement	24,801,233	19,858,731
Car maintenance	1,229,187	5,346,403
Contribution to PF	3,164,158	3,043,769
Entertainment	638,960	316,484
Export expenses	1,475,138	2,208,306
Godown expenses	1,182,900	620,576
Gratuity	-	8,297,490
Legal & professional fee	607,862	346,198
Medical expenses	16,405	5,115
CSR Activities	67,746	541,257
Internet Expenses	-	38,597
Postage & stamp	664,405	348,976
Promotional expenses	86,814,706	109,037,959
Salaries & allowances	130,236,843	126,590,485
Cement test expenses	1,229,622	1,458,220
Stationery	423,686	358,759
Telephone charges	4,718,976	4,565,439
Travelling & conveyance	39,588,962	32,865,828
Tender expenses	412,463	426,428
Computer expenses	20,151	9,400
Labour charges	9,938,451	7,881,058
Miscellaneous expenses	1,004,179	900,551
Depreciation (Note - 1.00)	111,110,521	93,663,345
	419,346,554	418,729,374
25.00 Financial expenses		
Bank charges	6,478,519	2,881,089
Interest on WPPF	15,258,609	13,557,678
Finance charges on lease	26,412,438	29,684,868
Bank loan interest	395,979,022	352,045,325
	444,128,588	398,168,960
26.00 Basic earnings per share (EPS)		
The computation of EPS is given below		
Earnings attributable to the ordinary shareholders (NPAT)	577,790,320	410,251,179
Number of shares outstanding during the year	105,450,000	105,450,000
Basic earnings per share (par value of Tk. 10)	5.48	3.89

Diluted EPS

No diluted EPS was required to be calculated for the year since there was no scope for dilution of share during the year under review.

'Profit before taxes increased compared to previous financial year because of 1) increase of revenue by 19% coupled with 2) significant increased in 'Other Income/(Expenses)' and 3) decrease of 'Selling and distribution expenses' by 0.7% of revenue resulting in EPS increase of BDT 5.48 in financial year 2018-2019 from BDT 3.89 in financial year 2017-2018.

27.00 Related party disclosure

During the year the company carried out a number of transactions with related parties in the normal course of business on an arms length basis. Names of those related parties, nature of those transactions and their value have been set out in accordance with the provisions of IAS-24: Related party disclosure.

Name of related party	Nature of relationship	Nature of transaction	Outstanding as on 01 July 2018 Taka	Transaction during the year (Net) Taka	Outstanding balance as on 30 June 2019 Taka	Terms and conditions
Premier Power Generation Limited	Subsidiary	Loan to meet operational expenses	(187,183,033)	(31,759,598)	(218,942,631)	Mutual understanding
Premier Power Generation Limited	Subsidiary	Investment in share	48,000,000	-	48,000,000	Arm's length transaction
Mr Mustafa Haider	Director	For VRM project	-	(1,530,000,000)	(1,530,000,000)	Mutual understanding
Asia Insurance Ltd.	Common directorship	Providing insurance	(3,140,326)	-	(3,140,326)	Arm's length transaction
Seacom Shipping Ltd	Common directorship	C & F	734,600	500,000	1,234,600	Arm's length transaction
Aryan Stevedore Ltd.	Common directorship	Stevedoring service	5,213,186	(37,264,725)	(32,051,539)	Arm's length transaction
G P H Ispat Ltd.	Common directorship	Materials supply	(8,738,736)	8,741,016	2,280	Arm's length transaction
National Cement Mills Limited	Associate	Loan to meet operational expenses	731,812,819	632,612,717	1,364,425,536	Arm length transaction/Mutual Understanding
National Cement Mills Limited	Associate	Investment in share	70,000,000	36,497,835	106,497,835	Arm's length transaction
M I Cement Factory Ltd.	Common directorship	Materials supply	4,271,181	1,656,400	2,614,781	Arm's length transaction
Samuda Chemical Complex Ltd.	Common directorship	Materials supply	280,695	-	280,695	Arm's length transaction
Delta Agrofood Industries Ltd	Common directorship	Loan given to meet short term finance	12,945,385	20,156,760	33,102,145	Arm's length transaction
Rupsha Edible Oil Refinery Ltd	Common directorship	Loan taken to meet short term finance	-	283,299,977	283,299,977	Arm's length transaction
Rupsha Tank Terminal & Refinery Ltd	Common directorship	Loan taken to meet short term finance	(39,997,600)	133,400,011	93,402,411	Arm's length transaction

28.00 Events after the reporting period

The Board of Directors of the company in its meeting held on 24 October 2019 recommended 10% cash dividend for the year 2018-2019 which is subject to approval of the shareholders in the ensuing Annual General Meeting.

	30 June 2019	30 June 2018
	Taka	Taka
29.00 Contingent liabilities		
There are contingent liabilities in respect of outstanding letters of credit for Tk. 1,528 million & bank guarantee 59.69 million.		
Letter of Credit		
The City Bank Limited	81,120,000	16,331,250
Brac Bank Ltd	-	32,362,240
Dutch Bangla Bank Limited	111,540,000	58,874,156
The Hongkong and Shanghai Banking Corporation Limited	25,807,568	102,113,651
NCC Bank Ltd	17,054,213	-
Social Islami Bank Ltd	65,545,939	62,114,551
Standard Bank	209,359,228	102,136,475
Standard Chartered Bank	900,422,916	2,469,874,618
Public bank Ltd	117,260,537	75,005,153
	1,528,110,401	2,918,812,094
Bank Guarantee		
Pubali bank Ltd	-	19,989,000
Social Islami Bank Ltd	59,699,466	24,028,308
	59,699,466	44,017,308
	1,587,809,867	2,962,829,402

30.00 Capital expenditure commitment

There is no capital expenditure commitment as at 30 June 2019

31.00 Remittance of foreign currency:

No foreign currency was remitted during the year.

32.00 Earnings in foreign currency:

Export of 49,746 MT Cement were made in July 2018 to June 2019 to Indian state of Tripura & Assam and as deemed export in Bangladesh for US\$ 3,497,966 equivalent to BDT. 295,578,140

33.00 Claims against the company not acknowledged as debt

There is no claim against the company acknowledged as debt.

34.00 Capacity utilization

Actual average monthly production is 1,48,212 MT against average monthly capacity of 200,000 MT i.e. capacity utilization is 74.10%.

	30 June 2019	30 June 2018
	Taka	Taka
35.00 Number of employees		
Management	105	96
Staff	1,555	1,485
Total number of employees	<u>1,660</u>	<u>1,581</u>

All employees received salary more than Tk. 7,000 per month.

36.00 Others

36.01 Directors' remuneration

Salary, allowances and benefits	2,400,000	2,400,000
	<u>2,400,000</u>	<u>2,400,000</u>

Out of 05 directors ,02 of them are maintaining full time office with Premier Cement Mills Ltd. Hence they are paid Tk. 100,000 each as monthly remuneration .

36.02 Directors' fees for attending board meeting

Tk. 10,000 paid to each director for attending board meetings.

36.03 Receivable from director

No amount is lying as receivable from the directors.

36.04 Financial risk management

Financial risk management in respect of separate financial statement does not vary significantly from the consolidated one.



Company Secretary



Director



Managing Director

Place: Dhaka

Dated: 24 October 2019

Opinion

"We have audited the financial statements of Premier Power Generation Limited (the 'Company'), which comprise the financial position as at 30 June 2019, 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 and other explanatory information."

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 30 June 2019, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994 and other applicable laws and regulations.

Basis for Opinion

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

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

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with IFRSs, 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.

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

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

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, 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.

Report on Other Legal and Regulatory Requirements

In accordance with the Company Act 1994, We also report the following:

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

Place: Dhaka

Dated: 24 October, 2019



Syful Shamsul Alam & Co.
Chartered Accountants

	Notes	30 June 2019	30 June 2018
		Taka	Taka
Assets			
Property, plant and equipment	4	135,861,108	141,193,192
Total non-current assets		135,861,108	141,193,192
Advances, deposits and pre-payments	5	13,206,045	5,746,307
Current account with holding company	6	218,942,631	187,183,033
Cash and Bank balances	7	325,005	245,123
Total current assets		232,473,681	193,174,463
Total assets		368,334,789	334,367,655
Equity			
Share Capital	8.01	50,000,000	50,000,000
Revaluation reserve		12,594,218	13,405,272
Retained earnings		304,116,697	268,291,919
Total equity		366,710,914	331,697,191
Trade and other payable	9	1,623,875	2,670,464
Total current liabilities		1,623,875	2,670,464
Total equity and liabilities		368,334,789	334,367,655
Net assets value per share		733	663

The annexed notes 01 to 13 form an integral part of these financial statements.



Company Secretary


Director


Managing Director

As per our report of same date

Place: Dhaka
Dated: 24 October 2019

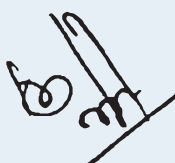

Syful Shamsul Alam & Co.
Chartered Accountants

	Notes	30 June 2019	30 June 2018
		Taka	Taka
Revenue		95,210,626	85,623,450
Cost of sales	10	(54,212,430)	(47,693,816)
Gross profit		40,998,196	37,929,634
Other Income		-	-
Administrative expenses	11	(5,832,194)	(5,993,633)
Profit from operation		35,166,002	31,936,000
Finance costs		(152,279)	(4,550)
Profit before income tax		35,013,723	31,931,450
Current tax expenses		-	-
Net profit/(loss) after tax		35,013,723	31,931,450
Other comprehensive income		-	-
Total comprehensive income		35,013,723	31,931,450
Basic earnings per share (par value of Taka 100)		70.03	63.86

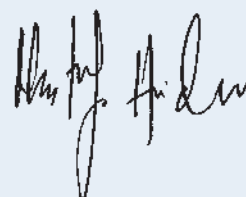
The annexed notes 01 to 13 form an integral part of these financial statements.



Company Secretary



Director



Managing Director

As per our report of same date

Dated: 24 October 2019



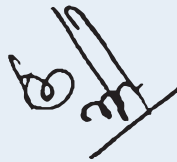
Syful Shamsul Alam & Co.
Chartered Accountants

Amount in Taka

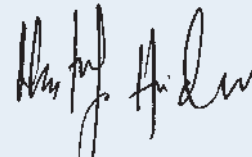
Particulars	Share capital	Revaluation reserve	Retained earnings	Total equity
Balance at 01 July 2017	50,000,000	14,269,362	235,496,379	299,765,741
Net profit for the year			31,931,450	31,931,450
Depreciation on revalued assets		(864,090)	864,090	-
Revaluation reserve		-	-	-
Balance at 30 June 2018	50,000,000	13,405,272	268,291,919	331,697,191
Balance as at 01 July 2018	50,000,000	13,405,272	268,291,919	331,697,191
Net profit for the year	-	-	35,013,723	35,013,723
Depreciation on revalued assets	-	(811,054)	811,054	-
Revaluation reserve	-	-	-	-
Balance at 30 June 2019	50,000,000	12,594,218	304,116,697	366,710,914



Company Secretary



Director



Managing Director

Place: Dhaka

Dated: 24 October 2019

	30 June 2019	30 June 2018
	Taka	Taka
Cash flows from operating activities		
Receipt from customers	63,451,028	75,538,807
Payment to employees	(7,129,753)	(6,937,904)
Payment to suppliers & others	(52,687,540)	(38,670,469)
Cash generated from operating activities	3,633,735	29,930,434
Bank charge & Interest paid	(152,279)	(4,550)
Tax paid	-	-
A. Net cash from operating activities	3,481,456	29,925,884
Cash flows from investing activities		
Sales/(Purchase) of property, plant & equipment	(3,401,574)	(29,930,434)
B. Net cash used in investing activities	(3,401,574)	(29,930,434)
Cash flows from financing activities		
Proceeds from Bank Borrowing	-	-
Repayment of Bank Borrowing	-	-
C. Net cash provided from financing activities	-	-
Net increase/(decrease) in cash and bank balances	79,882	(4,550)
Cash and bank balances at the beginning of the year	245,123	249,673
Cash and bank balances at the end of the year	325,005	245,123
Net operating cash flow per share (NOCFPS)	6.96	59.85



Company Secretary



Director



Managing Director

Place: Dhaka

Dated: 24 October 2019

1.00 Corporate history of the reporting entity

1.01 Corporate history

Premier Power Generation Limited, a Private limited company was incorporated on 07 September 2006 under Company Act XVIII of 1994 Factory at West Mukterpur, Munshigonj with an installed capacity of 5.34 MW run by Natural Gas from TGDCL.

1.02 Nature of business

To establish, run operate and maintain the power/energy projects in Bangladesh and to sell power/ energy to its mother company Premier Cement Mills Limited or any other customers.

2.00 Basis of preparation, presentation and disclosures of financial statements

2.01 Statement of compliance

The financial statements have been prepared and the disclosures of information made in accordance with the requirements of the Companies Act 1994, and IFRSs as adopted by the ICAB. On the basis of these regulations, Bangladesh Accounting Standards (IASs) & Bangladesh Financial Reporting Standards (IFRSs) were applied with the applicable standards at the Balance Sheet date.

2.02 Other regulatory compliances

The Companies are also required to comply with the following major legal provisions in addition to the Companies Act 1994, and other following applicable laws and regulations:

The Income Tax Ordinance 1984

The Income Tax Rules 1984

The Value Added Tax Act 1991

The Value Added Tax Rules 1991

The Customs Act 1969

2.03 Recording of transaction

Transaction has been accounted for presented in accordance with their substance and financial reality. The financial statement has been expressed in Bangladeshi Taka.

2.04 Use of estimates and judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses.

Estimates and underlying assumptions are reviewed on an ongoing basis.

2.05 Going concern

The company has adequate resources to continue in operation for foreseeable future.

2.06 Reporting period

The financial period of the company covers one year from 1st July to 30th June consistently.

3.00 Summary of significant accounting policies

The specific accounting policies selected and applied by the company's directors for significant transactions and events that have material effect within the framework of IAS-1 "Presentation of Financial Statements", in preparation and presentation of financial statements have been consistently applied throughout the year and were also consistent with those used in earlier years.

3.01 Consistency

The accounting policies and methods of computation used in preparation of financial statements for the period ended 30th June 2019 are consistent with those policies and methods adopted in preparing the financial statements for the year ended 30th June 2018.

3.02 Property, plant and equipment**Recognition and measurement**

The fixed assets of the company shown under "Property, Plant and Equipment" as per IAS 16 is initially recorded at historical cost. Historical cost includes its purchase price and any directly attributed cost of bringing the assets to its working condition for its intended use inclusive of inward freight, duties, non-refundable taxes and (a) the cost of site preparation; (b) initial delivery and handling costs; (c) installation costs; (d) professional fees such as for architects and engineers; and (e) the estimated cost of dismantling and removing the asset and restoring the site, to the extent applicable in line with the provisions under 'IAS 37: Provisions, Contingent Liabilities and Contingent Assets'.

Subsequent costs

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the income statement during the financial period in which they incurred.

Depreciation

In respect of fixed assets other than freehold land, depreciation is provided on reducing balance method over their expected useful life and day basis depreciation charged in addition to fixed assets during the year. The annual depreciation rates for different category of assets are as follows:

Category of assets	Rate of Depreciation
Plant & machinery	6%
Furniture & fixture	10%
Generator Building	10%
Office equipment	20%
Office decoration	15%

Upon retirement of assets, the cost and related accumulated depreciation are eliminated from the accounts and resulting gain or loss is charged or credited to Income Statement.

3.03 Cash and cash equivalents

It includes cash in hand, bank deposit and other short term high liquid investments with original maturities of three months were held and available for use by the company without any restriction and there is insignificant risk of changes in value of these current assets.

3.04 Trade and other payables

Liabilities are recorded at the amount payable for settlement in respect of goods or services received by the company.

3.05 Loans and borrowings

Borrowings repayable after twelve months from the date of statement of financial position are classified as non-current liabilities whereas the portion of borrowings repayable within twelve months from the date of statement of financial position, unpaid interest and other charges are classified as current liabilities.

3.06 Contingent liabilities and assets

Contingent liabilities and assets are current or possible obligations or assets, arising from past events and whose existence is due to the occurrence or non-occurrence of one or more uncertain future events which are not within the control of the company. In accordance with IAS 37, they are disclosed in the notes to the financial statements.

3.07 Revenue

Revenue is recognized in the statement of comprehensive income upon supply of electricity, quantum of which is determined by survey of meter reading at the end of each month. Revenue is measured at fair value of consideration received or receivable.

3.08 Taxation

The company enjoys Tax exemption for fifteen (15) years (from August 2008 to July 2023) vide SRO No - 114 / AvBb/99 dated 26.05.1999 under Income Tax Ordinance 1984.

3.09 Cash flow statement

Statement of Cash Flows is prepared principally in accordance with IAS 7 (Cash Flow Statement) and the cash flow from operating activities have been presented under direct method.

	30 June 2019	30 June 2018
	Taka	Taka
4.00 Property, plant and equipments		
A. Cost		
Plant & machinery	165,356,970	161,955,396
Furniture & fixture	2,465	2,465
Generator building	2,454,401	2,454,401
Office decoration	771,712	771,712
Office equipment	440,754	440,754
	<u>169,026,302</u>	<u>165,624,728</u>
B. Accumulated depreciation	33,165,195	24,431,537
C. Written down value (A-B)	<u>135,861,107</u>	<u>141,193,191</u>
(A schedule of property, plant and equipment is given in annexure -A)		
5.00 Advances, deposits & pre-payments:		
Deposit to TGTDCCL	4,418,000	4,418,000
Bank guarantee margin to TGTDCCL	1,974,430	836,050
Demand note - TGTDCCL	5,691,900	
Pre-paid bank guarantee commission	629,458	
Advance income tax	491,230	491,230
VAT current account	1,027	1,027
	<u>13,206,045</u>	<u>5,746,307</u>
6.00 Current Account with holding Company:		
Premier Cement Mills Limited (Holding Company)	218,942,631	187,183,033
	<u>218,942,631</u>	<u>187,183,033</u>
7.00 Cash and bank balances:		
Cash in hand	-	-
Cash at bank (Note 7.01)	325,005	245,123
	<u>325,005</u>	<u>245,123</u>
7.01 Cash at bank :		
Dutch Bangla Bank Ltd Agr Br. # 16116	240,239	241,827
Standard Bank Ltd. Ktg Br. # 8998	84,766	3,296
	<u>325,005</u>	<u>245,123</u>

	30 June 2019	30 June 2018
	Taka	Taka
8.00 Share capital:		
Authorized:		
2,000,000 Ordinary shares of Taka 100 each	200,000,000	200,000,000
	<u>200,000,000</u>	<u>200,000,000</u>
8.01 Issued, subscribed and paid up:		
500,000 Ordinary Shares of Tk. 100/-each fully paid-up in cash	50,000,000	50,000,000
	<u>50,000,000</u>	<u>50,000,000</u>

8.02 Share holding position

The composition of share holders at balance sheet date were as follows:

Name of shareholders	30 June 2019			30 June 2018
	Percentage	Number	Face value	Face value
01. Mr. Mohammed Amirul Haque	0.50%	2,500	250,000	150,000
02. Mr. Mohammed Raquibul Haque	0.20%	1,000	100,000	100,000
03. Mr. Mohammed Ershadul Hoque	0.00%	-	-	100,000
04. Mrs. Nashira Sultana	0.10%	500	50,000	50,000
05. Mr. Mohammed Zahurul Haque	0.20%	1,000	100,000	100,000
06. Mr. Abu Sadat Mohd. Faisal	0.50%	2,500	250,000	250,000
07. Mr. Hasnat Mohd. Abu Obida	0.50%	2,500	250,000	250,000
08. Mr. Mohammad Mustafa Haider	0.33%	1,670	167,000	167,000
09. Ms. Farzana Afroze	0.33%	1,665	166,500	166,500
10. Ms. Rizwana Afroze	0.33%	1,665	166,500	166,500
11. Mr. Md. Jahangir Alam	0.40%	2,000	200,000	200,000
12. Mr. Md. Alamgir Kabir	0.25%	1,250	125,000	125,000
13. Mr. Md. A. Rouf	0.10%	500	50,000	50,000
14. Mr. Md. Almas Shimul	0.10%	500	50,000	50,000
15. Mr. Md. Ashrafuzzaman	0.10%	500	50,000	50,000
16. Mr. Md. Abdul Ahad	0.05%	250	25,000	25,000
17. Premier Cement Mills Limited.	96%	480,000	48,000,000	48,000,000
Total	100%	500,000	50,000,000	50,000,000

	Notes	30 June 2019	30 June 2018
		Taka	Taka
9.00 Trade & other payables			
Provision for Audit Fee		57,500	57,500
Seacom Shipping Ltd.		110,489	110,489
Provision for Gas Bill		1,376,824	2,423,413
MRH Dey & Co.		79,062	79,062
		1,623,875	2,670,464
10.00 Cost of sales			
Gas Bill		33,571,451	28,939,947
Salary & Wages		2,359,285	2,323,321
Conveyance & Travelling		708,828	470,443
Printing & stationery		72,000	45,646
Entertainment		351,527	284,473
Repairs & Maintenance		8,492,268	7,171,408
Telephone & Internet charge		20,816	16,780
Depreciation	4.00	8,636,255	8,441,798
		54,212,430	47,693,816
11.00 Administrative expenses			
Salary & Allowance		4,770,468	4,614,583
Travelling & Conveyance		70,459	285,188
Office Rent		560,000	560,000
Audit Fee including VAT		57,500	57,500
Legal renewal & Professional Fee		264,674	352,638
Printing & Stationery		11,692	6,154
Depreciation	4.00	97,401	117,570
		5,832,194	5,993,633
12.00 Contingent liabilities			
There are contingent liabilities in respect of bank guarantee for Tk. 19.08 milion.			
Bank Guarantee			
Standard bank limited		19,081,420	8,836,000
		19,081,420	8,836,000

13.00 Related party disclosure

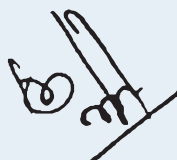
During the year the company carried out a number of transactions with related party in the normal course of business. The name of the related party and nature of those transactions have been set out in accordance with the provisions of BAS-24: Related party disclosure.

Name of related party	Nature of Relationship	Nature of Transaction	Terms and Condition	Net transaction during the year	Receivable as on 30.06.2019	Receivable as on 30.06.2018
Premier Cement Mills Limited	Holding Copmpany	Loan to meet operational expenses	Mutual understanding	31,759,598	218,942,631	187,183,033
Premier Cement Mills Limited	Holding Copmpany	Investment in share	Arm's length transaction	-	48,000,000	48,000,000
Seacom Shipping Limited	Common directorship	C & F	Arm's length transaction	-	(110,489)	(110,489)

NB: All expenses of Premier Power Generation Limited are paid by Premier Cement Mills Limited and the corresponding liability is adjusted with the receivables (from the sale of electricity to Premier Cement Mills Limited) of Premer Power Generation Limited



Company Secretary



Director



Managing Director

Place: Dhaka

Dated: 24 October 2019

Annexure -A

Cost:

Amount in Taka

Category of Assets	Cost				Rate	Depreciation				Written down value as on 30 June 2019
	July 2018	Addition during the year	Disposal/adjustment during the year	Balance as on 30 June 2019		Balance as on 01 July 2018	Charged during the year	Disposal/adjustment during the year	Balance as on 30 June 2019	
Plant & machinery		3,401,574	-	149,307,455	6%	20,561,457	7,632,972	-	28,194,429	121,113,026
Furniture & fixture	2,465	-	-	2,465	10%	668	180	-	848	1,617
Generator building	2,454,401	-	-	2,454,401	10%	665,143	178,926	-	844,069	1,610,332
Office decoration	650,098	-	-	650,098	15%	250,857	59,886	-	310,743	339,355
Office equipment	440,527	-	-	440,527	20%	187,329	50,640	-	237,969	202,558
Balance as of 30 June 2019	149,453,372	3,401,574	-	152,854,946		21,665,454	7,922,603	-	29,588,057	123,266,889
Balance as of 30 June 2018	119,522,938	29,930,434	-	149,453,372		13,970,175	7,695,279	-	21,665,454	127,787,918

Allocation

Cost of production
Administrative expenses
Total

	30 June 2019	30 June 2018
	Taka	Taka
Cost of production	7,834,182	7,588,276
Administrative expenses	88,421	107,003
Total	7,922,603	7,695,279

Revaluation:

Amount in Taka

Category of Assets	Cost				Rate	Depreciation				Written down value as on 30 June 2019
	Balance as on 1 July 2018	Addition during the year	Disposal/adjustment during the year	Balance as on 30 June 2019		Balance as on 1 July 2018	Charged during the year	Disposal/adjustment during the year	Balance as on 30 June 2019	
Plant & machinery	16,049,515	-	-	16,049,515	6%	2,719,045	799,828	-	3,518,873	12,530,642
Furniture & fixture	-	-	-	-	10%	-	-	-	-	-
Generator building	-	-	-	-	10%	-	-	-	-	-
Office decoration	121,614	-	-	121,614	15%	46,928	11,203	-	58,131	63,483
Office equipment	227	-	-	227	20%	111	23	-	134	93
Balance as on 30 June 2019	16,171,356	-	-	16,171,356		2,766,084	811,054	-	3,577,138	12,594,218
Balance as on 30 June 2018	16,171,356	-	-	16,171,356		1,901,993	864,090	-	2,766,083	13,405,273

Allocation

Cost of production
Administrative expenses
Total

	30 June 2019	30 June 2018
	Taka	Taka
Cost of production	802,073	853,523
Administrative expenses	8,981	10,567
Total	811,054	864,090

Cost and Revaluation:

Amount in Taka

Category of Assets	Cost				Rate	Depreciation				Written down value as on 30 June 2019
	Balance as on 01 July 2018	Addition during the year	Disposal/ adjustment during the year	Balance as on 30 June 2019		Balance as on 01 July 2018	Charged during the year	Disposal/ adjustment during the year	Balance as on 30 June 2019	
Plant & machinery	161,955,396	3,401,574	-	165,356,970	6%	23,280,502	8,432,800	-	31,713,302	133,643,668
Furniture & fixture	2,465	-	-	2,465	10%	668	180	-	848	1,617
Generator building	2,454,401	-	-	2,454,401	10%	665,143	178,926	-	844,069	1,610,332
Office decoration	771,712	-	-	771,712	15%	297,785	71,089	-	368,874	402,838
Office equipment	440,754	-	-	440,754	20%	187,440	50,663	-	238,103	202,651
Balance as on 30 June 2019	165,624,728	3,401,574	-	169,026,302		24,431,538	8,733,657	-	33,165,195	135,861,108
Balance as on 30 June 2018	135,694,294	29,930,434	-	165,624,728		15,872,168	8,559,369	-	24,431,537	141,193,192

Allocation

Cost of production
Administrative expenses
Total

30 June 2019	30 June 2018
Taka	Taka
8,636,256	8,441,799
97,401	117,570
8,733,657	8,559,369

CRISL**Credit Rating Information and Services Limited**Nakshi Homes (1st, 4th & 5th Floor), 6/1/A, Segun Bagicha, Dhaka-1000, Bangladesh
Tel : 88-02-953 0991-3, Fax : 88-02-953 0995, E-mail : info@crisibd.com, Web : www.crisibd.comFounder Member, Association of Credit Rating Agencies in Asia (ACRAA), Manila, Philippines
Joint Venture with JCR-VIS Credit Rating Company Ltd, Pakistan*Setting global standard at national level*

November 19, 2019

CRISL/Rating/Decl/ 2697 /19

Managing Director
Premier Cement Mills Limited
Summit Centre
18, Kawran Bazar, Dhaka -1215.**Sub: Announcement of Final Credit Rating**

Dear Sir,

In terms of your letter of appointment to rate your esteemed organization, we are pleased to announce the rating of Premier Cement Mills Limited as,

Name of Organization	Rating		Outlook	Rating date	Valid Up to
	LT	ST			
Premier Cement Mills Limited	AA	ST-2	Stable	19.11.2019	18.11.2020

We offer our sincere thanks to you and the members of your organization for the heartiest cooperation extended to us while carrying out our responsibilities.

Verified by


Rony Chandra Ghosh
Compliance Officer

Thanking you


Sarwat Amina
Executive Vice President

Verified by


Md. Jamal Uddin Tomal
Manager-BD

Proxy Form

I/We _____
of _____ (Address)
being a Shareholder of Premier Cement Mills Limited (the "Company") hereby appoint, Mr. /Ms. _____ (Name)
of _____ (Address) as my/our proxy,
to attend on my/our behalf at the 17th Annual General Meeting of the Company to be held on 21st December, 2019 at 11:00 a.m. at
City Hall Convention Center, Agrabad Access Road, Chittagong 4100.

Signed this _____ day of _____ 2019

Signature of the Shareholder(s)

Signature of the proxy

Folio/BO ID NO.:

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

Folio/BO ID NO.:

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

No. of Shares held:

No. of Shares held:

Note: a shareholder entitled to attend and vote at the Annual General Meeting and also may appoint proxy to attend and vote in his/her stead. The proxy form should reach the registered/corporate office of their company not less than 48 hours before the time fixed for the meeting.



Signature verified
(Authorized signatory)
Premier Cement Mills Limited

Shareholders' Attendance Slip

I hereby record my presence at the 17th Annual General Meeting of Premier Cement Mills Limited on 21st December, 2019 at 11:00 a.m. at City Hall Convention Center, Agrabad Access Road, Chittagong 4100.

Name of the Shareholder/Proxy (In Block Letter)																				
Folio No.																				
Mobile Number																				
E-mail address (if any)																				

Signature verified

Signature of the Shareholder/Proxy

Authorized signatory of the Company

Note: You are requested to fill up this attendance slip and to deposit at the registration counter on the day of AGM.



Shareholders'
Corner

17th Annual General Meeting of Premier Cement Mills Limited

AGM HELPLINE

You are most welcome to contact with us, if you have any query or comment regarding Annual General Meeting (AGM) of FY 2018-2019.

You may contact in the following numbers:



☎ 8801755-639090

☎ 8801777-764006

☎ 8802-55012191-8

☎ 8803-2518204-6

www.premiercement.com



*Scan code with a QR code
reader-enabled mobile phone to
find out more about the company*

CORPORATE OFFICE

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Dhaka 1215
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Fax +880 2 55012088~9

REGISTERED OFFICE

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Agrabad Commercial Area, Chattogram - 4100
Tel: +880 31 2518204~6
Fax: +880 31 717868