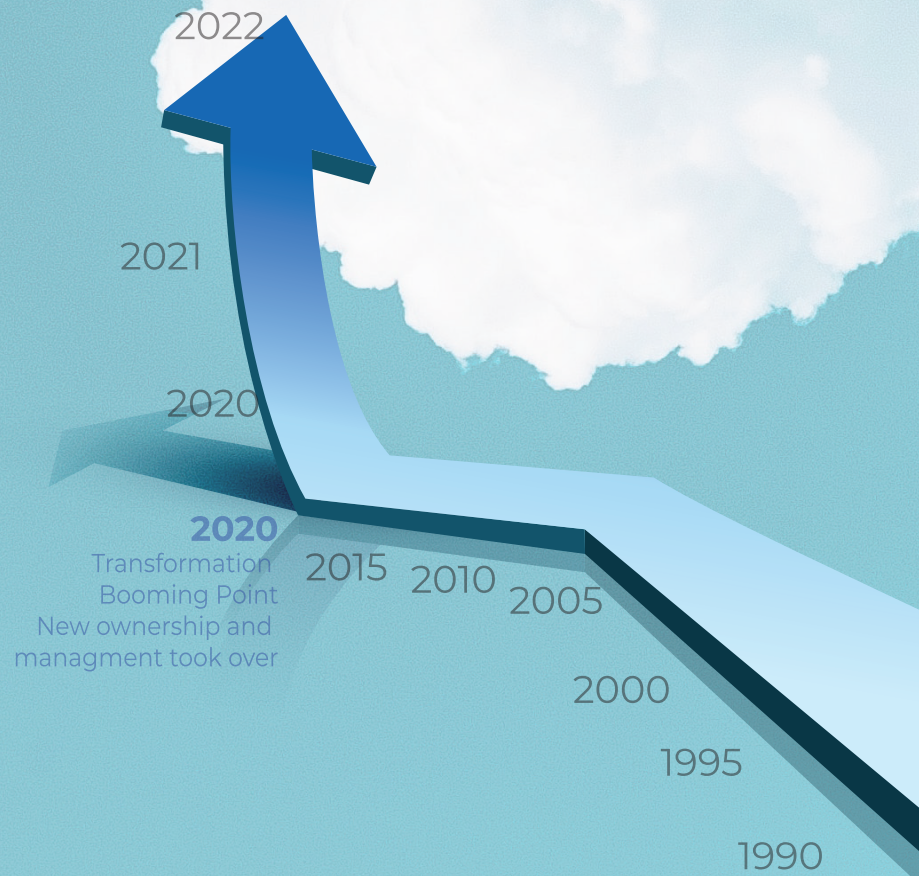





ANNUAL  
REPORT  
2021-2022

*The*  
transformation  
*Journey*









We, at **Navana Pharma**, continue to remain strict in our journey of transformation, Transformation happens through changes in ownership and management as well as in establishing corporate governance within the Company in the year 2020 which finds additional pathways of growth and simultaneously focuses on making the organization more efficient. Our special focus on building human resources and grasping the market share is one of our key initiatives in this transformation journey. We have invested significant resources over the past few years in building this business; and are now focusing on commercial execution to ensure that future cash flows justify these investments. The strategy is to build a robust portfolio of branded products for local markets. At the same time, we continue with our efforts for improving overall efficiencies in the company to achieve an optimum cost structure keeping in mind the global stagflation, relevant to today's business and market realities. Our objective is to judiciously utilize our resources with greater involvement of our people to make the organization more efficient. While the COVID-19 pandemic and Russia-Ukraine war have resulted in near-term uncertainty, our strategic initiatives, coupled with our strengths, resilience and power of execution, give us the confidence of navigating this uncertainty and remain focused on our **transformation journey.**





AGM

Scan QR



ANNUAL REPORT



# OUR Performance in 2021-2022

31.95 % ▲ 4,758.71 Million  
Net Sales

36.00% ▲ 3.42 EPS

63.00% ▲ 2.48 NOCFPS

35.45 % ▲ 274.00 Million  
Net Profit

5.00% ▲ 43.41 NAVPS

26.58 % ▼ 176.40 Million  
Export

20 Depot

2925 Manpower

AA  
Credit  
Rating





# SUSTAINABLE DEVELOPMENT GOALS

Sustainable development is an organizing principle for meeting human development goals while also sustaining the ability of natural systems to provide the natural resources and ecosystem services on which the economy and society depend. Sustainable development was first institutionalized with the Rio Process initiated at the 1992 Earth Summit in Rio de Janeiro. In 2015 the United Nations General Assembly adopted the Sustainable Development Goals (SDGs) (2015 to 2030) and adopted 17 agenda for Sustainable Development Goals (SDGs). Navana Pharmaceuticals Limited directly contributing to achieve 12th SDGs as follows:







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*The*  
transformation  
*Journey*

# LETTER OF TRANSMITTAL

To

The Honorable Shareholder(s),

Bangladesh Securities and Exchange Commission (BSEC),

Dhaka Stock Exchange Limited (DSE),

Chittagong Stock Exchange Limited (CSE),

Central Depository Bangladesh Limited (CDBL),

Registrar of Joint Stock Company & Firms (RJSC & F),

**Subject : Annual Report for the year ended June 30, 2022**

**Dear Sir (s),**

We are pleased to enclose herewith a copy of the Annual Report together with the Auditors' Report, Directors' report and the Audited Financial Statements comprising a Statement of Financial Position, Statement of Comprehensive Income, Statement of Cash Flows and Statement of Changes in Equity for the year ended on June 30, 2022 along with notes of Navana Pharmaceuticals Limited for your kind information and records.

Thanking You.

Sincerely yours,



**JOYNUL ABEDIN ACS**

Company Secretary



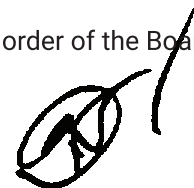
## **NOTICE OF THE 36<sup>th</sup> ANNUAL GENERAL MEETING**

Notice is hereby given to members that the 36th Annual General Meeting (AGM) of Navana Pharmaceuticals Limited will be held on Thursday, December 22, 2022 at 12:00 Noon virtually by using digital platform through the link <https://navanaphar.digitalagmbd.net> in accordance with the BSEC's Order No. SEC/SRMIC/94-231/91 dated March 31, 2021, to transact the following businesses:

### **AGENDA**

- Agenda-01:** To receive, consider and adopt the Directors' Report, Auditors' Report, and Audited Financial Statements of the company for the year ended June 30, 2022;
- Agenda-02:** To declare dividend for the year ended June 30, 2022 as recommended by Board of Directors;
- Agenda-03:** To elect/re-elect Directors of the company;
- Agenda-04:** To appoint Statutory Auditors for the year ended June 30, 2023 and fix up their remuneration;
- Agenda-05:** To appoint Corporate Governance Compliance Auditor for the year ended 30 June, 2023 and fix up their remuneration;

By order of the Board



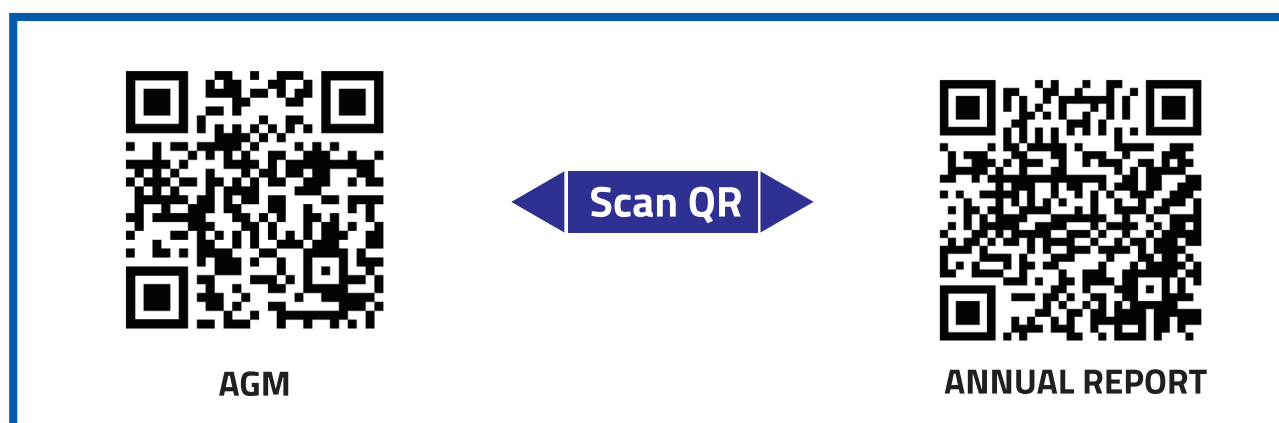
**JOYNUL ABEDIN ACS**  
Company Secretary

Dated: November 29, 2022

### **Notes:**

- (1) The 'Record Date' in lieu of Book Closure was fixed on **Monday, 28 November, 2022**.
- (2) The shareholders whose name appeared in the Depository Register (CDBL) or register of the member of the company on the "Record Date" i.e. **28 November 2022** will be entitled to attend in the Annual General Meeting and to receive the dividend.
- (3) A member, eligible to attend the AGM, may appoint a proxy to attend and vote on his/her behalf. The instrument appointing Proxy to be duly signed and affixed by the members with a revenue stamp of Tk. 20 must be submitted to the Share Office of the company at least 72 hours before AGM. Members may download Proxy Form from the Company's website (i.e. [www.navanapharma.com](http://www.navanapharma.com)).

- (4) Link for joining AGM through Digital Platform is <https://navanaphar.digitalagmbd.net>. The Details procedures to participate in the virtual meeting have provided in the company's website at [www.navanapharma.com](http://www.navanapharma.com), Investor's Relationship Dept. as well as in the Annual Report and the link has already e-mailed to the respective members e-mail address which is available in the Depository Register as per record date. Members can join the Virtual Annual General Meeting using their laptop, PC, Mobile, or Tab providing their respective Name, 16-Digit BO ID, and No. of Shares.
- (5) The members will be able to submit their questions/comments and vote electronically 48 hours before commencement of the AGM and during the AGM.
- (6) Members can download the Annual Report by scanning the QR Code given below herein. The link for downloading Annual Report 2021-2022 is <https://navanapharma.com/public/page/annul-report>
- (7) In Compliance with BSEC Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018:
- Annual Report, Attendance Slip, and Proxy Form along with the Notice sent in soft Form to the Members' registered e-mail address linked with their respective BO ID as on record date.
  - The members, who don't have an e-mail address linked with their BO ID, are requested to send their respective e-mail address to [cs@navanapharma.com](mailto:cs@navanapharma.com) to enable us to send the e-Annual Report 2021-2022 or can download the same by scanning the QR Code given.
  - Members who want to collect the printed copy of the Annual Report from the Company Secretariat of the Company are requested to inform us in writing.
  - The Annual Report is also available on the Company's website linked with the websites of both Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited.
- (8) The concerned brokerage houses & merchant bankers were 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 were also requested to provide us with their Bank Account Name, Number, Routing number etc. on or before **10 December 2022**.





# NAVANA PHARMACEUTICALS LIMITED (NPL)

## At A Glance

Navana Pharmaceuticals Limited was incorporated in Bangladesh on 31 March 1986 vide registration No. C-15428/994 under the Companies Act - 1913 as a Private Company Limited by shares and it was converted into a public limited company on 30 December 2020. As a continuation of its transformation journey, the Company has listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited on October 11, 2022 and October 12, 2022 respectively. In the way of its three decades journey, it has transformed itself from good to better and it has been moving towards the great from better through an integrated brand and sales management to widen the reach of the product.

The Company is engaged in the manufacturing, marketing and distribution of generic pharmaceuticals finished products which include human drugs dosages form like a tablet, capsule, powder for suspension, cream, ointment, powder, injection, eye and nasal drop, liquid, sachet products, oral solution; veterinary drugs dosages form like bolus, liquid, injection, water-soluble powder.

In 1988, the company launched its General Production Unit. In the year 1990, the company was awarded GMP certification. In the year 2001, the company started its 'International Sales'. In 2003, started 'Veterinary Sales & Marketing Division. In 2012, started 'Institutional Sales. In the year 2017, the company amalgamated with Navana Healthcare Limited. In 2020, ownership of the company changed to the current shareholders simultaneously the Board has reformed.

After the takeover by the new management the Company it has obtained 26th position in Q2 2022 in the IMS MAT ranking from the 36th position held initially.









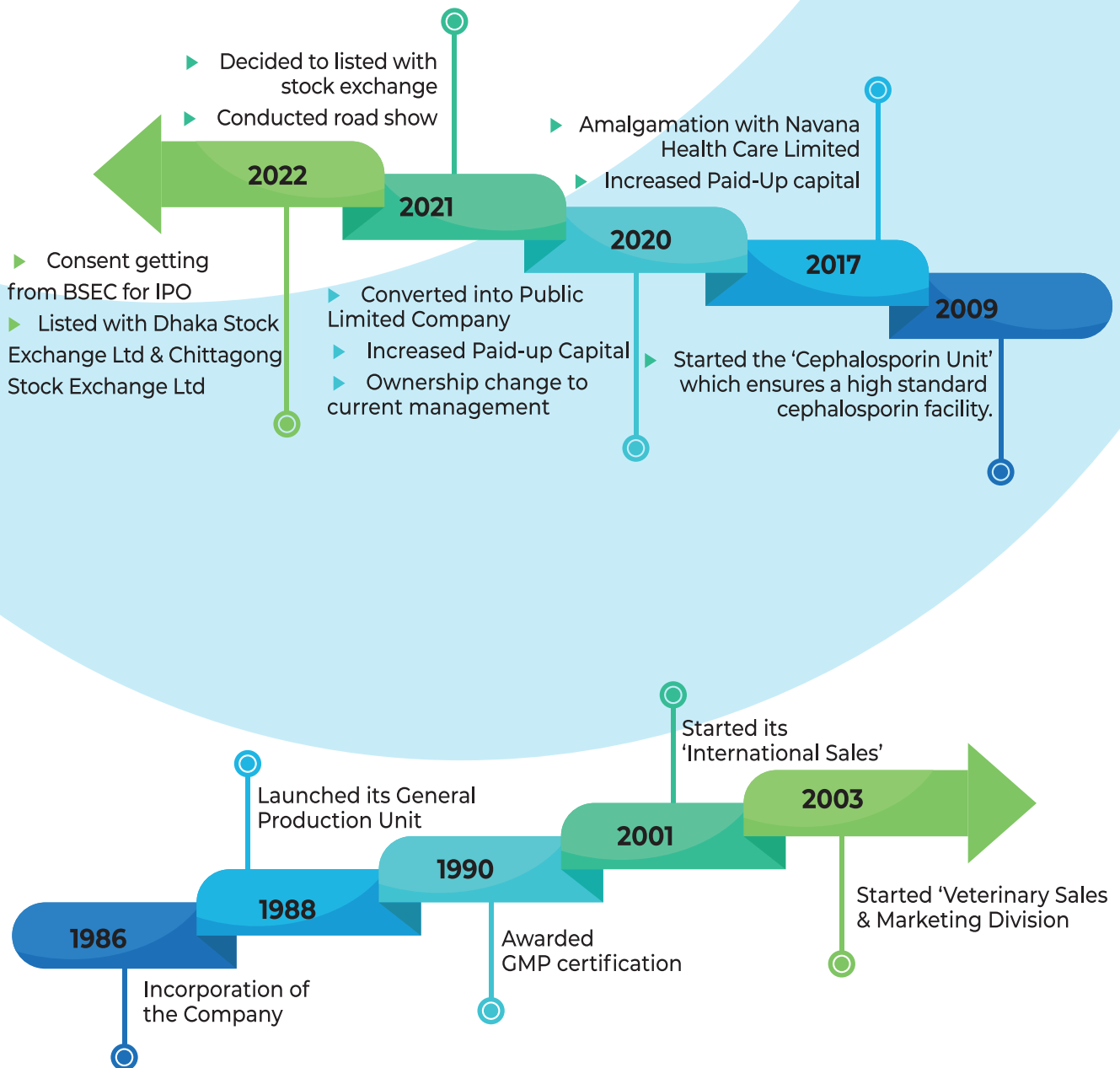
## CORPORATE DIRECTORY

Name of the Company	:	Navana Pharmaceuticals Limited
Legal Form	:	Incorporated as private limited company under Companies Act-1913 Subsequently converted into public limited company as well as listed with Both the exchanges in 2022
Date of Incorporation	:	31st March, 1986
Incorporation Number	:	C-15428/994 March 31, 1985-1986
Logo	:	 <b>NAVANA PHARMA</b>
Nature of Business	:	The principal activities of the Company are manufacturing, marketing and distribution of pharmaceutical products for human and animal health products and sales of the produced items in the domestic and foreign market.
Sector	:	Pharmaceuticals
Nature of the Company	:	Publicly Listed Company
Listed With	:	Dhaka Stock Exchange Limited Chittagong Stock Exchange PLC
Listing Date	:	DSE: October 11, 2022 CSE: October 12, 2022
Market Category	:	N
Treading Code	:	NAVANAPHAR
Scrip Code	:	DSE-18497 CSE-13037
Authorized Capital	:	BDT 2,000,000,000.00
Paid up Capital	:	BDT 802,301,500.00 BDT 1,074,162,170.00 after IPO
Tax Identification No	:	187576149869
VAT Registration No	:	000000724
Registered & Corporate Office address, phone & Fax Number and E-mail Address	:	<b>Registered Office:</b> 125/A, Motijheel C/A, Dhaka <b>Corporate Office:</b> Plot 99, Road 04, Block B, Banani, Dhaka 1213 Tel: +880-2-55033580-3 Fax: +880-2-55033580-3 E-mail: cs@navanapharma.com Web:www.navanapharma.com
Plant	:	Rupshi, Rupganj, Narayanganj
No of Depot	:	20



Board of Directors	: 01 Mr. Anisuzzaman Chowdhury Chairman 02 Professor. Dr. Md. Jonaid Shafiq Managing Director 03 Mrs. Imrana Zaman Chowdhury Director 04 Mr. Manzurul Islam Sponsor Director 05 Mrs. Masuma Parvin Director 06 Dr. Zahara Rasul MD, CCFP, FCFP Director 07 Mr. Javed Kaiser Ally Director 08 Mrs. Tarana Ahmed Director 09 Dr. Sayeed Ahmed Director 10 Mr. Mohammad Bul Hassan FCS Independent Director 11 Mr. Khondaker Sabbir Mohammad Kabir Independent Director 12 Mr. Mohammad Arife Billah (Bar-at-law) Independent Director
Statutory Auditor	: M/S MABS & J, Chartered Accountants
Compliance Auditor	: M/S Itrat Hussain & Associates, Chartered Secretaries
Provident Fund Auditor	: M/S Ahmed Zakir & Co. Chartered Accountants
Tax Consultant	: M/S SF Ahmed & Co. Chartered Accountants
Credit Rating Agency	: National Credit Ratings Limited
Legal Advisor	: Barrister Kamal Uddin & Associates
Lead Banks	: ♦ Al Arafah Islami Bank Limited ♦ Bengal Commercial Limited ♦ Dhaka Bank Limited ♦ Community Bank Bangladesh Limited ♦ Shimanto Bank Limited
Membership	: ♦ Bangladesh Association of Publicly Listed Companies. ♦ Bangladesh Association of Pharmaceuticals Industries. ♦ Metropolitan Chamber of Commerce and Industry, Dhaka. ♦ Bangladesh Employers' Federation.
Lead Insurance	: Janata Insurance Company Limited
Company Secretary	: Mr. Joynul Abedin ACS
Chief Financial Officers	: Mr. Md. Abu Hurayra FCA
Head of Internal Audit & Compliance	: Mr. Shafayet Hossain Molla

## HISTORY & MILESTONES





**To become market leader in pharmaceuticals world by winning of stakeholders heart.**



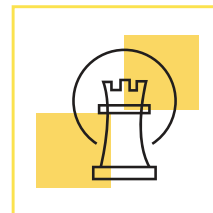
**To ensure the best possible range of international quality products at competitive prices through integration, research, innovation & continuous development.**



# CORE VALUES



Empowerment



Integrity



Creativity



Equality



Teamwork



Reliability



Trustworthiness



Quality



Commitment




Transparency  
& Fairness

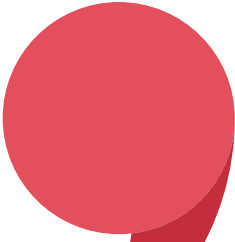


Professionalism

# BUSINESS ETHICS



Improve Consumer satisfaction




Maintain good relationship with Stakeholders




Avoid conflict




Importance of Labor




Compliance with rules & regulation



Enhance companies goodwill



Minimizing Natural & Environmental Damage



Stop business malpractices



Creating Healthy competition



## STRATEGIC OBJECTIVE

Maintain ethical standard  
Zero tolerance against non-compliance  
To protect stakeholders interest  
Continuous research & development

Maximization of Stakeholders' Wealth  
Ensure best quality product  
Continuously improve quality  
To consider customer satisfaction



## PRODUCTS PORTFOLIO OF

# NAVANA PHARMACEUTICALS LIMITED

## WE PRODUCE

**Human Health:** Medicine like tablet, capsule, powder for suspension, cream, ointment, powder, injection, eye and nasal drop, liquid, sachet products, oral solution etc.

**Animal Health:** Medicine like bolus, liquid, injection, water soluble powder etc.

## LIST OF HUMAN HEALTH PRODUCTS:

[As approved by Directorate General of Drug Administration & Licensing Authority (Drugs), Government of the People's Republic of Bangladesh]

SL. No.	Product Name	Generic Name	Dose Form
1	Dextac 30	Dexlansoprazole	Capsule
2	Dextac 60	Dexlansoprazole	Capsule
3	Duracef 200	Cefixime	Capsule
4	Duracef 400	Cefixime	Capsule
5	Esotac-20	Esomeprazole	Capsule
6	Esotac-40	Esomeprazole	Capsule
7	Flubiotic-500	Flucloxacillin	Capsule
8	Flubiotic-250	Flucloxacillin	Capsule
9	Imigra 5	Flunarizine	Capsule
10	Imigra-10	Flunarizine	Capsule
11	Itracon 100	Itraconazole	Capsule
12	Lucon 150	Fluconazole	Capsule
13	Lucon 50	Fluconazole	Capsule
14	Nortin 10	Nortriptyline	Capsule
15	Nortin 25	Nortriptyline	Capsule
16	Ometac 20	Omeprazole	Capsule
17	Pregan 25	Pregabalin	Capsule
18	Pregan 50	Pregabalin	Capsule
19	Pregan 75	Pregabalin	Capsule
20	Vitared	Vitamin A, C, E, Zinc, Copper & Lutein	Capsule

SL. No.	Product Name	Generic Name	DoseForm
21	Clascon	Clascoterone	Cream
22	Curafin	Amorolfine	Cream
23	Lulider	Luliconazole	Cream
24	Nafgal	Naftifine	Cream
25	Pmec	Pimecrolimus	Cream
26	Stebet-CL	Betamethasone	Cream
27	Steclo	Clobetasol	Cream
28	Steclo-NN	Clobetasole Propionate, Neomycin Sulphate, Nystatin	Cream
29	Stenide	Econazole + Triamcinolone	Cream
30	Steson	Clobetasone	Cream
31	Sulderm	Sulconazole	Cream
32	Zenocin	Ozenoxacin	Cream
33	Alleloc-DS	Olopatadine	Eye Drops
34	Artiforte	Glycerin+Hypromellose+Polyethylene glycol +Tetrahydrozole+Zinc Sulfate	Eye Drops
35	Cfresh Liquigel	Carboxymethylcellulose	Eye Drops
36	Cinagen	Moxifloxacin	Eye Drops
37	Cinagen- D	Moxifloxacin + Dexamethasone	Eye Drops
38	Iclear	Hypromellose	Eye Drops
39	Levoquin-TS	Levofloxacin	Eye Drops
40	Loteba	Loteprednol + Tobramycin	Eye Drops
41	Neparact -TS	Nepafenac	Eye Drops
42	Stedex T	Dexamethasone + Tobramycin	Eye Drops
43	Stedex-C	Dexamethasone + Chloramphenicol	Eye Drops
44	Syscol	Polyethylene Glycol + Propylene Glycol	Eye Drops
45	Trizin	Cetirizine	Eye Drops
46	Esotac 40	Esomeprazole	Injection
47	Inpen 1g IV	Meropenem	Injection
48	Inpen 500 mg IV	Meropenem	Injection
49	Orc 30	Ketorolac	Injection
50	Orc 60	Ketorolac	Injection
51	Topcef 1g IV	Ceftriaxone	Injection
52	Topcef 1g IM	Ceftriaxone	Injection
53	Topcef 2g IV	Ceftriaxone	Injection
54	Topcef 500 mg IV	Ceftriaxone	Injection
55	Topcef 500 mg IM	Ceftriaxone	Injection
56	Flutispray	Fluticasone	Nasal Spray
57	Flutispray Plus	Azelastine	Nasal Spray
58	Momespray	Mometasone	Nasal Spray
59	Kcit	Potassium Citrate +Citric Acid	Oral Solution
60	Allertin	Bilastine	Orally Disintegrating Tablet
61	Conpan 0.5	Clonazepam	Orally Disintegrating Tablet

SL. No.	Product Name	Generic Name	Dose Form
62	Desatrol 2.5	Desloratadine	Orally Disintegrating Tablet
63	Azirox	Azithromycin	Powder for Suspension
64	Duracef	Cefixime	Powder for Suspension
65	Duracef Max	Cefixime	Powder for Suspension
66	Duracef-DS	Cefixime	Powder for Suspension
67	Fixcef-125 PFS	Cefuroxime	Powder for Suspension
68	Navacef	Cefaclor	Powder for Suspension
69	Naviscon	Sodium Alginate+ Sodium Bicarbonate +Calcium Carbonate	Suspension
70	Odafen Suspension	Fexofenadine	Suspension
71	Brox	Ambroxol	Syrup
72	Desatrol	Desloratadine	Syrup
73	Filodox	Doxofyline	Syrup
74	Pires-D	Diphenhydramine + Diphehydramine +Levomenthol	Syrup
75	Pires-M	Guaiphenesin + Diphehydramine +Levomenthol	Syrup
76	Revam Kids	Multivitamin + Cod liver oil	Syrup
77	Toma	Ketotifen	Syrup
78	Allertin 20	Bilastine	Tablet
79	Aloglip 12.5	Alogliptin	Tablet
80	Aloglip 25	Alogliptin	Tablet
81	Aloglip 6.25	Alogliptin	Tablet
82	Arokast 10	Montelukast	Tablet
83	Arokast 4	Montelukast	Tablet
84	Arokast 4 FT	Montelukast	Tablet
85	Arokast 5	Montelukast	Tablet
86	Arokast 5 FT	Montelukast	Tablet
87	Azirox 500	Azithromycin	Tablet
88	Bonacerin	Glucosamine + Diacerein	Tablet
89	Bondro	Glucosamine + Chondroitin	Tablet
90	Clonipres 0.1	Clonidine	Tablet
91	Conpan 2	Clonazepam	Tablet



SL. No.	Product Name	Generic Name	Dose Form
92	Conpan 0.5	Clonazepam	Tablet
93	Conpan 1	Clonazepam	Tablet
94	Cvnor-A	Amlodipine + Atenolol	Tablet
95	Desatrol	Desloratadine	Tablet
96	Diplin 5	Linagliptin	Tablet
97	Diplin M 500	Linagliptin + Metformin	Tablet
98	Droniva	Ibandronic Acid	Tablet
99	Ertuglif 5	Ertugliflozin	Tablet
100	Ertuglif 15	Ertugliflozin	Tablet
101	Esona 375/20	Naproxen+Esomeprazole	Tablet
102	Esona 500/20	Naproxen+Esomeprazole	Tablet
103	Esotac - 20	Esomeprazole	Tablet
104	Esotac 40	Esomeprazole	Tablet
105	Ezitor 10/10	Atorvastatin + Ezetimibe	Tablet
106	Ezitor 20/10	Atorvastatin + Ezetimibe	Tablet
107	Fevigra	Flibanserin	Tablet
108	Filodox 200	Doxofyline	Tablet
109	Filodox 400	Doxofyline	Tablet
110	Filodox SR	Doxofyline	Tablet
111	Fixcef Plus 250	Cefuroxime + Calvulanic Acid	Tablet
112	Fixcef Plus 500	Cefuroxime + Calvulanic Acid	Tablet
113	Fixcef -500	Cefuroxime	Tablet
114	Fixcef-250	Cefuroxim	Tablet
115	Floxacin 500	Ciprofloxacin	Tablet
116	Glifomet	Empagliflozin	Tablet
117	Glix 30 MR	Gliclazide	Tablet
118	Glix 60 MR	Gliclazide	Tablet
119	Glix-80	Gliclazide	Tablet
120	Imigra 10	Flunarizine	Tablet
121	Imigra 5	Flunarizine	Tablet
122	Itracon 200	Itraconazole	Tablet
123	Joytrip 150	Hyoscin Hydrobromide	Chewable Tablet
124	Joytrip 300	Hyoscine Hydrobromide	Chewable Tablet
125	Kindical -DX	Calcium Carbonate (from Coral source) + Vitamin D	Tablet
126	Kindical-D	Calcium Carbonate (from Coral source) + Vitamin D	Tablet

SL. No.	Product Name	Generic Name	Dose Form
127	L-Amlo 1.25	Levamlodipine	Tablet
128	L-Amlo 2.5	Levamlodipine	Tablet
129	L-Amlo 5	Levamlodipine	Tablet
130	Lipostat -10	Atorvastatin	Tablet
131	Loxodol 4	Lornoxicam	Tablet
132	Meltix	Flupenthixol + Melitracen	Tablet
133	Miracal-D	Calcium Carbonate + Vitamin D	Tablet
134	Myobac-10	Baclofen	Tablet
135	Myobac-5	Baclofen	Tablet
136	Nabuton 500	Nabumetone	Tablet
137	Nabuton 750	Nabumetone	Tablet
138	Navix	Clopidogrel	Tablet
139	Navix-Plus	Clopidogrel + Aspirin	Tablet
140	Naxo – 500	Naproxen	Tablet
141	N-bion	Thiamin + Pyridoxine + Cyanocobalamine	Tablet
142	Nestor 10	Rosuvastatin	Tablet
143	Nestor 5	Rosuvastatin	Tablet
144	Nvmet 500	Metformin	Tablet
145	Nvmet SR	Metformin	Tablet
146	NvMet-850	Metformin	Tablet
147	Odafen-120	Fexofenadine	Tablet
148	Odafen-180	Fexofenadine	Tablet
149	Olmeben 20	Olmesartan	Tablet
150	Olmeben 40	Olmesartan	Tablet
151	Olmeben Plus 20/12.5	Olmesartan + Hydrochlorothiazide	Tablet
152	Olmebin 20/5	Amlodipine + Olmesartan	Tablet
153	Olmebin 40/5	Amlodipine + Olmesartan	Tablet
154	Orc	Ketorolac	Tablet
155	Osmina	Ospemifene	Tablet
156	Phoscon	Ferric Citrate	Tablet
157	Pizofen	Pizotifen	Tablet
158	Pizofen – TS	Pizotifen	Tablet
159	Pravalip-10	Pravastatin	Tablet
160	Pravalip-20	Pravastatin	Tablet
161	Pregan 82.5 ER	Pregabalin	Tablet

SL. No.	Product Name	Generic Name	Dose Form
162	Pregan 165 ER	Pregabalin	Tablet
163	Prulicon 1	Prucalopride	Tablet
164	Prulicon 2	Prucalopride	Tablet
165	Rabetac 20	Rabeprazole	Tablet
166	Revam Gold	Multivitamin & Multimineral	Tablet
167	Revam Silver	Multivitamin & Multimineral	Tablet
168	Tabis 2.5	Bisoprolol	Tablet
169	Tabis 5	Bisoprolol	Tablet
170	Tabis Plus 2.5	Bisoprolol + Hydrochlorothiazide	Tablet
171	Tabis Plus 5	Bisoprolol + Hydrochlorothiazide	Tablet
172	Toma	Ketotifen	Tablet
173	Torcox 120	Etoricoxib	Tablet
174	Torcox 60	Etoricoxib	Tablet
175	Torcox 90	Etoricoxib	Tablet
176	Trizin	Cetirizine	Tablet
177	Zerodol	Aceclofenac	Tablet
178	Feelfree Gel	Lactic acid + Citric acid + potassium bitartrate	Vaginal Gel





## LIST OF VETERINARY PRODUCTS:

[As approved by Directorate General of Drug Administration & Licensing Authority (Drugs), Government of the People's Republic of Bangladesh]

SL. No.	Product Name	Generic Name	Dose Form
1	Check-O-Tox Bioplus	Hydrated Sodium Calcium Aluminum Silicate (HSCAS) 0.861 kg, Mannan Oligosaccharides (MOS) 0.05 kg, Oxine Copper 0.001 kg, Propionic Acid 5%, Benzoic Acid 1.5%, Acetic Acid 1.5%, Sorbic Acid 0.8%.	Additive
2	L-Lysine	L-Lysin 99%	Additive
3	L-Lysine	L-Lysin 98.5%	Additive
4	L-Met 100	L-Methionine 99%	Additive
5	L-Threonine	L-Threonine 98.5%	Additive
6	MCP	Phosphorus 22%	Additive
7	Rhodimet NP 99	DL- Methionine 99%	Additive
8	Resmulin 45% Vet	Each gm powder contains Tiamulin Hydrogen Fumarate USP 450 mg.	WSP
9	C-Flo Vet	Each bolus contains Ciprofloxacin Hydrochloride USP 1.164 g equivalent to Ciprofloxacin 1 gm	Bolus
10	Marquin Vet	Marbofloxacin BP 50 mg	Bolus
11	Navadex Vet	Each bolus contains Triclabendazole INN 900 mg & Levamisole HCl BP 600 mg	Bolus
12	Navamox Vet	Each bolus contains Amoxicillin BP 500 mg (As Amoxicillin Trihydrate).	Bolus
13	Navapro Plus	Each bolus contains <i>Saccharomyces cerevisiae</i> 20 billion CFU, <i>Lactobacillus sporogenes</i> 300 million CFU, <i>Bacillus subtilis</i> 100 million CFU, <i>Aspergillus niger</i> 250 million CFU, Fructo-oligosaccharides 250 mg, Vitamin B <sub>1</sub> 50 mg, Vitamin B <sub>6</sub> 30 mg, DL-Methionine 500 mg, L-lysine 100 mg, Chelated Zinc 100 mg, Chelated Copper 40 mg, Chelated Cobalt 50 mg, Amylase 20 U, Lipase 20 U, Protease 30 U, Cellulase 30 U	Bolus



SL. No.	Product Name	Generic Name	Dose Form
14	NutriPower Vet	Each Bolus contains Vitamin A 125000 IU Vitamin D <sub>3</sub> 27500 IU, Vitamin E 60 mg, Vitamin K <sub>3</sub> 17.5 mg, Vitamin B <sub>1</sub> 12.5 mg, Vitamin B <sub>2</sub> 35 mg, Vitamin B <sub>6</sub> 12.5 mg, Vitamin B <sub>9</sub> 1.2 mg, Vitamin B <sub>12</sub> 50 mcg, Vitamin C 350 mg. Manganese 12.5 mg, Zinc 12.5 mg, Iron 5 mg Methionine 10 mg, L-Lysine 25 mg, Pantothenate 25 mg, Nicotinamide 75 mg, Copper 1.5 mg, Iodine 100 mcg, Folic Acid 200 mcg, Biotin 1 mg	Bolus
15	Oxin	Oxytetracycline 500 mg/bolus	Bolus
16	Oxy-Aqua	Sodium Per Carbonate	Bolus
17	Relpain Vet	Meloxicam BP 100 mg	Bolus
18	Zinc Vet	Zinc (As Zinc Sulfate Monohydrate USP) 200 mg/bolus	Bolus
19	Navamectin Vet	Each ml contains Ivermectin BP 10 mg	Injection
20	Navasol Vet	Each ml contains Butaphosphan INN 100 mg & Cyanocobalamin BP (Vitamin B <sub>12</sub> ) 0.05 mg	Injection
21	Phenira Vet	Each ml contains Pheniramine Maleate BP 22.75 mg	Injection
22	Topcef Vet	Ceftriaxone (as sterile Ceftriaxone sodium BP)	Injection
23	AVI IBD INTER	Avian Infectious Bursal disease virus strain LIBVD	Pellet
24	AVI IBD PLUS	Avian Infectious Bursal disease virus Winter field 2512 G-61 strain	Pellet
25	AVI ND HB1	Newcastle Disease virus Hitchner B1 strain	Pellet
26	AVI ND LASOTA	Newcastle Disease virus Lasota strain	Pellet
27	AVI ND HB1 + IB	Hitchner B1 and Massachusetts B48 strain	Pellet
28	AVI ND LASOTA + IB	Lasota strain & Massachusetts type-B48 strain	Pellet
29	AVI Pox	Cutter strain of Fowl Pox virus	Pellet
30	Navaprin Vet	Each ml contains Eprinomectin USP 5 mg	Pour on
31	Nava-DB Plus	Each kg contains Vitamin A 4800000 IU, Vitamin D <sub>3</sub> 1000000 IU, Vitamin E 9.20 gm, Vitamin K <sub>3</sub> 1.6 gm, Vitamin B <sub>1</sub> 0.8 gm, B <sub>2</sub> 2gm, B <sub>6</sub> 1.6 gm, B <sub>12</sub> 4 mg, Nicotinic Acid 12 gm, Pantothenic acid 4 gm, Folic acid 200 mg, Biotin 20 mg, Cobalt 100 mg, Copper 2.4 gm, Iron 9.6 gm, Iodine 240 mg, Manganese 20 gm, Zinc 16 gm, Selenium 48 mg, Antioxidant (Ethoxyquin) 4 gm, Calcium carbonate q.s to 1 kg.	Premix
32	Activate WD Max	Activate WD Max Liquid is composed of HMTBa (Methionine Precursor) 35%, Formic Acid 34% and Propionic Acid 20%. Total Acid content minimum 89%.	Solution
33	Ammo Check	Extract of Yucca Schidigera	Solution
34	Antox	Each 100 ml contains Citric acid 6 gm, Phosphoric acid 6 gm, Lactic acid 2 gm, Vit. B <sub>1</sub> 100 mg, Vit. B <sub>2</sub> 7.5 mg, Vit. B <sub>6</sub> 80 mg, Vit. B <sub>12</sub> 0.6 mg, Biotin (2%) 1.5 mg, nicotinamide 1 gm, Calcium chloride 300 mg, Potassium iodide 4.6 mg, Sodium selenite 78.8 mg, Zinc chloride 320 mg, Iron chloride 300 mg, Magnesium chloride hexahydrate 250 mg, Manganese chloride 631 mg, Copper sulphate 32, Cobalt chloride 3.08 mg, Yeast extract 2%, Protein Hydrolysate 40 %	Solution

SL. No.	Product Name	Generic Name	Dose Form
35	Aquasolv	BKC 80%	Solution
36	Bloatnil Vet	Each 100 ml suspension contains Simethicone USP 1 g & Dill Oil BP 0.5 ml as an excipient.	Solution
37	C-Flo Vet	Each ml oral solution contains Ciprofloxacin Hydrochloride USP equivalent to 100 mg of Ciprofloxacin	Solution
38	Capsola	Each 100 ml contains Calcium 1628 mg, Phosphorus 838.50 mg, Vitamin D <sub>3</sub> 8000 IU, Vitamin B <sub>12</sub> 100 mcg.	Solution
39	Coczul Vet	Toltrazuril 2,5%	Solution
40	Enro-10	Each 100 ml solution contains Enrofloxacin INN 10 g.	Solution
41	Immofast	Each 5 ml contains Glycine 50 mg, Vitamin E 12.5 mg, Selenium 0.5 ppm, Vitamin C 10.5 mg, Sodium Chloride 6.25 mg, Yeast Extract (Nucleins) 10 mg, Potassium Chloride 5 mg, Manganese Sulphate 2.5 mg, Amino Nitrogen 10000 ppm, L.P.O. q.s. (Polysaccharides C Fortified base).	Solution
42	Liquid Enzyme	Each 1000 ml contains Protease 400,000 IU, Phytase 90,000 FYT, Cellulase 40,000,000 IU, Xylanase 500,000 IU, Lipase 6500 IU, Amylase	Solution
43	Monsele-E	Each 100 ml contains Vitamin E 2000 IU & Selenium 36 mg/100 ml	Solution
44	Nava Choline	Each ml contains Choline Chloride 750 mg	Solution
45	Navafen Vet	Each ml contains Florfenicol INN 200 mg	Solution
46	Navarin Vet	Each 100 ml contains Total Flavonoids 1.20 gm, Total Phenolic content 0.23 gm, Methionine Hydroxy analogue 3.0 gm, Potassium Citrate 2.50 gm, Sodium Citrate 1.80 gm, mmonium Chloride 4.50 gm, Sorbitol 4.50 gm	Solution
47	Navaton Vet	Each ml contains Vitamin B <sub>1</sub> 5.00 mg, Vitamin B <sub>2</sub> 2.00 mg, Vitamin B <sub>6</sub> 2.00 mg, Vitamin B <sub>12</sub> 0.01 mg, D-Panthenol 11.00 mg, Nicotinamide 60.00 mg, Inositol 1.00 mg, Choline Chloride 50.00 mg, Folic Acid 0.30 mg, DL- Methionine 50.00 mg.	Solution
48	NutriPack Vet	Each ml contains Vitamin A 2500 IU, Pyridoxine 2 mg, Riboflavine 4 mg, Thiamine 3.5 mg, Dexpanthenol 15 mg, Vitamin B <sub>12</sub> 10 mcg, Vitamin D <sub>3</sub> 500 IU, Vitamin E 3.75 mg, Vitamin K 0.250 mg, Copper 0.025 mg, Iron 40 mg, Iodine 0.25 mcg, Zinc 0.02 mg, Methionine 5 mg, Choline 0.4 mg, Lysine 2.5 mg, Histidine 0.9 mg, Arginine 0.49 mg, Aspartic acid 1.45 mg, Threonine 0.5 mg, Serine 0.68 mg, Glutamic acid 1.16 mg, Proline 0.51 mg, Glycine 0.575 mg, Alanine 0.975 mg, Cystine 0.15 mg, Valine 1.1 mg, Leucine 1.5 mg, Isoleucine 0.125 mg, Tyrosine 0.34 mg, Phenylalanine 0.81 mg, Tryptophan 0.075 mg, Biotin 2 mcg, Inositol 12.5 mcg	Solution

SL. No.	Product Name	Generic Name	Dose Form
49	Orego-Stim	Oregano oil Carvacrol 79.58 %, Thymol 2.45 %	Solutions
50	Proboost Vet	Each ml contains Vitamins Biotin 2 mcg, Dexpanthenol 15 mg, Inositol 0.0025 mg, Vitamin A 20,000 IU, Vitamin B <sub>1</sub> 1 mg, Vitamin B <sub>2</sub> 2 mg, Vitamin B <sub>6</sub> 2 mg, Vitamin B <sub>12</sub> 10 mcg, Vitamin C 3 mg, Vitamin D3 5000 IU, Vitamin E 5 mg, Vitamin K <sub>3</sub> 1 mg. Minerals Calcium (propionate) 5 mg, Chromium (propionate) 0.5 mg, Copper sulphate 0.025 mg, Iodine 0.00025 mg, Iro sulphate 0.02 mg, Magnesium (sulphate) 1.5 mg, Manganese (sulphate) 0.6 mg, Potassium 1 mg, Sodium (chloride) 5 mg, Zinc (sulphate) 0.6 mg. Potassium citrate 3 mg. Amino Acids Alanine 0.75 mg, Arginine 1 mg, Aspartic acid 1.45 mg, Choline 0.4 mg, Cystine 0.2 mg, Glutamic acid 3.5 mg, Glycine 3 mg, Histidine 0.525 mg, Isoleucine 0.5 mg, Leucine 1.5 mg, Lysine 5 mg, Methionine 5 mg, Phenylalanine 0.9 mg, Potassium citrate 3 mg, Proline 0.9 mg, Serine 0.9 mg, Threonine 3 mg, Tryptophan 0.6 mg, Tyrosine 0.65 mg, Valine 0.8 mg.	Solution
51	Pulmotone Vet	Essential oils 30%, Excipients q.s.	Solution
52	Revam Vet	Each 100 ml contains Vitamin A 500000 IU, D <sub>3</sub> 100000 IU, B <sub>1</sub> 160mg, B <sub>2</sub> 100 mg, B <sub>6</sub> 100 mg, Nicotinamide 1 g, Calcium D-Pantothenate 500 mg, Ascorbic Acid 5 g	Solution
53	Tilcon Vet	Each ml oral solution contains Tilimicosin Phosphate INN equivalent to Tilimicosin 250 mg.	Solution
54	Xtra ADE	Each ml contains Vitamin A BP 100,000 IU, Vitamin D <sub>3</sub> BP 40,000 IU, Vitamin E BP 50 IU	Solution
55	Zinc Vet	Each 5 ml syrup contains Zinc sulfate monohydrate USP equivalent to 10 mg Zinc.	Solution
56	ITA NEW (ND)	NDV strain "Lasota"	Suspension
57	ITA ND + IBD	NDV strain "Lasota" + IBDV strain "GP"	Suspension
58	ITA ND + IB + EDS	NDV strain "Lasota" + IBV strain "M/41" + EDS strain "B8/78"	Suspension
59	ITA Coryza ABC Gel	Avibacterium paragallinarum serotypes A, B and C bacteria in inactivated form	Suspension
60	ITA ND+IB+EDS +COR ABC	LaSota strain of ND virus, Massachusetts strain of IB virus, B8/78 strain of EDS virus, Avibacterium paragallinarum serotypes A, B and C bacteria in inactivated form	Suspension
61	Aquavit Plus	Vitamins, Minerals, Amino acids & Probiotics	WSP
62	Calphos Plus	Each gm contains Calcium 42 mg, Phosphorus 15 mg, Vitamin B12 10 mcg, Vitamin D3 400 IU, Vitamin C 6 mg, Citric acid 270 mg	WSP

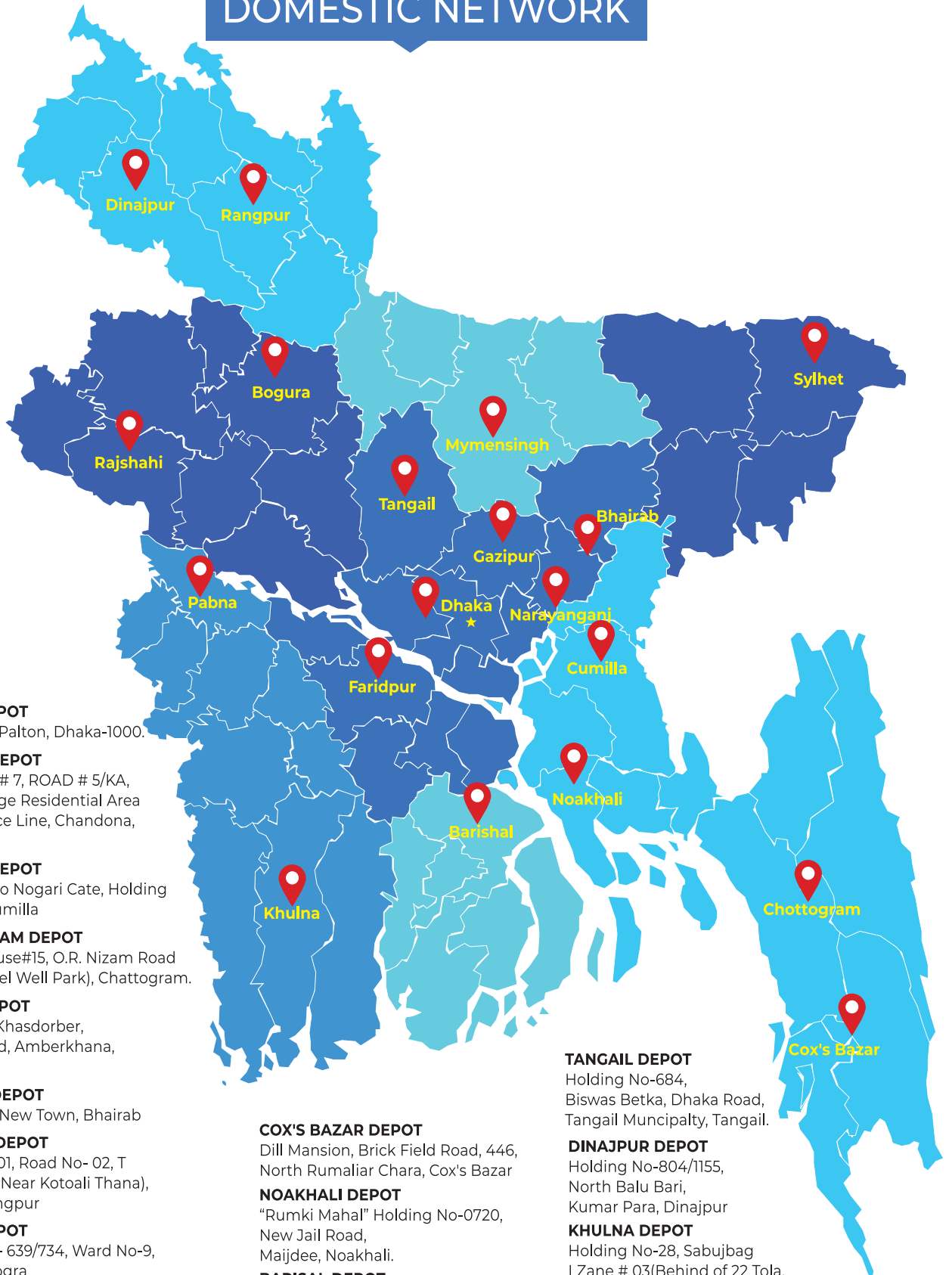
SL. No.	Product Name	Generic Name	Dose Form
63	Colyte Vet	Bromhexine Hydrochloride BP 10 mg	WSP
64	D-Vet	Each gram powder contains Doxycycline Hydrochloride BP 115 mg equivalent to Doxycycline 100 mg.	WSP
65	DiarLock Vet	Each gram contains Zeolite 370 mg, Oregano oil 5 mg, Kaolin 100 mg, Pectin 5 mg, Chestnut tannins 10 mg, Electrolytes 232 mg, Sugars 263 mg, Plant extracts 15 mg.	WSP
66	Dexolyte Vet	Each gram Powder contains Sodium Bicarbonate BP 500 mg, Sodium Chloride BP 266 mg, Potassium Chloride BP 50 mg, Vitamin A 2000 IU, Dextrose Anhydrous BP 180 mg.	WSP
67	Dynablend	<i>Bacillus subtilis</i> , <i>Bacillus licheniformis</i> , <i>Bacillus megaterium</i> , <i>Bacillus mesentericus</i> , Nitrifying & Denitrifying Bacteria, <i>Bacillus coagulans</i> , <i>Saccharomyces cerevisiae</i> & <i>Saccharomyces boulardii</i> . (Not less than 2000 million CFU per gram). Protease, Xylanase, Lipase, Beta Glucanase, Amylase & Cellulase (Not less than 2000 units per gram). Yucca Extract (30%).	WSP
68	Enprovin Plus	Each 100 gm contains Vitamin A 300000 IU, Vitamin D <sub>3</sub> 35000 IU, Vitamin E 150 IU, Vitamin K <sub>3</sub> 100 mg, riboflavin 250 mg, Niacin 400 mg, Calcium D-Pantothenate 450 mg, Pyridoxine 60 mg, Methyl Sulphonyl Methane 1000 mg, Dextran Oligosaccharide 250mg, <i>Lactobacillus idophilus</i> 6 billion CFU, <i>Bifidobacterium bifidum</i> 1 billion CFU, <i>Saccharomyces boulardii</i> 2 billion CFU <i>Aspergillus oryzae</i> 1 billion CFU Phytase 20000 IU Protease 20000 IU Xylanase 1500000 IU, Potassium Chloride 4500 mg Sodium Sulphate 4500 mg, Dextrose QS.	WSP
69	Erazine Vet	Each gram powder contains Erythromycin thiocyanate INN 180 mg, Sulphadiazine BP 150 mg, Trimethoprim BP 30 mg.	WSP
70	Glucos+C	Each 100 g contains Glucose 98 g, Vitamin C 2 g.	WSP
71	Nava Digestive	Each 100gm powder contains Sodium propionate 40 g, Sodium chloride 26.5 g, Calcium propionate 20 g, Magnesium sulphate 12.5 g, Copper sulphate 45 mg, Cobalt chloride 40 mg, Ferrous sulphate 40 mg, Manganese sulphate 20 mg, Zinc sulphate 10 mg, Sodium selenite 10 mg.	WSP
72	Nava K	Each g powder contains Menadione Sodium Bisulfite 100 mg.	WSP



SL. No.	Product Name	Generic Name	Dose Form
73	Navamox Vet	Each gram powder contains Amoxicillin BP 300 mg (As Amoxicillin Trihydrate).	WSP
74	Navatyl Vet	Each gm contain Tylvalosin tartarate 625 mg	WSP
75	Neosulcin Vet	Each gram powder contains Neomycin sulphate BP 500 mg.	WSP
76	Oxin	Oxytetracycline 200 mg/g	WSP
77	Pondlite Pro	Zeolite & Probiotics	WSP
78	Rumi Care	Each gram contains Calcium Propionate 500 mg, Silicium Oxide 12.5 mg, Gentian radix 80 mg, DL-Methionine 40 mg, Cobalt Carbonate 0.1 mg, PyridoxineHydrochloride 0.38 mg, Glucose qs to 1 g.	WSP
79	Tylos Vet	Each gram powder contains Tylosin Tartrate BP 200 mg.	WSP
80	Vetapar	Each gm powder contains Piperazine Citrate BP 1000 mg.	WSP
81	Vital B	Each 100 gm Premix Contains- Thiamine HCl (B <sub>1</sub> ) 5.0 gm, Riboflavin (B <sub>2</sub> ) 1.0 gm, Pyridoxine HCl (B <sub>6</sub> ) 2.0 gm, Dextrose Monohydrate Q.S.to 100.0 gm.	WSP
82	Vital B+C	Each 100 g powder contains Vitamin B <sub>1</sub> BP 200 mg, Vitamin B <sub>2</sub> BP 400 mg, Vitamin B <sub>6</sub> BP 150 mg, Vitamin B <sub>12</sub> BP, 1 mg, Nicotinamide BP, 750 mg, Pantothenic acid BP 450 mg, Biotin BP 1.5 mg, Folic Acid BP 25 mg, Vitamin C BP 500 mg.	WSP
83	Vital C	Each gram powder contains Ascorbic Acid 1000 mg.	WSP
84	Xtra Vit WS	Vitamins, Minerals & Amino Acids	WSP



## DOMESTIC NETWORK



### **DHAKA DEPOT**

3/C Purana Palton, Dhaka-1000.

### **GAZIPUR DEPOT**

House/Plot # 7, ROAD # 5/KA, Cadet Collage Residential Area Beside Police Line, Chandona, Gazipur

### **CUMILLA DEPOT**

BSCIC Shilpo Nogari Cate, Holding No - 845, Cumilla

### **CHATTOGRAM DEPOT**

Road#1, House#15, O.R. Nizam Road (Beside Hotel Well Park), Chattogram.

### **SYLHET DEPOT**

51, Udayan Khasdorber, Airport Road, Amberkhana, Sylhet

### **BHAIRAB DEPOT**

Komol Pur, New Town, Bhairab

### **RANGPUR DEPOT**

House No 201, Road No- 02, T hana Road (Near Kotoali Thana), Mulatol, Rangpur

### **BOGRA DEPOT**

Holding No- 639/734, Ward No-9, Malgram, Bogra

### **RAJSHAHI DEPOT**

House No-140, Sector No- 03, Housing Estate, Upashahor, Rajshahi

### **MYMENSINGH DEPOT**

House # Get Way Digar Kanda (Opposite of Renata Pharma Office) Dhaka Bi Pass, Mymensingh Road Mymensingh

### **COX'S BAZAR DEPOT**

Dill Mansion, Brick Field Road, 446, North Rumaliar Chara, Cox's Bazar

### **NOAKHALI DEPOT**

"Rumki Mahal" Holding No-0720, New Jail Road, Majjdee, Noakhali.

### **BARISAL DEPOT**

Seleha Monjil., Holding No#147, Ward # 1, Yunus Khan Road West Kaunia, Barishal Sadar, Barisal

### **FARIDPUR DEPOT**

House #111 (North Side of Housing Pond), block# B, Housing Estate Goalchamot, Faridpur

### **TANGAIL DEPOT**

Holding No-684, Biswas Betka, Dhaka Road, Tangail Municipalty, Tangail.

### **DINAJPUR DEPOT**

Holding No-804/1155, North Balu Bari, Kumar Para, Dinajpur

### **KHULNA DEPOT**

Holding No-28, Sabujbag LZane # 03(Behind of 22 Tola, Delta Tower) Sonadanga Khulna

### **NARAYANGONJ DEPOT**

231, Abid Poribar, Opposite Police Lines, Fotulla, Narayanganj - 1400

### **PABNA DEPOT**

Holding No: 1938, Pabna Isswardi Road, Radanagar, Ward No-10, Pabna Sadar

## OUR GLOBAL PRESENCE

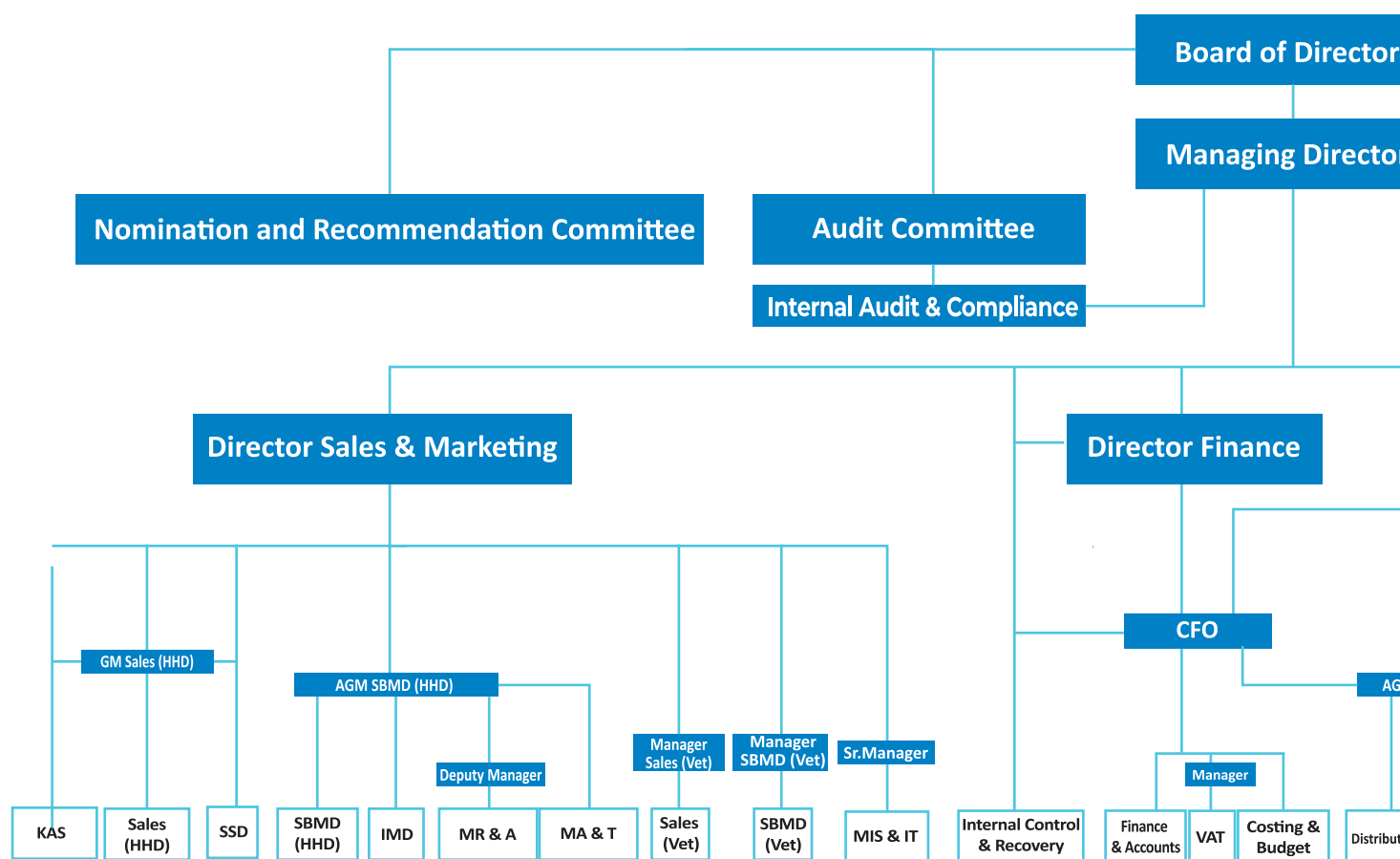


## **STRATEGIC FOCUS 2022-2023**

**Maintaining Sustainable growth  
Increase earnings Per Share  
Cost minimization  
Ensure Best Quality Products  
Diversification of Business portfolio  
More contribute to national exchequer  
To increase shareholders Value**



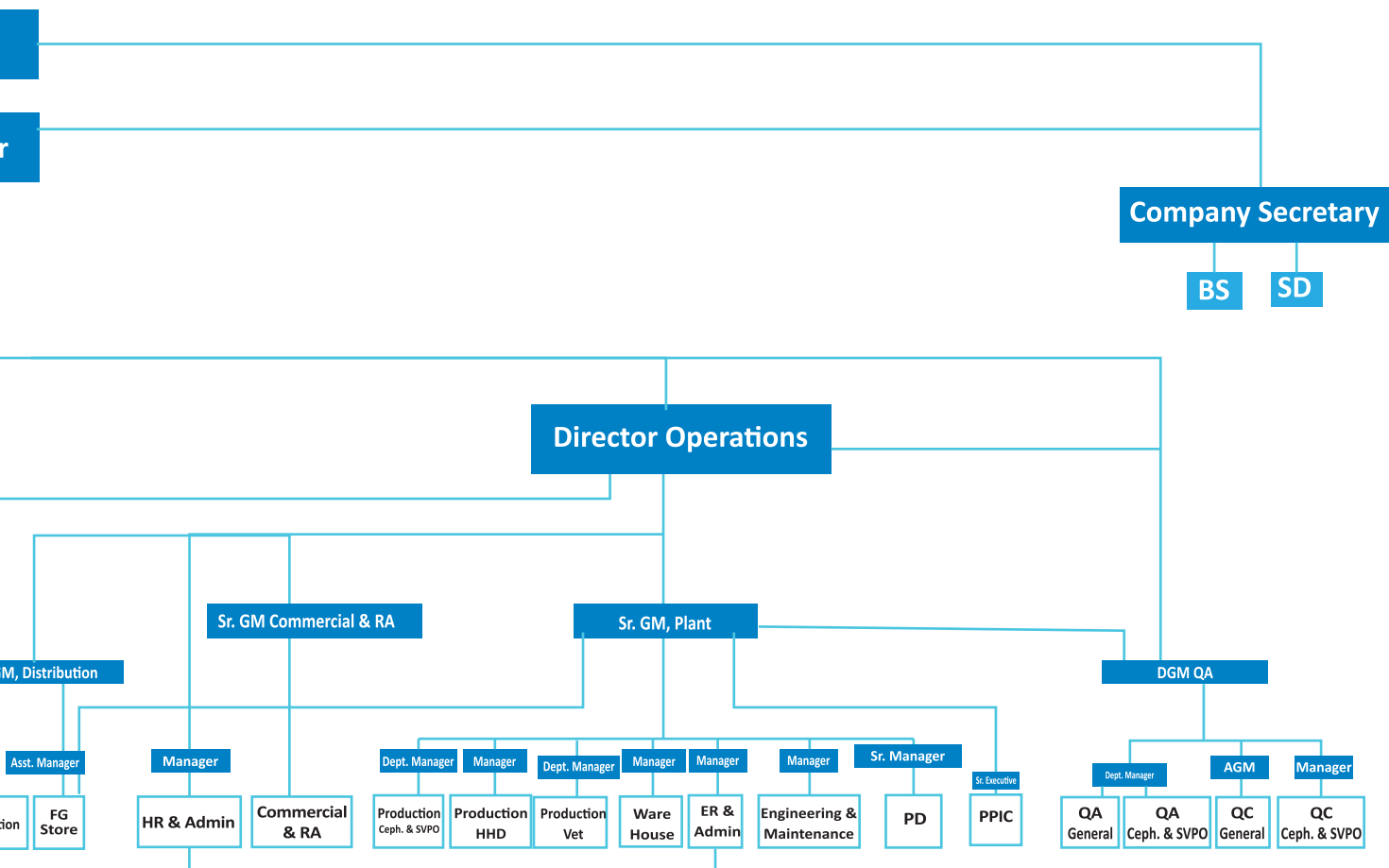
# COMPANY ORGANOGRAM



## Note:

HHD= Human Health Division  
 Vet= Veterinary  
 SBMD= Strategic Brand Management Dept  
 MR & A= Market Research & Audit  
 MA & T= Medical Affairs & Training  
 RA = Regulatory Affairs  
 IMD= International Marketing Dept.  
 FG= Finish Goods  
 PPIC= Product Planning & Inventory Control

QA= Quality Assurance  
 QC= Quality Control  
 PD= Product Development  
 SSD= Sales Support Department  
 PPIC= Production Planning & Inventory Control  
 KAS= Key Accounts Sales  
 MIS= Management Information System  
 RA = Regulatory Affairs  
 BS= Board Secretariat  
 SD= Share Department





The Code of Conduct (the “Code”) has been formulated by the Board of Directors of Navana Pharmaceuticals Limited to set forth principles and ethical standards for the Chairman, other Board Members and Chief Executive Officer in accordance with the Condition No. 1(vii) of the Bangladesh Securities and Exchange Commission’s (BSEC) Corporate Governance Code-2018, by amending the existing code of conduct for Directors adopted in pursuant to the Condition No. 1.2 (v) of the Securities and Exchange Commission’s (SEC) Corporate Governance Guidelines 2012.

Navana Pharmaceuticals Limited, a pioneer private sector pharma company of the country, firmly believes in and has consistently endeavored to practice good corporate governance and has acted as a good corporate citizen all along.

The spirit of Corporate Governance has prevailed in the Company and influenced its decisions and policies long before the guidelines became mandatory.

The Code of Conduct for the Chairman, other Board Members and Chief Executive Officer reflects the business practices and principles of behavior that support this commitment. Our Board of Directors set the standards of conduct contained in the Code and updates these standards as appropriate to reflect legal and regulatory developments. We expect every Board Member to read and understand this Code and its application to the performance of his or her responsibilities. We hold each of our Board Member accountable for adherence to this Code.

## GENERAL STANDARD OF CONDUCT

The Board of Directors shall also have to strive to protect interests of its Depositors as well as of the Shareholders.

This Code is not designed to be exhaustive and the standards it enumerates are in addition to and not in substitution for the Statutory, Common Law and other duties and obligations applicable to for the Chairman, other Board Members and Chief Executive Officer. Consequently, a Director uncertain of his or her duties in any particular circumstance should raise this concern with the Chair of the Board in order to obtain appropriate guidance and advice.



## HONEST AND ETHICAL CONDUCT

The Members shall act honestly, objectively and effectively in a fair and transparent manner for advancing the interests of the Company. They must abide by the policies and procedures framed and adopted by the Company and must respect and adhere to ethical and fair business practices. The Members shall use due care and diligence in performing their duties and responsibilities attached to their respective office and exercise their powers in good faith for fulfilling their obligations towards the Company and its Stakeholders.

## CONFLICT OF INTEREST

The Members shall avoid any situation that would lead to or tend to lead to any conflict of interest. Conflict of interest is a situation where personal interest may, in any way, interfere with the interests or benefits of the Company impacting the exercise of independent judgment while discharging one's duties and responsibilities. In case of a situation that involves or appears to involve conflict of interest, the Members are expected to make a suitable disclosure to the Board of Directors of the Company and shall abstain from participating in any discussion for such transaction. The Members are expected not to derive any improper personal benefit or a benefit to any of their relatives from the Company, including by making or influencing decision relating to any transaction of the Company or its subsidiary. Each director must exercise his or her powers in the interests of the Company and its shareholders and not in his or her own interest or in the interest of another person or organization. However, transactions involving director conflicts of interest are not inherently improper if they are disclosed to and approved by a Company's Board of Directors or if they are "just and reasonable" to the Company at the time authorized, approved, or ratified.

## CONFIDENTIALITY OF INFORMATION

"Confidentiality of information" includes all information of the Company not authorized for public dissemination. This includes information on trade, trade secrets, confidential and privileged information regarding customers, employees, information relating to mergers and acquisitions, stock splits and divestitures; non-public information about discussions and deliberations relating to business issues and decisions, between and among employees, officers and Directors in formal meetings or otherwise, and will include all such information which is not available in the public domain at that point of time.

The Company believes that protection of all confidential information is essential and is committed to protecting business and personal information of confidential nature obtained from clients, associates and employees. Directors/Senior Management shall ensure that no confidential information is disclosed inadvertently or otherwise.

Directors/Senior Management shall ensure that all confidential information available to them by virtue of the office including Board Meeting papers including Agenda and Minutes etc. that they may hold or peruse is never directly or indirectly released or disclosed to any person or entity, or made public.

Furthermore, a director may not use confidential information to make personal profit or gain or for other personal advantage. The duty to maintain information in confidence continues after the Director ceases to be a Director of the Company.

## LENDING AND RISK MANAGEMENT

The policies, strategies, procedures etc. in respect of appraisal of loan/investment proposal, sanction, disbursement, recovery, reschedule and write-off thereof shall be made with the Board's approval under the purview of the existing laws, rules and regulations. The Board shall specifically distribute the power of sanction of loan/investment and such distribution should desirably be made among the CEO and his subordinate executives as much as possible. No director, however, shall interfere, directly or indirectly, into the process of loan approval.

## PROTECTION & PROPER USE OF COMPANY'S RESOURCES

The Members shall ensure that the assets and resources of the Company are properly, judiciously and efficiently used for its business purposes and are properly safeguarded. Any unauthorized use of the Company's assets should not be allowed and appropriate steps should be taken for the same.

## ACCOUNTING COMPLAINTS

The Audit Committees of the Boards of Directors are responsible for establishing procedures for the receipt, retention, and treatment of complaints regarding accounting, internal accounting controls, or auditing matters. Directors who have concerns or complaints regarding such matters are expected to promptly submit those concerns or complaints to the Audit Committee.

## PUBLIC COMPANY REPORTING

As public limited, it is of critical importance that the Company's filings with the Bangladesh Securities and Exchange Commission be full, fair, accurate, timely, and understandable. Directors may be asked to provide information necessary to assure that the Companies' public reports meet these requirements. The Company expects directors to take this responsibility very seriously and to provide prompt and accurate answers to inquiries related to the Company's public disclosure requirements.

## REPORTING ANY ILLEGAL OR UNETHICAL BEHAVIOR

Directors should promptly communicate any suspected violations of the Code, including any violation of law or government rule or regulation, to the Chairman of the Board or the Compliance Officer. Suspected violations will be investigated by the Board, the Audit Committee, or persons designated by the Board or the Audit Committee. Appropriate action will be taken in the event that a violation is confirmed.

## AMENDMENT, MODIFICATION AND WAIVER

The Code may be amended, modified, or waived by the Company's Board of Directors, subject to the disclosure and other provisions of the Securities and Exchange Ordinance, 1969 and the Securities and Exchange Rules, 1987, and the rules thereunder and the applicable rules of any stock exchanges on which either Company's securities are traded. As a general policy, the Chairman, other Board Members and Chief Executive Officer will not grant waivers to the Code.

## STATUTORY COMPLIANCES

The Members shall adhere to and comply with the provisions of all applicable laws, rules and regulations as well as the Company's internal guidelines and policies framed from time to time. The members shall also endeavor to ensure that the officers of the Company are complying with the various statutory compliances efficiently and effectively and proper procedures are being followed in this regard.







## BOARD OF DIRECTORS

Mr. Anisuzzaman Chowdhury	- Chairman
Professor Dr. Md. Jonaid Shafiq	- Managing Director
Mrs. Imrana Zaman Chowdhury	- Director
Dr. Zahara Rasul MD (CCFP) (FCFP)	- Director
Mr. Javed Kaiser Ally	- Director
Mrs. Tarana Ahmed	- Director
Dr. Sayeed Ahmed	- Director
Mrs. Masuma Parvin	- Director
Mr. Manzurul Islam	- Sponsor Director
Mr. Mohammad Bul Hassan FCS	- Independent Director
Mr. Khondaker Sabbir Mohammad Kabir	- Independent Director
Mr. Mohammad Arife Billah (Bar-At-Law)	- Independent Director

## AUDIT COMMITTEE (AC)

Mr. Khondaker Sabbir Mohammad Kabir	- Chairman
Mrs. Imrana Zaman Chowdhury	- Member
Dr. Zahara Rasul MD (CCFP)(FCFP)	- Member
Mrs. Tarana Ahmed	- Member
Mrs. Masuma Parvin	- Member
Mr. Mohammad Arife Billah (Bar-At-Law)	- Member
Mr. Joynul Abedin ACS	- Member Secretary

## NOMINATION AND REMUNERATION COMMITTEE (NRC)

Mr. Mohammad Bul Hassan FCS	- Chairman
Mrs. Imrana Zaman Chowdhury	- Member
Dr. Zahara Rasul MD (CCFP)(FCFP)	- Member
Mrs. Tarana Ahmed	- Member
Mrs. Masuma Parvin	- Member
Mr. Joynul Abedin ACS	- Member Secretary

## RISK MANAGEMENT COMMITTEE (RMC)

Mr. Khondaker Sabbir Mohammad Kabir	- Chairman
Mrs. Imrana Zaman Chowdhury	- Member
Dr. Zahara Rasul MD (CCFP)(FCFP)	- Member
Mrs. Tarana Ahmed	- Member
Mrs. Masuma Parvin	- Member
Mr. Joynul Abedin ACS	- Member Secretary

## MANAGEMENT TEAM

Professor Dr. Md. Jonaid Shafiq	- Managing Director
Mr. Javed Kaiser Ally	- Director Finance
Dr. Sayeed Ahmed	- Director Sales & Marketing
Mr. Shamim Rabbani	- Director Operation
Mr. Mustafa Khalid Shams	- Sr. General Manager, Plant Head
Mr. Abu Hurayra FCA	- Chief Financial Officer
Mr. Joynul Abedin ACS	- Company Secretary

# DIRECTORS' PROFILE



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## **MR. ANISUZZAMAN CHOWDHURY** **CHAIRMAN**

**Navana Pharmaceuticals Limited**

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### **DATE OF THE FIRST APPOINTMENT**

December 02, 2020

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### **ORGANIZATION & POSITION**

Anowara Construction Company Limited  
Chairman

United Commercial Bank PLC  
Director & Chairman, Executive Committee

Rony Chemical Industries Limited  
Managing Director

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Mr. Anisuzzaman Chowdhury, a young and dynamic Industrialist of the Country, is the Chairman of Navana Pharmaceuticals Limited (NPL). He is a 'Director and the Chairman' of the Executive Committee of United Commercial Bank PLC (UCB). Mr. Chowdhury is the Elected Vice-Chairman of Bangladesh Association of Banks (BAB).

He holds his graduation in Business Administration from Palm Beach Atlantic College of USA.

He was born in a glorious and highly respectable Muslim family in Chittagong district of the country. With his brilliance and prudence, he is aiming to establish Navana as a leading and trusted pharmaceutical manufacturer in the country.



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**PROFESSOR DR. MD. JONAIID SHAFIQ**  
**MANAGING DIRECTOR**  
**Navana Pharmaceuticals Limited**

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**DATE OF THE FIRST APPOINTMENT**  
November 25, 2020

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**ORGANIZATION & POSITION**

AMDA Agro Firm Limited, Chairman  
Dhaka Specialized Pain Management & Research Centre Ltd, Chairman  
Delta Life Insurance Company Limited  
Vice-Chairman (Nominee of Genex Infosys Limited)  
Japan Bangladesh Friendship Medical Services Limited  
Managing Director  
Japan Bangladesh Friendship Medical Associate Limited, Managing Director  
Japan Bangladesh Friendship Hospital Limited  
Director  
Viseton Electronic Limited, Director

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Professor Dr. Md. Jonaid Shafiq is the Managing Director of Navana Pharmaceuticals Ltd (NPL). He is the Vice-Chairman of Delta Life Insurance Company Limited. Professor Shafiq is the laureate pain medicine specialist in home and abroad. Being the founder of pain medicine unit of Bangabandhu Sheikh Mujib Medical University, adorned the chair since 2009. He is the founder member of Bangladesh Society for Study of Pain – BSSP.

Professor Shafiq is the Co- Chairman of Japan Bangladesh Friendship Foundation under which there are 3 nursing institute, 1 nursing College, 1 technology institute. At the same time, he is the Secretary General of AMDA Bangladesh, local chapter of a Japan based NGO.

He completed his Bachelor of Medicine and Bachelor of Surgery (MBBS) in 1985, from Dhaka Medical College

(DMC). He also obtained his Ph.D. in Anesthesiology in 1993 from Faculty of Medicine, Kyushu University, Japan.

This celebrated personality published more than 40+ scientific papers and more than 50k+ intervention Procedure related with Pain Healing in the local and international journal of science.

Being a widely travelled person, Professor Shafiq attended different training program and seminars at home and abroad. He is also associated with various philanthropic and cultural activities with different socio-cultural organizations.

Professor Shafiq is contributing to Navana Pharmaceuticals Ltd (NPL) in formulating business policy and strategy in line with achieving its vision and mission.





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**MRS. IMRANA ZAMAN CHOWDHURY**  
**DIRECTOR**

**Navana Pharmaceuticals Limited**

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**DATE OF THE FIRST APPOINTMENT**

November 25, 2020

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**ORGANIZATION & POSITION**

Lighthouse Navigation Limited

Chairperson

Manticore Technology Limited

Director

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Mrs. Imrana Zaman Chowdhury, a dynamic businessperson and professional, is the Director and immediate past Chairman of Navana Pharmaceuticals Limited. She is also a director of Manticore Technology Limited, an international trading company based in Bangladesh. In the last 10 years, she has gained valuable

experience by being involved in the management of the diversified business operations. She is the Chairperson of Lighthouse Navigation Limited. She is actively involved in social activities and travelled many countries across the world.



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**Dr. Zahara Rasul MD, (CCFP) (FCFP)**  
**DIRECTOR**

**Navana Pharmaceuticals Limited**

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**DATE OF THE FIRST APPOINTMENT:**

November 25, 2020

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**ORGANIZATION & POSITION**

Agro Acres Limited

Director

Dr. Zahara Rasul MD. CCFP. FCFP, is a Director of Navana Pharmaceuticals Limited. Dr. Rasul is a Family Physician with over 15 years' experience in Family and Community Medicine and is currently a practising doctor at the Stouffville Medical Centre in Toronto, Canada which is a Teaching Clinic for the University of Toronto.

In 2000, Dr Rasul successfully completed her Bachelor of Medicine, Bachelor of Surgery (MBBS) from the Faculty of Medicine, Chittagong University, Bangladesh. She was also selected for the Ontario International Medical Graduates Program(OIMGP) in 2003-2004 and went on to complete her postgraduate training in Family and Community Medicine at Sunnybrook Health Sciences

Centre, University of Toronto, Canada in 2006. During her training she received the J. Hilditch Resident Research Project Award from the University of Toronto.

Dr. Rasul holds qualifications of CCFP (Certification of the College of Family Physicians) and FCFP (Fellow of the College of Family Physicians), in Canada . She is also a Lecturer (Adjunct) Department of Family and Community Medicine, University of Toronto, Canada.

Dr. Rasul has been involved in many volunteer activities, charitable organizations and fundraisers both in Canada and Bangladesh including free medical clinics in Bangladesh.



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**MR. JAVED KAISER ALLY**  
**DIRECTOR FINANCE**  
**Navana Pharmaceuticals Limited**

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**DATE OF THE FIRST APPOINTMENT:**  
November 25, 2020

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**ORGANIZATION & POSITION**

Aquamarine Limited  
Managing Director  
Lighthouse Navigation Limited  
Managing Director  
Agro Acres Limited  
Director Finance  
Meghna Insurance Company Limited.  
Director

Mr. Javed Kaiser Ally, a successful entrepreneur in the country, is involved with numerous businesses where he is playing an instrumental role. He holds his Bachelor of Business Administration in Finance.

This distinguished businessman is the Managing Director of Aquamarine Limited and Lighthouse Navigation Ltd. Besides, he is also the Finance Director of Navana Pharmaceuticals Limited and

Agro acres Ltd and Director of Meghna Insurance Company Limited.

Mr. Ally was born in a respectable Muslim family who are pioneers in shipping business of the Country. With innovative ideas, this young entrepreneur is contributing to the nation.



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**MRS. TARANA AHMED**  
**DIRECTOR**  
**Navana Pharmaceuticals Limited**

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**DATE OF THE FIRST APPOINTMENT:**  
November 25, 2020

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**ORGANIZATION & POSITION**

Goodie Accessories (PVT) Ltd., Chairman  
Aimate Goodie Electrical Industries Ltd., Chairman  
Aimate Lighting and Electrical Solutions (PVT.) Ltd.  
Managing Director  
Arwaa Electrical, Proprietor  
B&B Electrical and Electronics, Partner  
Yaman Electrical and Electronics., Partner  
Mettle Emporium., Partner  
Petal Enterprise., Partner  
Bard International, Partner  
B&B Food and Beverage, Partner

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Mrs. Tarana Ahmed, is the Director of Navana Pharmaceuticals Limited and an industrialist, businessperson in the country who engages in different business organization. Mrs. Ahmed is the Chairman of Aimate Goodie Electrical Industries Limited and its sister concern Goodie Accessories (Pvt) Limited. She is also the Proprietor of Arwa Electrical and partner of B&B Food & Beverage, B&B Electrical & Electronics, Dhaka Electrical &

Electronics, Bard International, Mettle Emporium and Petal Enterprise etc. Mr. Ahmed is also the Managing Director of Aimate Lighting and Electrical Solutions (PVT.) Limited; manufacturer of the world-famous lighting brand "Megaman".

Mrs. Tarana holds her graduation in Bachelor of Arts from a reputed University of Bangladesh.





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**DR. SAYEED AHMED**  
**DIRECTOR SALES & MARKETING**  
**Navana Pharmaceuticals Limited**

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**DATE OF THE FIRST APPOINTMENT:**  
NOVEMBER 25, 2020

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**ORGANIZATION & POSITION**

No Directorship with other Company

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Dr. Sayeed Ahmed is the Director of Navana Pharmaceuticals Limited. He is a successful professional in marketing with 20 years of experience in 'Marketing & Sales in the pharmaceuticals industry. He launched a huge number of products in Bangladesh for the First time. He is an Innovative, Creative and Strategic marketing professional who has the most extensive pipeline of new product ideas.

Dr. Sayeed has a glorious career and worked with

leading pharmaceutical companies in Bangladesh, Head of Marketing at ACME Laboratories Limited from 2019 to 2020, Head of Marketing & Sales & Distribution at Ziska Pharmaceuticals Limited from 2010 to 2019, Asst. Manager, Marketing Strategy Department at Incepta Pharmaceuticals Limited from 2003 to 2010.

He has completed (MBBS) from Mymensingh Medical College.



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**MRS. MASUMA PARVIN****DIRECTOR****Navana Pharmaceuticals Limited**

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**DATE OF THE FIRST APPOINTMENT:**December 02, 2020

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**ORGANIZATION & POSITION**

Dhaka Evergreen Retirement Homes Limited

Director

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Mrs. Masuma Parvin, a businessperson is the Director of Navana Pharmaceuticals Limited. She is also the Director of Dhaka Evergreen Retirement Homes Limited. She has 12+ years of experience and gained valuable knowledge by being involved in the management of the diversified business operations.

She has completed his post-graduation from university of Dhaka on Public Administration.

She is also involved with different Socio-Economic organizations and philanthropic activities.




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**Mr. Manzurul Islam**  
**SPONSOR DIRECTOR**  
**Navana Pharmaceuticals Limited**

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**DATE OF THE FIRST APPOINTMENT:**  
 March 31 , 1986

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**ORGANIZATION & POSITION**

Eastern Housing Limited, Chairman  
 Aftab Bahumukhi Farms Limited, Chairman  
 Aftab Feed Products Limited, Chairman  
 Aftab Hatchery Limited, Chairman  
 Aftab GP Farms Limited, Chairman  
 Bengal Development Corporation Limited, Chairman  
 Islam Brothers Properties Limited., Chairman  
 IG Foods Limited, Chairman  
 River View Limited, Chairman  
 Islam Cement Limited, Chairman  
 Bhagalpur Holdings Limited, Chairman  
 The Milners Tubewells Limited, Chairman  
 Aftab Hatchery Northern Limited, Chairman  
 Ultimate Agro Feed Industries Limited, Chairman  
 Jahurul Islam Medical College and Hospital, Chairman  
 LafargeHolcim Bangladesh Limited, Director  
 Agriculture Industry Limited, Director  
 MK Seed & Agriculture Industry Limited, Sponsor

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Mr. Manzurul Islam, is an entrepreneur and businessperson who has been at the helm of 13 different companies and gathered a wide range of business knowledge throughout his long business career. Mr. Manzurul Islam is the Chairman of Islam Group - the Group comprises of Aftab Bahumukhi Farms Limited, Aftab Feed Products Limited, Aftab Hatchery Limited, Aftab GP Farms Limited, Bengal Development Corporation Limited, Islam Brothers Properties Limited, IG Foods Limited, River View Limited, Islam Cement Limited, Bhagalpur Holdings Limited, The Milners Tubewells Limited, Aftab Hatchery Northern Limited, Ultimate Agro Feed Industries Limited and MK Seed & Agriculture Industry Limited. Mr. Islam is also the Sponsor Director of LafargeHolcim Bangladesh Limited and Navana Pharmaceuticals Ltd. Former Chairman of IFIC Bank Ltd. and Vice Chairman of Bangladesh Association of Banks. Mr. Islam was the President of France Bangladesh

Chamber of Commerce & Industry (CCIFB) and currently he is Member of the Executive Committee of Bangladesh Association of Publicly Listed Companies (BAPLC). He is one of the founder and present Chairman of Jahurul Islam Medical College and Hospital. He is also on the board of LafargeHolcim Bangladesh Ltd. Born in 1961, Mr. Islam completed his Graduation in Economics from the University of London, UK. He received awards as one of the best entrepreneur personalities of the country in consecutive years in 2003 and 2004 and best young entrepreneur personality of the year in 2005.



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**MR. KHONDAKER SABBIR MOHAMMAD KABIR****INDEPENDENT DIRECTOR**  
**Navana Pharmaceuticals Limited**

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**DATE OF THE FIRST APPOINTMENT**

September 06, 2021

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**ORGANIZATION & POSITION****No Directorship with other Company**

Mr. Khondaker Sabbir Mohammad Kabir is an Independent Director of Navana Pharmaceuticals Limited as well as Chairman of the Audit Committee of the Board. He has around 30 years of experience in the Finance, Accounts and Audit sector. He has experience in all aspects of business formation, operation, finance and management.

He began his career as a Manager, Audit at Rahman Anis & Co., Chartered Accountants, in 1994. Since 2008, he has been the Director, Finance of American International

University, Bangladesh (AIUB). He has been working as a professional in the Finance, Accounts and Audit Department of AIUB since 1996. He has an MBA from Royal University of Dhaka.

Apart from this Mr. Kabir is a widely traveled man. He has traveled around 30 countries in the world. Mr. Kabir also engaged himself with various social, cultural & philanthropy activities.





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**MR. MOHAMMAD BUL HASSAN FCS**  
**INDEPENDENT DIRECTOR**  
**Navana Pharmaceuticals Limited**

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**DATE OF THE FIRST APPOINTMENT:**  
November 28, 2021

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**ORGANIZATION & POSITION**

**No Directorship with other Company**

Mohammad Bul Hassan FCS is an Independent Directors of Navana Pharmaceuticals Limited as well as chairman of the Nomination & Remunerations Committee of the Board. Who is a leading accounting, finance, and company affairs professional in Bangladesh having 26 years of experience in managing key roles in key multinational company in Bangladesh. Mr. Hassan is currently working as Finance Director & Company Secretary of Siemens Energy Bangladesh Limited. He started his career as Trainee Executive with Siemens Bangladesh Limited in 1996 after completing his post-graduation in Accounting & Information Systems from University of Dhaka. He also worked in a local bank for a brief period. In his twenty six years with Siemens Group, he has worked in a gamut of functional and management areas like Financial Management, General Management, Business Administration, International Trade, Business Development, Internal Controlling, Compliance, Company Secretarial matters, Corporate Governance, Operational and Process Audit etc. He has experience of handling all phases of business cycle; Introduction – Growth – Carve Out – Re-structuring – Closure etc. While working in the capacity as CFO for Siemens Healthcare Bangladesh and subsequently for Siemens Power Generation and Energy Management, he acquired valuable acumen in line with the global and Bangladesh specific opportunities and business dynamics of different portfolios e.g., Products, Systems,

Turnkey Solutions and Service covering Power Generation, Transmission Solution, Low-Medium Voltage Distribution, Automation, Consumer Goods, Healthcare, Telecommunication etc. In between, he was Acting Managing Director of Siemens Bangladesh in 2020-2021. Working in Siemens has also given him multiple opportunities to work in a multi-cultural environment cutting across geographies. Mr. Hassan is a Fellow member of the Institute of Chartered Secretaries of Bangladesh (ICSB), a professional body under the Act of Parliament of the People's Republic of Bangladesh to promote and govern the Company Secretarial & Governance profession. He was elected as Council Member of ICSB for the period 2013-16, 2016-19 and 2019-22. He served as Senior Vice President and Council Member for the period 2016-2018 and 2019-2020 and Treasurer for the period 2013-2016. He also served as member of different Standing Committees of ICSB e.g., Corporate Governance Committee, Executive Committee, Examination Committee, Chairman of Education Committee, Chairman of International Relations Committee etc. Born in a noble family of Lakshmipur, Mr. Hassan loves to travel and visited more than 30 countries. Reading is his favorite pass time habit. He is a Rotarian and has been associated with various philanthropic activities. He is a Life Member Accounting Alumni, University of Dhaka. He has attended many management programs and workshops both at home and abroad.



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**MR. MOHAMMAD ARIFE BILLAH  
(BAR-AT-LAW)****INDEPENDENT DIRECTOR  
Navana Pharmaceuticals Limited**

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**DATE OF THE FIRST APPOINTMENT:**September 06, 2021

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**ORGANIZATION & POSITION****No Directorship with other Company**

Barrister Mohammad Arife Billah is an Independent Directors of Navana Pharmaceuticals Limited as well as member of Audit Committee. Who is a dynamic lawyer and a visionary educator, having extensive experience in legal practice, Mr. Billah is currently the head of chambers of a leading law firm in Dhaka, known as The Lawyers Alliance. Apart from his legal practice, Mr. Billah also lectures Corporate and Business Law in North South University, Bangladesh. He also has vast experience in both contentious and non-contentious matters, with particular focus in dispute settlement, documentation, banking, taxation, intellectual property law and company matters. Mr. Billah has niche expertise in corporate structuring, regulatory compliance, foreign direct investments, mergers & acquisitions, and is also an avid researcher of Corporate Governance.

Mr. Billah has an impressive educational background, as

he was being called to the Bar from Lincoln's Inn in England on 2010. Mr. Billah has also attained his MSS on Criminology & Criminal Justice from University of Dhaka on 2014, Postgraduate Diploma Law Degree from City University, London on 2010, L.L.M on International Business Law from the University of Manchester on 2009, L.L.B from the University of London on 2008 and BBA from Independent University of Bangladesh on 2005. Mr. Billah is also an Advocate of the High Court Division of Supreme Court of Bangladesh and a Member of the Taxes Bar Association of Dhaka.

Other than pursuing his professional endeavors, Mr. Billah spends a considerable amount of his leisurely time in philanthropical works, social welfare programs, such as contributing to adult education and undertaking pro bono cases for the needy. On a more personal level, Mr. Billah enjoys socializing and travelling.

# PROFILE OF MANAGEMENT TEAM



## **MR. SHAMIM RABBANI** **Director Operation**

Shamim Rabbani is the Director of Operations of Navana Pharmaceuticals Ltd. He has contributed to the Pharmaceuticals industry of Bangladesh by working for renowned local & multinational companies for the last 36 years. He has played the Commercial Director of GlaxoSmithKline, a renowned multinational Pharmaceutical company, for almost nine years. Shamim Rabbani contributed to local companies like Square Pharmaceuticals Limited, Eskayef Bangladesh Ltd. He has a proven track record with versatile experience in project development, sales marketing, distribution & management. He has played an instrumental role in implementing compliance & data-driven approach to bring transparency to the company's operations. Shamim Rabbani has obtained his graduation & post-graduation degree from the Pharmacy Department of the University of Dhaka.



## **MR. ABU HURAYRA FCA** **Chief Financial Officer**

Md. Abu Hurayra FCA joined in Navana pharmaceuticals limited in March 25, 2013. Currently he is working as the Chief Financial Officer of the company. Mr. Hurayra is a qualified accounting professional with long working career in the Pharmaceuticals Industry. He has successfully obtained his M. Com Degree in Accounting under Jagannath University and then joined a reputed audit firm- A. Wahab & Co., Chartered Accountants as articled student to attain audit and accountancy practical knowledge. In the year 2012 the Institute of Chartered Accountants of Bangladesh recognize him as Chartered Accountant. In his 14 year long career he worked for many reputed organizations e.g. Opsonin Pharma Ltd., Apex Pharma Ltd., Apex Footwear Ltd. etc. He has attended many training and seminar relating to Financial Reporting and Good Governance and regularly attends the CPD organized by the ICAB. He is a dynamic personality, team leader and has good foresight of the company to safeguard the interest of the shareholders. During His tenure in the company, he contributed immensely to bring financial stability, compliance and cost efficiency as well as ensuring sustainable value creation. Mr. Hurayra is a Fellow member of The Institute of Chartered Accountants of Bangladesh.



## **MR. MUSTAFA KHALID SHAMS**

### **Sr. General Manager, Plant Head**

Mr. Mustafa Khalid Shams is the Plant Head of Navana Pharmaceuticals Limited. He was born in a reputed Muslim family in 1961. Mr. Shams has 34 years long professional experience in different sectors of Pharmaceutical Industry at home and abroad in National and Multinational Pharmaceuticals industry including Square Pharmaceuticals Limited, Beximco Pharmaceuticals Limited, Organon Bangladesh Limited and Novartis Bangladesh Limited. Mr. Shams acquired his professional skills through multilevel training from home and abroad. He is passionate about working in fast paced, challenging environments and leading diverse teams to deliver extraordinary results. Mr. Shams is a fast, agile, resilient and ambitious business leader with a strong track record of delivering stretch performance in challenging environments.

He completed his B.Pharm (Hons) M.Pharm from University of Dhaka. He is passionate about talent development and building high performing teams, always ready to learn, coach and mentor, Mr. Shams is a Paul Harris Fellow.



## **MR. JOYNUL ABEDIN ACS**

### **Company Secretary**

Joynul Abedin ACS is Company Secretary of Navana Pharmaceuticals Limited and he has more than 14 years professional exposure in Banking, Company Affairs, Capital Market and Pharmaceuticals Industry in Different companies in various capacities. Mr. Abedin started his career as a Portfolio Manager in an Investment Bank. Before joining NPL, he served in United Commercial Bank Limited for more than 8 years as an Assistant Company Secretary and leads the formation project of UCB Investment Limited, UCB Asset Management Limited and UPAY.

Mr. Abedin Completed his Graduation & Post-Graduate in English Language and Literature from University of Chittagong, Mr. Abedin is an Associate Member of the Institute of Chartered Secretaries of Bangladesh (ICSB). He is also a member of the Institute of Internal Auditors of Bangladesh (IIAB). A. Hodophile. Mr. abedin loves travelling and he travelled numerous Countries.





# SENIOR OFFICIALS | HEAD OFFICE



**Sayed Hossain Patwary**  
Sr. General Manager, Commercial & Regulatory



**Md. Shaheenur Rahman**  
General Manager (Sales-HHD)



**Mohammad Rezaul Karim**  
General Manager (Sales-HHD)



**Akhter Hossain Mullah**  
Asst. General Manager, Distribution



**Syed Naimul Hassan Chowdhury**  
Asst. General Manager, SBMD



**Malay Kumar Dey**  
Sr. Manager, MIS



**Shafayet Hossain Molla**  
Head of Internal Audit & Compliance



**Atique Dewan Haque**  
Manager, HR & Admin



**Manik Chandra Paul**  
Manager-VET



**Mohammad Shahid Hossain**  
Sales manager-VET



**Md. Aminul Hoque Bhuiyan ACS**  
In-charge Share Department

## SENIOR OFFICIALS | PLANT



**Md. Golam Sorwar Chowdhury**  
Deputy General Manager, QA



**Shahana Shilpi**  
Assistant General Manager, Quality Control



**Ayesha Zaman**  
Sr. Manager, Product Development





**Ashim Kumar Adhikary**  
Sr. Manager, Product Development



**Md. Arshadul Hoque Chowdhury**  
Manager, ER & Admin



**Sanjoy Kumar Banik**  
Manager, Engineering



**Md. Ashikuzzaman**  
Manager, Production



**Dewan Jamal Abu Naser**  
Manager, VAT



**Md. Raqibul Islam**  
Manager, Warehouse



**Md. Mostafizur Rahman**  
Manager, Quality Control









## DEAR SHAREHOLDERS,

Greetings from Navana Pharmaceuticals Limited!!!

&

Assalamu Alaikum

On behalf of the Board of Directors of Navana Pharmaceuticals Limited (NPL). I have the pleasure to welcome you at the 36th Annual General Meeting of NPL. It also gives me immense pleasure to place before you the Annual Report along with the Audited Financial Statements, Auditors' Report and Directors' Report thereon for the year ended on 30th June 2022.

When the Coronavirus pandemic and Russia-Ukrainian War made everything look in jeopardy, we managed to reassess the situation with renewed strength. As the chair of the Board, it gives me immense pleasure to share with you the spirit and promptitude that we have confirmed during the most dog days and achieved our organizational objectives of maximizing stakeholders' wealth. I would like to inform

you that during the year 2021-22 the company's Gross Sales Revenue was Tk.5, 582.49 million which is 35.23% higher than the previous year and Net profit after tax was Tk. 274.00 million which is 35.45% higher than the previous year. In 2021-2022, we deposited 934.06 million in the national exchequer. The main reason behind this significant growth due to our quality product & efficient business strategy and stakeholders' confidence on us.

Navana Pharmaceuticals Limited is committed to promoting the highest standards of corporate governance and ensuring that all its business practices are conducted within the Company's framework of ethics and values. The corporate governance system of Navana Pharmaceuticals

## MESSAGE FROM THE CHAIRMAN

Limited is designed to ensure transparency and accountability at all levels of the company. In view of that, the company has appointed three independent Directors as well as form a powerful Audit Committee (AC) and a Nomination and Remuneration Committee (NRC) in accordance with BSEC Corporate Governance Code 2018 as well as a Risk Management Committee (RMC) for mitigating business risk. The Company has also established a strong internal Financial and Operational control framework that provides reasonable assurance to the Board and the Management that the objectives of the business are met within the set parameters.

I would also like to take this opportunity to thank all of our valued customers for their confidence in our products, the employees for their tireless efforts and personal dedication, the suppliers for their quality materials, to our Honorable shareholders for their support and interest in the welfare of the Company, to the Regulatory Bodies including Bangladesh

Securities and Exchange Commission, to the Stock Exchanges, to the Central Depository Bangladesh Limited, to the Bankers, to the Insurers for their cooperation and support to our Company. We hope that the same support from all stakeholders would continue in the coming years.

With best wishes



**ANISUZZAMAN CHOWDHURY**

Chairman of the Board





The pharmaceutical industry in the country is well-poised for a significant takeoff to grow threefold to an annual size of tk1 trillion (1 lakh crore) in a decade, industry experts and analysts estimate. Navana pharma is also an active participant in this journey, eying to have a significant share of it.

I am pleased to inform you that during the year 2021-22 your company “Navana Pharmaceuticals Limited” got significant growth in sales revenue, net profit after tax as well as in earnings per shares (EPS). The gross sales Revenue of the company stood at 5,582.49 million which is 35.23% higher than the previous year simultaneously Net Profit After tax stood at 274.00 million which is 35.45% higher than the previous year. In 2021-22, the EPS of the company is BDT. 3.42 which is 36.00% higher in comparison to the year 2020-2021.

#### **RETURN OF THE SHAREHOLDERS**

The Board of Directors of Navana Pharmaceuticals Limited has adopted a Dividend Distribution Policy to distribute of Dividend. Considering the Dividend Distribution Policy and financial performance the Board of Directors in its meeting recommended an 11.00% Cash Dividend i.e. TK 1.10 per ordinary share of Tk. 10.00 each for all Shareholders.

#### **LOOKING FORWARD**

Considering the coming stagflation, the year 2022-2023 will be a more challenging year for us. Utilization of IPO proceeds will also be a challenge for us. But we are confident to overcome the challenges through the combination of efficient management policy & Strategy, product diversification, and new investment in BMRE, etc. we are committed to our shareholders for a lucrative

# STATEMENT FROM THE MANAGING DIRECTOR

return. In view of that the company has taken following initiatives:

Maintain sustainable growth.

Cost minimization.

Increase stakeholder's value.

Enhance Earning Per Share (EPS).

Enhance customer satisfaction through best quality product.

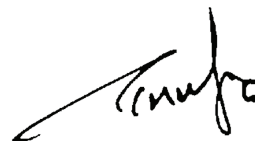
More contribute to the national exchequer.

## OUR GRATITUDE

I offer my gratitude to all the members of the Board of Directors for their support, guidance and advice while formulating business strategies and action plans as well as

gratitude to all Customers, Shareholders, Employees, Stakeholders, Government Agencies, Banks & Financial Institutions, Suppliers and other Service Agencies for their cooperation and support and trust on us.

Thanking you all.



**PROFESSOR DR. MD. JONAIID SHAFIQ**

Managing Director

## NPL SHARE INFORMATION FOR SHAREHOLDERS/MEMBERS

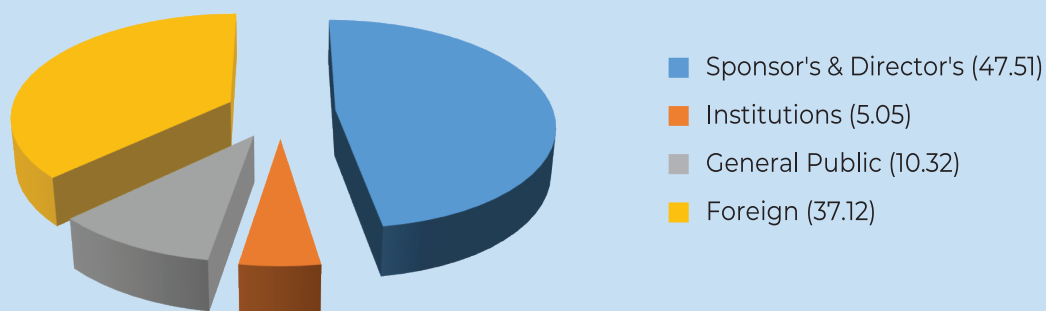
Authorized Share Capital	BDT. 2000 Million
Paid-up Capital	BDT. 802.3 Million
Paid-up capital After IPO	BDT. 1,074.2 Million
Face Value	BDT. 10.00
No of Share	80,230,150 Nos.
No of Share after IPO	107,416,217 Nos.
Voting Right	Per ordinary share
Stock Exchange Listing	Dhaka Stock Exchange Limited Chittagong Stock Exchange PLC
Trading Code	NAVANAPHAR
Scrip code	DSE-18497 CSE-13037
Market Category	N
Market lot	1

## SHAREHOLDINGS DISTRIBUTION OF NAVANA PHARMACEUTICALS LIMITED

DETAILS OF SHAREHOLDING STRUCTURE As on June 30, 2022

Sl. No.	Particulars	No. of Share Holding	Share Holding Percentage (%)
01	Sponsors / Directors	38,117,591	47.51
02	Institutions	4,055,000	5.05
03	Foreign	29,778,992	37.12
04	General Public	8,278,567	10.32
	<b>Total</b>	<b>80,230,150</b>	<b>100.00</b>

### HOLDING OF SHARES (%)





# MARKET CAPITALIZATION

## DSE

(BDT in Million)

2835.79

## CSE

(BDT in Million)

2835.79

**Note: Market capitalization has determine by the first treading days closing price.**

## SPONSOR & DIRECTORS SHAREHOLDINGS:

As per BSEC Directive No. SEC/CMRRCD/2009-193/15/Admin/112 dated December 10, 2020, each Director other than Independent Director (s) of any listed company shall hold minimum 2% (two percent) shares of the paid up capital else there shall be a casual vacancy of Director (s). And all sponsors/promoters and directors of a company listed with any stock exchange shall, at all time, jointly hold minimum 30% (thirty percent) shares of the paid up capital of the company. All the directors of Navana Pharmaceuticals Limited have taken required number of shares to comply with the above Notifications. Shareholding position of Navana Pharmaceuticals Limited as follows

### BEFORE IPO:

Sl. No	Name	Designation	Share Quantity	% of holding
1	Mr. Anisuzzaman Chowdhury	Chairman	4,014,010	5.00%
2	Professor Dr. Md. Jonaid Shafiq	Managing Director	7,237,230	9.02%
3	Mrs. Imrana Zaman Chowdhury	Director	4,014,010	5.00%
4	Mrs. Masuma Parvin	Director	7,894,891	9.84%
5	Dr. Zahara Rasul MD, FCFP, CCFP	Director	4,814,810	6.00%
6	Mr. Javed Kaiser Ally	Director	2,500,000	3.12%
7	Mrs. Tarana Ahmed	Director	2,500,000	3.12%
8	Dr. Sayeed Ahmed	Director	2,642,640	3.29%
9	Mr. Manzurul Islam	Director	2,500,000	3.12%
10	Mr. Mohammad Bul Hassan FCS	Independent Director	-	-
11	Mr. Khondaker Sabbir Mohammad Kabir	Independent Director	-	-
12	Mr. Mohammad Arife Billah (Bar-At-Law)	Independent Director	-	-

## AFTER IPO:

Sl. No	Name	Designation	Share Quantity	% of holding
1	Mr. Anisuzzaman Chowdhury	Chairman	4,014,010	3.74%
2	Professor Dr. Md. Jonaid Shafiq	Managing Director	7,237,230	6.74%
3	Mrs. Imrana Zaman Chowdhury	Director	4,014,010	3.74%
4	Mrs. Masuma Parvin	Director	7,894,891	7.35%
5	Dr. Zahara Rasul MD, FCFP, CCFP	Director	4,814,810	4.48%
6	Mr. Javed Kaiser Ally	Director	2,500,000	2.33%
7	Mrs. Tarana Ahmed	Director	,500,000	2.33%
8	Dr. Sayeed Ahmed	Director	2,642,640	2.46%
9	Mr. Manzurul Islam	Director	2,500,000	2.33%
10	Mr. Mohammad Bul Hassan FCS	Independent Director	-	-
11	Mr. Khondaker Sabbir Mohammad Kabir	Independent Director	-	-
12	Mr. Mohammad Arife Billah (Bar-At-Law)	Independent Director	-	-

## FREE FLOAT SECURITIES HOLDING AFTER IPO

<b>1.Total Outstanding Securities</b>			<b>107,416,217</b>
Less:	a. Securities held by Sponsors/Directors	38,117,591	
	b. Securities held by Government	N/A	
	c. Strategic Stakes by Private Corporate Bodies /Individuals	N/A	
	(any holding more than 5% held by an individual/ company		
	be considered as strategic)	N/A	
	d. Securities held by associate companies (Cross holdings)	N/A	
	e. Any other locked-in securities	46,096,876	
2. Subtotal (a +b+c+d+ e)			84,214,467
Total Free Float Securities(1-2)			23,201,750
No. of Sponsors			1
<b>% of free float securities in respect of total securities</b>			<b>21.60 %</b>

## PATTERN OF SHAREHOLDING (BEFORE IPO)

SL NO	Name of Shareholders	Status	Share Holding	Percentage (%)
i)	<b>Parent/ Subsidiary/ Associated Companies and other related parties</b>		-	-
ii)	<b>Shares held by Chairman / Managing Director / Directors &amp; their Spouses and Minor Children as on 30 June 2022:</b>			
	Mr. Anisuzzaman Chowdhury (H/o Mrs. Imrana Zaman Chowdhury)	Chairman	4,014,010	5.00%
	Professor Dr. Md. Jonaid Shafiq (H/o Mrs. Masuma Parvin)	Managing Director	7,237,230	9.02%
	Mrs. Imrana Zaman Chowdhury (W/o Mr. Anisuzzaman Chowdhury)	Director	4,014,010	5.00%
	Dr. Zahara Rasul MD, FCFP, CCFP	Director	4,814,810	6.00%
	Mr. Javed Kaiser Ally	Director	2,500,000	3.12%
	Mrs. Tarana Ahmed	Director	2,500,000	3.12%
	Dr. Sayeed Ahmed	Director	2,642,640	3.29%
	Mr. Manzurul Islam	Director	2,500,000	3.12%
	Mrs. Masuma Parvin (W/o Professor Dr. Md. Jonaid Shafiq)	Director	7,894,891	9.84%
	Khondaker Sabbir Mohammad Kabir	Independent Director	Nil	Nil
	Mohammad Bul Hassan FCS	Independent Director	Nil	Nil
	Mohammad Arife Billah (Bar-at-law)	Independent Director	Nil	Nil
iii)	<b>Company Secretary, CFO and Head of Internal Audit &amp; compliances &amp; their Spouses and Minor:</b>			
	Mr. Joynul Abedin ACS	Company Secretary	Nil	-
	Mr. Md. Abu Hurayra FCA	CFO	Nil	-
	Mr. Shafayet Hossain Molla	Head of Internal Audit & Compliance	Nil	-
	Their Spouses & Minor children		Nil	-
iv)	<b>Executives (Top 5 Salaried Employees):</b>			
	Mr. Sayed Hossain Patwary	Sr. General Manager, Commercial & Regulatory	Nil	-
	Mr. Md. Abul Kalam	Deputy General Manager Commercial	Nil	-
	Mr. Md. Shaheenur Rahman	General Manager (Sales-HHD)	Nil	-
	Mr. Mohammad Rezaul Karim	General Manager (Sales-HHD)	Nil	-
	Mr. Mustafa Khalid Shams	Sr. General Manager, Plant	Nil	-
v)	<b>Shareholders holding 10% (Ten percent) or more voting interest in the Company:</b>			
	Ms. Anissa Zaman	Shareholder	9,899,890	12.34%
	Stratus Holdings Limited	Shareholder	8,714,953	10.86%



## PATTERN OF SHAREHOLDING (AFTER IPO)

SL NO	NAME OF SHAREHOLDERS	STATUS	SHARE HOLDING	PERCENTAGE (%)
i)	Parent/ Subsidiary/ Associated Companies and other related parties		-	-
ii)	Shares held by Chairman / Managing Director / Directors & their Spouses and Minor Children after IPO:			
	Mr. Anisuzzaman Chowdhury (H/o Mrs. Imrana Zaman Chowdhury)	Chairman	4,014,010	3.74%
	Professor Dr. Md. Jonaid Shafiq (H/o Mrs. Masuma Parvin)	Managing Director	7,237,230	6.74%
	Mrs. Imrana Zaman Chowdhury (W/o Mr. Anisuzzaman Chowdhury)	Director	4,014,010	3.74%
	Dr. Zahara Rasul MD, FCFP, CCFP	Director	4,814,810	4.48%
	Mr. Javed Kaiser Ally	Director	2,500,000	2.33%
	Mrs. Tarana Ahmed	Director	2,500,000	2.33%
	Dr. Sayeed Ahmed	Director	2,642,640	2.46%
	Mr. Manzurul Islam	Director	2,500,000	2.33%
	Mrs. Masuma Parvin (W/o Professor Dr. Md. Jonaid Shafiq)	Director	7,894,891	7.35%
	Khondaker Sabbir Mohammad Kabir	Independent Director	Nil	Nil
	Mohammad Bul Hassan FCS	Independent Director	Nil	Nil
	Mohammad Arife Billah (Bar-at-law)	Independent Director	Nil	Nil
	Dr. Taslima sultana (W/o Dr. Sayeed Ahmed)	Shareholder	202,286	0.183%
iii)	Company Secretary, CFO and Head of Internal Audit & compliances & their Spouses and Minor (Hold through private offer):			
	Mr. Joynul Abedin ACS	Company Secretary	20,996	0.0196%
	Mr. Md. Abu Hurayra FCA	CFO	20,996	0.0196%
	Mr. Shafayet Hossain Molla	Head of Internal Audit & Compliance	10,498	0.0098%
	Their Spouses & Minor children		Nil	-
iv)	Executives (Top 5 Salaried Employees) Hold through private offer :			
	Mr. Sayed Hossain Patwary	Sr. General Manager, Commercial & Regulatory	20,996	0.0196%
	Mr. Md. Abul Kalam	Deputy General Manager Commercial	10,498	0.0098%
	Mr. Md. Shaheenur Rahman	General Manager (Sales-HHD)	20,996	0.0196%
	Mr. Mohammad Rezaul Karim	General Manager (Sales-HHD)	20,996	0.0196%
	Mr. Mustafa Khalid Shams	Sr. General Manager Plant	20,996	0.0196%
v)	Shareholders holding 10% (Ten percent) or more voting interest in the Company:			
	--	--	--	--
	-	--	--	--

## SPONSOR & DIRECTORS STATUS WITH OTHER COMPANY

Name of the Directors	Designation in NPL	Directorship/Sponsorship/ Ownership	Position
Mr. Anisuzzaman Chowdhury	Chairman	Anowara Construction Company Limited	Chairman
		Ronny Chemicals Industries Limited	Managing Director
		United Commercial Bank PLC	Director
Professor Dr. Md. Jonaid Shafiq	Managing Director	AMDA Agro Firm Limited	Chairman
		Dhaka specialized Pain Management & Research Centre Ltd	Chairman
		Delta life Insurance Company Limited	Vice-Chairman
		Japan Bangladesh Friendship Medical Services Limited	Managing Director
		Japan Bangladesh Friendship Medical Associate Limited	Managing Director
		Japan Bangladesh Friendship Hospital Limited	Director
Mrs. Imrana Zaman Chowdhury	Director	Viseton Electronic Limited	Director
		Lighthouse Navigation Ltd. Manticore Technology Ltd.	Chairman Director
Mr. Manzurul Islam	Director	Eastern Housing Limited	Chairman
		Aftab Bahumukhi Farms Limited	Chairman
		Aftab Feed Products Limited	Chairman
		Aftab Hatchery Limited	Chairman
		Aftab GP Farms Limited	Chairman
		Bengal Development Corporation Limited	Chairman
		Islam Brothers Properties Limited	Chairman
		IG Foods Limited	Chairman
		River View Limited	Chairman
		Islam Cement Limited	Chairman
		Bhagalpur Holdings Limited	Chairman
		The Milners Tubewells Limited	Chairman
		Aftab Hatchery Northern Limited	Chairman
		Ultimate Agro Feed Industries Limited	Chairman
		Jahurul Islam Medical College and Hospital.	Founder & Chairman
		MK Seed & Agriculture Industry Limited	Sponsor
		LafargeHolcim Bangladesh Limited	Director
		Agriculture Industry Limited	Director
Dr. Zahara Rasul MD, (CCFP) (FCFP)	Director	Agro Acres Limited	Director

Name of the Directors	Designation in NPL	Directorship/Sponsorship/ Ownership	Position
Mr. Javed Kaiser Ally	Director	Aquamarine Ltd Lighthouse Navigation Ltd Agro Acres Limited Meghna Insurance Company Limited	Managing Director Managing Director Director Finance Director
Mrs. Tarana Ahmed	Director	Goodie Accessories (PVT) Ltd. Arimate Goodie Electrical Industries Ltd. Airmate Lighting and Electrical Solutions (PVT.) Ltd. Arwaa Electrical B&B Electrical and Electronics. Yaman Electrical and Electronics. Mettle Emporium. Petal Enterprise. Bard International. B&B Food and Beverage	Chairman Chairman Managing Director Proprietor Partner Partner Partner Partner Partner Partner
Dr. Sayeed Ahmed	Director	----	---
Mrs. Masuma Parvin	Director	Dhaka Evergreen Retirement Homes Limited	Director
Mr. Mohammad Bul Hassan FCS	Independent Director	----	-----
Mr. Khondaker Sabbir Mohammad Kabir	Independent Director	----	----
Mr. Mohammad Arife Billah (Bar-at-law)	Independent Director	----	





# REDRESSAL OF INVESTOR COMPLAINTS & QUERIES

Navana Pharmaceuticals Limited places high degree of importance to investor complaints queries and as such has established a Share Department headed by the Company Secretary there are two designated person assign to provide all kind of shareholders service & queries.

## SHAREHOLDERS QUERY & COMPLAINT

Upon a received complaint from shareholders share department of Navana Pharmaceuticals Limited check

- Shareholder's BO ID
- Shareholder's Name
- Quantity of Share

Share Department, after confirming the shareholders identity then provides required information/guidance & assistance.

## SERVICE RENDERED FOR THE SHAREHOLDERS

Share Department of Navana Pharmaceuticals Limited are provide following service

- General Query
- Dividend related query
- Issuance of Tax Certificate
- Settled un-paid dividend
- Any other query & assistance as per requirement

## COMMUNICATION WITH THE SHAREHOLDERS

Shareholders may communicate with us through Cell Phone, Fax, E-mail, and Letter and physically in share department. There are two designated person to provide all kind of assistance of shareholders during the office hour.

Address	Plot 99, Road 04, Block B, Banani, Dhaka 1213
Contact No	Cell:+8801321131154
	Tel: +880-2-55033580-3
Fax:	+880-2-55033579
E-mail	cs@navanapharma.com



# ANNUAL GENERAL MEETING (AGM)

Every company shall in each year of the Gregorian calendar hold in addition to any other meetings a general meeting as its annual general meeting and shall specify the meeting as such in the notices calling it; and not more than fifteen months shall elapse between the date of one annual general meeting of a company and that of the next.

Navana Pharmaceuticals Limited always comply with all rules & Regulation as part of that the company arranged its Annual General Meeting regularly as per companies ACT-1994 & Listing Regulation-2015 (after listing).

Pursuant to the Bangladesh Securities and Exchange Commission (BSEC) Order No. SEC/SRMIC/94-231/25 dated July 08, 2020 Navana Pharmaceuticals Limited will conducted ensuing Annual General Meeting through digital platform (virtual AGM).

## INFORMATION 36<sup>TH</sup> ANNUAL GENERAL MEETING OF NPL AT A GLANCE

No of AGM	36th
Financial Year	2021-2022
AGM date	December 22, 2022
Time	12.00 Noon
Types of AGM	Virtual
AGM Venue	Digital Platform
AGM Link	<a href="https://navanaphar.digitalagmbd.net">https://navanaphar.digitalagmbd.net</a>
Record Date	November 28, 2022
Date of AGM Notice	November 29, 2022
Dividend Recommendation	11 % Cash

## LOGIN PROCEDURE OF 36TH ANNUAL GENERAL MEETING OF NPL



**Technical Support:** For any difficulties in accessing the digital platform prior to or during the AGM, an attendee may call +880132131154 and/or +880-2-55033580-3.

## AGM HISTORY OF NAVANA PHARMACEUTICALS LIMITED FOR THE LAST FIVE YEARS AS FOLLOWS:

### 35th Annual General Meeting

Date: December 23, 2021

Time: 3.00 PM

Place: Head Office

Transaction of Business : Ordinary

### 34th Annual General Meeting

Date: December 31, 2020

Time: 11.00 AM

Place: Registered Office

Transaction of Business : Ordinary

### 33th Annual General Meeting

Date: December 31, 2019

Time: 10.00 AM

Place: Registered Office

Transaction of Business : Ordinary

### 32th Annual General Meeting

Date: December 31, 2018

Time: 10.00 AM

Place: Registered Office

Transaction of Business : Ordinary

### 31th Annual General Meeting

Date: December 31, 2017

Time: 10.00 AM

Place: Registered Office

Transaction of Business : Ordinary





# THE MINUTES OF 35<sup>th</sup> ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF NAVANA PHARMACEUTICALS LIMITED

An Annual General Meeting of Shareholders of NAVANA PHARMACEUTICALS LIMITED was held on December 23, 2021 at the corporate office House # 99, Road # 04, Block-B, Banani, Dhaka-1213, Bangladesh at 3.00 P.m. under the Chairmanship of Mr. Anissuzaman Chowdhury and the following Directors & shareholders were present:

## Name of the Directors and Shareholders:

Mr. Anisuzzaman Chowdhury	- Chairman
Professor Dr. Md. Jonaid Shafiq	- Managing Director
Mrs. Imrana Zaman Chowdhury	- Director
Dr. Zahara Rasul MD (CCFP) (FCFP)	- Director
Mr. Javed Kaiser Ally	- Director
Mrs. Tarana Ahmed	- Director
Dr. Sayeed Ahmed	- Director
Mrs. Masuma Parvin	- Director
Mr. Khondaker Sabbir Mohammad Kabir	- Independent Director
Mr. Mohammad Bul Hassan FCS	- Independent Director
Mr. Mohammad Arife Billah	- Independent Director

Statutory Auditor, Compliance Auditor, Chief Financial Officer, Company Secretary and Head of Internal Audit & compliance of the Company were also present in the meeting. Being the quorum was fulfilled, the Chairman of the meeting welcome all shareholders & call the meeting in order. The meeting was begun with the recitation from the holy Quran & after that the Chairman of the meeting read out the notice convening the meeting and the following resolutions were unanimously passed:

## 1. AGENDA-1:

**To receive, consider and adopt the Audited Financial Statements of the company for the year ended 30th June, 2021 together with Reports of the Directors' and the Auditors' thereon:**

Chairman of the meeting placed agenda regarding to receive, consider and adopt the Audited Financial Statements of the company for the year ended 30th June, 2021 together with Reports of the Directors' and the Auditors' thereon before the members for approval. After a threadbare discussion on it the following decision was passed unanimously:

"Resolved that the members present be and hereby decided to receive & adopt the Audited Financial Statements along with Directors and Auditors report of the company for the year ended on 30th June, 2021."

## 2. AGENDA-2:

**To declare dividend for the year ended 30th June, 2021:**

Chairman of the meeting placed agenda regarding to declare dividend for the year ended 30th June, 2021 before the members for approval. After a threadbare discussion on it the following decision was passed unanimously:

"Resolved that the members present of the company be and were hereby decided to approve no dividend for the year ended on 30th June, 2021."

### 3. AGENDA-3:

#### **To elect Directors:**

Chairman of the meeting informed to the members that as per Articles of Association and applicable section of the companies Act-1994 Mr. Manzurul Islam, Mrs. Imrana Zaman Chowdhury & Dr. Zahara Rasul MD. CCFP will retire and are eligible for reappointment and thereafter placed the addenda before the members of the company for approval. After a threadbare discussion on it the following decision was passed unanimously:

“Resolved that the members present of the company be and were hereby decided to approve the re-appointment Mr. Manzurul Islam, Mrs. Imrana Zaman Chowdhury & Dr. Zahara Rasul MD. CCFP as Director of the company subject to the approval of the regulatory authorities.

### 4. AGENDA-4:

#### **To approve the appointment of Independent Directors of the Company:**

Chairman of the meeting placed agenda regarding to approve the appointment of Independent Directors of the Company before the members of the company for approval. After a threadbare discussion on it the following decision was passed unanimously:

“Resolved that the members present of the company be and were hereby decided to approve the appointment of Mr. Khondaker Sabbir Mohammad Kabir, Mr. Mohammad Bul Hassan FCS & Mr. Mohammad Arife Billah as Independent Director of the company for the next 1 (one) term i.e. next 3 (three) years.”

### 5. AGENDA-5:

#### **To appoint Statutory Auditors and fix up their remuneration:**

Chairman of the meeting placed agenda regarding appointment of appoint Statutory Auditors and fix up their remuneration before the members of the company for approval. After a threadbare discussion on it the following decision was passed unanimously:

“Resolved that the members present of the company be and were hereby decided to approve to re-appoint M/S MABS & J Partners, Chartered Accountants for the financial year ended on 30th June, 2022 i.e. up to the next Annual General Meeting at remuneration of BDT- 2, 30,000/- (Taka Two lac Thirty thousand) excluding VAT & others.”

### 6. AGENDA-6:

#### **To appoint Compliance Auditor and fix up their remuneration:**

Chairman of the meeting placed agenda regarding appointment of Compliance Auditor and fix-up their remuneration before the members of the company for approval. After a threadbare discussion on it the following decision was passed unanimously:

“Resolved that the members present of the company be and were hereby decided to approve appointment of M/S. Itrat Hussan & Associates, Chartered Secretaries as Compliance Auditor of the Company for the year ended 30th June, 2022 i.e. up to the next Annual General Meeting by fixing audit fee of BDT-100,000/- (One Lac) only excluding VAT & others”

### 7. Agenda-7:

#### **To transact any other business with the permission of the Chair:**

There being no other business to transact the meeting concluded with a vote of thanks to the Chair.



**ANISUZZAMAN CHOWDHURY**

Chairman







# NAVANA PHARMACEUTICALS LIMITED

Plot 99, Road 04, Block B, Banani, Dhaka 1213

## PROXY FORM

I/We.....of .....being a shareholder of NAVANA PHARMACEUTICALS LIMITED and entitled to vote hereby appoint Mr./Ms.....as my/ our proxy to attend and vote for me/us and on my/our behalf at the 36th ANNUAL GENERAL MEETING of the company to be held on December 22,2022 on Thursday at 12.00 Noon through digital platform: <https://navanaphar.digitalagmbd.net>

As witness my / our hand this..... Day of .....2022.

.....  
Signature of Shareholders

.....  
Signature of Proxy

BO ID Number:

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No. of Shares held:

Dated:

Notes:

01 .A member entitled to attend at the General Meeting may appoint a PROXY to attend on his/her behalf. The Proxy Form, duly stamped, must be deposited at the corporate Office of the Company at Plot 99, Road 04, Block B, Banani, Dhaka 1213 at least 72 hours before the time for the AGM along with N-ID (Shareholder & Proxy).

02.Proxy is invalid if not signed and stamped as indicated above.

# NAVANA PHARMACEUTICALS LIMITED

Plot 99, Road 04, Block B, Banani, Dhaka 1213

## ATTENDANCE SLIP

I/We hereby record my/our attendance at the 36th ANNUAL GENERAL MEETING of the company being to be held on December 22, 2022 on Thursday at 12.00 Noon through digital platform: <https://navanaphar.digitalagmbd.net>

Name of Shareholder: .....

BO ID Number:

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No. of Shares held:

Name of proxy:

N-ID Number of Proxy

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.....  
Signature of Shareholders

.....  
Signature of Proxy

Note:

1. No gift or benefit in cash or kind shall be paid / offered to the shareholders as per circular No. SEC/CMRRCD/2009-193/154 dated 24 October 2013 of BSEC for attending the AGM.



# DIVIDEND

A Profits are distributed to shareholders as dividend. When a corporation earns a profit or surplus, it is able to pay a proportion of the profit as a dividend to shareholders. Dividend means any amount paid by the company out of Profits or Reserves available for that purpose to its members in proportion to the amount paid up on the share held by the members.

## DIVIDEND DECLARATION HISTORY

Navana Pharmaceuticals Limited was incorporated as a private Limited company and in 2020 it convert into public Limited company then the Board of NPL has declare dividend for the first ever.

Dividend Declaration history of Navana Pharmaceuticals Limited as follows:

Year		2021-2022	2020 - 2021	2019 - 2020
Dividend	cash	11 % (proposed)	-	
	Stock		-	100,000%
Total		11 % (proposed)	-	100,000%

- In 2019-2020, the Board has declare 100,000% stock dividend to increase paid-up capital for fulfillment of Pre IPO condition relating to paid-up capital.
- In 2020-2021, the company was in pre-IPO process that's why the Board hasn't declare any dividend to considering general shareholders.

Pursuant to the Securities & Exchange Commission Directive no. BSEC/CMRRCD/2021-386/03 dated 14th January 2021 Navana Pharmaceuticals Limited has formulate dividend distribution policy for disbursement of dividend to shareholders as well as disclose the same in the company's website.

## DIVIDEND DISTRIBUTION POLICY

### PREFACE

The Dividend Disbursement policy is made pursuant to the Securities & Exchange Commission Directive no. BSEC/CMRRCD/2021-386/03 dated 14th January 2021.

### EFFECTIVE DATE

Dividend Distribution policy is applicable with effect from October 18, 2022.

### OBJECTIVES

The Objectives of this policy to maintain optimum dividend for the members of the company .on the other hand this Policy is to lay down criteria, parameters and a consistent approach to dividend declaration & distribution of Navana Pharmaceuticals Limited. This policy ensure an optimum balance between sufficient Profits, Dividends & Retain Earnings for the Shareholders. This policy applicable to equity shareholders of the company.



## DIVIDEND

Dividend means any amount paid by the company out of Profits or Reserves available for that purpose to its members in proportion to the amount paid up on the share held by the members. Navana Pharmaceuticals Limited shall be paid Dividend as interim or final.

## INTERIM DIVIDEND

Interim dividend means dividend declared by the board of directors at any time during a year before the closing of the year.

- The Board of directors of the company shall declare interim dividend. After finalization of audited quarterly/half yearly financial statements of the company
- Only cash shall be paid in the form of interim dividend.
- Interim dividend shall be declare on the basis of face value of per share.
- Interim dividend shall be paid out of profits.
- Interim dividend shall be part of final dividend. In case no final dividend declared by the company, if nay interim dividend paid during the financial year, shall be considered as final dividend at the annual general meeting of the company.
- No dividend shall bear interest against the company.

## FINAL DIVIDEND

Final dividend means dividend declared by the Board and Approve by the members in the annual general meeting of the year.

- Final dividend paid in the form of either cash, stock or property/specie Dividend.
- Board of Directors of the company shall recommend final dividend.
- The dividend Recommended by board of directors after finalization of audited financial statement of the company.
- Dividend shall be approved by the members at the Annual General Meeting on the basis of recommendation of the board.
- No dividend shall exceed the amount recommended by the board.
- Dividend should relate to a financial year.
- Dividend shall be paid out of the profit of the company for the financial year or out of the profit of the company previous financial year, free Reserve, Dividend equalization Fund etc.
- When profits are inadequate, the company may declare and pay dividend out of reserves & Dividend equalization Fund etc.
- Dividend shall not be declared out of the share premium account or the capital reserve account or revaluation reserve account or out of profit earned prior to the incorporation of the company.
- Stock dividend recommended in view to utilization for business expansion.
- Dividend shall be declare on the basis of face value of per share.
- No dividend shall bear interest against the company.

## TYPES OF DIVIDEND

- Cash Dividend: A cash dividend is the distribution of funds or money paid to members generally as part of the company's current earnings or accumulated profits.
- Stock Dividend: Stock dividend are those paid out in form of additional stock of the company.
- Property/Specie Dividend: Special / Property dividend are those paid out in the form of assets from the issuing company.

## FACTORS CONSIDERING FOR DIVIDEND RECOMMENDATION

The Board of Directors of the company shall consider following factors for recommendation and declare final dividend or interim dividend for the members of the company along with statutory & regulatory factors as follows:

- Net profit after tax for the year.
- Free reserve of the company.
- Operating cash flows.
- Liquidity position of the company.
- Investment opportunity.
- Dividend trend of the company.
- Dividend of peer industry.
- Any other factors as may be deemed fit by the Board.

## CIRCUMSTANCES UNDER WHICH THE MEMBERS OF THE COMPANY MAY NOT EXPECT DIVIDEND

The Board of Directors of Navana Pharmaceuticals Limited may not declare any dividend for the members for the following circumstances:

- At the event of the company making losses or the profits are inadequate.
- Expansion of existing Business.
- BMRE & new Investment opportunities
- Where the company is having requirement of funds for capital allocation, working capital etc.
- Inadequate availability of cash.
- Any adverse situation which is beyond control by the company.
- Any other reason as may be deemed fit by the board in accordance with The Articles of the company.

## UTILIZATION OF RETAINED EARNINGS

Profit retain by the company for the purpose of further investment, business operation, BMRE and as well as dividend declaration of upcoming years and any other reason determine by the Board.

## AUTHORITY FOR DIVIDEND

Authority of recommendation, declaration & approval of dividend in a financial year of Navana Pharmaceuticals Limited as follows:

- The Board of Directors of the company shall declare & approve interim Dividend for the Members in consideration of interim profit.
- The Board of Director of the company shall recommended final dividend for the Members in consideration of profit and distributable reserve & surplus.
- Members of the company shall approved final dividend on the basis of recommendation by the board in Annual General Meeting.

## PARAMETERS OF DIVIDEND

The Board of Navana Pharmaceuticals Limited shall determine the parameters of dividend for distribution to its members time to time as they think fit.

## ENTITLEMENT OF DIVIDEND

The members Navana Pharmaceuticals Limited whose name will appeared in the Depository Register on the record date then they will be entitled to receive Dividend.

## TAXES

The company shall deduct taxes on cash & stock dividend of its members as per Finance Act of respective year.

## DIVIDEND DISBURSEMENT MODE & TIME

- Cash Dividend: Cash dividend shall paid to the members through BEFTN, A/C Cheque, Warrant or any other Electronic form approved by the Bangladesh Bank. Cash dividend of Non-resident Sponsor, Director, and Shareholder, unit holder or Foreign Portfolio Investor shall paid trough security custodian or any other mood as per instruction of regulators within stipulated time.
- Stock Dividend: Stock dividend shall credit directly to the BO accounts of the members within stipulated time.

## SETTLEMENT OF MARGIN CLAIM

The Company shall settle margin claim on cash dividend upon receiving claim from Stock broker, Merchant banker or Portfolio Manager as per regulatory instruction.

## UNPAID & UNCLAIMED DIVIDEND

Cash or stock dividend which remain unpaid or unclaimed less than three years from the date of approval then the company will maintain & settle such dividend as per company's internal policy.

Cash or stock dividend which remain unpaid or unclaimed three years or than three years from the date of approval then the company will maintain & settle such dividend as per company's internal policy as per regulatory instruction.

The company also disclose the same in the Yearly/quarterly financial statement, Annual Report as well as Website of the company.

## DIVIDEND COMPLIANCE REPORT

Navana Pharmaceuticals Limited shall submit dividend compliance report to the all regulators as per regulatory rules and also disclose the same in the website of the company.

## AUTHORITY

The Board of Directors would be amendment this policy in accordance with the Statutory & Regulatory Rules and Regulation time to time and Navana Pharmaceuticals Limited also reserve its right to alter, modify, add, delete or amend any of the provision of this policy by Board of Directors.

## DISCLOSER

Navana Pharmaceuticals Limited shall disclose the dividend disbursement policy in its website as well as Annual Report for the all stakeholders.



## FINANCIAL HIGHLIGHT

Operational Result	2021-22	2020-21	2019-20	2018-19	2017-18
Gross Sales	5,582,493,124	4,128,224,650	3,620,705,966	3,400,655,982	2,939,154,023
VAT	823,786,600	521,648,164	471,700,815	430,144,517	358,025,022
Net Sales	4,758,706,524	3,606,576,486	3,149,005,151	2,970,511,465	2,581,129,002
Cost of Sales	2,586,134,851	1,979,530,541	1,732,926,101	1,636,470,875	1,424,999,332
Gross Profit	2,172,571,672	1,627,045,945	1,416,079,050	1,334,040,590	1,156,629,069
Administrative Expenses	151,042,811	111,953,238	102,485,008	121,129,910	116,239,169
Selling and marketing Expenses	1,143,937,454	894,673,593	799,290,781	759,772,285	652,910,519
Distribution Expenses	288,402,731	256,707,467	229,864,607	209,305,256	176,368,900
Profit from Operations	589,188,676	363,711,647	284,438,654	243,833,139	211,110,482
Finance cost	200,421,168	75,184,536	91,591,129	102,907,597	97,624,319
Other income	22,607,712	29,006,157	36,693,402	14,405,068	11,581,171
Profit before WPPF & Tax	411,375,220	317,533,268	229,540,928	155,330,610	125,067,334
Contribution to WPPF	19,589,296	15,120,632	10,262,907	7,766,530	6,253,367
Profit before tax	391,785,923	302,412,637	219,278,021	147,564,079	118,813,967
Income Tax	117,784,385	100,119,905	81,882,949	62,527,243	42,234,472
Net Profit/ (loss) After Tax	274,001,539	202,292,731	137,395,072	85,036,837	76,579,495
Non- Current Assets	4,188,661,986	3,390,088,927	2,822,508,953	2,871,762,576	3,157,747,235
Current Assets	2,895,438,346	1,809,117,577	1,628,494,017	1,625,762,426	1,535,270,323
Total Assets	7,084,100,333	5,199,206,505	4,451,002,970	4,497,525,002	4,693,017,558
Shareholders' Equity	3,483,049,324	3,304,404,714	3,102,111,982	3,105,216,910	3,250,917,872
Non-current Liabilities	314,473,228	322,759,385	105,780,563	107,691,599	151,523,383
Current Liabilities	3,286,577,781	1,572,042,407	1,243,110,425	1,284,616,493	1,290,576,304
Total Liabilities	3,601,051,009	1,894,801,792	1,348,890,988	1,392,308,092	1,442,009,686
Total Equity and Liabilities	7,084,100,333	5,199,206,505	4,451,002,970	4,497,525,002	4,693,017,558
Other Information					
Authorize Capital	2,000,000,000	2,000,000,000	50,000,000	50,000,000	50,000,000
Paid-up Capital	802,301,500	802,301,500	801,500	801,500	801,500
Ordinary Shares Outstanding	80,230,150	80,230,150	8,015	8,015	8,015

Operational Result	2021-22	2020-21	2019-20	2018-19	2017-18
No. of Shareholders (30 June)	27	22	10	10	10
Reserve & Surpluses	2,680,747,825	2,502,103,213	3,101,310,482	2,963,915,410	3,109,616,372
Net Cash Flows from Operating Activities	199,359,418	121,751,967	189,461,628	128,097,822	92,689,284
Net Operating Cash Flow per share (NOCFPS)	2.48	1.52			
No. of Employees	2,925	2,882	2,725	2,596	2,487
NAV Per Share	43.31	41.19	387,038	387,426	405,615.45
Dividend Per Share	1.1	0	100,000	0	0
Face Value Per Share	10	10	100	100	100
Earnings Per Share (EPS)	3.42	2.52	17,142	1,0610	9,554.52

## HORIZONTAL ANALYSIS

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
<b>Statement of Financial Position</b>					
<b>Non- Current Assets</b>					
Property, Plant and equipment	15.20%	10.26%	-0.74%	-13.12%	83.17%
Intangible Assets	-22.22%	-	-	-	-
Capital Work in Progress	153.41%	-	-	-	-
Right-of Use Asset	-21.45%	147.94%	5.71%	100%	-
Deferred Tax Asset	-	-	80.20%	79.95%	-
Investment in marketable Securities (Fair Value)	100%	-	100%	-	-
<b>Total Non-Current Assets</b>	<b>23.56%</b>	<b>20.11%</b>	<b>-1.72%</b>	<b>-9.06%</b>	<b>81.55%</b>
<b>Current Assets</b>					
Inventories	25.80%	5.40%	4.46%	1.50%	12.07%
Trade and Other receivables	18.35%	6.21%	6.01%	13.91%	5.42%
Advance, Deposits & Prepayments	170.98%	24.27%	4.06	-20.92%	-0.03%
Goods in Transit	-8.43%	285.04%	13.16%	100.00%	-
Cash & cash equivalents	157.71%	-52.89%	131.69%	59.00%	-43.54%
Non-current Asset Held for Sale	-	-	-100.00%	-	-
<b>Total Current Assets</b>	<b>60.05%</b>	<b>11.09%</b>	<b>-0.17%</b>	<b>5.89%</b>	<b>6.33%</b>
<b>Total Assets</b>	<b>36.25%</b>	<b>16.81%</b>	<b>-1.03%</b>	<b>-4.17%</b>	<b>47.43%</b>



Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
<b>Statement of Financial Position</b>					
<b>Shareholders' Equity</b>					
Paid-up Share Capital	0.00%	100000.00%	0.00%	100.00%	0.00%
Revaluation Reserve	0.00%	0.00%	0.00%	-6.93%	208.06%
Retained earnings	-61.88%	-52.79%	13.77%	-1,13%	284.47%
Share Money Deposit	-	-	-100.00%	100.00%	3.69%
Capital Reserve	100%	-	-	-	-
Unrealized Gain/Loss Reserve	-100%				
<b>Total Equity</b>	<b>5.41%</b>	<b>6.52%</b>	<b>-0.10%</b>	<b>-4.48%</b>	<b>86.97%</b>
<b>Liabilities</b>					
<b>Non-Current Liabilities</b>					
Loan from Director and Others	0.00%	-22.54%	-	-	-
Lease Liabilities	-23.42%	376.85%	-26.18%	-42.98%	-3.86%
Long Term loan	6.33%	499.85%	-60.89%	-30.93%	-
Deferred Tax Liabilities	49.94%	63.29%	26.82%	247.87%	-91.96%
Total Non-current Liabilities	-2.57%	2.05%	-1.77%	-28.93%	29.56%
<b>Current Liabilities</b>					
Short term loan	135.96%	45.22%	-1.93%	-4.76%	9.14%
Lease Liabilities (Currently Mature)	-15.50%	43.48%	-6.38%	-35.70%	-33.74%
Long Term loan (Currently Mature)	49.62%	-48.52%	27.56%	33.90%	-
Inter-Company Account	-	-100.00%	-68.33%	-9.25%	-7.69%
Trade and Other Payable	43.24%	4.66%	13.26%	19.34%	-26.65%
Total Current Liability	109.06%	26.46%	-3.23%	-0.46%	-2.79%
Total Liabilities	90.05%	40.47%	-3.12%	-3.45%	-0.17%
Total Equity and Liabilities	37.04%	16.14%	-1.03%	-4.17%	47.43%
<b>Statement of Comprehensive Income</b>					
Goss Sales	35.23%	14.02%	6.47%	15.70%	10.27%
VAT	57.92%	10.59%	9.66%	20.14%	10.93%
Net Sales	31.95%	14.53%	6.01%	15.09%	10.18%
Cost of Sales	30.64%	14.23%	5.89%	14.88%	8.66%
Gross Profit	33.53%	14.90%	6.15%	15.34%	12.11%
Operating Expenses	25.33%	11.64%	3.80%	15.30%	14.40%
Administrative Expenses	34.92%	9.24%	-15.39%	4.21%	15.02%
Selling & Marketing Expenses	27.86%	11.93%	5.20%	16.37%	9.17%
Distribution Expenses	12.35%	11.68%	9.82%	18.67%	38.40%
Operating Profit	61.99%	27.87%	16.65%	15.50%	2.91%
Finance cost	166.57%	-17.91%	-11.0%	5.4%	9.48%
Other Income/Loss	-22.06%	-20.95%	154..73%	24.38%	5.00%
Profit/(loss) before	29.55%	38.33%	47.78%	24.20%	-1.52%

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
<b>Statement of Financial Position</b>					
Contribution of WPPF	29.55%	47.33%	32.14%	24.20%	-
Profit before tax	29.55%	37.91%	48.60%	24.20%	-6.45%
Income Tax	17.64%	22.27%	30.96%	48.05%	-19.78%
Current Tax	58.50%	-26.75%	52.78%	28.83%	-4.80%
Deferred tax benefit/ (expense)	-59.35%	-568.52%	-281.52%	-230.33%	-162.73%
Net Profit/ (loss) After Tax	35.45%	47.23%	61.57%	11.04%	2.99%

## VERTICAL ANALYSIS

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
<b>Statement of Financial Position</b>					
<b>Non- Current Assets</b>					
Property, Plant and equipment	48.30%	57.13%	60.53%	60.34%	66.56%
Intangible Assets	0.01%	0.02%	-	-	-
Capital Work in Progress	5.69%	3.06%	-	-	-
Right-of Use Asset	2.88%	5.00%	2.35%	-	-
Deferred Tax Asset	-	-	0.53%	0.28%	-
Investment in Share	2.24%	-	-	0.76%	0.72%
Total Non-Current Assets	59.32%	65.20%	63.41%	63.85%	67.29%
<b>Current Assets</b>					
Inventories	14.25%	15.43%	17.10%	16.20%	15.29%
Trade and Other receivables	7.73%	8.90%	9.79%	9.14%	7.69%
Advance, Deposits & Prepayments	17.00%	8.55%	8.04%	7.64%	9.26%
Goods in Transit	0.95%	1.42%	0.43%	0.38%	
Cash & cash equivalents	0.94%	0.50%	1.23%	0.53%	0.32%
Deferred Tax Asset					0.15%
Non-current Asset Held for Sale				2.26%	
Total Current Assets	40.87%	34.80%	36.59%	36.15%	32.71%
<b>Total Assets</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>



Shareholders' Equity					
Paid-up Share Capital	11.33%	15.43%	0.02%	0.02%	0.02%
Revaluation Reserve	27.76%	37.82%	44.18%	43.72%	44.76%
Retained earnings	2.88%	10.31%	25.50%	22.18%	21.50%
Share Money Deposit	-	-	-	3.12%	2.99%
Capital Reserve	8.55%	-	-	-	-
Unrealized Gain/ Loss Reserve	1.35%	-	-	-	-
Total Equity	49.17%	63.56%	69.69%	69.04%	69.27%
Liabilities					
Non-Current Liabilities					
Loan from Director and Others	0.42%	0.58%	0.87%		
Lease Liabilities	1.42%	2.53%	0.62%	0.83%	1.40%
Long Term loan	2.00%	2.56%	0.50%	1.26%	1.75%
Deferred Tax Liabilities	0.60%	0.54%	0.39%	0.30%	0.08%
Total Non-current Liabilities	4.44%	6.21%	2.38%	2.39%	3.23%
Current Liabilities					
Short term loan	37.86%	21.86%	17.58%	17.75%	17.86%
Lease Liabilities	0.41%	0.67%	0.54%	0.57%	0.85%
Long Term loan (Currently Mature)	0.40%	0.36%	0.82%	0.64%	0.46%
Inter-Company Account	-	-	0.78%	2.44%	2.58%
Trade and Other Payable	7.72%	7.35%	8.20%	7.16%	5.75%
Total Current Liability	46.39%	30.24%	27.93%	28.56%	27.50%
Total Liabilities	50.83%	36.44%	30.31%	30.96%	30.73%
<b>Total Equity and Liabilities</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>
Statement of Comprehensive Income					
<b>Gross Sales</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>
VAT	14.76%	12.64%	13.03%	12.65%	12.18%
Net Sales	85.24%	87.36%	86.97%	87.35%	87.82%
Cost of Sales	46.33%	47.95%	47.86%	48.12%	48.47%
Gross Profit	38.92%	39.41%	39.11%	39.23%	39.35%
Total Operating Expenses	28.36%	30.60%	31.25%	32.60%	32.17%
Administrative Expenses	2.71%	2.71%	2.83%	3.56%	3.95%
Selling & Marketing Expenses	20.49%	21.67%	22.08%	22.34%	22.21%
Distribution Expenses	5.17%	6.22%	6.35%	6.15%	6.00%
Operating Profit	10.55%	8.81%	7.86%	7.17%	7.18%
Finance cost	3.59%	1.82%	2.53%	3.03%	3.32%
Other Income/Loss	0.40%	0.70%	1.01%	0.42%	0.39%
Profit/(loss) before WPPF & WF	7.37%	7.69%	6.34%	4.57%	4.26%
Contribution of WPPF	0.35%	0.37%	0.28%	0.23%	0.21%
Profit before tax	7.02%	7.33%	6.06%	4.34%	4.04%
Income Tax	2.11%	2.43%	2.26%	1.84%	1.44%
Current Tax	1.86%	1.58%	2.47%	1.72%	1.54%
Deferred tax benefit/(expense)	0.25%	0.84%	-0.20%	0.12%	-0.11%
Net Profit/ (loss) After Tax	4.91%	4.90%	3.79%	2.50%	2.61%

# KEY RATIO ANALYSIS

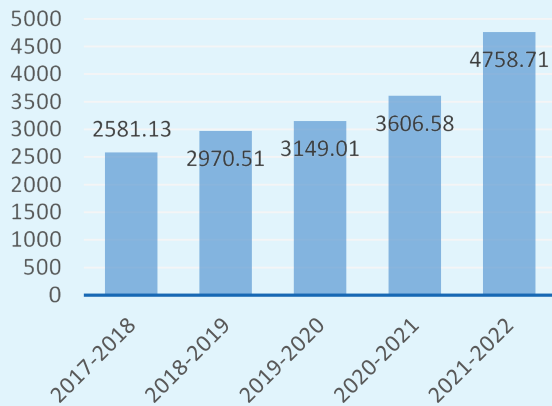
Operational Result	2021-22	2020-21	2019-20	2018-19	2017-18
<b>Liquidity Analysis</b>					
Current Ratio (Times)	0.881	1.15	1.31	1.28	1.19
Quick Ratio (Times)	0.207	0.36	0.41	0.43	0.30
<b>Solvency Analysis</b>					
Debt to total Assets Ratio (Times)	0.51	0.36	0.30	0.31	0.31
Total Assets to Equity Ratio (Times)	2.03	1.57	1.43	1.45	1.44
Debt to Equity Ratio (Times)	1.03	0.57	0.43	0.45	0.44
Interest coverage Ratio (Times)	2.94	4.84	3.11	2.37	2.16
Asset Coverage Ratio (Times)	1.80	2.51	2.96	2.88	2.94
<b>Profitability Ratios</b>					
Gross Profit Margin (%)	45.65	45.11	44.97	44.91	44.81
EBIT Margin (%)	12.38	10.08	9.03	8.32	8.18
Net Profit Margin (%)	5.76	5.61	4.36	2.86	2.97
Return on Total Assets (%)	4.46	4.19	3.07	1.85	1.94
Return on Equity Ratio (%)	8.07	6.32	4.43	2.68	3.07
Return on Capital Employed	15.52	10.03	8.87	7.69	6.20
<b>Activity Analysis</b>					
Inventory Turnover Ratio (Times)	2.86	2.53	2.33	2.26	2.10
Account Receivables Turnover (Times)	9.42	8.03	7.44	7.70	7.34
Payable Turnover (Times)	5.25	4.62	4.39	4.68	3.94
Total Asset Turnover (Times)	0.77	0.75	0.70	0.65	0.66
Fixed Asset Turnover (Times)	1.26	1.16	1.11	0.99	1.05
Capital Employed Turnover Ratio (Times)	1.28	1.06	0.98	0.90	0.98
<b>Cash flow Ratio</b>					
Cash Flow Margin Ratio (%)	4.19	3.38	6.40	7.77	3.59
Cash flow on total Asset (%)	3.24	2.52	4.50	5.02	2.35
Cash return on Equity (%)	5.9	3.8	6.49	7.26	3.72
Cash to Net income (%)	72.76	60.12	146.66	271.46	121.04
Cash Flow Coverage Ratio (%)	7.251	7.51	14.70	16.29	6.42



Operational Result	2021-22	2020-21	2019-20	2018-19	2017-18
Efficiency Analysis					
Dividend Cover Ratio (Times)	2.32				
Dividend yield Ratio (%)	4.17				
Dividend payout Ratio (%)	43.12				
Earing Par share	3.42	2.52	1,7142	10,610	9,554
Net Assets value Per Share	43.31	41.19	387,038	387,426	405,615
Net Operating Cash Flows	2.48	1.52	2.51		
Per Share (NOCFPS)					

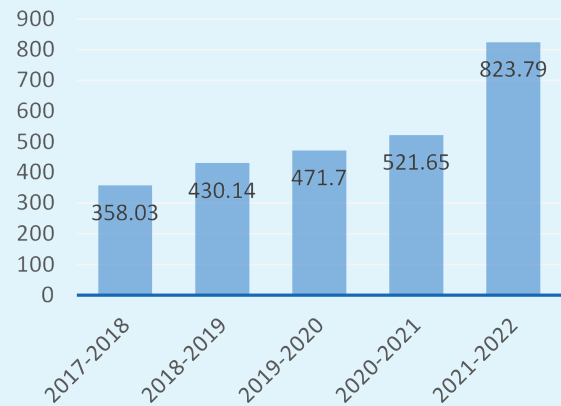
## GRAPHICAL PRESENTATION

### Net Sales Revenue BDT in Million



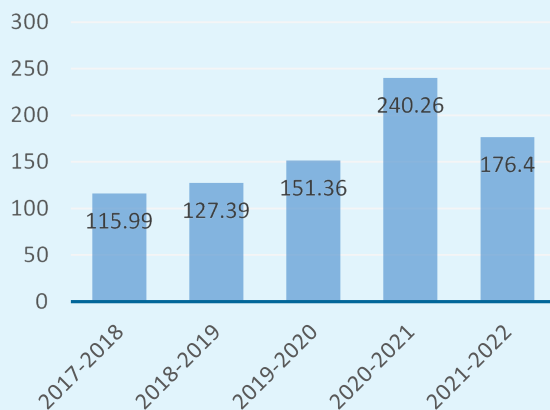
In the financial year 2021-2022, Net sales revenue of the company were 4,758.71 million which 31.95% is Higher than the previous year.

### Value Added TAX BDT in Million



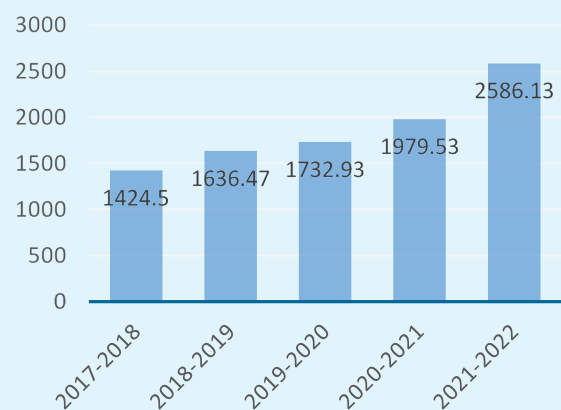
In the financial year 2021-2022, Value Added Tax of the company were 823.79 million which 57.92% is Higher than the previous year due to volume of gross sales higher than previous year.

### Export Sales BDT in Million



In the financial year 2021-2022, export sales of the company were 176.40 million which 26.58% is lower than the previous year due to political unrest globally.

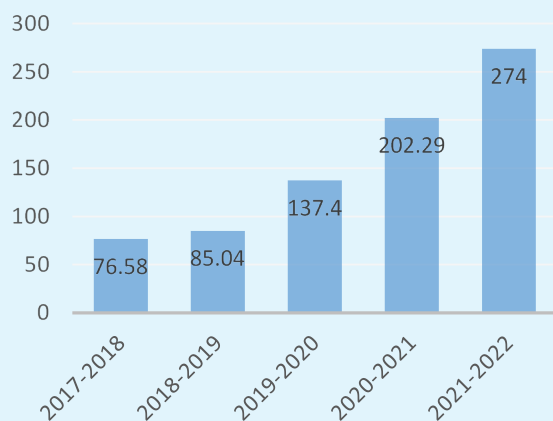
### Cost of Goods Sold BDT in Million



In the financial year 2021-2022, cost of goods sold of the company were 2,594.06 million which 30.64% is higher than the previous year due to increased raw material cost as well as high volume of production.

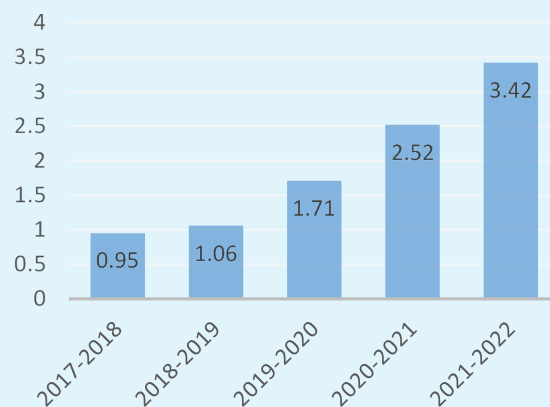


### Net Profit After Tax BDT in Million



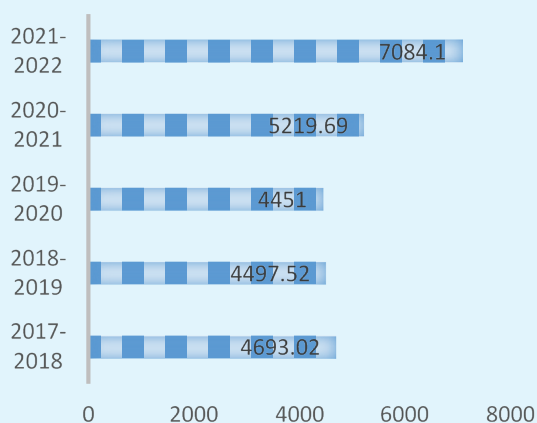
In the financial year 2021-2022, Net Profit After Tax of the company were 265.61 million which 35.45% is Higher than the previous year.

### EPS



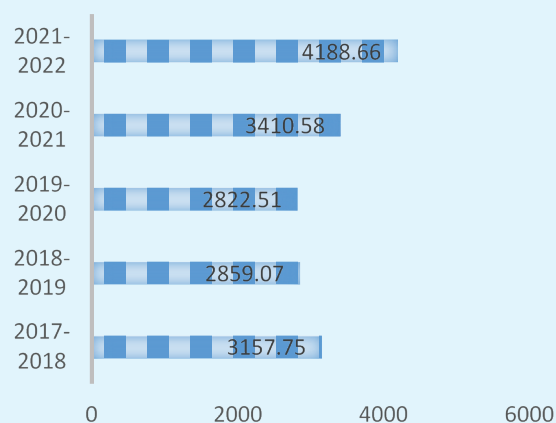
In the financial year 2021-2022, Earning Per Share (EPS) of the company were BDT-3.42 which 36.00% is Higher than the previous year due to high Net Profit.

### TOTAL ASSETS BDT IN MILLION



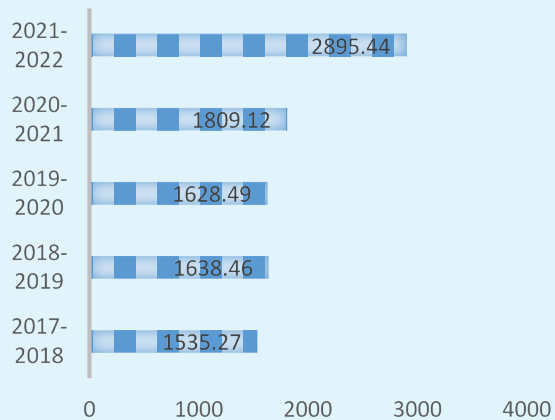
In the financial year 2021-2022, Total Assets of the company were 7,084.10 million which 36.25% is Higher than the previous year.

### NON-CURRENT ASSETS BDT IN MILLION



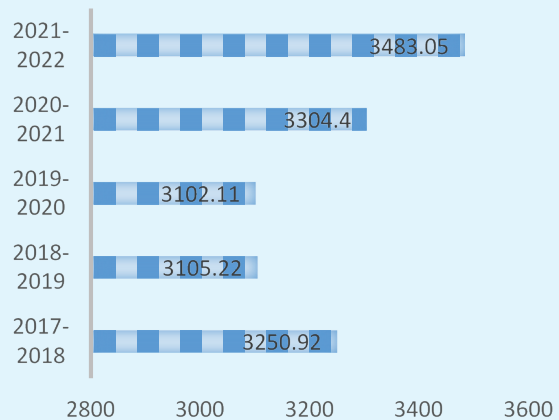
In the financial year 2021-2022, Non-Current Assets of the company were 4,188.66 million which 23.56% is Higher than the previous year.

### CURRENT ASSETS BDT IN MILLION



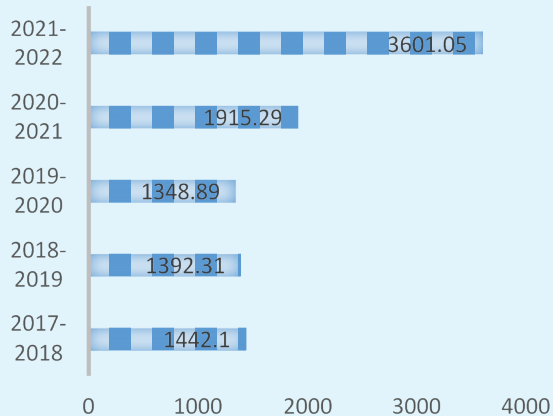
In the financial year 2021-2022, Current Assets of the company were 2,895.44 million which 60.05% is Higher than the previous year.

### TOTAL EQUITY BDT IN MILLION



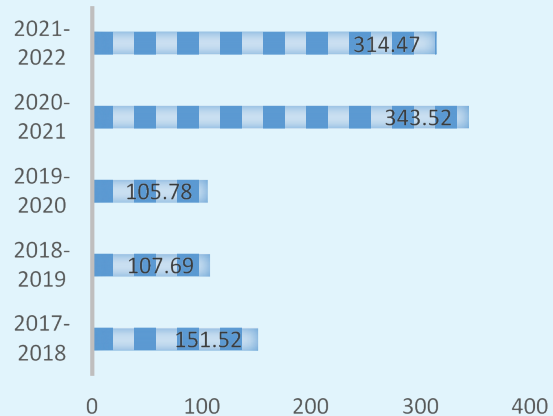
In the financial year 2021-2022, Total Equity of the company were 3,483.05 million which 5.41% is Higher than the previous year.

### TOTAL LIABILITIES BDT IN MILLION



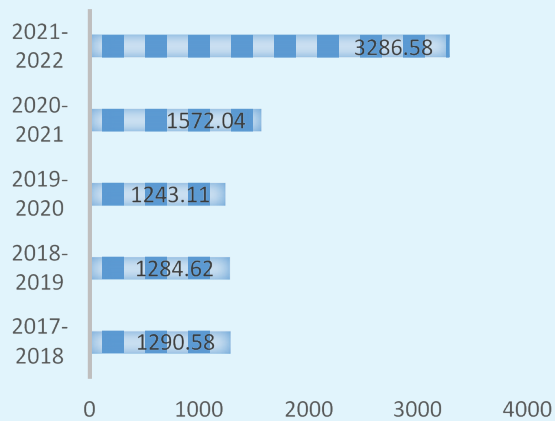
In the financial year 2021-2022, Total Liabilities of the company were 3,601.05 million which 90.05% is Higher than the previous year.

### NON-CURRENT LIABILITIES BDT IN MILLION



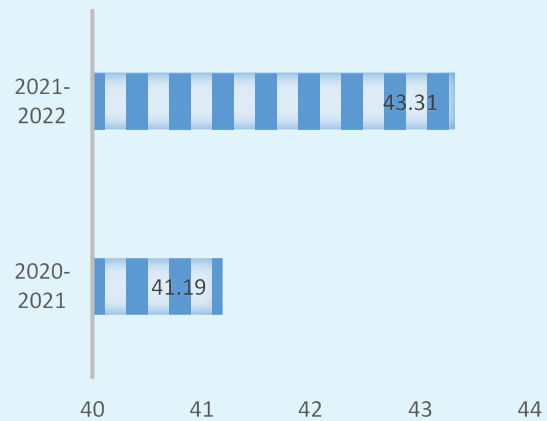
In the financial year 2021-2022, Non-Current Liabilities of the company were 314.47 million which 2.57% is lower than the previous year.

### CURRENT LIABILITIES BDT IN MILLION



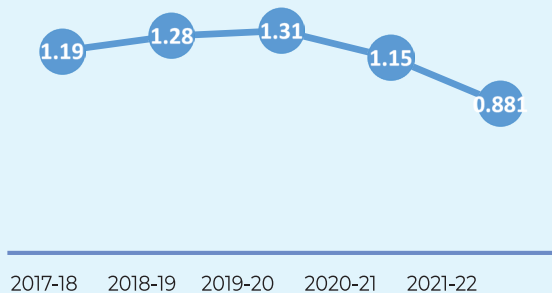
In the financial year 2021-2022, Current Liabilities of the company were 3,286.58 million which 109.06% is Higher than the previous year.

### NAVPS



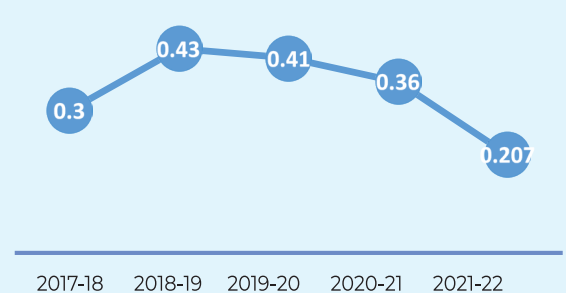
In the financial year 2021-2022, Net Assets Value Per Share of the company were BDT-43.31 which 5.00% is Higher than the previous year.

### Current Ratio (Times)



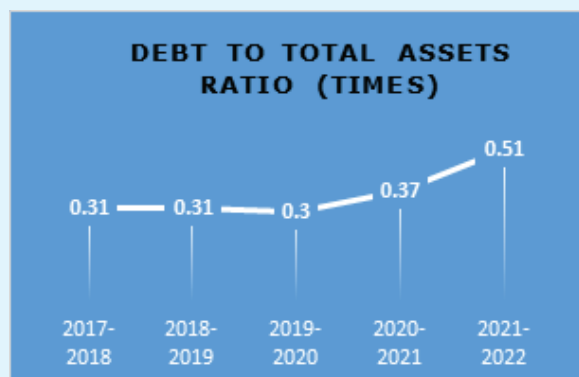
In the financial year 2021-2022, Current Ratio of the company were 0.881 Times which 23.45% is lower than the previous year.

### Quick Ratio (Times)

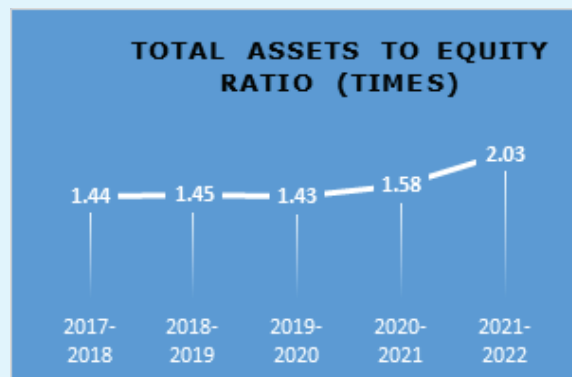


In the financial year 2021-2022, Quick Ratio of the company were 0.207 Times which 42.02% is lower than the previous year.

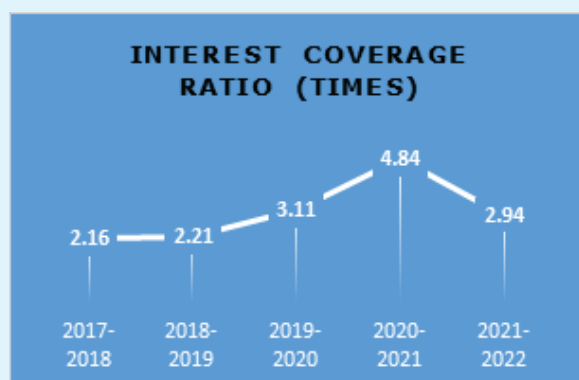




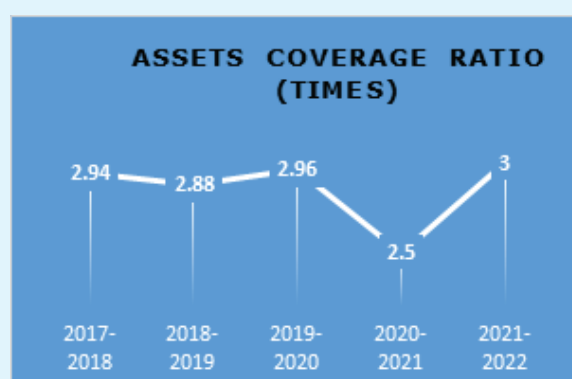
In the financial year 2021-2022, Debt to Total Assets of the company were 0.51 times which 39.48% is higher than the previous year.



In the financial year 2021-2022, Total Assets to Equity Ratio of the company were 2.03 times which 29.27% is higher than the previous year.

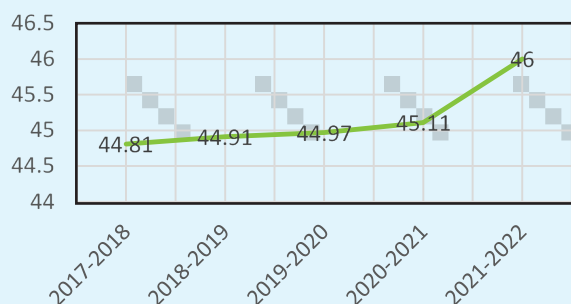


In the financial year 2021-2022, Interest Coverage Ratio Assets of the company were 2.94 times which 39.23% is lower than the previous year.



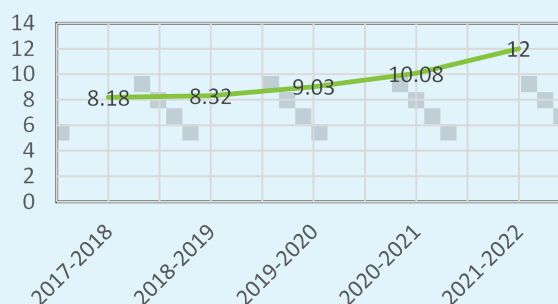
In the financial year 2021-2022, Assets Coverage Ratio of the company were 1.80 times which 28.42% is lower than the previous year.

### Gross Profit Margin (%)



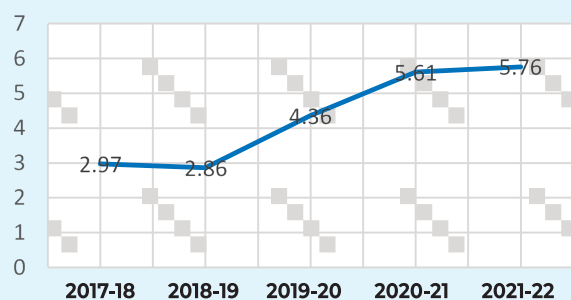
In the financial year 2021-2022, Gross Profit Margin of the company were 45.65% which 1.20% is Higher than the previous year.

### EBIT Margin (%)



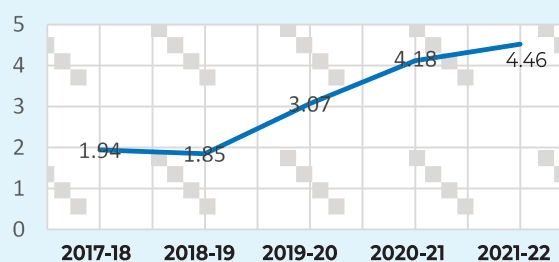
In the financial year 2021-2022, EBIT Margin of the company were 12.38% which 22.77% is Higher than the previous year.

### Net Profit Margin (%)



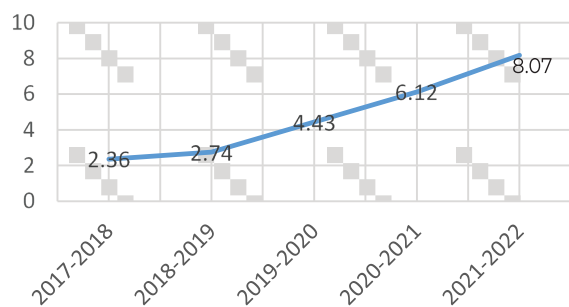
In the financial year 2021-2022, Net Profit Margin of the company were 5.76% which 2.65% is Higher than the previous year.

### Return on Total Assets (%)



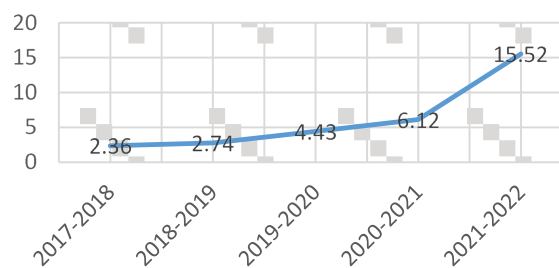
In the financial year 2021-2022, Return on Total Assets Margin of the company were 4.46 % which 7 % is Higher than the previous year.

### Return on Equity (%)



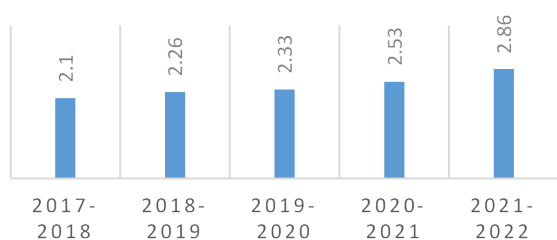
In the financial year 2021-2022, Return on Equity Margin of the company were 8.07% which 28.50% is Higher than the previous year.

### Return on Capital Employed (%)



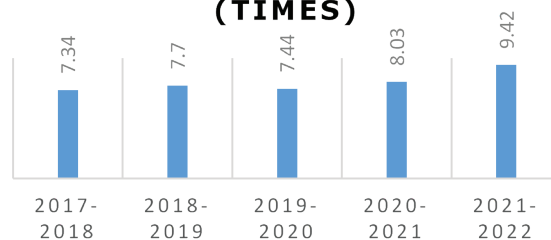
In the financial year 2021-2022, Return on Capital Employed Margin of the company were 15.52% which 54.73% is Higher than the previous year.

### INVENTORY TURNOVER RATIO (TIMES)



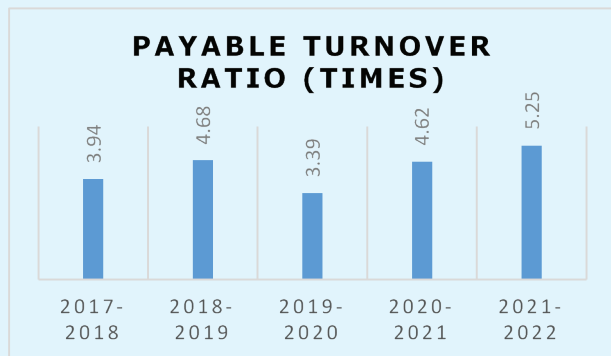
In the financial year 2021-2022, Inventory Turnover Ratio of the company were 2.86 times which 12.75% is Higher than the previous year.

### ACCOUNT RECEIVABLE TURNOVER RATIO (TIMES)

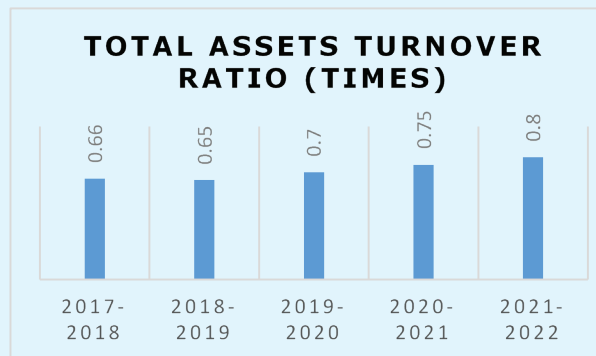


In the financial year 2021-2022, Account Receivable Turnover Ratio of the company were 9.42 times which 17.32% is Higher than the previous year.

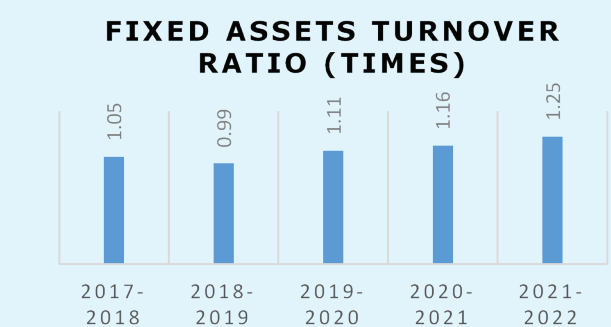




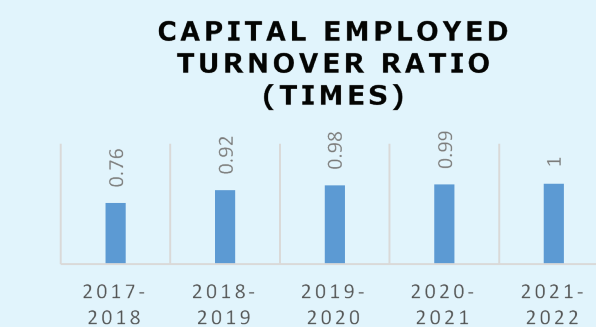
In the financial year 2021-2022, Payable Turnover Ratio of the company were 5.25 times which 13.67% is Higher than the previous year.



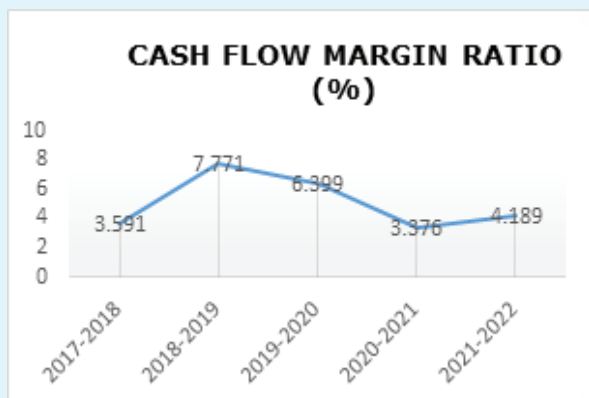
In the financial year 2021-2022, Total Assets Turnover Ratio of the company were 0.77 times which 3.66% is Higher than the previous year.



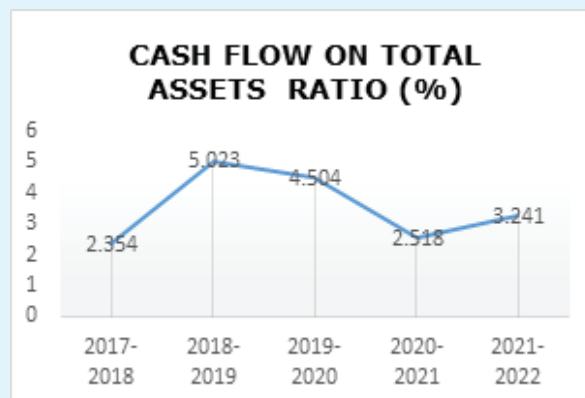
In the financial year 2021-2022, Fixed Assets Turnover Ratio of the company were 1.26 times which 8.16% is Higher than the previous year.



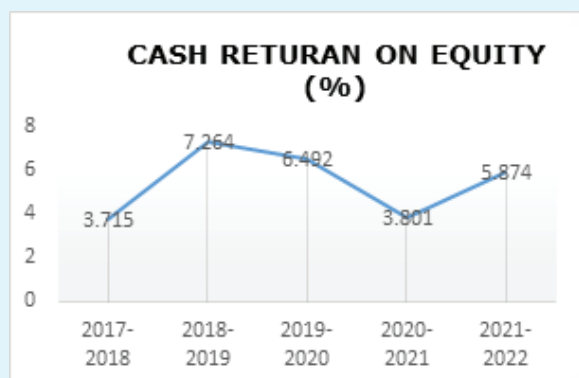
In the financial year 2021-2022, Capital Employed Turnover Ratio of the company were 1.28 times which 21.47% is Higher than the previous year.



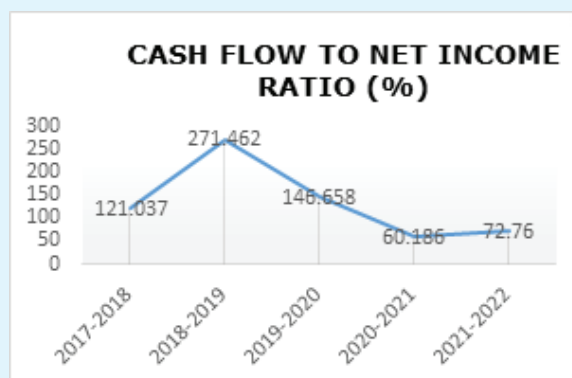
In the financial year 2021-2022, Cash Flow Margin Ratio of the company were 4.189% which 24.10 % is Higher than previous year.



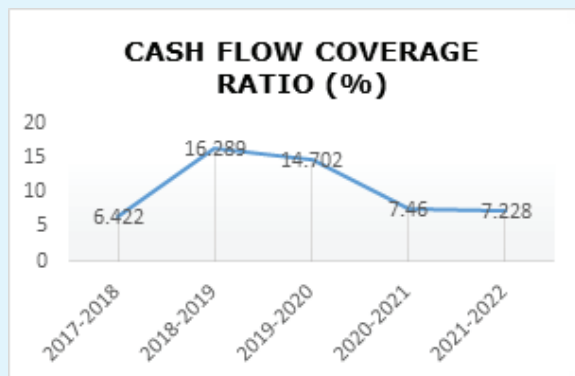
In the financial year 2021-2022, Cash Flow on Total Assets Ratio of the company were 3.241% which 28.64% is Higher than previous year.



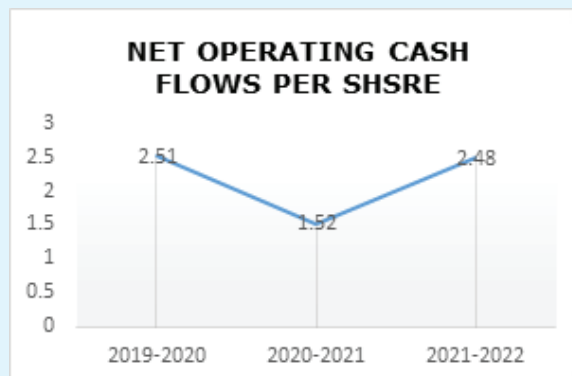
In the financial year 2021-2022, Cash Return on Equity Ratio of the company were 5.874% which 54.55% is Higher than the previous year.



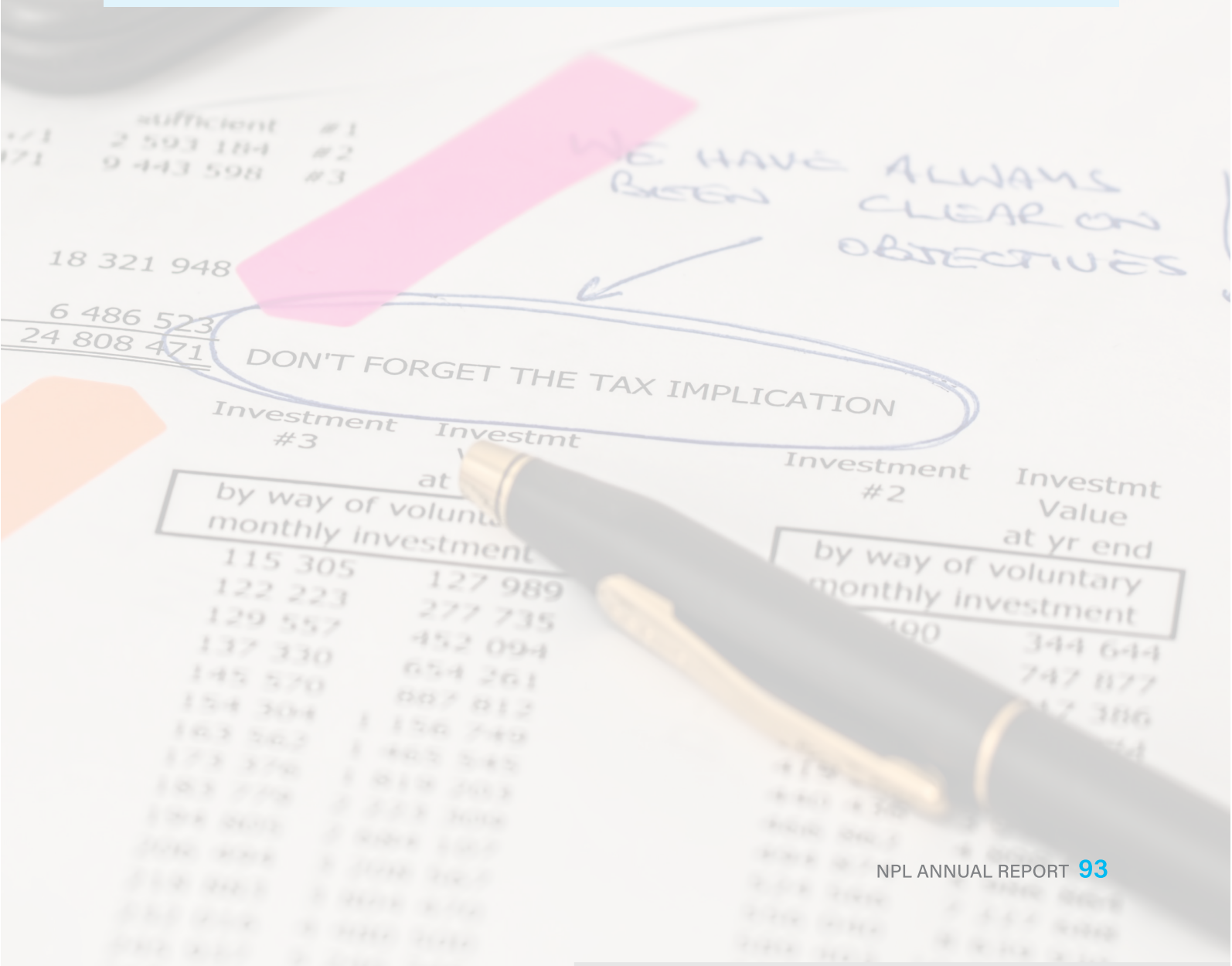
In the financial year 2021-2022, Cash to Net Income Ratio of the company were 72.76% which 20.89% is Higher than the previous year.



In the financial year 2021-2022, Cash Flow Coverage Ratio of the company were 7.255% which 3.36% is lower than the previous year.



In the financial year 2021-2022, Net Operating Cash Flows per Share of the company were BDT-2.48 which 63.00 % is Higher than the previous year.





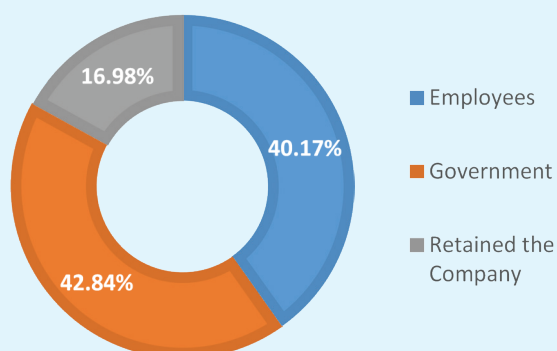
# VALUE ADDED STATEMENT (VAS)

Value Added Statement is a financial statement that depicts wealth created by an organization and how is that wealth distributed among various stakeholders.

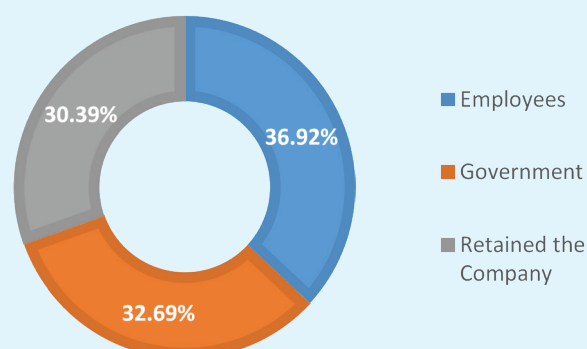
Value added is the wealth created by Navana Pharmaceuticals Limited through domestic as well as export business:

Particulars	2021-2022	2020-2021
<b>Value added</b>		
(A) Sales	5,582,493,124	4,128,224,650
(B) Less: Cost of raw materials	3,402,210,693	2,076,870,254
<b>Value added (A-B)</b>	<b>2,180,282,431</b>	<b>2,051,354,396</b>
Distribution of value addition:		
● <b>Employees:</b>	875,927,296	757,408,098
Salaries wages and other benefits	856,338,000	742,287,466
Contribution to workers profit participation & welfare fund	19,589,296	15,120,632
● <b>Government:</b>	934,055,816	670,621,067
Corporate Tax, VAT and others	394,055,816	670,621,067
● <b>Retained the Company:</b>	370,299,319	623,325,231
Depreciation & Amortization	166,056,348	87,493,651
Retain Earning	204,242,971	535,831,580
Number of Employees	2,925	2,882
<b>Value added per employee</b>	<b>745,395.70</b>	<b>711,781.54</b>

## VALUE ADDED 2021-2022



## VALUE ADDED 2020-2021



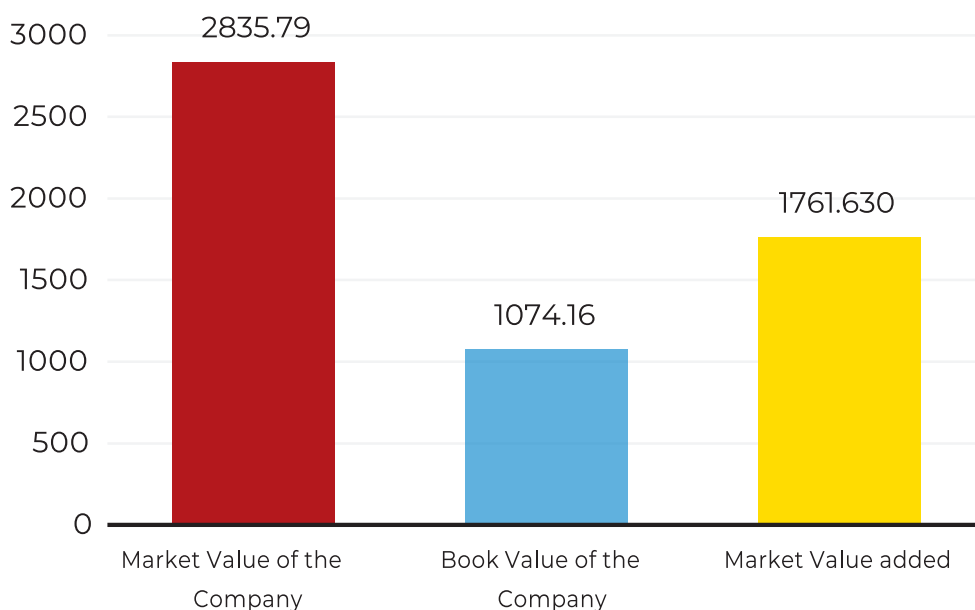
## MARKET VALUE ADDED STATEMENT (MVAS)

Market value added (MVA) statement reflect the company's external performance evaluated by the market through the share price of the company. Market value added means the difference between the Market Value of a company and the amount investors contributed to it. Higher Market value added are attractive and a good indication for company and it shows that the company created substantial wealth for its shareholder.

The Market value added of Navana Pharmaceuticals Limited hence resulted as below as on first trading dated October 18, 2022:

Particulars	DSE	CSE
(A) Market Price Per Share	26.4	26.40
(B) Number of Share	107,416,217	107,416,217
(C) Market Value of the Company (A*B)	2,835,788,129	2,835,788,129
(D) Book Value of the Company	1,074,162,170	1,074,162,170
<b>Market Value Added (C-D)</b>	<b>1,761,625,959</b>	<b>1,761,625,959</b>

### MARKET VALUE ADDED STATEMENT (BDT IN MILLION)



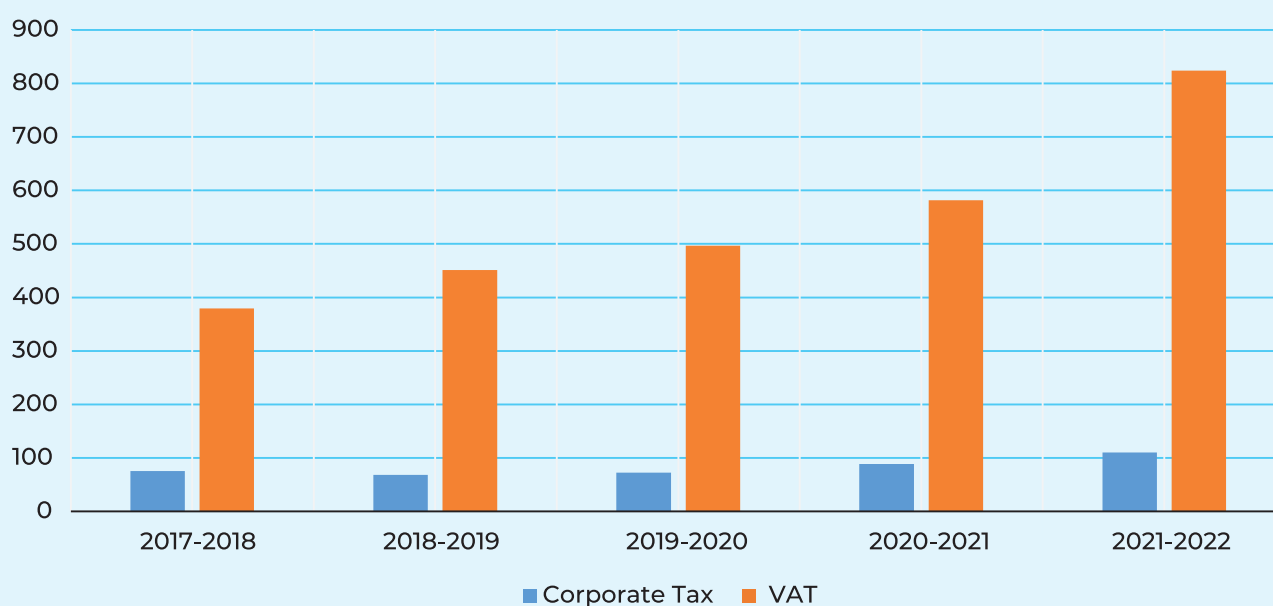
## CONTRIBUTION TO THE NATIONAL EXCHEQUER AND ECONOMY

As an organization is presumed to have some inherent involvement with the people, the nation or the economy as a whole while performs business. It has some certain responsibilities towards the society, the government on ruling, stockholders directly or indirectly attached with the organization.

Navana Pharmaceuticals Limited pays corporate Tax at 27.5% rate and also VAT/Custom duty on its products. The company is also responsible for deducting Tax and VAT on various payment and depositing it to the Government exchequer within the stipulated time. As well as NPL always creating employment, donation to the government fund, contribution in CSR, implementation of government policies, contribution to the national yearly budget etc.

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
Corporate Tax	110.27	88.79	72.27	68.38	75.67
VAT	823.79	581.83	496.49	451.23	379.36
<b>Total</b>	<b>934.06</b>	<b>670.62</b>	<b>568.75</b>	<b>519.61</b>	<b>455.03</b>

### CONTRIBUTION TO THE NATIONAL EXCHANQURE





## CREDIT RATING REPORT

Navana Pharmaceuticals Limited has been rated as AA (pronounced as Double A) long term credit rating and ST-2 short term credit rating by National Credit Ratings Limited based on audited financial statements up to May 11, 2023. The outlook on the rating as follows:

Credit Rating Status		
National Credit Ratings Limited		
Entity Rating		
Rating	Long-Term	Short Term
	AA (Double A)	ST-2
Outlook	Stable	Stable
Validity	11.05.2023	11.05.2023

National Credit Ratings Limited considered following matters for rating as follows:

- Financial performance,
- Revenue
- Export
- Receivable
- Payable
- Capital base, asset quality
- Liquidity position
- Management experience
- Moderate to high revenue growth
- Etc.



# SWOT ANALYSIS



## STRENGTHS

- A strong brand name and 16th largest by prescriptions in the Biological/Non-biological segment.
- Strong R&D skillsets to develop upgraded products in the generic and specialty space
- Strong management which has the ability to drive growth and profitability through a mix of organic and inorganic initiatives.
- Ability to supply quality products at affordable prices in the rural areas of the Country.



## WEAKNESSES

- The specialty initiative entails high upfront investments for long-term benefits, thus impacting short-term profitability.



## OPPORTUNITY

- Favorable macroeconomic parameters for Bangladesh and emerging markets are likely to ensure reasonable volume growth for pharmaceutical products in these markets.
- Growing penetration of generics in rural and semi-urban areas present a good long-term opportunity.
- Contribution of specialty and OTC products is expected to increase in local markets over medium to long-term. Navana Pharma has already commercialized many of its specialty and OTC products and hence will be able to get the benefits of this expanding opportunity.

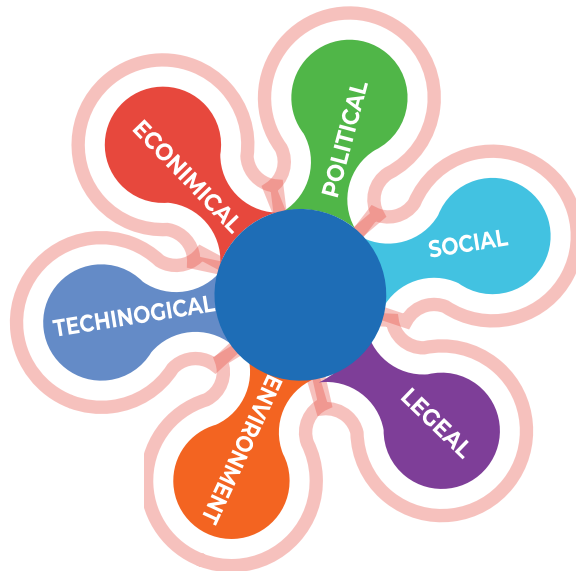


## THREAT

- Political unrest of domestic & International.
- Natural Disaster & Pandemic
- Significant volatility in the international market may adversely impact the raw material price.

# PESTLE ANALYSIS

A PESTLE is an analysis that analyzed some external factors (i.e. Political, Economic, Sociological, Technological, Legal and Environmental) that influence an organization. It can be used in a range of different scenarios, and can guide people professionals and senior managers in strategic decision-making.



**Political Factors:** This factor indicates the policies that may impact specific industries or industries directly or indirectly formulated by government departments. The reason for these policies would be mainly as a means of regulating the market. Hence, it would include taxation policies, trade restrictions, tariffs, political stability, etc. Navana Pharmaceuticals Limited time to time adopt all kind of policy which is applicable its operation.



**Economic.** The factor regards mainly depend on the economic environment and performance of regions, including interest rates, exchange rates, inflation rates, employment or unemployment rates, raw material costs, etc. Obviously, it would greatly affect the operation and profitability of the organization. All above economic factors are directly & indirectly affected company's operation.



**Social.** There are many changing trends in social environments, such as population growth, age distribution, education levels, cultural needs, changes in lifestyle, etc. It would be helpful for the organization to understand the real needs and wants from these perspectives. Navana Pharma has follow a specific social responsibility to its stakeholders.





**Technological.** The development of science and technology has affected many industries. The technological factors can determine entry obstacles, optimize output performance and influence outsourcing decisions. In addition, advanced technologies will improve the performances on cost, efficiency and innovation. The factors could be considered as technology development especially in digital or mobile areas, automation, R&D, etc. Navana Pharmaceuticals Limited time to time adopt all advance technology in its operation.



**Legal.** While there are some overlaps between political and legal aspects, the previous factors are led by government policies and the legal factors mainly focus on the order of societies within the territories. These include discrimination law, consumer law, antitrust law, employment law, health and safety law, etc. Navana Pharmaceuticals Limited incorporated under the Companies Act 1913 subsequently listed with the exchange. As a publicly listed company we also follow Companies Act-1994 & the Rules, Regulations of Stock Exchanges, Bangladesh Securities and Exchange Commission (BSEC), RJSC, CDBL etc. as well as any other applicable laws as much required.



**Environmental.** Environmental and ecological impacts mainly come from climate, weather, resource consumption and waste emission. With the increasing awareness of environmental protection, organizations need to consider this aspect to meet consumers and natural ecology. Navana Pharmaceuticals Limited is very much cautious about environment in this regard the company emphasis its operation as environment friendly like proper waste management, energy savings, water reuses , paperless office etc.

# INTEGRATED REPORTING

An integrated reporting is a concise communication about how an organization's strategy, governance, performance and prospects lead to the creation of value over the short, medium and long term. The main purpose of an integrated reporting is to improve the quality of information available to shareholders and other stakeholders on a company's real situation.

## SCOPE AND BOUNDARY:

The integrated reporting covers the period From July 01, 2021 to June 30, 2022. We have referred to the guidelines of Integrated Reporting, issued by the Institute of Chartered Accountants of Bangladesh (ICAB) in the form of 'Integrated Reporting Checklist', which is in congruence with the integrated reporting framework prototype issued by the International Integrated Reporting Council (IIRC).

In elucidating the Company's operations and financial performance, we have extracted the financial information from the Audited Financial Statements for the year ended 2021-2022 with relevant comparative information. The financial statements consistently comply with the requirements of:

- International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs)
- The Companies Act, 1994
- Securities and Exchange ordinance 1969
- Bangladesh Securities and Exchange Rules 1987
- Bangladesh Securities and Exchange Commission Act 1993
- Bangladesh Securities and Exchange Commission IPO Rules 2006
- Any other directives, orders and circulars issued by Bangladesh Securities and Exchange Commission
- Dhaka Stock Exchange (DSE) Listing Regulations, 2015, Chittagong Stock Exchange (CSE) (Listing) Regulations, 2015
- The Income Tax Ordinance, 1984 and Finance Act 2021-22
- SRO's and other notification issued by National Board of Revenue (NBR)
- The Value Added Tax Act, 2012
- SRO's and other notification issued by National Board of Revenue (NBR)
- Any other applicable laws and regulation

We have extracted the disclosure of non-financial information from our day to day maintained robust MIS reports for the statement of financial position, unless otherwise stated that it has been extracted from a reliable source. Reflecting our integrated thinking, the report extends beyond financial reporting and includes non-financial performance, including opportunities and risks, which have a significant influence on our ability to create value along with the strategies adopted and stakeholder outcomes resulting from strategies.

Furthermore, there have not been any significant changes to the scope, boundary and reporting basis since the last reporting date as of June 30, 2022.

To report our Corporate Governance consistently comply with the requirements of:

- Corporate Governance Code No. BSEC/CMRRCD/2006-158/Admin/80 dated 3 June, 2018 issued by Bangladesh Securities and Exchange Commission (BSEC).
- The Companies Act, 1994
- Securities and Exchange ordinance 1969,
- Bangladesh Securities and Exchange Rules 1987,
- Dhaka Stock Exchange (DSE) Listing Regulations, 2015
- Chittagong Stock Exchange (CSE) (Listing) Regulations, 2015
- Central depository Bangladesh Limited (CDBL) rules & regulations
- Others rules, Notification & Directives of Commission.

### EXTERNAL ASSURANCE:

The company has obtained external assurance to ensure the trustworthiness on the following reports in the respective period under consideration:

SL. No	Description of Report	External Assurance
01	Audited Financial Statement	M/S MABS & J, Chartered Accountants
02	Corporate Governance	M/S Itrat Husain & Associates, Chartered Secretaries
03	Provident Fund	M/S Ahmed Zakir & Co. Chartered Accountants
04	Tax Consultants	M/S S.F Ahmed & Co. Chartered Accountants
05	Credit Rating Agency	National Credit Ratings Limited

### COMPARABILITY:

All the information presented in this report is on the same basis as the 2021-2022 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.


### AVAILABILITY OF THE ANNUAL REPORT:

The hard copy & soft copy of the Annual Report has been sent to all shareholders, prior to holding the Annual General Meeting, giving due period of notice. Moreover, for the benefit of all stakeholders, the report has been made available in the website: **[www.navanapharma.com](http://www.navanapharma.com)**



## RESPONSIBILITY OVER THE INTEGRITY OF THE INTEGRATED REPORT:

I acknowledge the integrity of the disclosures contained in the Annual Report 2021-2022 which 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 statements and other reports given in the Financial Reports section of the Annual Report 2021-2022. I affirm that the Annual Report 2021-2022 presented herewith has been prepared in accordance with all applicable reporting frameworks.



**PROFESSOR DR. MD. JONAIID SHAFIQ**

Managing Director

# SUBMISSIONS OF STATEMENTS, RETURNS & REPORTS

Since every company is bound to submit several returns to the statutory & regulatory authorities within stipulated time, Navana Pharmaceuticals Limited also submitted all return & report as per stipulated timeframe:

## SUBMISSIONS OF RETURNS TOWARDS RJSC

u/s of Companies Act-1994	Returns	Requirement	Remarks
u/s 36	Annual Return (schedule -x)	Within 21 days of General Meeting	NPL has submitted the return within stuipulated time
u/s 190	Filing of Annual Accounts	Within 30 days of General Meeting with the annual return.	
u/s 93	Consent of Directors (Form – IX)	Within 30 days after appointment	
u/s 115	Particulars of Directors (Form – XII)	Within 14 days of any change in the structure of Directorship	
u/s 210	Intimation to auditors	Within 7 days from appointment	
u/s 210	Auditors appointment (Form 23B)	Auditors to inform RJSC within 30 days of appointment as to accept. /refusal	

## REGISTERS MAINTENANCE

U/s 181 of the Companies Act-1994 requires a company to maintain such books which will give a true and fair view of company's financial affairs. To maintain proper accounts, books and returns, companies are required not only to maintain financial boo ks but also some statutory and statistical books are required to be maintained.

**Navana Pharmaceuticals Limited has maintained the following statutory books as per Companies Act 1994:**

• Member Register	Section 34
• Register of Directors, Managers and Managing agents	Section 115(1)
• Register of contracts with Directors	Section 130(3)
• Minutes Books	Section 89
• Books of Accounts	Section 181

## THE COMPANY SECRETARY HAS ALSO TO MAINTAIN FOLLOWING STATISTICAL BOOKS:

- Register of Share Transfers
- Dividend Book of Share holders
- Agenda Book of Meeting
- Directors' Attendance Book
- Register of Share Certificates







# C O R P O R A T E GOVERNANCE

Corporate governance is the structure of rules, practices, and processes used to direct and manage a company. Corporate governance ensures that businesses have appropriate decision-making processes and controls in place so that the interests of all stakeholders are balanced. The basic principles of corporate governance are accountability, transparency, fairness, and responsibility. A company's board of directors is the primary force influencing corporate governance.

During the year under review, the Board continues its pursuit of achieving these objectives through the adoption and monitoring of corporate strategies, prudent business plans monitoring major risks of the Company's business and ensuring that the company pursues policies and procedures to satisfy its legal and ethical responsibilities.

FAIRNESS

TRANSPARANCY

RESPONSIBILITY

ACCOUNTABILITY

CORPORATE  
GOVERNANCE



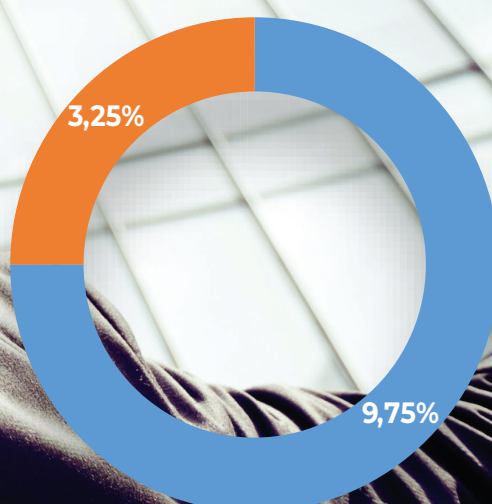
For ensuring governance at all levels of the company, Navana Pharmaceuticals Limited regularly reviews its governance system. As part of that, the Board has adopted Corporate Governance (CG) Code issued by Bangladesh Securities and Exchange Commission vide its Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated June 03, 2018 to ensure good governance within the company.

## BOARD COMPOSITION

In accordance with the compliance of the Bangladesh Securities and Exchange Commission's Corporate Governance Code-2018 the Board of Navana Pharmaceuticals Limited comprises by the 12 (twelve) members including 3 (three) independent director with the versatile professional experience personnel are namely:

Sl. No	Name	Position	Nature
01	Mr. Anisuzzaman Chowdhury	Chairman	Non-Executive
02	Professor Dr. Md. Jonaid Shafiq	Managing Director	Executive
03	Mrs. Imrana Zaman Chowdhury	Director	Non-Executive
04	Dr. Zahara Rasul MD (CCFP) (FCFP)	Director	Non-Executive
05	Mr. Manzurul Islam	Director	Non-Executive
06	Mr. Javed Kaiser Ally	Director	Executive
07	Mrs. Tarana Ahmed	Director	Non-Executive
08	Dr. Sayeed Ahmed	Director	Executive
09	Mrs. Masuma Parvin	Director	Non-Executive
10	Mr. Khondaker Sabbir Mohammad Kabir	Independent Director	Non-Executive
11	Mr. Mohammad Bul Hassan FCS	Independent Director	Non-Executive
12	Mr. Mohammad Arife Billah (Bar-At-Law)	Independent Director	Non-Executive

## BOARD OF DIRECTOR



■ Shareholding Director

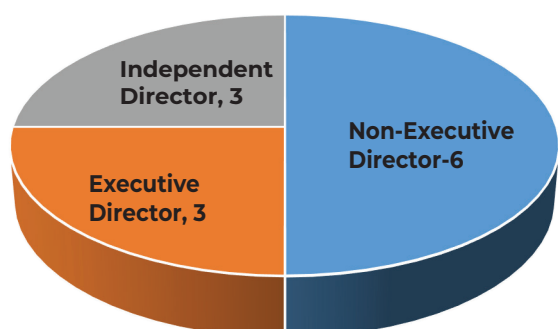
■ Independent Director

## BOARD DIVERSITY

The Board of Navana Pharmaceuticals Limited comprise with the young & energetic skilled personnel as well as male female and executive & non-executive directors. Diversity of Navana Pharmaceuticals Limited Board as follows:

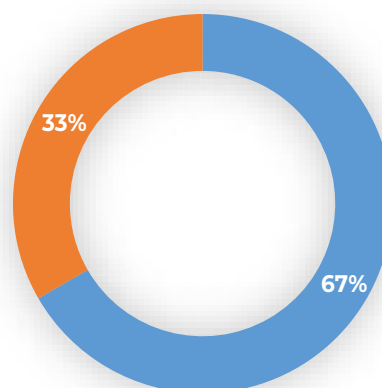
Total Director	12 (Twelve)
Independent Director	3 (Three)
Doctor	3 (Three)
Non-Executive Director	9 (Nine)
Executive Director	3 (Three)
Male	8 (Eight)
Female	4 (Four)

**NATURE OF DIRECTORSHIP**



■ Non-Executive Director ■ Executive Director  
■ Independent Director

**GENDER DIVERSIFICATION IN THE BOARD**



■ Male ■ Female

## RESPONSIBILITIES OF THE BOARD

The Board is collectively responsible to the Company's members as laid down in its Articles of Association and the relevant laws and Regulations. The Board directors take decision at its meetings as per the Articles of Association. The Company Secretary calls the meetings of the Board and Board Committee, prepares the agenda in consultation with the Chairman of the Board of Directors, the Chairman of sub-committees and the Managing Director of the Company. The Agenda for the meetings of the Board and its Committees, together with the appropriate supporting documents are circulated well in advance of the Meetings. All Board members are entitled to raise other issues as they think pertinent with the overall business of the Company. The Board's responsibilities are:-

- To review and approve the strategic business Plans for the Company
- To analysis and approve new investment opportunities to diversified company's portfolio.
- To review the adequacy and integrity of the company's internal control systems
- To review and approve the audited and un-audited quarterly financial Statements
- To oversee the code of conduct and overall Performance of the Company
- To approve policy relating to corporate branding, Public relations, investor relations and shareholder communication program.
- To approve changes in the corporate organization structure
- To review succession planning and talent management plans for the Company and approving the appointment and Compensation of senior management staff.

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 DIRECTORS

In accordance with corporate governance code-2018 the Board has appointed 3 (three) Independent Directors to ensure transparency & fairness as well as protect minority interest of the company. Those who are highly professionally skilled from deferent back ground. Name of Independent Directors as follows:

Name	Appointment Date
Mr. Khondaker Sabbir Mohammad Kabir	September 06, 2021
Mr. Mohammad Arife Billah (Bar-At-Law)	September 06, 2021
Mr. Mohammad Bul Hassan FCS	November 28, 2021

## CHAIRPERSON OF THE BOARD

The Chairperson of Navana Pharmaceuticals Limited is a non- executive appointed by the Board. He is responsible to lead the Board. The Chairperson ensures effective board by his efficient.

Name	Nature of Directorship	Appointment Date
Mr. Anisuzzaman Chowdhury	non- executive Director	December 02, 2020

## ROLE AND RESPONSIBILITY OF THE CHAIRMAN

The Chairperson leads the Board. He / She shall be responsible to ensure that the Board works effectively & efficiently. The Board clearly defined the respective roles and responsibilities of the Chairperson and in particular he/she as below other than The Nomination and Remuneration Committee (NRC) has laid down the code of conduct of the Chairperson according to condition no 7 of Corporate Governance Code 2018 as per BSEC Notification No. BSEC/CMRRCS/2006-158/207/Admin/80 as well as best practices:

- Confirm an effective relationship among Directors, act as the principal conduct for communication and issues relating to business strategy, planned acquisitions and corporate governance;
- Set the agenda of the meeting after consulting with the Managing Director and Company Secretary.
- Confirm that Board Committees are properly structured and all Corporate Governance matters are fully addressed;
- Confirm that all Board Committees are properly established, Composed and operated
- Support the Managing Director in strategy formulation and more broadly, provide support and give advice;
- Confirm that effective communication with shareholders, host governments and other relevant constituencies and ensure that the views of these groups are understood by the board.
- Confirm that effective operations of the Board and its committees in conformance with the highest standards of corporate governance;
- The Chairman presides over the meeting of the Board and Company (AGM) and ensure good corporate governance in the conduct of the Board and the Company.

## MANAGING DIRECTOR

The Managing Director has the overall responsibility for the performance of the Company's business. He/she was appointed as per Article of Associations of the company. Nomination and Remuneration Committee (NRC) has laid down the code of conduct of the Managing Director according to condition no 7 of Corporate Governance Code 2018 as per BSEC Notification No. BSEC/CMRRCS/2006-158/207/Admin/80 as well as best practices.

Name	Nature of Directorship	Appointment Date
Professor Dr. Md. Jonaid Shafiq	Executive Director	November 25, 2020



## ROLES AND RESPONSIBILITY OF THE MANAGING DIRECTOR

- Responsible for driving business operations, leading the development and execution of the company's long-term strategies with a view to creating shareholder value.
- His/ her leadership role also entails being ultimately responsible for all day to day management decisions and for implementing the company's long and short-term plans
- He/ she acts as a direct liaison between the Board and the Management of the Company and communicates to the Board on behalf of the Management.
- He/ she also communicates on behalf of the Company to the employee, Government authorities, other stakeholders and the public at large.
- He/ she also communicates with the shareholders and BSEC, along with stock Exchange, through the company secretary.
- Moreover the Nomination and Remuneration Committee (NRC) has laid down the code of conduct of the Managing Director according to condition no 7 of Corporate Governance Code 2018 as per BSEC Notification No. BSEC/CMRRCS/2006-158/207/Admin/80 as well as best practices.

## SEPARATION OF ROLES BETWEEN CHAIRMAN AND MANAGING DIRECTOR

The position of the Chairman and the Managing Director has been filled by different individuals. Mr. Anisuzzaman Chowdhury & Professor Dr. Md. Jonaid Shafiq, the two efficient personalities are continuing their services as chairman & Managing Director of Navana Pharmaceuticals Limited.

## CODE OF CONDUCT FOR THE CHAIRPERSON, OTHER BOARD MEMBERS AND MANAGING DIRECTOR/CHIEF EXECUTIVE OFFICER

As per recommendation of the Nomination and Remuneration Committee the Board laid down a code of conduct for the Chairperson, Other Board Members and Chief Executive Officer and which is available in the company's website [www.navanapharma.com](http://www.navanapharma.com)

## BOARD MEETING

The Board meets to discharge its duties effectively as per requirement. Board meetings are conducted in accordance with the Bangladesh Secretarial Standards one (BSS-1) as well as Articles of Association of the company. The gap between two meetings did not exceed three months. The company secretary is also responsible to record the minutes of the meetings as well as keep required books and records in line with the provisions of the Bangladesh Secretarial Standards three (BSS-3). During this year there are 13 (thirteen) Board meetings conducted.

Attendance in the Board meetings for the year ended 30th June 2022 as follows:

Sl.	Name	Position	Meetings held in 2021-2022	Meetings Attended	%
01	Mr. Anisuzzaman Chowdhury	Chairman	13	13	100
02	Professor Dr. Md. Jonaid Shafiq	Managing Director	13	13	100
03	Mrs. Imrana Zaman Chowdhury	Director	13	13	100
04	Dr. Zahara Rasul MD (CCFP) (FCFP)	Director	13	13	100
05	Mr. Manzurul Islam	Sponsor Director	13	0	0
06	Mr. Javed Kaiser Ally	Director	13	13	100
07	Mrs. Tarana Ahmed	Director	13	13	100
08	Dr. Sayeed Ahmed	Director	13	13	100
09	Mrs. Masuma Parvin	Director	13	13	100
10	Mrs. Suraiya Islam	Sponsor Director	13	0	0
11	Mr. Khondaker Sabbir Mohammad Kabir	Independent Director	13	09	69.23
12	Mr. Mohammad Bul Hassan FCS	Independent Director	13	04	30.76
13	Mr. Mohammad Arife Billah (Bar-At-Law)	Independent Director	13	05	38.46

❖ Note: The Director who could not attend in any meeting was granted leave of absence.

❖ Note: **Mrs. Suraiya Islam** has retire from the Board on August 01, 2021.

❖ Note: **Mohammad Arife Billah** (Bar-at-law) and **Khandkar Sabbir Mohammad Kabir** were appointed as Independent Director on September 06, 2021 & **Mohammad Bul Hsasan** FCS was appointed as Independent Director on November 28, 2021.

## RETIREMENT AND REELECTION OF DIRECTORS

As per the Article of Association of the company, one-third of the directors to retire in every year shall be those who have been longest in office since their last election, but as between persons who became directors on the same day, those to retire shall (unless they otherwise agree themselves) be determined by lot, but remains eligible for re-election.

## BOARD COMMITTEE

As per corporate Governance Code-2018 the Board has established two Sub-committee of the Board namely;

- (i) Audit Committee and
- (ii) Nomination & Remuneration Committee

## AUDIT COMMITTEE

Audit committee is sub-committee of the Board & the company has form Audit Committee in accordance with Corporate Governance Code-2018. The Audit Committee comprise with the 6 (Six) members including 2 (two) independent director. All of members of Audit committee are non-executive Director. The Company Secretary is the member secretary of the audit committee. The Committee assists the Board in ensure that the financial statements reflect true and fair view of the state of affairs of the Company an ensuring a good monitoring system within the business. Audit Committee is responsible to the Board of Directors for its role and responsibilities. During the year 2021-2022 there is 3 (three) audit committee Meeting was held.

Name of the Directors	Position	Status in the Board
Mr. Khondaker Sabbir Mohammad Kabir	Chairman	Independent Director
Mr. Mohammad Arife Billah (Bar-at-law)	Member	Independent Director
Mrs. Imrana Zaman Chowdhury	Member	Director
Mrs. Masuma parvin	Member	Director
Dr. Zahara Rasul, Md (CCMP) (FCMP)	Member	Director
Mrs. Tarana Ahmed	Member	Director

## NOMINATION & REMUNERATION COMMITTEE (NRC)

Pursuant to Corporate Governance Code-2018 the company has formed a NRC committee as a sub-committee of the Board. The NRC comprise with the 5 (Five) members including one independent director. All of members of NRC are hold non-executive position in the Board. The Company Secretary is the member secretary of this Committee. During the year 2021-2022 there is 1 (one) NRC Meeting was held.

The NRC assist the board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive.

Member of The NRC as follows

Sl. No	Name	Position	Status in the Board
01	Mr. Mohammad Bul Hassan FCS	Chairman	Independent Director
02	Mrs. Imrana Zaman Chowdhury	Member	Director
03	Dr. Zahara Rasul MD (CCFP) (FCFP)	Member	Director
04	Mrs. Tarana Ahmed	Member	Director
05	Mrs. Masuma Parvin	Member	Director

## STATUTORY AUDITORS

The Board has appointed M/S MABS & J Partners, Chartered Accountants as Statutory auditors for auditing the financial statements of the Company simultaneously shareholders of the company has approved the same in annual general meeting.

Moreover Statutory Auditors didn't engage with the company to perform any services which are laid down on condition No.-7 on Bangladesh Securities and Exchange Commission Notification No. BSEC/CMRRCD/2006-158/207/Admin/80.

## COMPLIANCE AUDITOR

The Board of Directors of Navana Pharmaceuticals Limited has appointed in its meeting & Shareholders of the company has approved in the general meeting M/S Itrat Husain & Associates, Chartered Secretary as Compliance Auditor of the company for certifying compliance of conditions of Corporate Governance Code-2018.

## CHIEF FINANCIAL OFFICER

The Company has appointed a Chief Financial Officer. He is a fellow member of the Institute of Chartered Accountants of Bangladesh (ICAB). Chief Financial Officer are responsible to overlook all kind of financial matter of the company The Board of Directors of the company has clearly defined his respective roles, responsibilities and duties of Chief Financial Officer. Chief Financial Officer attends in the meetings of the Board of Directors except where he is interested in any matter.

Name of the Chief Financial Officer:	Appointment Date
<b>Mr. Md. Abu Hurayra FCA</b>	<b>March 25, 2013</b>

## COMPANY SECRETARY

Pursuant to Corporate Governance Code-2018 the Board of Directors of Navana Pharmaceuticals Limited has appointed a resources person as a Company Secretary to establish good Governance within the company and also making bridge between the Board and other Stakeholders, custodian of the Shareholders and also conducts the statutory functions pursuant to the applicable laws and regulations. The Board of Directors of the company has clearly defined his respective roles, responsibilities and duties of the Company Secretary. The Company Secretary attends in the meetings of the Board of Directors except where he is interested in any matter.

Name of the Company Secretary:	Appointment Date
<b>Mr. Joynul Abedin ACS</b>	<b>February 18, 2021</b>

## HEAD OF INTERNAL AUDIT & COMPLIANCE

Pursuant to Corporate Governance Code-2018 the board of Directors of Navana Pharmaceuticals Limited has appointed a resources person as a Head of Internal Audit & Compliance. Those who are responsible for internal control, internal audit & compliance of the Company among other tasks. The Board of Directors of the company has clearly defined his respective roles, responsibilities and duties of the Head of Internal Audit & Compliance. The Head of Internal Audit & Compliance attends in the meetings of the Board of Directors except where he is interested in any matter.

Name of the Head of Internal Audit & Compliance:	Appointment Date
<b>Mr. Shafayet Hossain Molla</b>	<b>November 14, 2021</b>

## SUBSIDIARY COMPANY

Navana Pharmaceuticals Limited has no subsidiary company.

## FINANCIAL REPORTING AND TRANSPARENCY

The Company has prepared and presented its financial report according to

- International Accounting Standards (IAS),
- International Financial Reporting Standards (IFRS),
- Bangladesh Financial Reporting Standards (BFRS)



## INTERNAL CONTROLS

Navana Pharmaceuticals Limited has an independent internal audit department headed by the Head of Internal Audit & Compliance. Internal control reviewed by an internal audit team and reports to the Audit Committee simultaneously Audit Committee report the Board.

The head of Internal Audit & Compliance are responsible to establish internal control system within the company.

The Company's internal controls highlighted are as follows:

- Clear definition of the organizational structure and delegated authorities to functional management.
- Strategic planning and the related annual planning and quarterly forecasting process.
- Reviewing & establishing control measures within the set frame of the Company's Annual Budget & suggest possible recommendation to solve the variance.
- Procedure for the review and authorization of capital expenditures & investments
- Accounting and financial reporting policies to ensure the consistency, integrity and accuracy of the Company's accounting records.
- Reporting and review of financial results and other operating statistics as well as the Company's published quarterly and annual financial statements which are based on a standard reporting system.

## ANNUAL GENERAL MEETING

Annual General Meeting normally takes place within the six months from the end of financial year. Navana Pharmaceuticals Limited arranged its Annual General Meeting regularly as per Companies Act as well as Article of Association of the Company. Notice & other compliance of AGM has duly complied as per Companies Act & other rules and Regulation.

## DIVIDEND DISTRIBUTION POLICY

According to the directive of Bangladesh Securities and Exchange Commission (BSEC), the company formulate Dividend Distribution Policy for disbursement of dividend to shareholders and disclose the same in annual report as well as website of the company.

## COMPLIANCE WITH THE LAW

Navana Pharmaceuticals Limited very much careful relating to compliance with statutory law as well as regulatory rules & regulations. The board of Directors of the company always consider all rules regulation to operate the business and also appointed a designated compliance officer those are responsible to ensure all compliance within the company. The statutory law and regulatory rules & regulations followed by the company namely:

- The Companies Act, 1994
- The Trust Act, 1882
- The Insurance Act, 2010
- The Bank Companies Act-1991

- The Financial Institutions Act, 1993
- The Labor Law, 2006
- The Securities and Exchange Ordinance, 1969
- Securities and Exchange Rules, 1987
- SEC (Public Issue) Rules, 2015
- Corporate Governance Code-2018
- Any other rules & regulation of Commission
- General Rules and Regulations of Stock Exchange
- Listing Regulations-2015 of Stock Exchange
- Depository Act, 1999
- The Depository Regulations, 2000
- The Depository (Users) Regulations, 2003
- Bangladesh Secretarial Standard (BSS)
- Etc.

## WEBSITES

Navana Pharmaceuticals Limited has developed an official website in accordance with Corporate Governance Code-2018 which is linked with Dhaka Stock exchange & chittagong stock exchange as well as disclose all required information as per Listing Regulation-2015.

Website Address: [www.navanapharma.com](http://www.navanapharma.com)

# COMMUNICATION WITH SHAREHOLDERS

Shareholders may communicate with us through Cell Phone, Fax, E-mail, and Letter and physically in share department. There are two designated person to provide all kind of assistance of shareholders during the office hour.

## SHAREHOLDERS QUERY

Navana Pharmaceuticals Limited has separate share department in the corporate head office and one official has designated to meet up all queries and kind of service to the shareholders as per their requirement.

The contract details of share department are given below:

Address	Plot 99, Road 04, Block B, Banani, Dhaka 1213
Cell No	+880-1321131154
Telephone	+880-2-55033580-3
Fax	+880-2-55033579
E-mail	cs@navanapharma.com



# DIRECTORS REPORTS

Dear Shareholder(s)

Assalamu Alaikum

The Board of Directors is pleased to take the opportunity to present you the Directors' Report for the year ended 30 June 2022 in accordance with section 184 of the Companies Act, 1994, Rule 12 (and the schedule there under) of the Securities and Exchange Rules, 1987, IAS-1(International Accounting Standards-1) as adapted by the ICAB (Institute of Chartered Accounts of Bangladesh) BSEC Order No. BSEC/CMRRCD/2006-158/207/Admin/80 dated June 03, 2018 and IAS-1 codes as adopted by the Institute of Chartered Accountants of Bangladesh in the following paragraphs:

## 1. COMPANY OPERATON

### A. Principal Activities

The Company is engaged in manufacturing, marketing and distribution of generic pharmaceuticals finished products which includes human drugs dosages form like tablet, capsule, powder for suspension, cream, ointment, powder, injection, eye and nasal drop, liquid, sachet products, oral solution; veterinary drugs dosages form like vaccine, bolus, liquid, injection, water soluble powder, premix. The products of the company are sold in domestic and international markets.

### B. Product Development

The product development status of Navana Pharmaceuticals Limited as on 30th June, 2022 along with addition and deletion position of the products are hereby depicted hereunder:

#### I. Product of Human Health:

Sl. No	Product Categories	Count as on July 01, 2021	Added	Discarded	Count as on June 30, 2022
			107.21-30.06.22		
1	Tablet	127	19	22	124
2	Capsule	36	0	14	22
3	Injectable (Vial & Ampoule)	17		8	9
4	ENT, Ophtha Preparation	31		12	19
5	Cream, Ointment, Gel & others	20	4	11	13
6	Syrup	20		5	15
7	Powder for Suspension	25		7	18
	Total	276	23	79	220



## II.Product of Animal Health:

Sl. No	Product Categories	Count as on July 01, 2021	Added	Discarded	Count as on June 30, 2022
			107.21-30.06.22		
1	Bolus	10	2	4	8
2	Injection	5	0	0	5
3	Solution	24	1	0	25
4	Premix	3	1	0	4
5	WSP	28	0	5	23
6	Vaccine	12	0	0	12
	Total	82	4	9	77

## C. Capacity of Production

Yearly production Capacity of Navana Pharmaceuticals Limited as follows

Item Name	UoM (Mill)	Production Capacity		Actual Production		Capacity Utilization	
		2021-22	2020-21	2021-22	2020-21	2021-22	2020-21
Nasal Drops, Nasal	Dropper	6,736,858	6,386,858	6,292,191	5,243,493	93%	82%
Liquid, PFS, Oral ,Solution	Bottle	5,858,751	5,858,751	3,077,637	2,849,664	53%	49%
Powder	Container / Sachet	4,399,701	4,399,701	3,656,538	3,387,118	83%	77%
Tablet, Capsule, Syrup, Bolus	Pcs	580,343,048	580,343,048	549,370,220	484,026,626	95%	83%
Ointment, Cream	Tube	205,974	203,474	42,871	36,642	21%	18%
Injection	Vial	2,931,298	2,931,298	2,635,416	2,558,656	90%	87%
<b>Total</b>		<b>600,475,630</b>	<b>600,123,130</b>	<b>565,074,873</b>	<b>498,102,198</b>	<b>94%</b>	<b>83%</b>

## Cost of Manufacture:

The cost of production of Navana Pharmaceuticals Limited gradually increased due high volume of production as well as high rate of raw materials & inflation. Comparative Cost of Manufacture are given below:

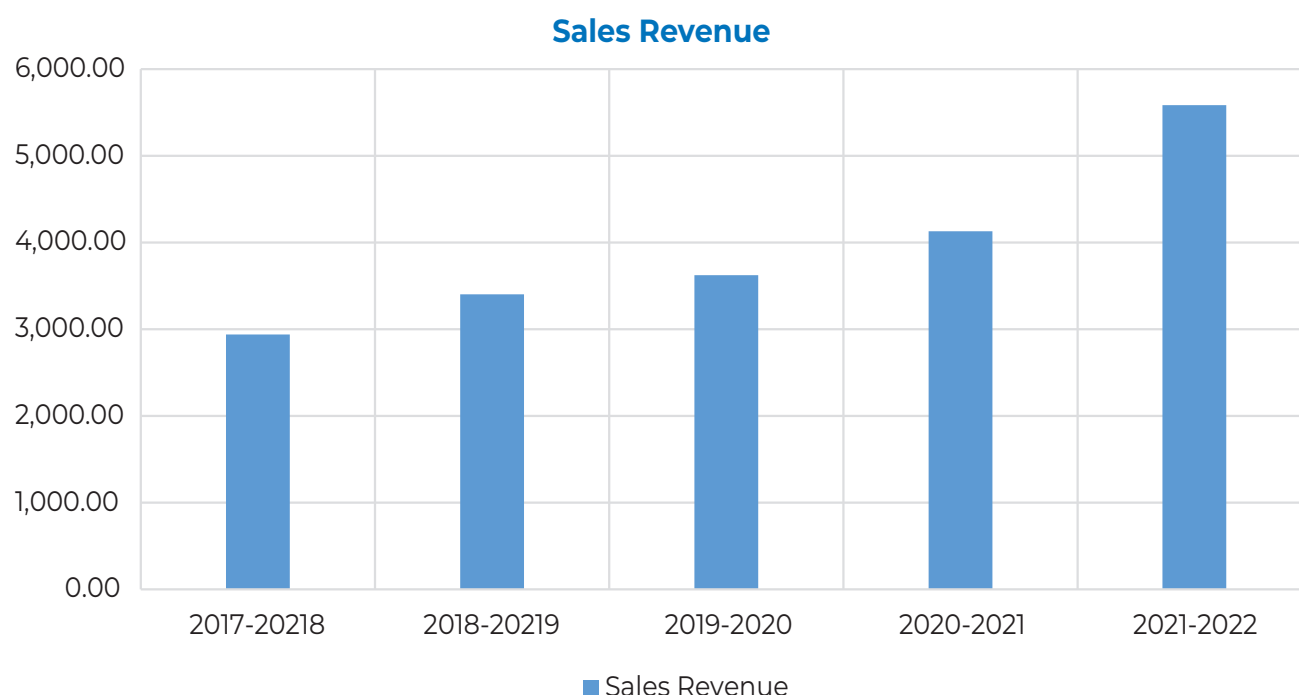
(BDT in Million)

Particulars	2021-22	2020-21
Production Quantity	565.07	498.102
Cost of Major Items of Manufacturing Cost		
Raw Material Consumed	1,614.97	1,137.49
Packing Material Consumed	672.61	600.66
Fuel/Power etc.	33.32	30.48
Spare Parts	9.55	19.64
Wages and Salaries	201.00	177.54
Other Overhead	158.83	96.59
<b>Manufacturing Cost</b>	<b>2,690.12</b>	<b>2,062.36</b>

## 2. MARKET OPERATION

The Company's marketing operations continued to emphasis on domestic market as well as export sales over the year as depicted below:

(BDT in Million)					
Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
Sales Revenue (Tk.)	5,582.49	4,128.22	3,620.71	3,400.66	2,939.15

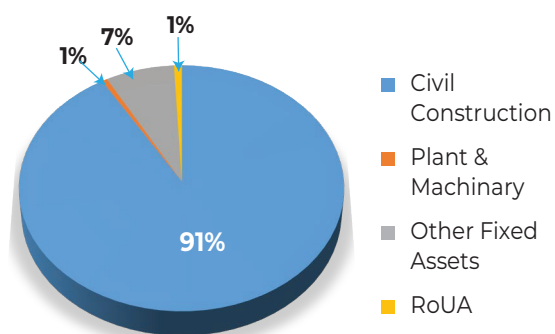


## 3. CAPITAL EXPENDITURES

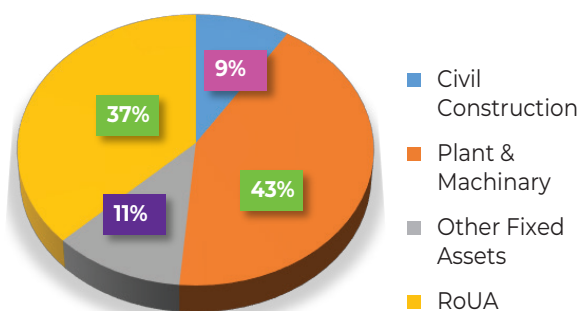
Details capital expenditure of Navana Pharmaceuticals Limited of last two years as follows

(BDT in Million)		
Particulars	2021-22	2020-21
Civil Construction	513.52	46.81
Plant & Machineries	3.2	219.77
Other Fixed Assets	40.47	58.86
RoUA	4.6	193.13
<b>Total</b>	<b>561.89</b>	<b>518.57</b>

## CAPITAL EXPENDITURE -2021-2022



## CAPITAL EXPENDITURE -2020-20221



## 4. CONTRIBUTION

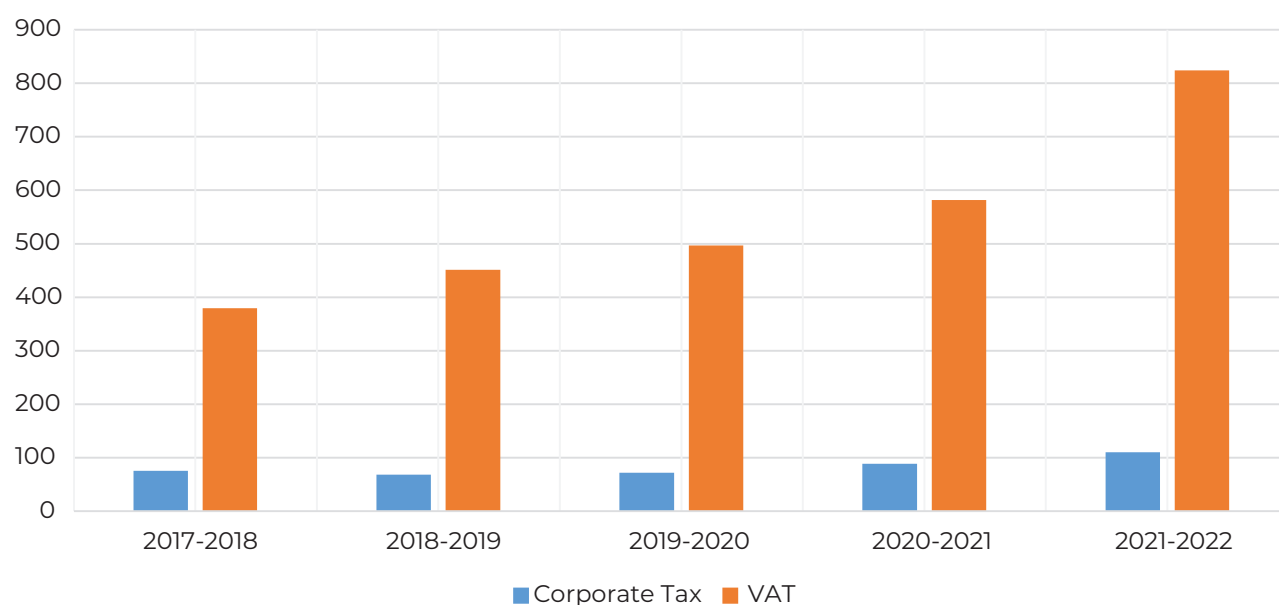
### Contribution to National Exchequer:

The company contributed to National Exchequer through corporate Tax & VAT. The details are given below:

(BDT in Million)

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
Corporate Tax	110.27	88.79	72.27	68.38	75.67
VAT	823.79	581.83	496.49	451.23	379.36
Total	934.06	670.62	568.75	519.61	455.03

### CONTRIBUTION TO THE NATIONAL EXCHANQURE

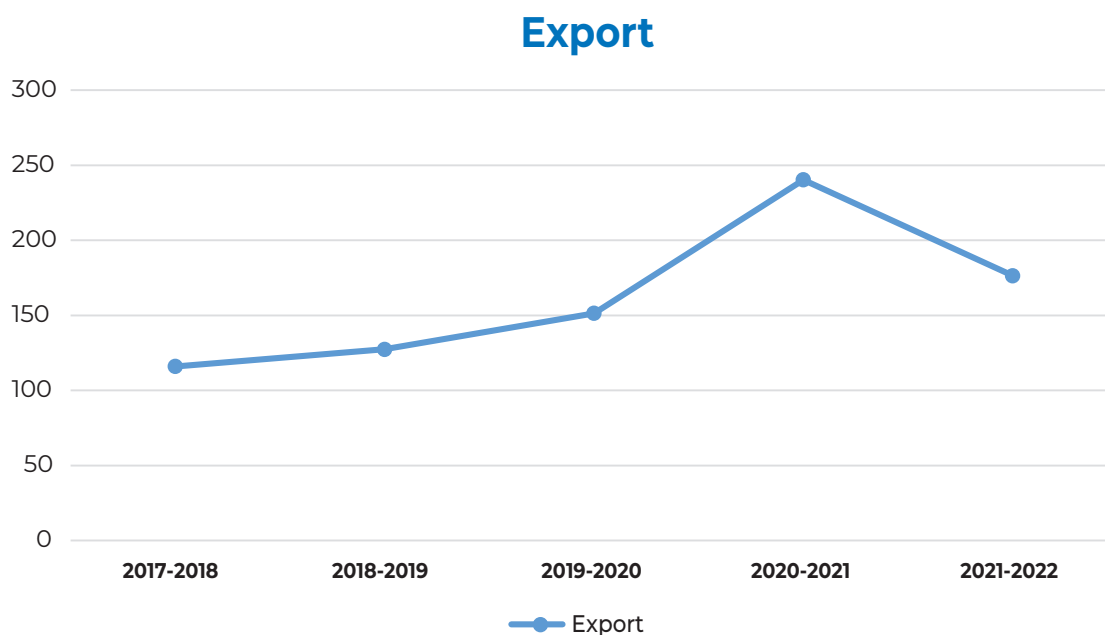


## Foreign exchange Earned/Saved

The company contributed substantially to the Foreign Exchange Reserve of the country from its inception through its export marketing operation. The details are given below:

(BDT in Million)

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
Total Export Earnings	176.40	240.26	151.36	127.39	115.99



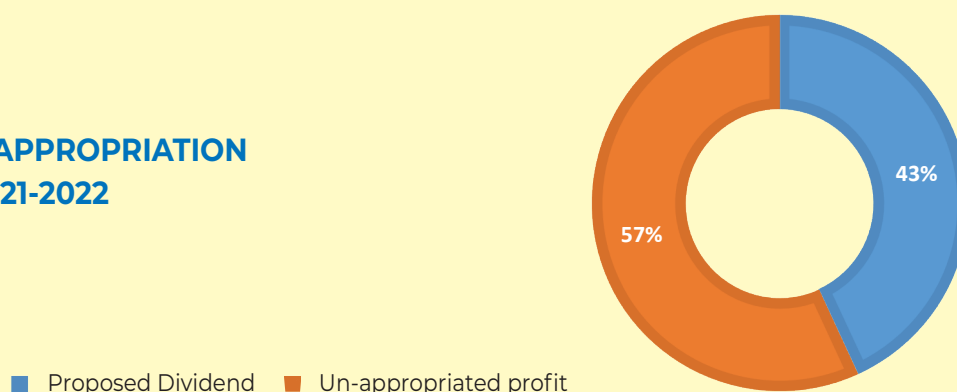
## 5. APPROPRIATION OF PROFIT

Board of Directors in its meeting held on 27th October, 2022 has recommended the appropriation of the Net Profit earned during the year 2021-2022 in the following manner:

(BDT In Million)

Particulars	2021-2022
Profit after tax	274.00
Less : Appropriation Recommended	
11% Cash Dividend	118.16
Un-appropriated profit	155.85

### NET PROFIT FOR APPROPRIATION FOR THE YEAR-2021-2022

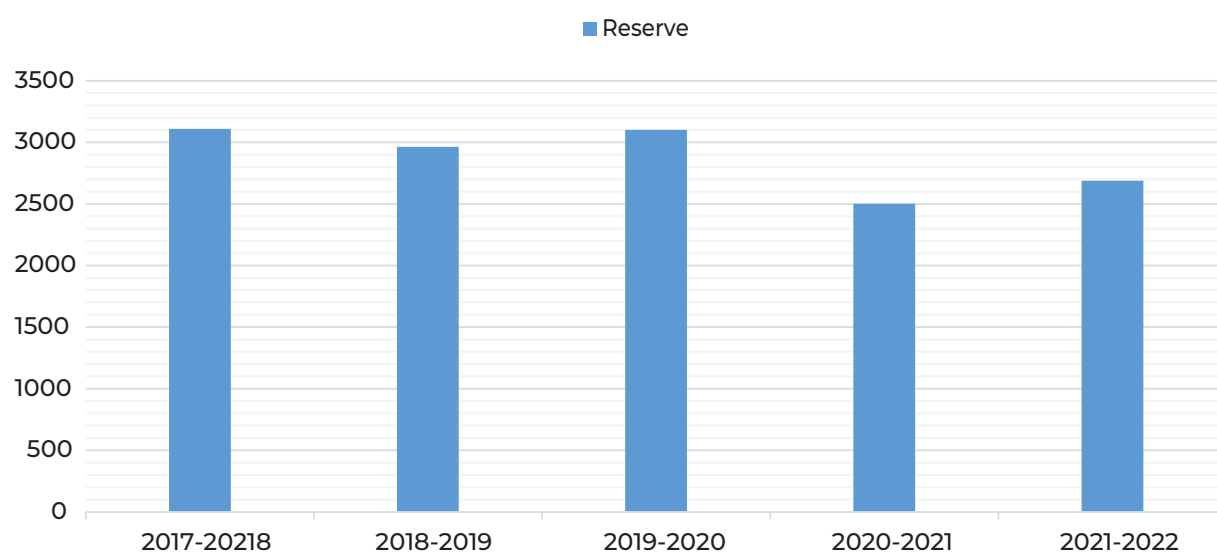




## 6. RESERVES

(BDT in Million)

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
Revaluation Reserve	1,966.27	1,966.27	1,966.27	1,966.27	2,100.59
Capital Reserve	605.59	-	-	-	-
Retained Earning	204.24	535.83	1,135.04	997.64	1,009.03
Unrealized gain /loss on marketable securities	(95.36)				
<b>Total Reserve</b>	<b>2,688.74</b>	<b>2,502.10</b>	<b>3,101.31</b>	<b>2,963.91</b>	<b>3,109.62</b>



## 7. DECLARATION OF DIVIDEND

The board of directors has recommended 11% Cash Dividend in its meeting 27th October, 2022 for the shareholders for the year June 30, 2022 subject to the final approval in the forthcoming AGM

## 8. CREDIT RATING

The Company promoted to AA rating in long term and ST-2 for short term with stable outlook which is rated by National Credit Ratings Limited up to 11th May, 2023.

## 9. AUDITORS

### ❖ Statutory Auditor

The Board of Directors in its meeting dated on October 27, 2022 has appointed MABS & J partners, Chartered Accountants as statutory auditor for the financial year 2022-2023 subject to the final approval from the shareholders in the upcoming Annual General Meeting.

The Board of Directors in its meeting dated on October 27, 2022 has appointed Suraiya Parveen & Associates, Chartered Secretary as compliance auditor for the financial year 2022-2023 subject to the final approval from the shareholders in the upcoming Annual General Meeting.

## 10. MANAGEMENT APPRICATION

The Board of Directors record with deep appreciation the contribution made and support & co-operation given by the Officers, Staff, Workers, Customers, Creditors, Banks, Insurance Companies, Utility Providers and the Government in particular and look forward to the global role of the Company. The Directors acknowledge and express their profound gratitude for the continued cooperation and unflinching support received from various agencies including Bangladesh Securities and Exchange Commission, Stock Exchanges, CDBL, RJSC, National Board of Revenue, and other agencies of the public and private sector

**APART FROM THOSE THE DIRECTORS ARE PLEASED TO CONFIRM THE FOLLOWING, IN ACCORDANCE WITH BANGLADESH SECURITIES AND EXCHANGE COMMISSION'S NOTIFICATION BSEC NOTIFICATION NO. BSEC/CMRRCD/2006-158/207/ADMIN/80 DATED JUNE 03, 2018:**

### (I) INDUSTRY OUTLOOK AND FUTURE DEVELOPMENT IN THE INDUSTRY

Over the four decades of its journey, Bangladesh's pharmaceutical sector has evolved as a strong industry that is capable of meeting 98% of local demand that amounted to around \$3 billion in 2019. Back in 2010, the size of the pharmaceutical market was \$852 million and it reached \$1.64 billion after five years, according to the Bangladesh Association of Pharmaceutical Industries (BAPI), a forum of drug makers. The market had grown to around \$3 billion before the pandemic hit businesses in April 2021.

Bangladesh is now the only least-developed country among 47 nations that has a well-developed pharmaceutical sector that can produce medicines for cancer diseases and biological products such as insulin and vaccines.

Research and Markets, a Dublin-headquartered firm, predicted in a report that Bangladesh's pharmaceutical industry will grow at an average of 12% per year for the next five years and take the market size to more than \$6 billion by 2025.

The report said the majority of this growth would be contributed by local companies with a market share of more than 90%. The share of generic drugs will be over 85% in 2025 from around 75% now, it states.

Bangladeshi companies depend on imports to meet 95% of the raw materials. So, the country will be able to save foreign currency once the API Park starts functioning, industry players said.

The ongoing Covid-19 pandemic has opened up a new window of opportunity for local drug makers as the demand for antiviral drug remdesivir is increasing worldwide in the absence of a vaccine or other drugs that can effectively treat Covid-19 patients.

Pharmaceutical shipments from Bangladesh grew 25% year-on-year to \$169 million in the last fiscal thanks to the addition of anti-coronavirus drugs to the export basket, continuous improvement of quality and policy support.

The country is also doing well in exports in recent years and exported medicines worth \$136 million to 151 countries in FY 2021. Market players said Bangladeshi companies are increasingly getting known to the world for its medicine, which will ultimately help them boost export.

To boost exports, local drug makers are conducting clinical studies for more and more products so that their exports become easy. Clinical trials are the primary way by which researchers find out if a new drug is safe and effective in human body. Various companies in the country are now conducting clinical researches on around 300 products, mostly in the laboratories of foreign countries as Bangladesh does not have the capacity to do so

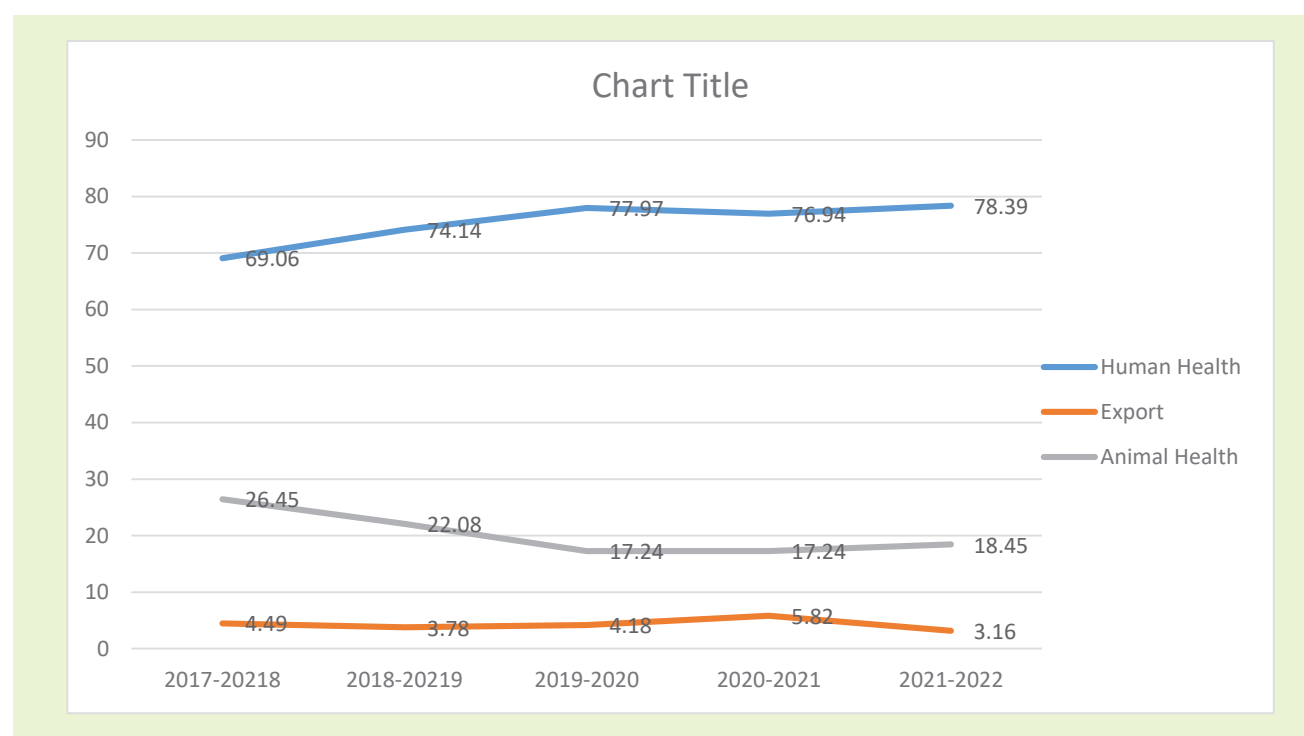
## (II) SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

The Company is engaged in manufacturing, marketing and distribution of generic pharmaceuticals finished products which includes human drugs; veterinary drugs dosages the products of the company are sold in domestic market as well as international markets

Segment wise contribution on total Revenue:

(In %)

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
Human	78.39	76.94	77.97	74.14	69.06
Export	3.16	5.82	4.18	3.78	4.49
veterinary	18.45	17.24	17.85	22.08	26.45
Total	100.00%	100.00%	100.00%	100.00%	100.00%



## (iii) RISK AND CONCERN

In the business world return and risks has reciprocal relationship. Thus, Navana would be subject to risk of a typical nature for similar pharmaceutical companies. The majority of these risks are commercial and business risks that can be mitigated effectively. Before making any investment decision, Investors should take the risk factors into consideration.

We gave a detailed discussion regarding various types of risk & the mitigating procedures of risk and action taken in line with that in Page No 124 of the Annual Reports.

#### (iv) DISCUSSION ON COST OF GOODS SOLD, GROSS PROFIT MARGIN AND NET PROFIT MARGIN

(BDT in Million)

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
Cost of Goods Sold	2,586.13	1,979.53	1,732.93	1,636.47	1,424.50
Gross Profit	2,172.57	1,627.05	1,416.08	1,334.04	1,156.62
Net Profit	274.00	202.29	137.40	85.04	76.58

The Costs of Goods Sold increased by 30.64% compare to last year due to high volume of production. Moreover, the Gross Profit also has increased by 33.53% due to high sales volume as a result Net Profit after Tax has increased by 35.45% in compare to the previous year.

#### (v) DISCUSSION ON CONTINUITY OF ANY EXTRAORDINARY GAIN OR LOSS

Company did not face any extra ordinary gain or loss continually during this financial year.

#### (vi) RELATED PARTY TRANSACTION

During the year the company had carried out considerable numbers of transaction in carrying out its operation with the related parties in its normal courses of business. The name of the related parties, nature of transaction as well as information about the transaction, the amount of transaction, and the amount of outstanding balance at the financial year ending have been monitored, disclosed and set out in the Notes No- 31.00 of the Notes to the Financial Statements in accordance with the provisions of IAS-24 "Related Party Disclosures".

#### (vii) UTILIZATION PROCEEDS RAISED THROUGH PUBLIC ISSUE

Net proceeds from Initial Public Offering (IPO) will be used for New General Production and new Utility and Engineering Building and Refurbishment of Cephalosporin Unit and Partial Loan Repayment.

Sl. No	Particulars	Amount in TK
1	Construction of new General Production Building	232,400,000
2	Construction of new Utility and Engineering Building	97,300,000
3	Refurbishment of Cephalosporin Unit	178,500,000
5	Partial loan repayment	211,800,000
6	IPO Expense	30,000,000
	<b>Total</b>	<b>750,000,000</b>

#### (viii) EXPLANATION IF THE FINANCIAL RESULT DETERIORATION AFTER THE COMPANY GOES FOR IPO

This section is not applicable because the company was listed with exchange through IPO after 30th June, 2022.

#### (ix) AN EXPLANATION ON ANY SIGNIFICAT VARIENCE THAT OCCURE QUARTERLY FINANCIAL PERFORMANCE AND ANNUAL FINANCIAL STATEMENTS

No such significant variance occurred during the period.



## (X) REMUNERATION TO DIRECTORS INCLUDING INDEPENDENT DIRECTORS

The remuneration of Directors for the year ended June 30, 2022 as follows:

SL.	Name of the Director	Position	Remuneration
1	Professor. Dr. Md. Jonaïd Shafiq	Managing Director	3,958,000.00
2	Mr. Jaevd Kaiser Ally	Director Finance	2,582,656.00
3	Dr. Sayeed Ahmed	Director Sales & Marketing	3,303,657.00

In Financial year 2021-22, there was thirteen (13) Board Meeting, Three (3) Audit Committee & One (1) NRC Meeting held & each Director has receive BDT-5000 per meeting. Meetings fee for the year ended June 30 2022 as follows:

SL.	Name of the Director	Position	Board Meeting Fee	Audit Committee Fee	NRC Fee
1	Mr. Anisuzzaman Chowdhury	Chairman	60,000	-	-
2	Professor. Dr. Md. Jonaïd Shafiq	Managing Director	60,000	-	-
3	Mrs. Imrana Zaman Chowdhury	Director	60,000	15,000	5,000
4	Mr. Manzurul Islam	Director	-	-	-
5	Dr. Zahara Rasul MD, CCFP	Director	60,000	15,000	5,000
6	Mr. Jaevd Kaiser Ally	Director	60,000	-	-
7	Mrs. Tarana Ahmed	Director	60,000	15,000	5,000
8	Dr. Sayeed Ahmed	Director	60,000	-	-
9	Mrs. Masuma Parvin	Director	60,000	15,000	5,000
10	Mr. Khondaker Sabbir Mohammad Kabir	Independent Director	45,000	15,000	-
11	Mr. Mohammad Bul Hassan FCS	Independent Director	20,000	-	5,000
12	Mr. Mohammad Arife Billah (Bar-at-law)	Independent Director	25,000	5,000	-

Note: The Board of Directors of the company didn't received any fee for first Board Meeting for the year 2021-2022.

## (XI) FAIRNESS OF FINANCIAL STATEMENT

The financial statement of Navana Pharmaceuticals Limited prepare by it's the management and present fairly its state of affairs, result of its operations, cash flows and changes in equity.

## (XII) MAINTENANCE OF PROPER BOOKS OF ACCOUNT

The company has maintain proper books of account in its head office as per companies act-1994

## (XIII) ADOPTION OF APPROPRIATE ACCOUNTING POLICIES AND ESTIMATES

Appropriate accounting policies have been consistency applied in preparation of companies financial statements

## (XIV) COMPLIANCE WITH IAS AND IFRS IN PREPARTION OF FINANCIAL STATEMENTS

In preparation of financial statement, the Company has follow International Accounting Standards (IAS) or International Financial Reporting Standard (IFRS) as applicable in Bangladesh.

## (XV) SOUNDNESS OF INTERNAL CONTROL SYSTEM

The Board has formed Audit Committee as sub-committee of the Board and they ensure that the system of internal control is sound in design and has been effectively implemented and monitored.

## (XVI) MINORITY SHAREHOLDER INTEREST

The Board of Directors of Navana Pharmaceuticals Limited very concern about minority shareholders interest in this regard the Board has appointed 3 (Three) Independent Directors to protect interest of minority shareholders.

## (XVII) ABILITY TO CONTINUE AS A GOING CONCERN

There are no significant doubts upon the company's ability to continue as a going concern.

## (XVIII) SIGNIFICANT VARIANCE OVER THE LAST YEAR'S OPERATING PROFIT

During the year 2021-2022, there is no significant variance occurred over the last years operating profit.

## (XIX) KEY OPERATING & FINANCIAL DATA

Key operating and financial data of last five years as follows:

Operational Result	2021-22	2020-21	2019-20	2018-19	2017-18
Gross Sales	5,582,493,124	4,128,224,650	3,620,705,966	3,400,655,982	2,939,154,023
VAT	823,786,600	521,648,164	471,700,815	430,144,517	358,025,022
Net Sales	4,758,706,524	3,606,576,486	3,149,005,151	2,970,511,465	2,581,129,002
Cost of Sales	2,586,134,851	1,979,530,541	1,732,926,101	1,636,470,875	1,424,999,332
Gross Profit	2,172,571,672	1,627,045,945	1,416,079,050	1,334,040,590	1,156,629,069
Administrative Expenses	151,042,811	111,953,238	102,485,008	121,129,971	116,239,169
Selling and marketing Expenses	1,143,937,454	894,673,593	799,290,781	759,772,285	652,910,519
Distribution Expenses	288,402,731	256,707,467	229,864,607	209,305,256	176,368,900
Profit from Operations	589,188,676	363,711,647	284,438,654	243,833,078	211,110,482
Finance cost	200,421,168	75,184,536	91,591,129	102,907,597	97,624,319
Other income	22,607,712	29,006,157	36,693,402	14,405,068	11,581,171
Profit before WPPF & Tax	411,375,220	317,533,268	229,540,928	155,330,610	125,067,334
Contribution to WPPF	19,589,296	15,120,632	10,262,907	7,766,530	6,253,367
Profit before tax	391,785,923	302,412,637	219,278,021	147,564,079	118,813,967
Income Tax	117,784,385	100,119,906	81,882,949	62,527,243	42,234,472
Net Profit/ (loss) After Tax	274,001,539	202,292,731	137,395,072	85,036,837	76,579,495
Non- Current Assets	4,188,661,987	3,390,088,927	2,822,508,953	2,871,762,576	3,157,747,235
Current Assets	2,895,438,347	1,809,117,576	1,628,494,017	1,625,762,427	1,535,270,323
Total Assets	7,084,100,334	5,199,206,503	4,451,002,970	4,497,525,003	4,693,017,558
Shareholders' Equity	3,483,049,325	3,304,404,713	3,102,111,982	3,105,216,910	3,250,917,872
Non-current Liabilities	314,473,228	322,759,385	105,780,563	107,691,599	151,523,383
Current Liabilities	3,286,577,781	1,572,042,407	1,243,110,425	1,284,616,493	1,290,576,304

Total Liabilities	3,601,051,009	1,894,801,792	1,348,890,988	1,392,308,092	1,442,099,687
Total Equity and Liabilities	7,084,100,33	5,199,206,505	4,451,002,970	4,497,525,002	4,693,017,559
Other Information					
Reserve & Surpluses	2,680,747,824	2,502,103,213	3,101,310,482	2,963,915,410	3,109,616,372
Net Cash Flows from Operating Activities	199,359,418	121,751,967	201,500,440	128,097,822	92,689,284
Net Operating Cash Flow per share (NOCFPS)	2.48	1.52	2.51	15,982	11,564

## (XX) REASON FOR NOT DECLARING DIVIDEND

Not applicable because the company has declare 11% Cash Dividend to its shareholders for the year ended June 30, 2022.

## (XXI) BOARD STATEMENTS REGARDING INTERIM DIVIDEND

Company didn't declare any Bonus share or Stock dividend during the year as interim dividend.

## (XXII) NUMBER OF BOARD MEETING HELD DURING THE YEAR & ATTENDANCE

During the Financial year -2021-2022, a total of 13 meetings of the board were held. Attendance by the Directors has been summarized as follows:

Sl. No	Name	Position held in 2021 -2022	Meetings Held	Meeting Attended
01	Mr. Anisuzzaman Chowdhury	Chairman	13	13
02	Professor Dr. Md. Jonaid Shafiq	Managing Director	13	13
03	Mrs. Imrana Zaman Chowdhury	Director	13	13
04	Dr. Zahara Rasul MD (CCFP) (FCFP)	Director	13	13
05	Mr. Manzurul Islam	Sponsor Director	13	0
06	Mr. Javed Kaiser Ally	Director	13	13
07	Mrs. Tarana Ahmed	Director	13	13
08	Dr. Sayeed Ahmed	Director	13	13
09	Mrs. Masuma Parvin	Director	13	13
10	Mrs. Suraiya Islam	Sponsor Director	13	0
11	Mr. Khondaker Sabbir Mohammad Kabir	Independent Director	13	09
12	Mr. Mohammad Bul Hassan FCS	Independent Director	13	04
13	Mr. Mohammad Arife Billah (Bar-At-Law)	Independent Director	13	05

- ❖ Note: The Director who could not attend in any meeting was granted leave of absence.
- ❖ Note: Mrs. Suraiya Islam has retired from the Board on August 01, 2021.
- ❖ Note: Mohammad Arife Billah (Bar-at-law) and Khandkar Sabbir Mohammad Kabir were appointed as Independent Director on September 06, 2021 & Mohammad Bul Hsasan FCS was appointed as Independent Director on November 28, 2021.

## (XXIII) PATTERN OF SHAREHOLDING

The patterns of share holdings of the Directors as on June 30, 2022 are shown in this annual report page no 61

## (XXIV) DIRECTOR'S APPOINTMENT, RETIREMENT & RE-APPOINTMENT

With regard to the appointment, retirement and re-appointment of Directors, the Company is governed by its Articles of Association & the Companies Act, 1994 and other related Rules & Legislations issued time to time by various Regulators. Accordingly, the following three Directors of the Board will retire from the office of the Company and Being they are eligible for re-election as per clause No: 100 of the Articles of Association of the Company, they applied for re-election in the ensuing 36th Annual General Meeting:

Resume of Retire & Re-appointment Directors:

Name of the Director	Mr. Javed Kaiser Ally
Date of Birth	26.06.1969
Date of First Appointment	25th November, 2020
Date of Last Appointment	25th November, 2020
Expertise Area	Accounting, Finance, General Management, Administration & Corporate Governance.
Entities where they have interest	<b>Managing Director</b> Aquamarine Limited Lighthouse Navigation Limited <b>Director</b> Meghna Insurance Company Limited Agro Acres Limited

Name of the Director	Dr. Sayeed Ahmed
Date of Birth	15.04.1977
Date of First Appointment	25th November, 2020
Date of Last Appointment	25th November, 2020
Expertise Area	Medicine & Pharmaceuticals sales & Marketing, General Management & Administration
Entities where they have interest	No directorship with other company



Name of the Director	Mrs. Tarana Ahmed
Date of Birth	27.09.1978
Date of First Appointment	25th November, 2020
Date of Last Appointment	25th November, 2020
Expertise Area Governance & Administration.	Accounting, Finance, General Management, Corporate Entities where they have interest
	<b>Chairman</b>
	<ul style="list-style-type: none"> <li>• Goodie Accessories (PVT) Limited</li> <li>• Arimate Goodie Electrical Industries Limited</li> </ul>
	<b>Managing Director</b>
	Airmate Lighting and Electrical Solutions (PVT.) Limited

## (XXV) MANAGEMENT DISSUASION AND ANALYSIS

A detailed management's discussion and analysis is given of this Annual Report page no 156 which is signed by Managing Director of the company.

## (XXVI) DECLARATION BY THE MD AND THE CFO

The declaration by the MD and the CFO disclosed in Annexure-A of this Annual Report page no 163.

## (XXVII) REPORTING AND COMPLIANCE OF CORPORATE GOVERNANCE

The Board of Directors has appointed Itrat Husain & Associates, Chartered Secretaries regarding audit of compliance conditions of Corporate Governance Code-2018 for the financial year 2021-2022.

Certificate regarding compliance of conditions Corporate Governance Code-2018 under condition No. 9 disclosed in Annexure-B & Annexure-C of this Annual Report page no 164& 165.

Thanking you,

On behalf of the Board of Director



**(Anisuzzaman Chowdhury)**

Chairman

# MANAGEMENT'S DISCUSSION AND ANALYSIS

As per condition No 1.5 (XXV) of Corporate Governance Code dated on 3rd June, 2018, a Management's Discussion and Analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others are given

## **(A) ACCOUNTING POLICIES AND ESTIMATION FOR PREPARATION OF FINANCIAL STATEMENTS**

International Accounting Standards (IAS), International Financial Reporting Standards (IFRS), Bangladesh Financial Reporting Standards (BFRS), notification of BSEC for Financial Reporting & Disclosure as applicable in Bangladesh, have been followed in preparation of the financial statements. The following IFRS / IAS are applicable for the financial statements for the period 2021-2022 as follows:

- IAS-1 Presentation of financial statements
- IAS-2 Inventories
- IAS-7 Statement of Cash Flows
- IAS-8 Accounting policies, Changes in Accounting Estimates and Errors
- IAS-10 Events after the reporting period
- IAS-12 Income Taxes
- IAS-16 Property, Plant and Equipment
- IAS -19 Employee Benefits
- IAS-21 The Effect of Changes in Foreign Exchange Rates
- IAS-23 Borrowing costs
- IAS-24 Related Party Disclosures
- IAS-32 Financial Instrument
- IAS-33 Earnings Per Share
- IAS-36 Impairment of Assets
- IAS-37 Provisions, Contingent Liabilities and Contingent Assets
- IAS-38 Intangible Assets
- IFRS-1 First-time Adoption of International Financial Reporting Standards
- IFRS-7 Financial Instruments: Disclosures
- IFRS-8 Operating Segments
- IFRS-9 Financial Instruments
- IFRS-13 Fair Value Measurement
- IFRS-15 Revenue from Contracts with Customers
- IFRS-16 Leases

## (B) CHANGES IN ACCOUNTING POLICIES AND ESTIMATION

During the year under review there was no changes in accounting policies and estimation in Financial Statements for the year ended 2021-2022.

## (C) COMPARATIVE ANALYSIS (INCLUDING EFFECTS OF INFLATION) OF FINANCIAL PERFORMANCE OR RESULTS AND FINANCIAL POSITION WITH IMMEDIATE PRECEDING 5 (FIVE) YEARS:

The comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding 5 (five) years are given below:

### STATEMENT OF FINANCIAL POSITION

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
<b>Statement of Financial Position</b>					
<b>Non- Current Assets</b>					
Property, Plant and equipment	3,421,837,666	2,970,319,683	2,693,986,180	2,713,986,566	3,123,772,235
Intangible Assets	770,000	990,000			
Capital Work in Progress	403,007,534	159,035,250			
Right-of Use Asset	204,018,990	259,743,994	104,762,168	111,108,196	
Deferred Tax Asset			23,760,605	12,692,814	
Investment in Share	159,028,097			33,975,000	33,975,000
<b>Total Non-Current Assets</b>	<b>4,188,661,987</b>	<b>3,390,088,927</b>	<b>2,871,762,576</b>	<b>2,859,069,762</b>	<b>3,157,747,235</b>
<b>Current Assets</b>					
Inventories	1,009,145,823	802,165,574	761,100,675	728,587,010	717,789,244
Trade and Other receivables	547,819,881	462,891,220	435,818,418	411,111,637	360,903,450
Advance, Deposits & Prepayments	1,204,469,458	444,485,260	357,690,627	343,737,651	434,671,742
Goods in Transit	67,575,600	73,799,207	19,166,763	16,937,418	
Cash & cash equivalents	66,427,585	25,776,315	54,717,534	23,616,211	14,852,518
Deferred Tax Asset					7,053,369
Non-current Asset Held for Sale				101,772,500	
<b>Total Current Assets</b>	<b>2,895,438,346</b>	<b>1,809,117,577</b>	<b>1,628,494,017</b>	<b>1,625,762,427</b>	<b>1,535,270,323</b>
<b>Total Assets</b>	<b>7,084,100,333</b>	<b>5,199,206,505</b>	<b>4,451,002,970</b>	<b>4,497,525,003</b>	<b>4,693,017,558</b>
<b>Shareholders' Equity</b>					
Paid-up Share Capital	802,301,500	802,301,500	801,500	801,500	801,500
Revaluation Reserve	1,966,271,633	1,966,271,633	1,966,271,633	1,966,271,633	2,100,586,253
Retained earnings	204,242,971	535,831,580	1,135,038,849	997,643,777	1,009,030,119
Share Money Deposit				140,500,000	140,500,000
Tax Holiday					

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
Tax Holiday					
Capital Reserve	605,590,148				
Unrealized gain/loss reserve	(95,356,927)				
<b>Total Equity</b>	<b>3,483,049,324</b>	<b>3,304,404,714</b>	<b>3,102,111,982</b>	<b>3,105,216,910</b>	<b>3,250,917,872</b>
<b>Liabilities</b>					
<b>Non-Current Liabilities</b>					
Loan from Director	30000000	30000000	38727500		
Lease Liabilities	100,720,006	31,527,892	27,582,782	37,367,111	65,532,121
Long Term loan	141,390,720	132,979,288	22,168,620	56,681,934	82,069,563
Deferred Tax Liabilities	42,362,502	28,252,205	17,301,661	13,642,554	3,921,699
<b>Total Non-current Liabilities</b>	<b>314,473,228</b>	<b>322,759,385</b>	<b>105,780,563</b>	<b>107,691,599</b>	<b>151,523,383</b>
<b>Current Liabilities</b>					
Short term loan	2,682,055,890	1,136,653,530	782,695,352	798,087,639	838,001,793
Lease Liabilities (Currently Mature)	29,254,646	34,620,415	24,128,875	25,772,899	40,082,315
Long Term loan (Currently Mature)	28,125,222	18,797,712	36,514,324	28,624,180	21,376,564
Inter-Company Account			34,800,000	109,896,470	121,096,470
Trade and Other Payable	547,142,023	381,970,750	364,971,874	322,235,305	270,019,162
<b>Total Current Liability</b>	<b>3,286,577,781</b>	<b>1,572,042,407</b>	<b>1,243,110,425</b>	<b>1,284,616,493</b>	<b>1,290,576,304</b>
<b>Total Liabilities</b>	<b>3,601,051,009</b>	<b>1,894,801,792</b>	<b>1,348,890,988</b>	<b>1,392,308,092</b>	<b>1,442,099,687</b>
<b>Total Equity and Liabilities</b>	<b>7,084,100,333</b>	<b>5,199,206,505</b>	<b>4,451,002,970</b>	<b>4,497,525,002</b>	<b>4,693,017,559</b>

In the year 2021-2022, Total Non-Current Assets stood 4,188.66 million and Total Current Assets stood 2,895.43 million. Moreover total Equity stood 3,483.05 million and total Liabilities stood 3,601.05 million.



## STATEMENT OF COMPREHENSIVE INCOMES

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
Gross Sales	5,582,493,124	4,128,224,650	3,620,705,966	3,400,655,982	2,939,154,023
VAT	823,786,600	521,648,164	471,700,815	430,144,517	358,025,022
<b>Net Sales</b>	<b>4,758,706,524</b>	<b>3,606,576,486</b>	<b>3,149,005,151</b>	<b>2,970,511,465</b>	<b>2,581,129,002</b>
Cost of Sales	2,586,134,851	1,979,530,541	1,732,926,101	1,636,470,875	1,424,499,933
<b>Gross Profit</b>	<b>2,172,571,673</b>	<b>1,627,045,945</b>	<b>1,416,079,050</b>	<b>1,334,040,590</b>	<b>1,156,629,069</b>
Operating Expenses	1,583,382,996	1,263,334,298	1,131,640,396	1,090,207,512	945,518,588
Administrative Expenses	151,042,811	111,953,238	102,485,008	121,129,971	116,239,169
Selling & Marketing Expenses	1,143,937,454	894,673,593	799,290,781	759,772,285	652,910,519
Distribution Expenses	288,402,731	256,707,467	29,864,607	209,305,256	176,368,900
<b>Operating Profit</b>	<b>589,188,677</b>	<b>363,711,647</b>	<b>284,438,654</b>	<b>243,833,078</b>	<b>211,110,481</b>
Finance cost	200,421,168	75,184,536	91,591,129	102,907,597	97,624,319
Other Income/Loss	22,607,712	29,006,157	36,693,402	14,405,068	11,581,171
<b>Profit/(loss) before WPPF &amp; WF</b>	<b>411,375,221</b>	<b>317,533,268</b>	<b>229,540,927</b>	<b>155,330,549</b>	<b>125,067,333</b>
Contribution of WPPF	19,589,296	15,120,632	10,262,907	7,766,530	6,253,367
<b>Profit before tax</b>	<b>391,785,923</b>	<b>302,412,637</b>	<b>219,278,020</b>	<b>147,504,019</b>	<b>118,813,966</b>
Income Tax	117,784,385	100,119,906	81,882,949	62,527,243	42,234,472
Current Tax	103,674,087	65,408,756	89,291,633	58,445,833	45,366,142
Deferred tax benefit/(expense)	14,110,297	34,711,150	(7,408,684)	4,081,410	(3,131,670)
<b>Net Profit/ (loss) After Tax</b>	<b>274,001,540</b>	<b>202,292,731</b>	<b>137,395,071</b>	<b>85,036,776</b>	<b>76,579,496</b>

In the year 2021-2022, Gross Sales stood 5,582.49 million which is 35.23% higher than the previous year. Cost of Goods sold stood 2,586.13 which is 30.64% higher than the previous year. Moreover gross profit stood 2,172.57 which is 33.53% higher than the previous year and net profit after tax stood 274.00 which is 35.45% higher than the previous year as well as earning per share (EPS) increased to 3.42 from 2.52.

## STATEMENT OF CASH FLOW

Particulars	2021-22	2020-21	2019-20	2018-19	2017-18
Net Cash Flow from Operating Activities	199,359,418	121,751,967	201,500,440	128,097,822	92,689,284
Net Cash Flow from Investing Activities	(1,527,259,046)	(468,278,869)	(19,705,411)	(10,245,257)	(151,864,801)
Net Cash Flow from Financing Activities	1,368,498,262	317,585,683	(150,694,132)	(109,091,177)	47,720,036

In the year 2021-2022, Net Cash Flow from Operating Activities stood 199.36 million which is 64.00% higher than the previous year. Moreover Net Cash Flow from Operating Activities per share stood to 2.48 from 1.52. Net Cash Flow from Investing Activities stood (1,527.26) million and Net Cash Flow from Financing Activities 1,368.50 million.

## (D) COMPARISON OF FINANCIAL PERFORMANCE WITH PEER INDUSTRY

Operational Result	Navana Pharmaceuticals Limited as on June 30 2022	Square Pharmaceuticals Limited as on June 30 2021	Reneta Pharmaceuticals Limited as on June 30 2021	Orion Pharmaceuticals Limited as on June 30 2021	Beacon Pharmaceuticals Limited as on June 30 2021
Total Assets	7,084,100,333	86,602,383,695	34,382,666,839	26,662,031,155	8,535,571,691
Non-Current Assets	4,188,661,986	31,656,449,304	17,084,165,969	16,851,710,644	3,319,776,214
Current Assets	2,895,438,346	54,945,934,391	17,298,500,870	9,810,320,511	5,215,795,475
Paid-up Capital	802,301,500	8,864,510,100	974,481,660	2,340,000,000	2,310,000,000
Total Shareholders' Equity	3,483,049,324	82,217,574,950	25,449,807,788	2,412,193,719	5,355,162,953
Non-current Liabilities	314,473,228	1,274,853,017	1,368,214,166	12,651,282,936	387,746,624
Current Liabilities	3,286,577,781	3,109,955,728	7,564,644,885	1,598,554,500	2,792,662,114
Net Revenue	4,758,706,524	50,703,028,902	29,250,906,541	2,612,321,217	7,121,152,758
Gross Profit	2,172,571,672	25,902,993,347	13,949,495,608	1,455,739,166	3,686,730,252
Profit from Operations	589,188,676	16,126,118,207	6,815,171,038	431,271,723	1,421,623,726
Net Profit Before Tax	391,785,923	18,755,932,542	6,733,532,035	347,567,042	1,198,163,031
Net Profit/ (loss) After Tax	274,001,539	14,743,264,610	5,034,820,910	285,122,331	863,169,294
Net Cash Flows from Operating Activities	199,359,418	10,924,582,382	4,229,209,876	496,522,953	196,557,471
Earnings Per Share (EPS)	3.42	16.63	51.67	1.22	3.74
Net Operating Cash Flows Per Share (NOCFPS)	2.48	12.32	43.40	2.12	0.85
NAV Per Share	43.41	92.75	261.16	47.16	23.18

## (E) FINANCIAL & ECONOMIC SCENARIO OF THE COUNTRY AND THE GLOBE IN BANGLADESH:

Bangladesh has an impressive track record of growth and development. It has been among the fastest growing economies in the world over the past decade, supported by a demographic dividend, strong ready-made garment (RMG) exports, remittances, and stable macroeconomic conditions. The country made a strong economic recovery from the COVID-19.

Bangladesh tells the world a remarkable story of poverty reduction and development. From being one of the poorest nations at birth in 1971, Bangladesh reached lower-middle income status in 2015. It is on track to graduate from the UN's Least Developed Countries (LDC) list in 2026. Poverty declined from 43.5 percent in 1991 to 14.3 percent in 2016, based on the international poverty line of \$1.90 a day (using 2011 Purchasing Power Parity exchange rate). Moreover, human development outcomes improved along many dimensions.

Bangladesh, like other countries, has been significantly affected by the COVID-19 pandemic, which has constrained economic activities and reversed some of the gains achieved in the last decade. Real GDP growth accelerated to 6.9 percent in FY21 as pandemic-related restrictions were eased, led by a rebound of manufacturing and service sector activities. On the demand side, exports and private consumption-led growth. So far, more than 75 percent of the population have been inoculated with the first dose of the vaccine in total. However, its growth faces new headwinds following increasing global commodity prices amid the uncertainty created by the Russia-Ukraine war.

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## IN GLOBAL

A tentative recovery in 2021 has been followed by increasingly gloomy developments in 2022 as risks began to materialize. Global output contracted in the second quarter of this year, owing to downturns in China and Russia, while US consumer spending undershot expectations. Several shocks have hit a world economy already weakened by the pandemic: higher-than-expected inflation worldwide especially in the United States and major European economies triggering tighter financial conditions; a worse-than-anticipated slowdown in China, reflecting COVID-19 outbreaks and lockdowns; and further negative spillovers from the war in Ukraine.

The baseline forecast is for growth to slow from 6.1 percent last year to 3.2 percent in 2022, 0.4 percentage point lower than in the April 2022 World Economic Outlook. Lower growth earlier this year, reduced household purchasing power, and tighter monetary policy drove a downward revision of 1.4 percentage points in the United States. In China, further lockdowns and the deepening real estate crisis have led growth to be revised down by 1.1 percentage points, with major global spillovers. And in Europe, significant downgrades reflect spillovers from the war in Ukraine and tighter monetary policy. Global inflation has been revised up due to food and energy prices as well as lingering supply-demand imbalances, and is anticipated to reach 6.6 percent in advanced economies and 9.5 percent in emerging market and developing economies this year upward revisions of 0.9 and 0.8 percentage point, respectively. In 2023, disinflationary monetary policy is expected to bite, with global output growing by just 2.9 percent.

The risks to the outlook are overwhelmingly tilted to the downside. The war in Ukraine could lead to a sudden stop of European gas imports from Russia; inflation could be harder to bring down than anticipated either if labor markets are tighter than expected or inflation expectations unanchored; tighter global financial conditions could induce debt distress in emerging market and developing economies; renewed COVID-19 outbreaks and lockdowns as well as a further escalation of the property sector crisis might further suppress Chinese growth; and geopolitical fragmentation could impede global trade and cooperation. A plausible alternative scenario in which risks materialize, inflation rises further, and global growth declines to about 2.6 percent and 2.0 percent in 2022 and 2023, respectively, would put growth in the bottom 10 percent of outcomes since 1970. With increasing prices continuing to squeeze living standards worldwide, taming inflation should be the first priority for policymakers. Tighter monetary policy will inevitably have real economic costs, but delay will only exacerbate them. Targeted fiscal support can help cushion the impact on the most vulnerable, but with government budgets stretched by the pandemic and the need for a disinflationary overall macroeconomic policy stance, such policies will need to be offset by increased taxes or lower government spending. Tighter monetary conditions will also affect financial stability, requiring judicious use of macro prudential tools and making reforms to debt resolution frameworks all the more necessary. Policies to address specific impacts on energy and food prices should focus on those most affected without distorting prices. And as the pandemic continues, vaccination rates must rise to guard against future variants. Finally, mitigating climate change continues to require urgent multilateral action to limit emissions and raise investments to hasten the green transition.

## **(F) RISKS AND CONCERNS ISSUES AND MITIGATION PLAN OF THE COMPANY RELATED TO THE FINANCIAL STATEMENTS:**

The company has given a detailed statement relating to risks and its concerns issues to the financial statements and stated its mitigating plan of that risks which are facing or to be facing in the near future in page no 124 of the Annual Report.

## **(G) FUTURE PLAN OR PROJECTION OR FORECAST FOR COMPANY'S OPERATION, PERFORMANCE AND FINANCIAL POSITION, WITH JUSTIFICATION THEREOF**

The Management of Navana Pharmaceuticals Limited is very much cautious about growth & profitability therefore the company has follow feasible plans and strategies as well as adopting necessary changes to ensure the company's long-term performance and financial position and it has all the necessary plans and promises to continue operations in the near future.

On behalf of the Company



**PROFESSOR DR. MD JONAID SHAFIQ**

Managing Director



# Navana Pharmaceuticals Limited

## Declaration by CEO and CFO

Date: October 01, 2022  
The Board of Directors,  
Navana Pharmaceuticals Limited  
House # 99, Road # 4, Block-B  
Banani, Dhaka-1213

**Subject: Declaration of Financial Statements for the year ended on 30th June, 2022.**

Dear Sirs,

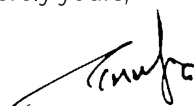
Pursuant to the condition no. 1(5) (xxvi) imposed vide the commission's Notification No. BSEC/CMRRD/2006-158/207/Admin/80, Dated: 3rd June, 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

- (1) The Financial Statements of Navana Pharmaceuticals Limited for the year ended on 30th June, 2022 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 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 30th June, 2022 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 my 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,



**Professor Dr. Md. Jonaid Shafiq**  
Managing Director



**Md. Abu Hurayra FCA**  
Chief Financial Officer

**Certificate on Compliance  
Of  
Corporate Governance  
Report to the Shareholders of Navana Pharmaceuticals  
Limited on Compliance of Corporate Governance Code**

We have examined the compliance status to the Corporate Governance Code by **NAVANA PHARMACEUTICALS LIMITED** ("the Company") for the year ended 30 June 2022. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 of the Bangladesh Securities and Exchange Commission BSEC).

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

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

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

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

Dhaka, 25 October, 2022



For: Itrat Husain & Associates

**Itrat Husain FCMA, FCS  
Chief Executive**

# REPORT ON COMPLIANCE WITH CORPORATE GOVERNANCE CODE

[For the Year ended 30<sup>th</sup> June 2022]

[As per Condition No. 1(5) (xxvii) as well as condition No. 9 and Annexure-C of the Corporate Governance Code issue by BSEC's Notification No. SEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018]

Condition No.	Title	Compliance Status		Remarks
		Complied	Non Complied	
1.0	Board of Directors			
1(1)	Board's Size: Board members shall not be less than 5 (Five) and more than 20 (Twenty)	√		The Board is comprised of 12 (Twelve) members
1(2)	Independent Directors: Representation of ID in Board			
1(2)(a)	Number of Independent Director: At least 1/5th	√		There are 3 (Three) ID in the Board
1(2)(b)	For the purpose of this clause "Independent Director" means a Director -	The ID have declared their compliances		
1(2)(b)(i)	Independent Director do not hold any share or less than 1% (one) percent share of total paid -up shares of the company	√		
1(2)(b)(ii)	ID is not connected with the company' sponsor or director or shareholder who holds 1% or more share	√		
1(2)(b)(iii)	Who has not been an executive of the company in immediately preceding 2 (two) financial years	√		
1(2)(b)(iv)	Independent Directors do not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary/associated company	√		
1(2)(b)(v)	Independent Directors are not the members or TREC holder, directors or officers of any stock exchange	√		
1(2)(b)(vi)	Who is not the shareholder, directors excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market	√		
1(2)(b)(vii)	Independent Directors are/were not the partners or executives during preceding three years of any statutory audit firm	√		
1(2)(b)(viii)	They are not the Independent directors in more than 5 (five) listed companies	√		
1(2)(b)(ix)	Who is not convicted by a court of competent jurisdiction as a defaulter in payment of any loan to bank or a non-bank financial institution (NBFI).	√		
1(2)(b)(x)	Who is not been convicted for a criminal offence involving moral turpitude	√		

<b>1(2)(b)(x)</b>	Who is not been convicted for a criminal offence involving moral turpitude	√		
<b>1(2)(c)</b>	The independent directors shall be appointed by the Board of directors and approved by the shareholders in the Annual General Meeting	√		
<b>1(2)(d)</b>	The post of independent directors cannot remain vacant for more than 90 days	-	-	No such case occurred
<b>1(2)(e)</b>	The tenure of office of an independent directors shall be for a period of three years which may be extended for one term only & Independent director shall not be subject to retirement by rotation as per companies Act, 1994. After completing two term e.g. six (6) years, a time gap of one (1) tenure e.g. three (3) years independent director may be considered for reappointment.	√		
<b>1(3)</b>	Qualification of Independent director (ID)			
<b>1(3)(a)</b>	Independent Director shall be knowledgeable individual with integrity	√		
<b>1(3)(b)</b>	Independent Director shall have following qualification:			
<b>1(3)(b)(i)</b>	Business leader who is or was a promoter or director of an unlisted company having minimum paid up capital of Tk. 100 million or any listed company or a member of any national or international chamber of commerce or business association	-	-	Not applicable
<b>1(3)(b)(ii)</b>	Corporate leader who is or was a top level executive not lower than CEO or MD or DMD or CFO or Head of Finance or Accounts or company secretary or head of internal audit and compliance or head of legal service or a candidate with equivalent position of an unlisted company having minimum paid up capital of 100 million or of a listed company.	√		
<b>1(3)(b)(iii)</b>	Former official of government or statutory or autonomous or regulatory body in the position not below 5 <sup>th</sup> grade of the national pay scale (at least bachelor degree in economics or commerce or business or law)	-	-	Not applicable
<b>1(3)(b)(iv)</b>	University teacher who has an educational background in economics or commerce or business studies or law.	-	-	Not applicable
<b>1(3)(b)(v)</b>	Professional or who is or was an advocate practicing at least in the high court division of supreme court or a CA or CMA or CFA or CCA or CPA or CMA or CS or equivalent position.	√		
<b>1(3)(c)</b>	The Independent Director shall have at least 10 years of experience in any field mentioned in clause (b)	√		



<b>1(3)(d)</b>	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the commission	-	-	Not applicable
<b>1.4</b>	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer:			
<b>1(4)(a)</b>	The Chairman of the Board and the Managing Director (MD) and /or Chief Executive Officer (CEO) shall be different individuals.	√		
<b>1(4)(b)</b>	The MD and/or CEO of a listed company shall not hold the same in another listed company	√		
<b>1(4)(c)</b>	The Chairman of the board shall be elected from among the non-executive Directors of the company	√		
<b>1(4)(d)</b>	The board shall clearly define respective roles & responsibilities of chairperson and MD and/or CEO	√		
<b>1(4)(e)</b>	In the absence of chairperson of the board, remaining members may elect one of themselves from non-executive directors as chairperson & the reason of absence shall be duly recorded in the minutes	√		
<b>1.5</b>	The Directors' Report to Shareholders			
<b>1.5 (i)</b>	Industry outlook and possible future developments in the industry	√		
<b>1.5 (ii)</b>	Segment-wise or product-wise performance	√		
<b>1.5 (iii)</b>	Risk and Concern including external & internal risk factors threat to sustainability & negative impact on environment, if any	√		
<b>1.5 (iv)</b>	A discussion on cost of goods sold, gross profit margin and net profit margin, where applicable;	√		
<b>1.5 (v)</b>	A Discussion on continuity of an Extra-ordinary activities and their implications (gain or loss)	√		No such extra ordinary gain or loss occurred
<b>1.5 (vi)</b>	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	√		
<b>1.5 (vii)</b>	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;	√		
<b>1.5 (viii)</b>	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing etc.;	√		
<b>1.5 (ix)</b>	An Explanation on significant variance occurs between quarterly financial performance and Annual Financial Statements	√		
<b>1.5 (x)</b>	A statement of Remuneration to directors including independent director	√		
<b>1.5 (xi)</b>	The financial statements prepared by the management of the issuer company present fairly state its affairs, the result of its operation, cash flows and changes in equity	√		

1.5 (xii)	Proper books of account of the issuer company have been maintained	√		
1.5 (xiii)	Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment	√		
1.5 (xiv)	A statement that International Accounting Standards (IAS)/ Bangladesh Accounting Standards (BAS)/International Financial Reporting Standards (IFRS)/Bangladesh Financial Reporting Standards (BFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there-from has been adequately disclosed.	√		
1.5 (xv)	The system of internal control is sound in design and has been effectively implemented and monitored	√		
1.5 (xvi)	A statement that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress;	√		
1.5 (xvii)	There are no significant doubts upon the issuer company's ability to continue as a going concern. If the issuer company is not considered to be a going concern, the fact along with the reasons thereof should be disclosed	√		
1.5 (xviii)	Significant deviations from the last year's operating results of the issuer company shall be highlighted and the reason thereof should be explained	√		
1.5 (xix)	Key operating and financial data of at least preceding five years shall be summarized	√		
1.5 (xx)	If the issuer company has not declared dividend (cash or stock) for the year, the reasons thereof shall be given	√		Not applicable since the company has declared 11% cash dividend
1.5 (xxi)	No bonus share or stock dividend has been or shall be declared as interim dividend	√		
1.5 (xxii)	The number of Board meetings held during the year and attendance by each director shall be disclosed.	√		
1.5 (xxiii)	<b>Report on the pattern of shareholding disclosing the aggregate number of share held by -</b>			
1.5(xxiii)(a)	Parents/Subsidiary/ Associated companies and other related parties (name wise details)	√		
1.5 (xxiii)b	Directors, Chief Executive Officer, Company secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details)	√		
1.5 (xxiii) c	Executives	√		
1.5 (xxiii)d	Shareholders holding ten percent or more voting interest in the company (name wise details)	√		

<b>1.5 (xxiv)</b>	<b>Disclosure on the appointment /reappointment of directors</b>			
<b>1.5 (xxiv)a</b>	A brief resume of the director	✓		
<b>1.5 (xxiv)b</b>	Nature of his/her expertise in specific functional areas	✓		
<b>1.5 (xxiv)c</b>	Names of companies in which the person also holds directorship and the membership of committees of the board than this company	✓		
<b>1.5 (xxv)</b>	A management discussion and analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statement, among others focusing on:	✓		
<b>1.5(xxv)(a)</b>	Accounting policies & estimation for preparation of financial statements	✓		
<b>1.5(xxv)(b)</b>	Changes in accounting policies & estimation, if any clearly describing the effect on financial performance or results and financial position as well as cash flows in the absolute figures	✓		
<b>1.5(xxv)(c)</b>	Comparative analysis (including effect of inflation) of financial performance or results and financial position as well as cash flows in the absolute	✓		
<b>1.5(xxv)(d)</b>	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario	✓		
<b>1.5(xxv)(e)</b>	Briefly explain the financial and economic scenario of the country and the globe	✓		
<b>1.5(xxv)(f)</b>	Risks & concerns issued related to the financial statements, explaining such risk and concerns mitigation plan of the company	✓		
<b>1.5(xxv)(g)</b>	Future plan or projection or forecast for company's operation, performance and financial position, with jurisdiction thereof, i.e. actual position shall be explained to the shareholders in the next AGM	✓		
<b>1.5(xxvi)</b>	Declaration or certification by the CEO and the CFO to the board as required under condition No.:3(3) shall be disclosed as per Annexure -A;	✓		
<b>1.5(xxvii)</b>	The report as well as certificate regarding compliance of conditions of the code as required under condition No.9 shall be disclosed as per Annexure-B & Annexure-C	✓		
<b>1(6)</b>	The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with BSS as adopted by the Institute of Chartered Secretaries of Bangladesh	✓		

<b>1(7)</b>	<b>Code of Conduct for the Chairperson, other Board members and Chief Executive Officer :</b>			
<b>1(7)(a)</b>	The board shall lay down a code of conduct based on the recommendation of the NRC at condition No.6 for the chairperson of the board, other board members & CEO of the company	√		
<b>1(7)(b)</b>	The code of conduct as determined by the NRC shall be posted in the website of the company among others prudent conduct & behavior; confidentiality; conflict of interest; compliance with laws , rules & regulations; prohibition of insider trading; relations hip with environment, employees, customers and suppliers; and independency	√		
<b>2.00</b>	<b>Governance of Board of Directors of Subsidiary Company:</b>			
<b>2 (a)</b>	Provisions relating to the composition of board of holding company shall be made applicable to the composition of the board of subsidiary company	-	-	Not Applicable
<b>2 (b)</b>	At least one (1) independent director of the board of the holding company shall be a director in the board of subsidiary company	-	-	Not Applicable
<b>2 (c)</b>	The minutes of the subsidiary company shall be placed for review at the following board meeting of the holding company	-	-	Not Applicable
<b>2 (d)</b>	The minutes of the respective board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also	-	-	Not Applicable
<b>2 (e)</b>	The audit committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company	-	-	Not Applicable
<b>3.</b>	<b>Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS):</b>			
<b>3 (1)</b>	<b>Appointment</b>			
<b>3(1)(a)</b>	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	√		
<b>3(1)(b)</b>	Position of MD, CFO, HIAC and CS shall be filled by different individuals The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	√		
<b>3(1)(c)</b>	The MD or CEO, CFO, HIAC and CS shall not hold any executive position in any other company at the same time	√		The Managing Director of the Company obtained approval from concerned Authority of the Government to held such position under Section 109 (2) of the Companies Act, 1994



3(1)(d)	The Board shall clearly define their respective roles, responsibilities and duties of CFO, HIAC & CS	√		
3(1)(e)	The MD or CEO, CFO, HIAC and CS shall not be removed from their position without approval of Board as well as immediate dissemination to the commission & stock exchange(s).	√		
3(2)	<p>Requirements to attend BOD's Meetings -The MD or CEO, CFO, HIAC and CS shall attend Board of Directors meeting The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board:</p> <p>Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.</p>	√		
3(3)	<b>Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer(CFO):</b>			
3(3)(a)	The MD or CEO and CFO shall certify to the board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:	√		
3(3)(a) (i)	These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	√		
3(3)(b)	These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws	√		
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the annual report	√		
4	<p>Board of Directors' committee:</p> <p>For ensuring good governance in the company, the Board shall have at least following sub - committees:</p>	√		
4(i)	Audit Committee	√		
4 (ii)	Nomination and Remuneration Committee	√		
5	<b>Audit Committee</b>			
5(1)	Responsibility to the Board of Directors			
5 (1)(a)	Audit Committee shall be the sub-committee of the Board of Directors	√		
5 (1)(b)	The committee shall assist the Board of Directors in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business	√		
5 (1)(c)	The Audit Committee shall be responsible to the Board of Directors. The duties of the Audit Committee shall be clearly set forth in writing	√		

<b>5 (2)</b>	<b>Constitution of the Audit Committee:</b>			
<b>5 (2)(a)</b>	The Audit Committee shall be composed of at least three (3) members	√		Audit committee comprised with the six members including Two Independent Directors.
<b>5 (2)(b)</b>	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director;	√		Audit committee comprised by the six Non-executive Directors including Two Independent Directors.
<b>5 (2)(c)</b>	All members of the audit committee should be financially literate and at least one member shall have accounting or related financial management experience and 10 (ten) years of such experience.	√		
<b>5 (2)(d)</b>	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 1 (one) month from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee:	√		
<b>5 (2)(e)</b>	The company secretary shall act as the secretary of the committee	√		
<b>5 (2)(f)</b>	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director	√		
<b>5(3)</b>	<b>Chairperson of the Audit Committee</b>			
<b>5 (3)(a)</b>	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	√		
<b>5 (3)(b)</b>	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	√		
<b>5 (3)(c)</b>	Presence of Chairman of the Audit Committee in the Annual General Meeting	√		
<b>5 (4)</b>	<b>Meeting of the Audit Committee:</b>			
<b>5 (4) (a)</b>	The Audit Committee shall conduct at least its four meetings in a financial year: Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee;	√		Audit Committee was formed November 28, 2021.since formation of Audit Committee three Meeting was conducted.

<b>5 (4) (b)</b>	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two -third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	√		
<b>5 (5)</b>	<b>Role of Audit Committee:</b>			
<b>5 (5) (a)</b>	Oversee the financial reporting process	√		
<b>5 (5) (b)</b>	Monitor choice of accounting policies and principles	√		
<b>5 (5) (c)</b>	monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	√		
<b>5 (5) (d)</b>	Oversee hiring and performance of external auditors	√		
<b>5 (5) (e)</b>	hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	√		
<b>5 (5) (f)</b>	review along with the management, the annual financial statements before submission to the Board for approval;	√		
<b>5 (5) (g)</b>	review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	√		
<b>5 (5) (h)</b>	Review the adequacy of internal audit function	√		
<b>5 (5) (i)</b>	Review the Management's discussion and analysis before disclosing in the annual report	√		
<b>5 (5) (j)</b>	Review statement of significant related party transactions submitted by the management	√		
<b>5 (5) (k)</b>	review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	-	-	No such case occurred
<b>5 (5) (l)</b>	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	√		

<b>5 (5) (m)</b>	Oversee proceeds raised through initial public offering/ repeat public offering/rights issue the company shall disclose to the audit committee about the uses/applications of funds by major category (capital expenditure, sales and marketing expenses, working capital etc.), on a quarterly basis, as a part of their quarterly declaration of financial results oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission: Provided that the management shall disclose to the Audit Committee about the uses or applications of the proceeds by major category (capital expenditure, sales and marketing expenses, working capital, etc.), on a quarterly basis, as a part of their quarterly declaration of financial results: Provided further that on an annual basis, the company shall prepare a statement of the proceeds utilized for the purposes other than those stated in the offer document or prospectus for publication in the Annual Report along with the comments of the Audit Committee.	-	-	Not applicable since IPO consent is obtained after the reporting period. However, to be applicable and complied in the coming period.
<b>5 (6)</b>	<b>Reporting of the Audit Committee:</b>			
<b>5 (6) (a)</b>	<b>Reporting to the Board of Directors:</b>			
<b>5 (6) (a) (i)</b>	The audit committee shall report on its activities to the board of directors	√		
<b>5 (6) (a)(ii)</b>	Audit committee immediately report to the Board on the following findings -			
<b>5 (6)(a)(ii) (a)</b>	Report on conflict of interest	-	-	No such case occurred
<b>5 (6)(a)(ii)(b)</b>	Suspected or presumed fraud or irregularity or material defect in the internal audit & compliance process or in the financial statement	-	-	No such case occurred
<b>5 (6)(a)(ii)(c)</b>	suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and	-	-	No such case occurred
<b>5 (6) (a)(ii)(d)</b>	Any other matter which deems necessary shall be disclosed to the board of directors immediately	-	-	No such case occurred
<b>5 (6) (b)</b>	Reporting to the authorities: If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and discussed accordingly with the Board and management but they unnecessarily ignored, then inform to commission regarding the findings, upon reporting of such matters to the Board for 3 times or completion of 6(six) months from the date of first reporting to Board, whichever is earlier.	-	-	To be complied if such incident occur
<b>5 (7)</b>	Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.	√		



6	Nomination and Remuneration Committee (NRC) -			
6(1)(a)	Nomination committee is a sub-committee of the Board	√		
6(1)(b)	NRC shall assist the board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors & top level executives as well as considering remuneration of directors, top level executive	√		
6(1)(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b).	√		
6 (2)	<b>Constitution of the NRC</b>			
6(2)(a)	The committee shall comprise of at least 3 members including an independent director	√		NRC comprised with the five members including one 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)	In case of death, resignation, disqualification, or removal of any member of the committee or any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) of occurring such vacancy	-	-	No such case occurred
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the	-	-	No such case occurred
6(2)(g)	Company secretary shall act as the secretary of the committee	√		
6(2)(h)	Quorum of the NRC shall not constitute without attendance of at least an independent director	√		
6(2) (i)	No member of the NRC shall receive any remuneration other than Directors' fees or honorarium from the company	√		
6 (3)	Chairperson of the NRC:			
6(3)(a)	The board shall select one member of the NRC to be chairperson of the committee who shall be an independent director	√		
6(3)(b)	In the absence of chairperson of NRC, the remaining members may elect one of themselves as chairman of the meeting.	-	-	To be Complied if such case occurred.

6(3)(c)	The chairperson of NRC shall attend the AGM and in the absence of regular chairperson, any member from the NRC shall be selected to attend in AGM	√		
6 (4)	<b>Meeting of the NRC</b>			
6(4)(a)	The NRC shall conduct at least 1 meeting in a financial year	√		
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	√		
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	√		
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	√		
6 (5)	<b>Role of the NRC</b>			
6(5)(a)	NRC shall be independent and responsible or accountable to the board and shareholders	√		
6 (5) (b)	NRC shall oversee among others the following matters and make report with recommendation to the Board -			
6(5)(b)(i)	Formulating the criteria for determining qualifications, positive attributes and independence of director and recommend policy to Board relating to remuneration of the directors, top level executive considering the following-	√		
6(5)(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully	√		
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	√		
6(5)(b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of company and its goals	√		
6(5)(b)(ii)	devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	√		
6(5)(b)(iii)	Identifying persons who are qualified to become directors and top level executive in accordance with the criteria laid down and recommend their appointment and removal to the board	√		
6(5)(b)(iv)	Formulating the criteria for evaluation of 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 or promotion criteria; and	√		
6(5)(b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies	√		
6(5)(b)(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	<b>External or Statutory Auditors -</b>			
7 (1)	<b>The Company shall not engage its external or statutory auditors to perform the following services -</b>			
7 (1) (i)	Non-engagement in appraisal or valuation services or fairness opinions	√		
7 (1) (ii)	Non-engagement in Financial information systems design and implementation	√		
7 (1) (iii)	Non-engagement in Bookkeeping or other services related to the accounting records or financial statements	√		
7 (1) (iv)	Non-engagement in Broker-dealer services	√		
7 (1) (v)	Non-engagement in Actuarial services	√		
7 (1) (vi)	Non-engagement in Internal audit or special audit	√		
7 (1) (vii)	Non-engagement in any other service that the audit committee determines	√		
7 (1) (viii)	Audit or certification services on compliance of corporate governance as required under	√		
7 (1) (ix)	Non-engagement any other service that creates conflict of interest.	√		
7 (2)	No partner or employees and family members 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.	√		
7 (3)	Representative of external or statutory auditors shall remain present in the shareholders meeting (AGM or EGM) to answer the queries of the shareholders	√		
8	<b>Maintain a Website by the Company -</b>			
8.(1)	The company shall have an official website linked with the websites of the stock exchange	√		
8.(2)	The company shall keep the website functional from the date of listing	√		
8.(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s)	√		

<b>9</b>	<b>Reporting and Compliance of Corporate Governance</b> -			
<b>9.(1)</b>	Obtaining Certificate from a professional accountant/ Secretary regarding compliance of conditions of Corporate Governance Guidelines of the BSEC on a yearly basis and disclose it in the Annual Report	√		
<b>9(2)</b>	The professional who will provide the certificate on compliance of the code shall be appointed by the shareholders in Annual General Meeting	√		
<b>9(3)</b>	The directors of the company shall state, in accordance with the <b>Annexure-C</b> attached, in the directors' report whether the company has complied with these conditions	√		





## REPORT OF THE AUDIT COMMITTEE (AC)

### AUDIT COMMITTEE OF THE BOARD

In accordance with Bangladesh Securities and Exchange Commission's notification on the Corporate Governance Code, dated 30<sup>th</sup> June 2018, an Audit Committee was constituted by the Board of Directors to review the financial reporting process, the system of internal control and management of financial risks, the audit process, and the company's process for monitoring compliance with laws and regulations and its own code of business conduct as well as to establish a strong and dependable system for the benefit of all stakeholders.

### ROLE AND RESPONSIBILITIES OF THE AUDIT COMMITTEE:

- The Audit Committee reports on its activities to the Board of Directors.
- The Audit Committee reviews major Internal Control issues identified in internal audit reports and refer these to the Board for rectification.
- The Audit Committee assess the adequacy and efficacy of the prevailing Internal Control System and recommend necessary improvements to the Board.
- The Audit Committee monitor the progress in the computerization of the operations and records of the Company and its Management Information Systems (MIS).
- The Audit Committee oversee the financial reporting process of the Company and review the appropriateness of accounting policies and principles, based on which the Financial Reports of the Company are prepared
- The Audit Committee along with the external Auditors and the management of the Company, review the annual financial statements before the submission of these to the Board of Directors for approval.
- The Audit Committee consider and approve the detailed Annual Audit Plans based on an assessment of the risks and exposures that may affect the organization. This should be done at least annually in order to reflect the most current strategies and directions of the organization
- The Audit Committee review the internal audit reports and recommend measures to rectify major deficiencies to the Board.
- The Audit Committee evaluates the adequacy and efficiency of the internal audit function.
- The Audit Committee review the organizational framework and take steps to remove obstacles or limitations in the performance of the internal audit function.

- The Audit Committee monitor whether the internal Audit function is able to work independently from management or not
- The Audit Committee examine whether the findings and recommendations made by the internal Auditors are duly acted upon by the management or not.
- The Audit Committee review the audit procedures and the audit reports of the external Auditors.
- The Audit Committee examine whether the findings and recommendations made by the external Auditors are duly acted upon by the management or not.
- The Audit Committee recommends the appointment of external Auditors.
- The Audit Committee report on the status of compliance, as revealed by audits carried out by the internal audit team, with regulatory directives, relevant laws and rules and regulations of the Company.
- The Audit Committee reports to shareholders its activities during the year, including any reports made to the Board of Directors signed by the Chairman of the Audit Committee and shall appear in the Annual Report of the Company.
- The Audit Committee immediately report to the Board of Directors any findings of conflicts of interest, fraud or forgeries in the internal control system and any suspected infringement of laws including securities related laws, rules and regulations.
- The Audit Committee report to the Board, at least quarterly, on all major issues, including errors, fraud and other irregularities, detected by external and internal Audits.
- The Audit Committee perform any other supervisory activity entrusted to it by the Board.
- The Audit Committee appraise its own performance and report its conclusions to the Board.
- The Audit Committee review the statement of significant related party transactions submitted by the management
- The Audit Committee review Management Letters and Letters of Internal Control Weakness issued by the statutory auditors

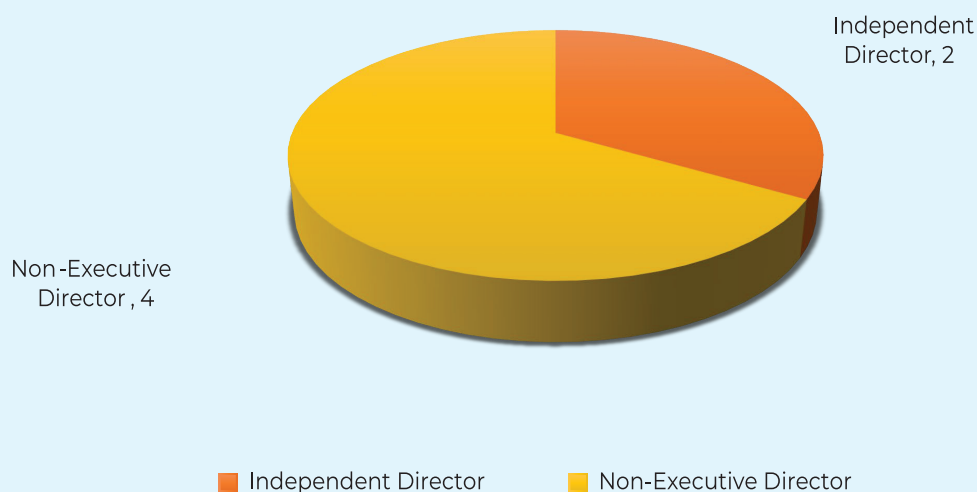
## COMPOSITION OF AC

The audit committee comprised with the Six (6) Members including two (2) Independent Directors. All members of audit committee are Non-executive Director.

The present members of the audit committee has are:

Name of the Directors	Status in the Committee	Status in the Board	Nature of Directorship
Mr. Khondaker Sabbir Mohammad Kabir	Chairman	Independent Director	Non-Executive
Mr. Mohammad Arife Billah (Bar-at-law)	Member	Independent Director	Non-Executive
Mrs. Imrana Zaman Chowdhury	Member	Director	Non-Executive
Mrs. Masuma Parvin	Member	Director	Non-Executive
Dr. Zahara Rasul, Md (CCFP)(FCFP)	Member	Director	Non-Executive
Mrs. Tarana Ahmed	Member	Director	Non-Executive
Mr. Joynul Abedin, ACS	Member Secretary	Company Secretary	-

## COMPOSITION AUDIT COMMITTEE



## MEMBERS INFORMATION & QUALIFICATION OF AC:

### Member's information & Qualification of AC as follows:

#### Mr. Khondaker Sabbir Mohammad Kabir

Position in Committee	Chairman
Date of Birth	December 12, 1966
Educational & Professional Qualifications	Masters of Business Administration (MBA)
Years of Experience	29 Years
Fields of Expertise	Accounting, Finance, Company Secretarial, General Management & Corporate Governance.

#### Mr. Mohammad Arife Billah (Bar-at-law)

Position in Committee	Member
Date of Birth	January 01, 1982
Educational & Professional Qualifications	LLB, LLM, Bar-at-Law
Years of Experience	13 Years
Fields of Expertise	Legal, Teaching, Advocacy & Administration

#### Mrs. Imrana Zaman Chowdhury

Position in the Committee	Member
Date of Birth	March 14, 1979
Educational & Professional Qualifications	Bachelors of Business Administration (BBA)
Years of Experience	21 Years
Fields of Expertise	Accounting, Finance, General Management & Corporate Governance.

### Dr. Zahara Rasul, Md (CCFP) (FCFP)

Position in the Committee	Member
Date of Birth	May 17, 1973
Educational & Professional Qualifications	M.B.B.S MD, CCFP FCFP
Years of Experience	14 Years
Fields of Expertise	Pharmaceuticals, Medicine, General Management, Administration.

### Mrs. Tarana Ahmed

Position in the Committee	Member
Date of Birth	September 27, 1978
Educational & Professional Qualifications	Bachelors of Arts
Years of Experience	22 Years
Fields of Expertise	Accounting, General Management, Corporate Governance & Administration.

### Mrs. Masuma parvin

Position in the Committee	Member
Date of Birth	July 07, 1966
Educational & Professional Qualifications	MA
Years of Experience	34 Years
Fields of Expertise	Accounting, Finance, General Management & Administration

## MEETING HISTORY & ATTENDANCE

During the year ended on 30th June, 2022 the Committee held 3 (Three) meetings in which the Committee reviewed issues relating to business operation, administrative control, Finance and Accounts ,review the financial reporting among other things.

### Details of Audit Committee Meetings held in 2021-2022

Sl. No	Meeting No	Date of Meeting
01	1st	December 1, 2021
02	2nd	January 27, 2022
03	3rd	April 22, 2022

## PARTICULARS OF ATTENDANCE OF THE MEMBERS OF THE AUDIT COMMITTEE

Particulars of attendance of members are given below:

Name of the Directors	Position	Meetings held in 2021-2022	Meetings Attended	%
Mr. Khondaker Sabbir Mohammad Kabir	Chairman	3	3	100
Mrs. Imrana Zaman Chowdhury	Member	3	3	100
Mrs. Masuma parvin	Member	3	3	100
Dr. Zahara Rasul MD.CCMP	Member	3	3	100
Mrs. Tarana Ahmed	Member	3	3	100
Mr. Mohammad Arife Billah (Bar-at-law)	Member	3	1	33



## ACTIVITIES CARRIES OUT DURING THE YEAR

- The financial statements were reviewed by the committee after the closing of each and every quarter before submission to Board and subsequently recommended to the Board for consideration and approval.
- The Committee reviewed and approved the procedure and task of the internal audit, financial report preparation and the external audit reports and made suggestions for improvement.
- Holding meeting to review the financial statements with Statutory Auditors & management before submission to the Board
- The committee found adequate arrangement to present true and fair view of the activities and the financial status of the company and didn't find any material deviation, discrepancies or any adverse findings/observation in the areas of reporting.
- Reviewed the appointment of external and compliance auditors and determination of audit fees and others.
- Reviewed Management's Discussion and Analysis report before disclosing it in the annual report
- Review all related party transactions, its nature etc. submitted by the management.

### REPORTING BY THE AUDIT COMMITTEE TO THE BOARD:

The Committee regularly reports on its observations and findings to the Board. The report includes a summary of the matters addressed in the meeting by the members present and the measures undertaken by the committee.



**KHONDAKER SABBIR MOHAMMAD KABIR**

Chairman, AC



**JOYNUL ABEDIN ACS**

Member Secretary, AC



## THE NOMINATION & REMUNERATION COMMITTEE (NRC) OF THE BOARD

Pursuant to Conditions 6.5(c) of Corporate Governance Code-2018 of Bangladesh Securities and Exchange Commission, the Board formed Nomination & remuneration Committee (NRC) as subcommittee to formulate the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence among others of Directors and top level executive as well as a policy for formal process of considering remuneration of Directors and top level executive.

## ROLE OF THE NOMINATION & REMUNERATION COMMITTEE

- NRC is responsible or accountable to the Board and to the shareholders.
- To formulate 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 Director, top-level executives, considering the level and composition of remuneration is reasonable and sufficient to attract, and retain and motivate suitable Directors to run the company successfully. The relationship between remuneration to performance is clear and meets appropriate performance benchmarks. 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. Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality.
- Identifying persons who are qualified to become Directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board.
- To formulate the criteria for evaluation of performance of independent Directors and the Board.
- Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria.
- Developing, recommending and reviewing annually the company's human resources and training policies.

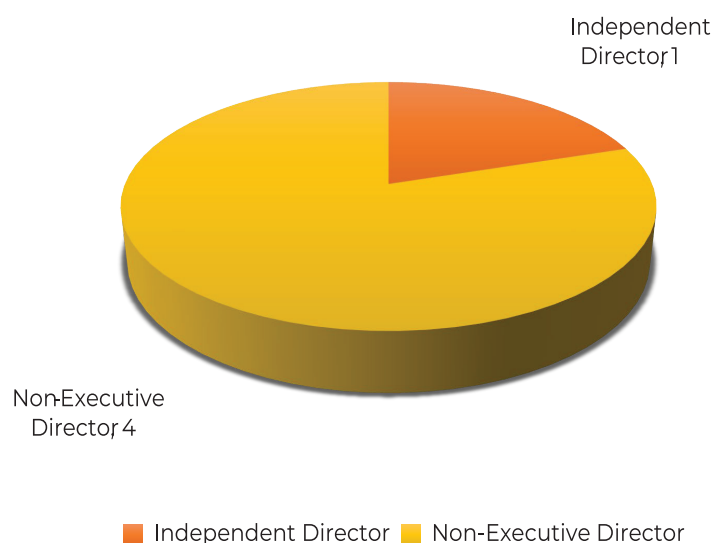
## COMPOSITION OF NRC

The NRC comprised with the 5 (Five) Members including 1 (one) Independent Director. All members of NRC are Non-executive Director.

The present members of the Nomination and Remuneration Committee are:

Name of the Directors	Status in the Committee	Status in the Board	Nature of Directorship
Mohammad Bul Hassan FCS	Chairman	Independent Director	Non-Executive
Mrs. Imrana Zaman Chowdhury	Member	Director	Non-Executive
Mrs. Masuma Parvin	Member	Director	Non-Executive
Dr. Zahara Rasul, Md(CCFP)(FCFP)	Member	Director	Non-Executive
Mrs. Tarana Ahmed	Member	Director	Non-Executive
Mr. Joynul Abedin, ACS	Member Secretary	Company Secretary	-

## COMPOSITION OF NRC



## MEMBERS INFORMATION & QUALIFICATION

Member's information & Qualification of NRC as follows:

### Mohammad Bul Hassan FCS

#### Position in the Committee

Date of Birth

Educational & Professional Qualifications

Years of Experience

Fields of Expertise

#### Chairman

January 01, 1971

Masters of Business Administration (MBA)

27 Years

Accounting, Finance, Company Secretarial, General Management, Admiration & Corporate Governance.

### Mrs. Imrana Zaman Chowdhury

#### Position in the Committee

Date of Birth

Educational & Professional Qualifications

Years of Experience

Fields of Expertise

#### Member

March 14, 1979

Bachelors of Business Administration (BBA)

21 Years

Accounting, Finance, General Management & Corporate Governance.

### Dr. Zahara Rasul, Md (CCFP) (FCFP)

#### Position in the Committee

Date of Birth

Educational & Professional Qualifications

Years of Experience

Fields of Expertise

#### Member

May 17, 1973

M.B.B.S MD, CCFP FCFP

14 Years

Pharmaceuticals, Medicine, General Management, Administration.

### Mrs. Tarana Ahmed

Position in the Committee	Member
Date of Birth	September 27, 1978
Educational & Professional Qualifications	Bachelors of Arts
Years of Experience	22 Years
Fields of Expertise	Accounting, General Management, Corporate Governance & Administration

### Mrs. Masuma parvin

Position in the Committee	Member
Date of Birth	July 07, 1966
Educational & Professional Qualifications	MA
Years of Experience	34 Years
Fields of Expertise	Accounting, Finance, , General Management & Administration

## MEETING HISTORY

Details of NRC Meetings held in 2021

Meeting No. 01	Date of Meeting:	December 1, 2021
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## PARTICULARS OF ATTENDANCE OF THE MEMBERS OF THE NRC

NRC Particulars of attendance of members are given below:

Name of the Directors	Position	Meetings held 2021	Meetings Attended	%
Mr. Mohammad Bul Hassan FCS	Chairman	1	1	100
Mrs. Imrana Zaman Chowdhury	Member	1	1	100
Mrs. Masuma parvin	Member	1	1	100
Dr. Zahara Rasul MD CCFP FCFP	Member	1	1	100
Mrs. Tarana Ahmed	Member	1	1	100

## ACTIVITIES CARRIES OUT DURING THE YEAR

- Reviewed the Terms of Reference (ToR) of NRC and reported findings to the Board.
- Formulated the criteria for evaluation of performance of Independent Directors and Board members.
- Identified criteria for selection, transfer or replacement and promotion at different levels of the Company.
- Adopted a code of conduct for the Chairman, Directors and top-level executives of the Company.

## REPORTING BY THE NRC TO THE BOARD

As a sub-committee of the Board, the NRC Committee regularly reports on its work to the Board and the report includes a summary of the matters addressed in the meeting. The NRC expresses its views and findings to the Board that the nomination, retirement, re-election & remuneration of directors & top-level executives are adequate for presenting the true and fair view of the Administration & HR department and also expressed that the internal control of the company is quite well.



**MOHAMMAD BUL HASSAN FCS**  
Chairman, NRC



**JOYNUL ABEDIN ACS**  
Member Secretary



# AUDITOR'S REPORT AND AUDITED FINANCIAL STATEMENTS OF Navana Pharmaceuticals Limited

125/A Islam Chamber

Motijheel C/A, Dhaka-1000, Bangladesh.

**FOR THE YEAR ENDED 30 JUNE 2022**





# INDEPENDENT AUDITOR'S REPORT

## TO THE SHAREHOLDERS OF NAVANA PHARMACEUTICALS LIMITED

### REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

#### OPINION

We have audited the financial statements of Navana Pharmaceuticals Limited, which comprise the statement of financial position as at 30 June 2022, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 30 June 2022, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

#### BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and Bangladesh Securities and Exchange Commission (BSEC), and we have fulfilled our 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.

#### EMPHASIS OF MATTER

Without modifying our opinion, we draw attention to note # **26.00** of the financial statements, the company has translated its unsettled foreign currency liabilities (USD) at the exchange rate (BC Selling rate of Bangladesh Bank) of BDT 93.5/\$1 on 30 June 2022 as per the requirements of IAS 21 — The Effects of Changes in Foreign Exchange Rate. Subsequently, up to 30 September 2022, foreign currency liabilities have been settled at the average rate of BDT 102.15/\$1 as disclosed under Event after Reporting Period as per IAS 10 in note # 37.00 to the financial statements of the company.

#### KEY AUDIT MATTERS

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

## 01. REVENUE RECOGNITION

See note no 20.00 to The Financial Statements

The Key Audit Matter	How the matter was addressed in our audit
<p>During this year, net sales revenue of Tk. 4,758,706,524.</p> <p>Revenue is measured net of discounts, commission and rebates earned by customers on the sales. Within a number of the company markets, the estimation of discounts, commission and rebates recognized based on sales made during the year is material and considered to be complex and judgmental. Therefore, there is a risk of revenue being misstated as a result of faulty estimations over discounts, incentives and rebates.</p> <p>There is also a risk that revenue may be overstated due to fraud through manipulation of the discounts, incentives and rebates recognized resulting from the pressure local management may feel to achieve performance targets.</p>	<p>We have tested the design and operating effectiveness of key controls focusing on the following:</p> <ul style="list-style-type: none"> <li>• Segregation of duties in invoice creation and modification; and</li> <li>• Timing of revenue recognition.</li> </ul> <p>Our substantive procedures in relation to the revenue recognition comprises the following:</p> <ul style="list-style-type: none"> <li>• Obtaining supporting documentation for sales transactions recorded either side of year end as well as credit notes issued after the year end date to determine whether revenue was recognized in the correct year;</li> <li>• Within a number of the Company's markets, comparing current year rebate accruals to the prior year and, where relevant, completing further inquiries and testing.</li> <li>• Agreeing a sample of claims and rebate accruals to supporting documentation;</li> <li>• Critically assessing manual journals posted to revenue to identify unusual or irregular items;</li> <li>• Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards;</li> <li>• Performing cut-off test by obtaining delivery challan for goods delivered during the beginning of the next accounting year and at the close of current accounting year to verify whether sales are recorded in the current accounting year; and</li> <li>• Inspecting VAT returns submitted to VAT authority to determine consistency of sales revenue recognized.</li> </ul>

## 02. Valuation of Inventory

See Note No 7.00 to the Financial Statements

<p>The Inventory of Tk. 1,009,145,823 as at 30 June 2022, held in warehouses, depots and across multiple product lines.</p> <p>Inventories are carried at the lower of cost and net realizable value. As a result, the management apply judgment in determining the appropriate values for slow-moving or obsolete items.</p>	<p>We challenged the appropriateness of management's assumptions applied in calculating the value of the inventory provisions by:</p> <ul style="list-style-type: none"> <li>• evaluating the design and implementation of key inventory controls operating across the Company, including those at a sample of warehouses;</li> <li>• Testing, on a sample basis, the stock aging profile, expiry dates and the market price used in assessing the net realizable values of inventories to the related documents.</li> <li>• comparing the net realizable value, obtained through a detailed review of sales subsequent to the year-end, to the cost price of a sample of inventories and comparison to the associated provision to assess whether inventory provisions are complete;</li> <li>• reviewing the historical accuracy of inventory provisioning, and the level of inventory write-offs during the year; and</li> <li>• challenging the completeness of inventory provisions through assessing actual and forecast sales of inventory lines to assess whether provisions for slow- moving/obsolete stock are valid and complete.</li> </ul>
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### 03. Valuation of Property, Plant and Equipment

See Note No 3.00 to the Financial Statements

The carrying value of the PPE amounted to Tk. 3,421,837,366 as at 30 June 2022. The valuation of PPE was identified as a key audit matter due to the significance of this balance to the financial statements.

Expenditures are capitalized if they create new or enhance the existing assets, and expensed if they relate to repair or maintenance of the assets. Classification of the expenditures involves judgment. The useful lives of PPE items are based on management's estimates regarding the year during which the asset or its significant components will be used. The estimates are based on historical experience and market practice and take into consideration the physical condition of the assets.

Our audit included the following procedures: 3,421,837,366

- We assessed whether the accounting policies in relation to the capitalization of expenditures are in compliance with IFRS and found them to be consistent.
  - We obtained a listing of capital expenditures incurred during the year and, on a sample basis, checked whether the items were procured based on internal purchase order that had been properly approved by the responsible individuals.
  - We inspected a sample of invoices and L/C documents to determine whether the classification between capital and operating expenditure was appropriate.
  - We evaluated whether the useful lives determined and applied by the management were in line with historical experience and the market practice.
- We checked whether the depreciation of PPE items was commenced namely, by comparing the date of the reclassification from capital in progress to ready for use, with the date of the act of completion of the work.

### 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.

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

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

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

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs, the Companies Act, 1994, the Securities and Exchange Rules, 1987 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

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

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 the mall relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

#### **Report on Other Legal and Regulatory Requirements**

In accordance with the Companies Act, 1994 and the Securities and Exchange Rules, 1987 and relevant notifications issued by Bangladesh Securities and Exchange Commission, we also report the following:

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

**Place: Dhaka, Bangladesh**

Dated: 27 October 2022

Signed for & on behalf of

**MABS & J Partners, Chartered Accountants**

**Nasir Uddin Ahmed**

FCA, FCS, CGMA (AICPA), ACMA (UK), FCA (England & Wales)

Deputy Managing Partner

**ICAB Enrollment No: 535**

**DVC: 2210270535AS275090**

**Navana Pharmaceuticals Limited**  
**Statement of Financial Position**  
**As at 30 June 2022**

Particulars	Notes	Amount in Taka	
		30-Jun-2022	30-Jun-2021
<b>Assets</b>			
Non-Current Assets:			
Property, Plant and Equipment	3.00	3,421,837,366	2,970,319,683
Intangible Asset	3.01	770,000	990,000
Capital Work in Progress	4.00	403,007,534	159,035,250
Right-of-Use Asset	5.00	204,018,990	259,743,994
Investment in Marketable Securities (Fair Value)	6.00	159,028,097	-
<b>Total Non-Current Assets</b>		<b>4,188,661,986</b>	<b>3,390,088,927</b>
<b>Current Assets:</b>			
Inventories	7.00	1,009,145,823	802,165,574
Trade and Other Receivables	8.00	547,819,881	462,891,220
Advances, Deposits and Prepayments	9.00	1,204,469,458	444,485,260
Goods In Transit	10.00	67,575,600	73,799,207
Cash and Cash Equivalents	11.00	66,427,585	25,776,315
<b>Total Current Assets</b>		<b>2,895,438,346</b>	<b>1,809,117,577</b>
<b>Total Assets</b>		<b>7,084,100,333</b>	<b>5,199,206,505</b>
<b>Equity And Liabilities</b>			
<b>Equity:</b>			
Paid-up Share Capital	12.00	802,301,500	802,301,500
Revaluation Reserve	13.00	1,966,271,633	1,966,271,633
Capital Reserve		605,590,148	-
Unrealized Gain/ (Loss) Reserve	6.00	(95,356,927)	-
Retained Earnings		204,242,971	535,831,580
<b>Total Equity:</b>		<b>3,483,049,324</b>	<b>3,304,404,714</b>
<b>Liabilities</b>			
<b>Non-Current Liabilities:</b>			
Loan from Directors	14.00	30,000,000	30,000,000
Lease Liabilities	15.02	100,720,006	131,527,892
Long Term Loan	16.02	141,390,720	132,979,288
Deferred Tax Liability	17.00	42,362,502	28,252,205
<b>Total Non-Current Liabilities</b>		<b>314,473,228</b>	<b>322,759,385</b>
<b>Current Liabilities:</b>			
Short Term Loan	18.00	2,682,055,890	1,136,653,530
Lease Liabilities (Current Maturity)	15.01	29,254,646	34,620,415
Long Term Loan (Current Maturity)	16.01	28,125,222	18,797,712
Trade and Other Payables	19.00	547,142,023	381,970,750
<b>Total Current Liabilities</b>		<b>3,286,577,781</b>	<b>1,572,042,407</b>
<b>Total Liabilities</b>		<b>3,601,051,009</b>	<b>1,894,801,792</b>
<b>Total Equity and Liabilities</b>		<b>7,084,100,333</b>	<b>5,199,206,505</b>
<b>Net Asset Value (NAV) Per Share</b>	29.00	<b>43.41</b>	<b>41.19</b>

The accompanying notes form an integral part of these financial statements.

  
**Company Secretary**

  
**Chief Financial Officer**

  
**Managing Director**

  
**Director**

Signed in terms of our report of even date annexed

**Place: Dhaka, Bangladesh**  
Dated: 27 October 2022

Signed for & on behalf of  
**MABS & J Partners**, Chartered Accountants

  
**Nasir Uddin Ahmed**  
FCA, FCS, CGMA (AICPA), ACMA (UK), FCA (England & Wa  
Deputy Managing Partner  
**ICAB Enrollment No: 535**  
**DVC: 2210270535AS275090**



**Navana Pharmaceuticals Limited**  
**Statement of Profit or Loss and Other Comprehensive Income**  
**For the year ended 30 June 2022**

Particulars	Notes	Amount in Taka	
		2021-2022	2020-2021
Net Sales	20.00	4,758,706,524	3,606,576,486
Less: Cost of Good Sold	21.00	2,586,134,851	1,979,530,541
<b>Gross Profit</b>		<b>2,172,571,672</b>	<b>1,627,045,945</b>
<b>Less: Operating Expenses</b>			
Administrative Expenses	22.00	151,042,811	111,953,238
Selling & Marketing Expenses	23.00	1,143,937,454	894,673,593
Distribution Expenses	24.00	288,402,731	256,707,467
<b>Total Operating Expenses:</b>		<b>1,583,382,996</b>	<b>1,263,334,298</b>
<b>Operating Profit</b>		<b>589,188,676</b>	<b>363,711,647</b>
Less: Finance Expenses	25.00	200,421,168	75,184,536
Add: Other Income	26.00	22,607,712	29,006,157
<b>Profit before WPPF &amp; Tax</b>		<b>411,375,220</b>	<b>317,533,269</b>
Contribution to WPPF	19.05	19,589,296	15,120,632
<b>Profit before tax</b>		<b>391,785,923</b>	<b>302,412,637</b>
<b>Less: Income Tax</b>		<b>117,784,385</b>	<b>100,119,906</b>
Current Tax	27.00	103,674,087	65,408,756
Deferred Tax Expense/(Income)		14,110,297	34,711,150
<b>Profit after Tax</b>		<b>274,001,539</b>	<b>202,292,731</b>
<b>Other Comprehensive Income</b>			
Unrealized Gain/(loss) on Marketable Security		(95,356,927)	-
<b>Total Comprehensive Income</b>		<b>178,644,611</b>	<b>202,292,731</b>
<b>Earnings Per Share (EPS)</b>	28.00	<b>3.42</b>	<b>2.52</b>

The accompanying notes form an integral part of these financial statements.

  
**Company Secretary**

  
**Chief Financial Officer**

  
**Managing Director**

  
**Director**

Signed in terms of our report of even date annexed

**Place: Dhaka, Bangladesh**  
Dated: 27 October 2022

Signed for & on behalf of  
**MABS & J Partners,** Chartered Accountants



**Nasir Uddin Ahmed**

Deputy Managing Partner  
ICAB Enrollment No: 535  
DVC: **2210270535AS275090**

## Navana Pharmaceuticals Limited

### Statement of Changes in Equity

For the year ended 30 June 2022

Particulars	Share Capital	Revaluation Reserve	Capital Reserve	Unrealized Gain/(Loss) Reserve	Retained Earnings	Amount in Taka Total
Balance as at 1 July 2021	802,301,500	1,966,271,633	-	-	535,831,580	3,304,404,713
Profit after Tax	-	-	-	-	274,001,539	274,001,539
Transfer to Capital Reserve	-	-	605,590,148	-	(605,590,148)	-
Total Unrealized Gain/(Loss) on Marketable Securities	-	-	-	(95,356,927)	-	(95,356,927)
Balance as at 30 June 2022	802,301,500	1,966,271,633	605,590,148	(95,356,927)	204,242,971	3,483,049,324

## Navana Pharmaceuticals Limited

### Statement of Changes in Equity

For the year ended 30 June 2021

Particulars	Share Capital	Revaluation Reserve	Capital Reserve	Unrealized Gain/(Loss) Reserve	Retained Earnings	Amount in Taka Total
Balance as at 1 July 2020	801,500	1,966,271,633	-	-	1,135,038,849	3,102,111,982
Issue of bonus share	801,500,000	-	-	-	(801,500,000)	-
Profit after Tax during the period	-	-	-	-	202,292,731	202,292,731
Balance as at 30 June 2021	802,301,500	1,966,271,633	-	-	535,831,580	3,304,404,712

The accompanying notes form an integral part of these financial statements.



Company Secretary



Chief Financial Officer



Managing Director



Director

Place: Dhaka, Bangladesh

Dated: 27 October 2022

# Navana Pharmaceuticals Limited

## Statement of Cash Flows

For the year ended 30 June 2022

Particulars	Notes	Amount in Taka	
		2021-2022	2020-2021
<b>Cash Flows from Operating Activities:</b>			
Cash Received from Customers		4,669,531,817	3,530,056,762
Cash Received from Other Income		30,180,900	22,658,514
Cash Paid to Suppliers		(2,546,219,181)	(1,824,417,722)
Cash Paid to Operational & Others		(892,633,744)	(694,225,945)
Cash Paid to Employees		(951,231,159)	(823,527,277)
Income Tax Paid		(110,269,216)	(88,792,366)
<b>Net cash flows from Operating Activities:</b>		<b>199,359,418</b>	<b>121,751,967</b>
<b>Cash Flows from Investing Activities:</b>			
Acquisition of Property, Plant and Equipment		(438,824,665)	(364,705,977)
LC Margin for Capital Goods		(162,152,449)	(1,173,893)
Realized Gain from Sale of Marketable Securities		82,902,285	-
Cash Paid for CWIP		(758,793,783)	(156,049,000)
Cash Received from disposal of ROUA (Vehicle)		730,000	-
Cash Received from Dividend Income		3,264,591	-
Cash Received from Sales of investment in Private co. Share		-	53,650,000
Cash Received/(Paid) -Investment in Marketable Securities		(254,385,024)	-
<b>Net cash from/(used in) Investing Activities:</b>		<b>(1,527,259,046)</b>	<b>(468,278,869)</b>
<b>Cash Flows from Financing Activities:</b>			
Payment against Related Party		(9,657,426)	(43,527,500)
Payment for IPO Expenses		(11,893,782)	-
Bank & Lease Interest Paid		(142,832,255)	(64,147,035)
Receipts against Short Term Borrowings		1,551,316,438	360,658,177
Receipts against Long Term Borrowings		17,738,942	93,094,056
Payment against Lease Liability		(36,173,655)	(28,492,015)
<b>Net cash from/(used in) Financing Activities</b>		<b>1,368,498,262</b>	<b>317,585,683</b>
<b>Change in Cash and Cash Equivalent</b>		<b>40,598,635</b>	<b>(28,941,219)</b>
Cash and Cash Equivalent at the beginning of the period		<b>25,776,315</b>	<b>54,717,534</b>
Effect of exchange rate changes on Cash and Cash Equivalents		52,635	-
<b>Cash and Cash Equivalent at the end of the period</b>		<b>66,427,585</b>	<b>25,776,315</b>
<b>Net Operating Cash Flow per Share (NOCFPS)</b>	30.00	2.48	1.52

The accompanying notes form an integral part of these financial statements.

Company Secretary

Chief Financial Officer

Managing Director

Director

Place: Dhaka, Bangladesh

Dated: 27 October 2022

# Navana Pharmaceuticals Limited

## Notes to the financial statements

For the period 01 July 2021 to 30 June 2022

### 1.0 About the Company

#### 1.01 Legal Form of the Company

Navana Pharmaceuticals Limited (the "Company") was incorporated in Bangladesh on 31 March 1986 vide registration No. C-15428/994 under the Companies Act-1913 (replaced by the Companies Act-1994) as a Private Company Limited by shares. The company was converted into a Public Limited Company on 30 December 2020. In July 01, 2016 it took over 'Navana Health Care Limited' a Private Limited Company with common shareholders following the Scheme of Amalgamation approved by the High Court.

#### 1.02 Address of the Registered Office and Factory

The address of the Company's registered office is 125/A Islam Chamber Motijheel C/A Dhaka 1000. Corporate office address is House 99, Road 4, Block # B, Banani, Dhaka-1213, Bangladesh. The Company has its factory in Rupshi, Narayanganj and several depots around the country.

#### 1.03 Nature of Business Activities

The principal activities of the Company are manufacturing, distribution and marketing of pharmaceutical and veterinary products and sales of the produced items in the domestic and foreign market.

### 2.00 Basis of preparation and Presentation of Financial Statements

#### 2.01 "Preparation and Presentation of Financial Statements of the Company

The Board of Directors of the company is responsible for the preparation and fair presentation of Financial Statements of Navana Pharmaceuticals Limited."

#### 2.02 Statement of Compliance

The Financial Statements have been prepared in compliance with the requirements of the Companies Act, 1994 and other relevant local laws as applicable and in accordance with the applicable International Accounting Standards (IASs), The Securities and Exchange Rules, 2020 and International Financial Reporting Standards (IFRSs) adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) and others laws and regulations applicable for the company.

#### 2.03 Regulatory Compliances

As required by the company, the management complies with the following major legal provisions in addition to the Companies Act 1994 and other applicable laws and regulations:

- a) The Income Tax Ordinance 1984;
- b) The Income Tax Rules 1984;
- c) The Value Added Tax and Supplementary Duty Act 2012;
- d) The Value Added Tax and Supplementary Duty Rules 2016;
- e) The Customs Act, 1969;
- f) Bangladesh Labour Law, 2006 (Amended 2018);
- g) Negotiable Instrument Act, 1881; and
- h) The Securities and Exchange Rules, 2020.



## 2.04 Basis of Measurement

Measurement is the process of determining the monetary amounts at which the elements of the financial Statements are to be recognized and carried in the statement of financial position and profit or loss and other comprehensive income. The measurement basis adopted by the Company is historical cost of inventories are at the lower of cost and net realizable value and marketable securities (if any) are at market value. Under the historical cost, assets are recorded at the amount of cash or cash equivalents paid or the fair value of the consideration given to acquire them at the time of their acquisition. Liabilities are recorded at the amount of proceeds received in exchange for the obligation, or in some circumstances (for example, income taxes), at the amounts of cash or cash equivalents expected to be paid to satisfy the liability in the normal course of business. The Financial Statements have been prepared on a going concern basis under the historical cost convention applying accrual basis of accounting in accordance with the International Financial Reporting Standards (IFRS's).

The financial statements have been prepared on historical cost convention following the accrual concept of accounting, except for Property, Plant & Equipment which has been presented under the revaluation model. Investment in shares is valued at par value and cash flow statement has been prepared on cash basis.

## 2.05 Components of Financial Statements

The presentation of the financial statements is in accordance with the guidelines provided by IAS 1: Presentation of Financial Statements. The Financial Statements comprises of:

- (a) Statement of Financial Position as at 30 June, 2022;
- (b) Statement of Profit or Loss and Other Comprehensive Income for the period from 01 July 2021 to 30 June 2022;
- (c) Statement of Changes in Equity for the period from 01 July 2021 to 30 June 2022;
- (d) Statement of Cash Flows for the period from 01 July 2021 to 30 June 2022; and
- (e) Notes, comprising summary of significant accounting policies and explanatory information.

## 2.06 Reporting Period and Comparative Information

The Financial statements cover 12 months period starting from July 01, 2021 to June 30, 2022

"Certain comparative amounts have been re-classified & rearranged to conform to the current period's presentation and all numerical information in the current financial statements as below:

- Statements of Financial Position as at the end of the preceding financial period;
- Statements of Comprehensive Income for the comparable of the preceding financial period;
- Statements of Changes in Equity for the comparable of the preceding financial period;
- Statements of Cash Flows for the comparable of the preceding financial period;

Narrative and descriptive information for comparative information has also been disclosed as required by IAS & IFRS whenever it is relevant for the understanding of the current Period financial statements."

## 2.07 Rearrangement of Financial Statements

The previous period's figure has been rearrangement whenever considered necessary to ensure comparability with the current period presentation as per IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors".

## 2.08 Functional and Presentation Currency

The financial statements are prepared and presented in Bangladesh Currency (Taka), which is the company's functional currency. All financial information presented has been rounded off to the nearest Taka except where indicated otherwise.

## 2.09 Authorization for issue

The financial statements have been authorized for issue by the Board of Directors on 27 October 2022.

## 2.10 Compliance with the IASs and IFRSs

Sl. No.	Name of the IAS	IAS's No.
1	Presentation of Financial Statements	1
2	Inventories	2
3	Statement of Cash Flows	7
4	Accounting policies, Changes in Accounting Estimates and Errors	8
5	Events after the Reporting Period	10
6	Income Taxes	12
7	Property, Plant and Equipment	16
8	Employee Benefits	19
9	The Effects of Changes in Foreign Exchange Rates	21
10	Borrowing Costs	23
11	Related Party Disclosures	24
12	Earnings per Share	33
13	Impairment of Assets	36
14	Provision, Contingent Liabilities and Contingent Assets	37
15	Intangible Assets	38
16	Financial Instrument	32
Sl. No.	Name of the IFRS	IFRS No.
1	First-time Adoption of International Financial Reporting Standards	1
2	Financial Instruments: Disclosures	7
3	Operating Segments	8
4	Financial Instruments	9
5	Fair Value Measurement	13
6	Revenue from Contracts with Customers	15
7	Leases	16

## 2.11 Use of Estimates and Judgments

The preparation of financial statements in conformity with the IFRSs including IASs require management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses and for contingent assets and liabilities that require disclosure, during and at the date of the financial statements.

Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision of accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

In particular, the key areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements include depreciation, inventory valuation accrued expenses, others payable, capitalization of assets and deferred liability for gratuity.

## 2.12 Going Concern

The company has adequate resources to continue in operation for the foreseeable future. The current resources of the company provides sufficient fund to meet the present requirements of its existing business. For this reason the management continue to adopt going concern assumption in preparing the Financial Statements. As per management assessment there is no material uncertainties related to event as condition which may cast significant doubt upon the company's ability to continue as a going concern.

## 2.13 Significant Accounting Policies

The specific accounting policies have been selected and applied for significant transactions and events that have a material effect within the framework for the preparation and presentation of Financial Statements.

## 2.14 "Changes in Significant Accounting Policies

Except the changes following, the Company has consistently applied the accounting policies to all periods presented in these financial statements. The Company has initially adopted IFRS 16 'Leases' from 1 July 2019. There is no material impact on financial statements on initial application of the standards.

### As a Lessee

On 1st July 2019, IFRS 16 'Lease' has been adopted and all leasing arrangements except those having less than 12 months of useful life and underlying asset values of less than BDT 425,000 ( $\geq$  \$ 5000 as per IFRS 16) when new, have been capitalized as "right to use" assets with a corresponding financial liability on the balance sheet. Leased assets are capitalized from the start date of the lease agreement at the present value of the future leased payments, based on the rate of interest entered in the asset master data. Low value (less than BDT 425,000) and short term leases (less than 12 months) have been excluded from the recognition requirements and expensed in operating profit as rental costs. Lease reassessment and lease modification to increase/decrease the value of an asset depending on a change in scope of lease agreement can be made if necessary."

"The lessor transfers ownership of the underlying assets to the lessee by the end of the lease term or if the cost of right-of-use asset reflects that the lessee will exercise a purchase option, the lessor shall depreciate the right-of-use asset from the commencement date to the end of the useful life of the underlying asset. Otherwise, the lessee shall depreciate the right-of-use asset from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

## 2.15 Property, Plant and Equipment (PPE)

### Recognition and measurement:

Items of property, plant & equipment are measured at cost or revalued amount less accumulated depreciation and impairment losses, if any in accordance with IAS 16: Property, Plant and Equipment. Cost includes expenditure that are directly attributable to the acquisition of the assets. The company has adopted 'Revaluation Model' for stating property, plant & equipment.

### Maintenance Activities

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

### Subsequent Costs

The cost of replacing a part of an item 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 repair and maintenance costs are charged to the Statement of Profit or Loss and Other Comprehensive Income during the financial period in which they incurred.

### Retirements and Disposals

On disposal of fixed assets, the cost and accumulated depreciation are eliminated and gain or loss on such disposal is reflected in the statement of Profit or Loss and Other Comprehensive Income, which is determined with reference to the net book value of the assets and net sales proceeds.

### Depreciation

Depreciation is provided to amortize the cost of the assets after commissioning, over the period of their expected useful lives, in accordance with the provisions of IAS 16: Property, Plant and Equipment.

Depreciation on Property, Plant and Equipment has been computed during the periods using reducing balance method except Land & Land Development. Depreciation has been charged on addition when the related PPE are available.

After considering the useful life of assets as per IAS 16, the annual depreciation rates have been applied as under which is considered reasonably by the management.

## Rate of Depreciation:

Particulars	Rate
<b>Land and Land Development</b>	
Land and Land Development	Nil
<b>Building &amp; Other Construction</b>	
Factory Building	10%
Office Decoration	10%
Pump House Construction	20%
Store Room	15%
Office Room Extension	10%
Factory Decoration	10%
Factory Wall	10%
Pre Fabrication Building	10%
Solvent Store	15%
<b>Plant &amp; Machinery</b>	
Plant & Machinery	20%
Electrical Installation	20%
Generator	20%
Gas Line Installation	20%
Spare Parts	20%
ETP	20%
Electric Sub Station	20%
<b>Lab Equipment</b>	
Quality Control Equipment	15%
Tools & Equipment's	15%

Particulars	Rate
<b>Vehicles</b>	
Transport & Vehicles	20%
Motor Cycle	20%
<b>Furniture &amp; Fixture</b>	
Furniture & Fixtures	10%
Rack & Pallets	15%
<b>Office Equipment's</b>	
Fire Extinguishers	15%
Office Equipment's	15%
Air Cooler	20%
Cookeries & Cutleries	10%
Telephone Line Installation	15%
Photocopier & Fax Machine	20%
Projector	15%
Refrigerator A/H	20%
Mobile	20%
<b>Computer &amp; IT Accessories</b>	
Computer	30%
IT Accessories	30%
<b>Other Assets</b>	
Sundry Assets	15%
Books	10%
Software	20%

## 2.16 Right-of-use Asset

IFRS 16: Leases has introduced a single on-balance sheet lease accounting model for leases and replaces the previously adopted IAS 17: Leases. The standard requires that an asset acquired under a lease be recognized as Right of use Asset and the corresponding liability as lease liability. The Lease shall measure the lease liability at the present value of the future lease payment discounted using the interest rate implicit in the lease. The asset shall be depreciated over the lease period and the interest on the lease shall be charged as finance expense.

The Company has been consistently recording its underlying assets acquired under lease as right-of-use assets and the corresponding obligation as Lease Liabilities in the financial statements. The company has reclassified the assets acquired under the lease into "Right-of-use Assets" and presented them in the Statement of Financial Position following IFRS 16. Interest costs on lease liabilities and depreciation of Right-of Use Assets are charged to the profit or loss account.

### Depreciation on Right of Use Assets

Depreciation on Right of use Assets (Finance Lease) is computed using the straight line method so as to write off the assets over their expected useful life. After considering the useful life of assets as per IAS 16 Property, Plant & Equipment the annual depreciation rates applied under which is considered reasonable by the management. Depreciation of an asset begins when it is available for use i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by the management."

## 2.17 Intangible assets

### Recognition and measurement

Intangible assets that are acquired by the Company and have finite useful lives are measured at cost less accumulated amortization and accumulated impairment loss, if any. Intangible assets are recognized when all the conditions for recognition as per IAS 38: Intangible Assets are met. The cost of an intangible asset comprises its purchase price, import duties and non-refundable taxes and any directly attributable cost of preparing the asset for its intended use.

### "Subsequent costs

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditures are recognized in statement of profit or loss and other comprehensive income as incurred."



### "Amortization

Software are amortized over 5 periods based on straight line method from the date when assets are available for use. The amount of amortization has been presented under the statement of rate of amortization on software is as under."

Particulars	30 June, 2022
Software	20%

## 2.18 Capital Work in Process

"Property, plant and equipment under construction/ acquisition are accounted for as capital work-in progress until construction/ acquisition is complete and measured at cost. As the capital work in process has not yet been finished and is not contributing to the production process to generate revenue, depreciation is not applied for capital work in process as per Generally Accepted Accounting Principles (GAAPs- revenue and expense recognition principle).

## 2.19 Inventories

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

## 2.20 Income Taxes

Income tax expense comprises of current and deferred tax. Income tax expense is recognized in the Statement of Profit or Loss and Other Comprehensive Income and accounted for in accordance with the requirements of IAS 12: Income Taxes.

### a) Current Tax:

Current income tax expense represents the sum of the tax currently payable. Applicable Tax Rate is 30%. "Current tax is the expected tax payable on the taxable income for the period and any adjustment to tax payable in respect of previous periods as per the provisions of Income Tax Ordinance, 1984 and Finance Act, 2021.

### b) Deferred Tax:

The company has recognized deferred tax using balance sheet method in compliance with the provisions of IAS 12: Income Taxes. The company's policy of recognition of deferred tax assets/ liabilities is based on temporary differences Taxable or (deductible) between the carrying amount (Book value) of assets and liabilities for financial reporting purpose and its tax base, and accordingly, deferred tax income/expenses has been considered to determine net profit after tax.

A deferred tax asset is recognized to the extent that it is probable that future taxable profit will be available, against which temporary differences can be utilized. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realized.

### "VAT for the Company

VAT on the Company's product at 15% as Value Added Tax and Supplementary Duty Act-2012."

## 2.21 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. Financial Instruments comprise Financial Assets and Financial Liabilities which are recognized, classified, measured and reported following IFRS-9: Financial Instruments.

## 2.22 Financial Assets

Financial assets of the company include cash and cash equivalents, accounts receivable, other receivables and investments in marketable securities.

The company initially recognizes receivable on the date they are originated. All others financial assets are recognized initially on the date at which the company becomes a party to the contractual provisions of the transaction. The company derecognizes a financial asset when, and only when the contractual rights or probabilities of receiving the cash flows from the asset expire or it transfer the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risk and rewards of ownership of the financial asset are transferred.

### **Cash and Cash Equivalents**

Cash and cash equivalents include cash in hand, in transit and with banks on current and deposit accounts which are held and available for use by the company without any restriction. There is insignificant risk of change in value of the same.

### **Trade and other Receivables**

Accounts receivable are created at original invoice amount less any provisions for doubtful debts. Provisions are made where there is evidence of a risk of non-payment, taking into account aging, previous experience and general economic conditions. When an accounts receivable is determined to be uncollected it is written off, firstly against any provision available and then to the profit and loss account. Subsequent recoveries of amounts previously provided for are credited to the profit and loss account.

### **"Investment in Marketable Securities (Fair Value)**

Investment in Marketable Securities are measured at fair value. Unrealized Gain or Loss on these financial assets are recognized in "Other Comprehensive Income." At the time of derecognition, related Gains or Losses is reclassified to "Profit or Loss" from "Other Comprehensive Income".

### **Bad Debt Policy**

The provision for bad debt is determined as 0.1% of net local sales for the relevant period consistently which reflect the historical pattern of doubtful or bad receivable. The provision or doubtful or bad debt is written off on the basis of the result of legal procedure.

### **"Advance, Deposits and Prepayments**

Advances are initially measured at cost. Since initial recognition, advances are carried at cost fewer deductions, adjustments, or charges to other account heads such as Property, Plant and Equipment, Inventory or Expenses. Deposits are measured at payment value. Prepayments are initially measured at cost. After initial recognition, prepayments are carried at cost less charges to Statement of Profit or Loss and Other Comprehensive Income."

### **Financial Liability**

Financial liabilities are recognized initially on the transaction date at which the company becomes a party to the contractual provisions of the liability. The company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire. Finance liabilities include payable for expenses, liability for capital expenditure and other current liabilities.

## **2.24 Capital Reserve**

As per board approval Capital Reserve has been credited from Retained Earning as on 30 June 2022.

## **2.25 Impairment**

### **Financial Assets**

Accounts receivable and other receivables are assessed at each reporting date to determine whether there is any objective evidence of impairment. Financial assets are 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 effects on the estimated future cash flows of that asset, that can be estimated reliably. Objective evidence that financial assets are impaired can include default or delinquency by a debtor, indications that a debtor or issuer will enter bankruptcy etc.

### **Non-Financial Assets**

An asset is impaired when its carrying amount exceeds its recoverable amount. The company assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use. Carrying amount of the assets is reduced to its recoverable amount by recognizing an impairment loss if, and only if, the recoverable amount of the asset is less than its carrying amount. Impairment loss is recognized immediately in profit or loss, unless the asset is carried at revalued amount. Any impairment loss of a revalued asset shall be treated as a revaluation decrease.

## **2.26 Revenue from Contracts with Customers**

In compliance with the requirements of IFRS 15: Revenue from Contracts with Customers, revenue is recognized when the company fulfills the performance obligations in contract with the customers. It usually occurs when customers take possession of the products or goods are delivered at destination specified in the contracts and

recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, and there is no continuing management involvement with the goods.

Revenue from sale of goods is measured at the fair value of the consideration received or receivable net of returns and allowances, trade discounts, rebates and Value Added Tax (VAT).

## **2.27 Related Party Transaction**

The objective of "Related Party Disclosures", IAS 24 is to ensure that an entity's financial statements contain the disclosures necessary to draw attention to the possibility that its financial position and profit or loss may have been affected by the existence of related parties and by transactions and outstanding balances with such parties. Parties are considered to be related if one party has the ability to control the other party or to exercise significant influence or joint control over the other party in making financial and operating decisions. A party is related to an entity if: [IAS 24.9] directly, or indirectly through one or more intermediaries, controls, is controlled by, or is under common control with, the entity has an interest in the entity that gives it significant influence over the entity, has joint control over the entity, the party is a member of the key management personnel of the entity or its parent, the party is a close member of the family of any individual, the party is an entity that is controlled, jointly controlled or significantly influenced by or for which significant voting power in such entity resides with, directly or indirectly, any individual and the party is a post-employment benefit plan for the benefit of employees of the entity. The information as required by IAS 24: Related Party Disclosures has been disclosed in note 32 to the accounts.

## **2.28 Finance Cost**

Financial expenses comprise interest expenses on long term loan, short term loan and finance lease etc. All such costs are recognized in the statements of profit or loss and other Comprehensive Income except those are capitalized (if any) in accordance with IAS 23: Borrowing Costs.

## **2.29 Provisions**

As per "IAS 37: Provisions, Contingent Liabilities and Contingent Assets" A provision is recognized in the statement of financial position when the company has a legal or constructive 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. Provision is ordinarily measured at the best estimate of the expenditure required to settle the present obligation at the date of statement of financial position. Where the effect of time value of money is material, the amount of provision is measured at the present value of the expenditures expected to be required to settle the obligation.

## **2.30 Other Income**

### **Export Incentives**

Cash Incentives for export are recognized when all conditions as laid down in the relevant incentive scheme including receipt of export remittances are satisfied and the right to claim the incentives are established.

### **Gain from Disposal of Property, Plant & Equipment**

Gain arises from sale of disposed of old machineries as scrap, vehicles is recognized as other income.

### **Toll Income**

Toll income is recognized when services are delivered and there remains no unfulfilled obligation in connection with the service.

### **Interest Income**

Interest income from savings account is recognized on accrual basis.

### **Dividend Income**

Dividend Income from marketable securities is recognized when received.

### **Realized Gain/(loss) from Sale of Marketable Securities**

Realized Gain or Loss from the sale of marketable securities are recognized in Other Income.

### **Income from PF Contribution Forfeiture**

Forfeited PF Contribution of resigned members are recognized as Other Income.

### **FOREX Gain/(loss)**

Gain of Loss arising from movement in foreign currency exchange rate from the booking date is recognized in Other Income.

### **Sales of Wastage**

Sale proceed from wastage of various items at factory is recognized as other income.

## 2.31 Employee Benefits

The company maintains both defined contribution plan and defined benefit plan for its eligible permanent employees. The eligibility is determined according to the terms and conditions set forth in the respective deeds. The company has accounted for and disclosed employee benefits in compliance with the provisions of IAS 19: Employee Benefits. The cost of employee benefits is charged off as revenue expenditure in the period to which the contributions relate. The company's employee benefits include the following:

### **Defined Contribution Plan (Provident Fund)**

The company has a registered provident fund scheme (Defined Contribution Plan) for employees of the company eligible to be members of the fund in accordance with the rules of the provident fund constituted under an irrevocable trust. Employees contribute 10% of their basic salary to the provident along with the Company that makes an equal contribution. The company recognizes contribution to defined contribution plan as an expense when an employee has rendered services in exchange for such contribution. The legal and constructive obligation is limited to the amount it agrees to contribute to the fund.

### **Defined Benefit Plan (Gratuity)**

This represents unfunded gratuity scheme for its permanent employees. Though no valuation was done to quantify actuarial liabilities as per the IAS 19: Employee Benefits, such valuation is not likely to yield a result significantly different from the current provision.

### **Contribution to Workers' Profit Participation and Welfare Funds (WPPF)**

The company contributed to the WPPF Fund as per provisions of the Bangladesh Labour Act-2006 (amendment) Act 2018 and is payable to workers as defined in the said law.

### **Short-term employee benefits**

Short-term employee benefits include salaries, bonuses etc. Obligations for such benefits are measured on an undiscounted basis and are expensed as the related service is provided.

### **Insurance Scheme**

Employees of the company are covered under group insurance schemes.

## 2.32 Earnings Per Share (EPS)

### **"Basic Earnings Per Share**

The Company calculates its Earnings per Share (EPS) in accordance with IAS 33 "Earnings per Share" which has been shown on the face of Statement of Profit or Loss and Other Comprehensive Income."

### **"Basic Earnings**

This represents earnings for the period attributable to the Ordinary Shareholders. As there are no preference dividends, minority interest or extra ordinary items, the net profit for the period has been considered as fully attributable to Ordinary Shareholders.

### **Basic Earnings per Share**

Basic EPS is calculated by dividing the profit or loss attributable to Ordinary Shareholders of the company by the weighted average number of Ordinary Shares outstanding during the period.

Weighted Average Number of Ordinary Shares outstanding during the period. The basis of computation of number of shares in line with the provisions of IAS 33: Earnings per share. Therefore, the total number of shares outstanding at the period multiplied by a time-weighting factor which is the number of days the specific shares were outstanding as proportion of total number of days in the period.

### **Diluted Earnings Per Share (DEPS)**

Diluted EPS is determined by adjusting the profit or loss attributable to Ordinary Shareholders and weighted average number of Ordinary Shares outstanding, for the effect of all dilutive potential Ordinary Shares. However, dilution of EPS is not applicable for this Financial Statements as there were no potential Ordinary Shares during the relevant period.

## 2.33 Foreign Currency Transactions

Foreign currency transactions are recorded at the applicable rates of exchange ruling at the transaction date. The monetary assets and liabilities, if any, denominated in foreign currencies at the financial position date are translated at the applicable rates of exchanges ruling at that date. Exchange differences are charged off as revenue expenditure in compliance with the provisions of IAS 21: The Effects of Changes in Foreign Exchange Rates.



## 2.34 Statement of Cash Flows

"The Statement of Cash Flow has been prepared in accordance with the requirements of IAS 7: Statement of Cash Flows. The cash generated from operating activities has been reported using the Direct Method as prescribed by the Securities and Exchange Rules, 2020 and as the benchmark treatment of IAS 7, whereby major classes of gross cash receipts and gross cash payments from operating activities are disclosed.

As per Bangladesh Securities and Exchange Commission Notification No. BSEC/CMRRCD/2006/158/208/Admin/81 dated 08 August, 2018 Cash Flows From operating activities has been reconciled with net income using the indirect method. "

## 2.35 Impact of COVID-19

The Company through out the COVID lock down remained open and continued to manufacture, distribute, sale the life saving medicines in the market. The healthcare and certain other essential services remained exempted from the lockdown, ensuring uninterrupted production and supply with highest priority on the health and safety of the employees was indeed challenging. Management took various mitigating measures to confront this unforeseen situation and continued its production and supply of products overcoming the challenges in the global supply chain constraints. Directors are continually reviewing the local and global situation of the pandemic and the associated risks affecting the operation of the business.

As the country gradually adapts to the new environment, the economy started showing signs of recovery in the post balance sheet period. While there are uncertainties how the COVID-19 situations evolve and affects the business in the future, given the currently prevailing situation, directors believe that there is no material adverse effect of the pandemic on the business's continuity in the foreseeable future. Excepting above, no circumstances have arisen since the date of Statement of Financial Position which would require adjustment to, or disclosure in, the financial statements or notes thereto.

## 2.36 Events After the Reporting Period

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

## 2.37 "Operating Segments

Segmental reporting is applicable for the company as required by "IFRS 8: Operating Segments" as the company operates in a single industry segment and within as a geographical segment"

## 2.38 "Measurement of Fair Values

When measuring the fair value of an asset or a liability, the company uses market observable data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- a) Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- b) Level 2: inputs other than quoted prices included in level 1 that are observable for asset or liability, either directly (i.e. as prices) or indirectly (i.e. Derived from prices).
- c) Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability might be categorized in different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred."

## 2.39 "Contingencies

Contingencies arising from a claim, litigation assessment, fines, penalties etc. are recorded. It is probable that a liability has been incurred and the amount can be measured reliably in accordance with "IAS 37: Provisions, Contingent Liabilities and Contingent Assets"

## 2.40 Risk Exposure

### Risk Management Framework

The management is responsible for the establishment and oversight of the company's risk management policies that are established to identify and analyzed the risks faced by the company, to set appropriate risks limits and controls, and to monitor risks and adherence to limits. Management discloses the exposures to risk and how they arise as well as its objectives, policies and processes for managing the risk and the methods used to measure the risk. The company has exposures to the following risks from its use of Financial Instruments.

- i. Market Risk;
- ii. Credit Risk;
- iii. Liquidity Risk."

### Market Risk

Market risk is the risk that any changes in market prices such as foreign exchange rates, interest rate and investment in freely traded share of stock exchange will affect the company's income or the value of its holdings financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

### Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a Financial Instrument will fluctuate because of changes in market interest rates.

### Currency Risk

The Company is exposed to foreign currency risk relating to purchases, which are denominated in foreign currencies. The company primarily utilizes forward exchange contracts with maturities of less than one period to hedge such Financial Liabilities denominated in foreign currencies. The forward exchange contracts entered into at the reporting date also relate to anticipated purchases, denominated in foreign currencies, for the subsequent period."

### "Credit Risk

Credit risk is the potential financial loss resulting from the failure of a customer or counterparty to settle its financial and contractual obligations to the company as and when they fall due. Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on all customers requiring credit over a certain amount. At the reporting date there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position. However, due to a large number of parties comprising the group's customer base, Management does not anticipate material losses from its debt collection."

### "Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its Financial Obligations as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when become due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company ensures that it has sufficient Cash and Cash Equivalents to meet expected operational expenses, including Financial Obligations through preparation of the Cash Flow forecast, prepared based on timeline of payment of the Financial Obligation and accordingly arrange for sufficient liquidity/fund to make the expected payment within due date. Moreover, the Company seeks to maintain short-term lines of credit with scheduled commercial banks to ensure payment of obligations in the event that there is insufficient cash to make the required payment. The requirement is determined in advance through Cash Flows projections and credit lines facilities with banks are negotiated accordingly."

**"Expiry of any revenue-generating contract that may adversely affect the business:** The Company has no long-term contract with their customers so not in risk of expiry of any revenue-generating contract.

**External risk factors may include among others:**

**Industry Risk:**

**i) Environmental Issue:** Environmentalists are likely to create pressure on government to protect or banning those factories, which are not follow proper ETP, waste management solution, Air pollution etc. which are negative effects on living being and environment thereby causing closure of business of the company. We have a good setup for ETP and incinerator for waste management, a very good and sophisticated fire alarm system with integrated fire hydrant and firehouse arrangement with carbon dioxide fire extinguisher, dry powder and sand bucket. The company also strictly follows the laid down regulations for marketing the products and therefore does not foresee any problems in doing the business.

"

**ii) Political Risks:** Bangladesh is prone to serious unrest in the political condition which produces Strike, Road-Block and Domestic Terror Attacks in Bangladesh could increase over the coming months, this could have an adverse impact on the country's economic growth prospects as investors, expatriates, and tourists may be deterred. During the last forty periods of post-independence period, Bangladesh has gone through a variety of political situations. At present political situation is much stable in the country as the oppositionist not much active in the field. Last democratic national assembly election and local council polls are instances of peaceful political situation in Bangladesh.

Notes	Particulars	Amount in Taka	
		30-Jun-2022	30-Jun-2021
<b>3.00</b>	<b>Property, Plant and Equipment: Tk. 3,421,837,366</b>		
	This is made up as follows:		
	<b>Cost</b>		
	Opening Balance	1,544,433,709	1,238,375,809
	Addition during the year	557,290,503	325,449,482
	Adjustment/disposal during the year	-	(19,391,582)
	<b>Closing Balance</b>	<b>2,101,724,213</b>	<b>1,544,433,709</b>
	<b>Revaluation</b>		
	Opening Balance	1,966,271,632	1,966,271,632
	Adjustment due to revaluation during the year	-	-
	<b>Closing Balance</b>	<b>1,966,271,632</b>	<b>1,966,271,632</b>
	<b>Total Cost &amp; Revaluation</b>	<b>4,067,995,845</b>	<b>3,510,705,342</b>
	<b>Depreciation</b>		
	Opening Balance	540,385,659	510,661,262
	Charged during the year	105,772,821	49,115,756
	Adjustment during the year	-	(19,391,359)
	<b>Closing Balance</b>	<b>646,158,480</b>	<b>540,385,659</b>
	<b>Written Down Value</b>	<b>3,421,837,366</b>	<b>2,970,319,683</b>
<b>3.01</b>	<b>Intangible Assets: Tk. 770,000</b>		
	This is made up as follows:		
	<b>Cost</b>		
	Opening Balance	1,100,000	-
	Addition during the year	-	1,100,000
	<b>Total Cost</b>	<b>1,100,000</b>	<b>1,100,000</b>
	<b>Depreciation</b>		
	Opening Balance	110,000	-
	Charged during the year	220,000	110,000
	<b>Closing Balance</b>	<b>330,000</b>	<b>110,000</b>
	<b>Written Down Value</b>	<b>770,000</b>	<b>990,000</b>
<b>4.00</b>	<b>Capital Work In Progress: Tk. 403,007,534</b>		
	This is made up as follows:		
	Opening Balance	159,035,250	-
	Add: Addition during the year	755,282,533	156,049,000
		<b>914,317,784</b>	<b>156,049,000</b>
	<b>Add: Interest Capitalized:</b>		
	Interest on Term Loan	525,000	2,986,250
	<b>Less: Capitalized during the year</b>		
	Capitalized in Factory Building	(511,835,250)	-
	<b>Closing Balance</b>	<b>403,007,534</b>	<b>159,035,250</b>
<b>5.00</b>	<b>Right-of-Use Asset: Tk. 204,018,990</b>		
	This is made up as follows:		
	<b>Cost</b>		
	Opening Balance	<b>490,163,324</b>	<b>297,023,603</b>
	On Lease Vehicles	468,009,472	274,869,751
	On Rental Asset	22,153,852	22,153,852
	Addition during the year on Vehicles	4,601,000	193,139,721
	Less: Adjustment during the year	(1,493,943)	-
	<b>Closing Balance</b>	<b>493,270,381</b>	<b>490,163,324</b>
	<b>Depreciation</b>		
	Opening Balance	<b>230,419,330</b>	<b>192,261,435</b>
	On Lease Vehicles	218,187,735	185,983,194
	On Rental Asset	12,231,595	6,278,241
	Charge during the year	60,063,527	38,157,895
	Less: Adjustment during the year	(1,231,465)	-
	<b>Closing Balance</b>	<b>289,251,391</b>	<b>230,419,330</b>
	<b>Written Down Value</b>	<b>204,018,990</b>	<b>259,743,994</b>
<b>6.00</b>	<b>Investment in Marketable Securities (Fair Value): Tk. 159,028,097</b>		
	This is made-up as follows:		
	Total Market Value Securities	159,028,097	-
	Total Cost of Marketable Securities	254,385,024	-
	<b>Unrealized Gain/(loss)</b>	<b>(95,356,927)</b>	<b>-</b>
	During the year total Realized Gain/(loss) from sale of marketable securities is Tk. 82,902,284/-		



Notes	Particulars	Amount in BDT	
		2021-2022	2020-2021
<b>7.00</b>	<b>Inventories: Tk. 1,009,145,823</b>		
	This is made-up as follows:		
	Raw Material	367,866,435	252,923,665
	Packing Material	148,435,283	90,015,455
	Finished Goods	390,328,433	365,136,224
	Work-in-Process	98,809,121	90,459,914
	Printed & Gifted Promotional Stock	3,706,552	3,630,315
	<b>Total</b>	<b>1,009,145,823</b>	<b>802,165,574</b>

- i) The inventory quantity can not be disclosed/ inserted here as some of material contain liter some pieces some are in box and some are in kg, gram, mili-gram, ton, liter and pcs.
- ii) There is no damage goods item in the inventory list.
- iii) As part of loan condition all of the company's inventory are pledged as security for loan finance of the company.

## 8.00 Trade and Other Receivables: Tk. 547,819,881

This is made-up as follows:

Trade Receivables-Local Sales	482,282,704	344,385,968
Trade Receivables-Export Sales	37,688,728	90,428,427
Receivable for Export Cash Incentive	27,815,948	28,076,825
Interest Receivable on FDR	32,500	-
<b>Total</b>	<b>547,819,881</b>	<b>462,891,220</b>

Export Receivable as at 30 June 2022 total \$ 403,088 has been translated @ Tk. 93.50 spot rate and resulting unrealized gain of Tk. 3,817,751 has been reported under 'FOREX Gain/Loss Account'.

### Accounts Receivable Ageing :

0-3 months	435,575,697	354,944,547
3-6 months	60,824,892	66,265,468
6-12 months	26,126,810	23,936,203
> 1 Year	25,058,462	17,745,002
	<b>547,819,861</b>	<b>462,891,220</b>

Information about Accounts receivable as per requirement under Schedule XI Part I Para 4 of the Companies Act 1994.

Debtors have been stated at their nominal value. Debtors are accrued in the ordinary course of business.

Particulars		Amount in Taka	Amount in Taka
Receivable considered good in respect of which the company is fully secured.		37,688,728	87,687,196
Accounts receivable considered good for which the company holds no security other than the debtor		510,098,652	368,828,941
Accounts receivable considered doubtful or bad		-	6,375,083
Accounts receivable due by directors or other officers of the company or any of them either severally or jointly with any other person or debt due by firms or private companies respectively in which any director		-	-
Accounts receivable due by Common Management		-	-
The maximum amount of receivable due by any director or other officer of the company.		-	-

## 9.00 Advances, Deposits and Prepayments: Tk. 1,204,469,458

This is made-up as follows:

Advance for Suppliers (Others)	80,074,638	68,364,697
Advance for Raw/Packing Purchase	92,932,529	55,471,888
LC Margin for Raw Material	36,033,000	41,710,501
VAT paid on Finished Goods	131,679,055	82,309,879
Security Money	6,853,594	6,468,882
Prepaid Insurance	2,594,925	1,977,112
Pre-IPO Expenses	11,893,782	-
Advance against Lease for vehicles	1,222,534	1,888,616
Advance against Rent Sales Center	6,113,460	1,876,400
Advance against Customs Duty	498,300	436,581
Advance Income Tax (Note: 9.01)	287,948,490	177,679,274
Advance for Capital Expense	382,988,255	4,816,983
LC Margin for Capital goods	163,636,897	1,484,448
<b>Total</b>	<b>1,204,469,458</b>	<b>444,485,260</b>

Notes	Particulars	Amount in BDT	
		2021-2022	2020-2021
<b>9.01</b>	Advance Income Tax: Tk. 287,948,490		
	This is made-up as follows:		
	Opening Balance	177,679,274	174,138,826
	Addition during this year		
	TDS at Import Stage (u/s 53)	66,058,521	46,219,442
	Deducted at source from Export Proceed (u/s 53)	1,240,298	858,732
	Deposited at the time of Vehicle Registration (AIT) (u/s 68B)	2,870,500	934,140
	Deducted from Institutional sales (u/s 52)	1,986,022	1,637,800
	Deducted from Toll Bill (u/s 52A)	11,290	-
	Deducted from Bank interest (u/s 53F)	335,566	2,735
	Deducted from Dividend Income (U/s 54)	652,816	-
	Deducted from Export Cash Incentive Proceed (u/s 53F)	1,599,000	1,761,300
	Advance tax paid U/s 64 for AY 2022-23	34,000,000	-
	Advance tax paid U/s 64 for AY 2021-22 incl. Tk. 3,483,824 (AY19-20) tax refund	-	26,483,824
	Paid for Assessment year 2020-21	1,515,203	-
	Paid for Assessment year 2005-06	-	18,500
	Paid for Assessment year 2012-13	-	242,023
	Paid for Assessment year 2013-14	-	625,000
	Paid for Assessment year 2015-16 (12 Month)	-	5,263,293
	Paid for Assessment year 2015-16 (10 Month)	-	8,229,401
		110,269,216	92,276,190
	Less: Adjusted during the year	-	(88,735,742)
	Total	287,948,490	177,679,274

Information about Advances Deposits & Prepayments as per requirement under Schedule XI Part I Para 6 of the Companies Act 1994.

Debtors have been stated at their nominal value. Debtors are accrued in the ordinary course of business.

Particulars		Amount in Taka	Amount in Taka
i) Advance, deposits & prepayment considered good and in respect of which the company is fully secured.		-	-
ii) Advance, deposits & prepayment considered good for which the company holds no security.		1,204,469,458	444,485,260
iii) Advance, deposits & prepayment considered doubtful or bad			
iv) Advance, deposits & prepayment due by directors or other officers of the company or any of them either severally or jointly with any other person or Advance, deposits & prepayment due by firms or private companies respectively in which any director is a partner or a director or a member		-	-
v) Advance, deposits & prepayment due by companies under the same management.		-	-
vi) The maximum amount due by directors or other officers of the company at any time during the year.		-	-
		67,575,600	73,799,207

## 10.00 Goods In Transit: Tk. 67,575,600

Goods in transit consist of raw materials and packing materials under shipment as on 30 June 2022.

## 11.00 Cash and Cash Equivalents: Tk. 66,427,585

This is made-up as follows:

Cash at Bank

Jamuna Bank Ltd., Rupshi Br. A/c. 1661

Jamuna Bank Ltd., Rupshi Br. A/c. 1670

Pubali Bank Ltd., Dhaka Stadium Br. A/c 473

Southeast Bank Ltd., Corporate Br. CD A/C No.648

Southeast Bank Ltd., Corporate Br. CD A/C No 7614

Dutch Bangla Bank Ltd., Local Office, CD A/C No.957

Sonali Bank Ltd., Customs House Br. A/c 379

Sonali Bank Ltd., Customs House Br. A/c 378

Al Arafah Islami Bank Ltd., VIP Road Br. A/c-7189

Al Arafah Islami Bank Ltd., VIP Road Br. ERQ A/c-46

United Commercial Bank Ltd., Gulshan Br., A/c-0011

United Commercial Bank Ltd., Gulshan Br. A/c-0055

United Commercial Bank Ltd., SND A/C-162

Dhaka Bank Ltd., Banani Br. A/c-28321

NRBC Bank Ltd. -SND 033

Shimanto Bank Ltd., CD-012

Community Bank BD Ltd.-9101

Pubali Bank Ltd. Faridpur Br. A/c-160

Pubali Bank Ltd., Mymensingh Br.- A/c 294

Pubali Bank Ltd., Dargagat Br. A/c-125

807,934	70,006
-	587
7,136,884	807,249
2,384,152	380,794
1,959,503	7,776
4,760,908	9,408,339
4,110,034	438,235
92,239	97,419
425,432	7,254,111
3,280,849	-
9,147,417	1,835,883
2,041	49,009
45,345	-
-	119,175
1,848,314	-
281,508	-
31,479	-
213,562	108,341
110,220	-
295,831	2,981

Notes	Particulars	Amount in BDT	
		2021-2022	2020-2021
	Pubali Bank Ltd., Kamalpur Br., A/c-25303	1,599	887
	Pubali Bank Ltd., Maizdee Court Br. A/c-840	2,882	1,179
	Pubali Bank Ltd., Momin Road Br. A/c-8940	1,701,600	1,888
	Southeast Bank Ltd., Barisal Br. A/c-051	6,250	1,912
	Southeast Bank Ltd., Bogra Br. A/c-246	406,061	1,895
	Southeast Bank Ltd., Comilla Br. A/c-044	305,364	1,045
	Southeast Bank Ltd., Corporate Br.A/c-8200	1,090,138	157,383
	Southeast Bank Ltd., Cox's Bazar Br. A/c-091	307,391	1,680
	Southeast Bank Ltd., Dinajpur Br.-A/c 0144	403,516	741
	Southeast Bank Ltd., Jessore(SME) Br. A/c-347	496,386	859
	Southeast Bank Ltd., Joydevpur Br., A/c-027	1,161,740	2,845
	Southeast Bank Ltd., Khulna Br. A/c-925	1,145	1,241
	Southeast Bank Ltd., Rajshahi Br. A/c-014	1,005,178	1,478
	Southeast Bank Ltd., Rangpur Br. A/c-284	405,612	42
		<b>44,228,509</b>	<b>20,754,978</b>
	FDR at IPDC AC-25213	3,000,000	-
	Cash in Hand	19,199,076	5,021,337
	<b>Total</b>	<b>66,427,585</b>	<b>25,776,315</b>
	The Bank Balances have been reconciled where necessary and were agreed with the balance as per bank statements as on 30-06-2022. Cash in hand balance was duly certified by the management. The balance in AIBL ERQ A/c has been translated in Tk.93.50 resulting in exchange gain of Tk.52,632/- as at 30-06-2022.		
<b>12.00</b>	<b>Paid-up Share Capital: Tk. 802,301,500</b>		
	This is made-up as follows:		
	<b>A. Authorized Capital:</b>		
	200,000,000 Ordinary Shares of Tk. 10 each	<b>2,000,000,000</b>	<b>2,000,000,000</b>
	<b>B. Issued Subscribed &amp; Paid up Capital:</b>		
	80,230,150 Ordinary Shares of Tk. 10 each	802,301,500	802,301,500
	<b>Total</b>	<b>802,301,500</b>	<b>802,301,500</b>
	<b>Capital Structure of the Company</b>	<b>Percentage %</b>	<b>As at 30 June 2022</b>
	<b>Name</b>	<b>Designation</b>	<b>Share Nos</b>
	Mr. Anisuzzaman Chowdhury	Chairman	4,014,010
	Professor Dr. Md. Jonaid Shafiq	Managing Director	7,237,230
	Mrs. Imrana Zaman Chowdhury	Director	4,014,010
	Mrs. Masuma Parvin	Director	7,894,891
	Dr. Zahara Rasul MD, CCFP	Director	4,814,810
	Mr. Javed Kaiser Ally	Director	2,500,000
	Mrs. Tarana Ahmed	Director	2,500,000
	Dr. Sayeed Ahmed	Director	2,642,640
	Mr. Manzurul Islam	Sponsor Director	2,500,000
	Mrs. Suraiya Islam	Sponsor Director	-
	General Shareholders	N/a	42,112,559
	<b>Total</b>	<b>100% 100%</b>	<b>80,230,150</b>
	<b>Shareholding Pattern of the Company</b>		
	<b>Category of Shareholders</b>	<b>30-Jun-22</b>	<b>30-Jun-21</b>
			<b>Ordinary Shares No.</b>
	Director and Sponsor	47.51%	67.07%
	Local Institute	5.05%	6.24%
	Foreign Institute	24.78%	7.24%
	General Shareholders	10.32%	7.11%
	Non-Resident Bangladeshi	12.34%	12.34%
	<b>Total</b>	<b>100%</b>	<b>100%</b>
			<b>Ordinary Shares No.</b>
			38,117,591
			4,055,000
			19,879,102
			8,278,567
			9,899,890
			<b>80,230,150</b>
			<b>80,230,150</b>
<b>13.00</b>	<b>Revaluation Reserve: Tk. 1,966,271,633</b>		
	This is made-up as follows:		
	Opening Balance	1,966,271,633	1,966,271,633
	Less: Adjusted during the year	-	-
	<b>Revaluation Reserve:</b>	<b>1,966,271,633</b>	<b>1,966,271,633</b>
<b>14.00</b>	<b>Loan from Directors: Tk. 30,000,000</b>		
	This is made-up as follows:		
	Opening Balance	30,000,000	38,727,500
	Received from Professor Dr. Md. Jonaid Shafiq	-	7,895,982
	Received from Dr. Zahara Rasul	-	6,000,788
	Received from Mrs. Imrana Zaman Chowdhury	-	10,736,800
	Received from Mr. Javed Kaiser Ally	-	2,683,215
	Received from Mrs. Tarana Ahmed	-	2,683,215
		<b>30,000,000</b>	<b>68,727,500</b>
	Less: Paid to Mr. Manzurul Islam	-	(38,727,500)
	<b>Closing Balance</b>	<b>30,000,000</b>	<b>30,000,000</b>

Notes	Particulars	Amount in BDT	
		2021-2022	2020-2021
<b>15.00</b>	<b>Lease Liabilities: Tk. 129,974,652</b>		
	This is made-up as follows:		
	<b>Opening balance</b>	166,148,307	51,711,657
	Add: Addition during the year for ROUA for Vehicle	4,601,000	142,928,665
	Less: Payment during the year	(40,774,655)	(28,492,015)
	<b>Closing balance</b>	<b>129,974,652</b>	<b>166,148,307</b>
<b>15.01</b>	Principal Payment due within one year	29,254,646	34,620,415
<b>15.02</b>	Principal Payment due within two to five year	100,720,006	131,527,892
	<b>Total</b>	<b>129,974,652</b>	<b>166,148,307</b>
<b>16.00</b>	<b>Long Term Loan: Tk. 169,515,942</b>		
	This is made-up as follows:		
	AIBL Term Loan (HPSM Ind), VIP Road Br., Dhaka	86,908,171	100,000,000
	AIBL Term Loan (HPSM RE) VIP Road Br., Dhaka	45,642,807	30,000,000
	AIBL Term Loan (HPSM Machine) VIP Road Br., Dhaka	14,156,036	21,777,000
	IPDC Term Loan- AC	22,808,929	
	<b>Total</b>	<b>169,515,942</b>	<b>151,777,000</b>
<b>16.01</b>	Payment due within one year	28,125,222	18,797,712
<b>16.02</b>	Payment due within two to four year	141,390,720	132,979,288
	<b>Total</b>	<b>169,515,942</b>	<b>151,777,000</b>
<b>17.00</b>	<b>Deferred Tax Liability: Tk. 59,415,004</b>		
	This is made-up as follows:		
	Opening Balance	48,740,390	17,301,661
	<b>Addition during the year:</b>		
	Deferred tax on PPE and ROUA	10,674,614	31,438,729
	<b>Total</b>	<b>59,415,004</b>	<b>48,740,390</b>
	<b>Less: Deferred Tax Asset (Note 17.01)</b>	<b>17,052,502</b>	<b>20,488,185</b>
	<b>Net Deferred Tax Liability Balance</b>	<b>42,362,502</b>	<b>28,252,205</b>
<b>17.01</b>	<b>Deferred Tax Asset: Tk. 17,052,502</b>		
	This is made up as follows:		
	<b>Opening Balance</b>	20,488,185	23,760,605
	<b>Addition/(Adj) during the year</b>	<b>(3,435,683)</b>	<b>(3,272,421)</b>
	Deferred Tax on Lease Liability	(1,458,702)	(2,041,445)
	Deferred Tax on Gratuity	(2,105,711)	(1,526,472)
	Deferred Tax on Broken Damage Expired Goods	121,494	57,878
	Deferred Tax on Provision for Bad Debts	7,236	237,619
	<b>Closing Balance</b>	<b>17,052,502</b>	<b>20,488,185</b>
	<b>Breakup of Closing DTA:</b>		
	Deferred Tax on Lease Liability	746,245	2,204,947
	Deferred Tax on Gratuity	13,626,355	15,732,067
	Deferred Tax on Broken Damage Expired Goods	760,140	638,646
	Deferred Tax on Provision for Bad Debts	1,919,761	1,912,525
	<b>Total</b>	<b>17,052,502</b>	<b>20,488,185</b>
<b>18.00</b>	<b>Short Term Loan: Tk. 2,682,055,890</b>		
	This is made-up as follows:		
	Southeast Bank Ltd. OD	-	(973)
	AIBL Bai-Muajjal OD	646,398,558	498,813,773
	AIBL Bai-Muajjal-Stimulus Loan	200,000,000	-
	Dhaka Bank Ltd. OD	179,444,139	17,837,299
	Shimanto Bank Ltd. OD	223,842,166	-
	Community Bank Bangladesh Ltd. OD	194,842,264	-
	Dhaka Bank Time loan	194,500,000	-
	Community Bank Bangladesh Ltd. Time Loan	30,000,000	-
	Shimanto Bank Ltd. Time loan	40,000,000	-
	AIBL LTR	94,470,651	43,487,717
	Dhaka Bank Ltd. LTR	-	612,620
	Southeast Bank Ltd. UPAS	-	212,461,094
	Dhaka Bank Ltd. UPAS	60,311,240	2,120,000
	AIBL UPAS	710,122,528	361,322,000
	Margin Loan for Investment in Securities	108,124,344	-
	<b>Total</b>	<b>2,682,055,890</b>	<b>1,136,653,530</b>

The above balances were in agreement with the balance as per respective bank statement as on 30-06-2022. Provision is kept as per matching principal.



**19.00 Trade and Other Payables: Tk. 547,142,023**

This is made-up as follows:

Trade Payables
Salary Payables
VAT Payable
Payable Audit Fee
Payable for Other Supplies
Payable Director Remuneration
Payable-Sales Center Rent
Payable for Utility
Provision for Gratuity (Note 19.01)
Provision for Bad Debt (Note 19.02)
Provision for Broken, Damage & Expiry (Note 19.03)
Provision for Income Tax (Note 19.04)
Provision for W.P.P.F (Note 19.05)
Interest Payable on Short Term Loan
Interest Payable on Term Loan
Interest Payable on Lease Liability
Interest Payable on Other Loan
Interest Payable Capitalized on Term Loan
Withholding Tax Payable
Loan from Others
Payable for PPE and Lease Asset
<b>Total</b>

29,484,513	20,434,370
32,623,081	38,555,478
58,614,557	37,399,370
230,000	230,000
600,490	434,432
750,000	750,000
860,827	727,240
3,261,065	3,105,776
49,550,383	52,440,223
6,980,950	6,375,083
2,764,146	2,128,819
245,110,056	141,435,969
18,916,683	25,378,539
76,553,448	19,407,759
1,002,173	304,878
2,999,634	3,649,634
554,927	158,997
-	2,986,250
245,211	4,678,909
12,614,078	6,700,000
3,425,802	14,689,024
<b>547,142,023</b>	<b>381,970,750</b>

**19.01 Provision for Gratuity: Tk. 49,550,383**

This is made-up as follows:

Opening Balance
Provision made during the year
Less: Paid/Adj. during the year
<b>Total</b>

52,440,223	53,103,196
24,886,161	35,037,026
(27,776,000)	(35,700,000)
<b>49,550,383</b>	<b>52,440,223</b>

**19.02 Provision for Bad Debt: Tk. 6,980,950**

This is made-up as follows:

Opening Balance
Provision made during the year (0.1% of Local Sales)
Less: Adjusted during the year
<b>Total</b>

6,375,083	5,153,558
4,582,302	3,366,312
(3,976,436)	(2,144,787)
<b>6,980,950</b>	<b>6,375,083</b>

**19.03 Provision for Broken, Damage and Expiry: Tk. 2,764,146**

This is made-up as follows:

Opening Balance
Provision made during the year
Less: Adjustment during the year
<b>Total</b>

2,128,819	1,786,979
1,653,138	1,239,381
(1,017,811)	(897,541)
<b>2,764,146</b>	<b>2,128,819</b>

**19.04 Provision for Income Tax: Tk. 245,110,056**

This is made-up as follows:

Opening Balance
Provision made during this year
<b>Additional provision for earlier years:</b>
AY: 2005-06
AY: 2012-13
AY: 2013-14
AY: 2015-16 (12 Month)
AY: 2015-16 (10 Month)
AY: 2019-20
<b>Total:</b>

141,435,969	161,279,132
103,674,087	51,474,025
-	18,500
-	242,023
-	625,000
-	4,820,143
-	8,801,539
-	(572,474)
<b>245,110,056</b>	<b>226,687,887</b>

**Less: Adj. of earlier Assessment year balance upon Final Order**

AY: 2019-20
AY: 2005-06
AY: 2012-13
AY: 2013-14
AY: 2015-16 (12 Month)
AY: 2015-16 (10 Month)

-	(57,873,359)
-	(18,500)
-	(242,023)
-	(625,000)
-	(11,709,634)
-	(14,783,402)
-	(85,251,918)
<b>245,110,056</b>	<b>141,435,969</b>

**Total**

Notes	Particulars	Amount in BDT	
		2021-2022	2020-2021
<b>19.05</b>	<b>Provision for W.P.P.F: Tk. 18,916,683</b>		
	This is made-up as follows:		
	Opening Balance	25,378,539	23,652,468
	Provision made during the year	19,589,296	15,120,632
	Less: Paid to WPPF a.c for AY 2018-19	-	(5,628,031)
	Less: Paid to WPPF a.c for AY 2019-20	-	(7,766,530)
	Less: Paid to WPPF a.c for AY 2020-21 to Labour Welfare Fund	(1,093,052)	-
	Less: Paid to WPPF a.c for AY 2021-22 to Labour Welfare Fund	(1,512,063)	-
	Less: Paid to WPPF a.c for AY 2020-21 to WPPF	(9,837,468)	-
	Less: Paid to WPPF a.c for AY 2021-22 to WPPF	(13,608,569)	-
	<b>Total</b>		

Notes	Particulars	Amount in BDT	
		2021-2022	2020-2021
<b>20.00</b>	<b>Sales: Tk. 4,758,706,524</b>		
	This is made-up as follows:		
	Local Sales Human Health	4,376,138,837	3,176,268,808
	Export Sales	176,404,474	240,264,065
	Local Sales Animal Health	1,029,949,813	711,691,777
	<b>Gross sales</b>	<b>5,582,493,124</b>	<b>4,128,224,650</b>
	Less: Value Added Tax (VAT)	823,786,600	521,648,164
	<b>Net sales</b>	<b>4,758,706,524</b>	<b>3,606,576,486</b>

Sales figure is presented on net of VAT in the statement of profit or loss and other comprehensive income.

#### Breakup of Net Turnover

Local Sales Human Health Division	3,596,176,805	2,705,510,058
Export Sales	176,404,474	240,264,065
Local Sales Animal health division	986,125,244	660,802,363
<b>Total</b>	<b>4,758,706,524</b>	<b>3,606,576,486</b>

Sales comprises pharmaceutical formulation products of various therapeutic categories in different dosage forms and strengths. The quantity sold under different broad categories are as follows:

Dosage Form	UoM	2021-2022	2020-2021
Tablet, Capsule, Syrup, Bolus	Pcs.	459,865,674	407,321,235
Liquid, PFS, Oral Solution	Bottle	3,056,253	2,935,568
Powder	Container/Sachet	1,986,511	1,905,431
Nasal Drops, Nasal Spray, Eye Drops	Dropper	961,537	914,782
Ointment, Cream	Tube	53,579	46,102
Injection	Vial	757,775	705,491
<b>Total</b>		<b>466,681,329</b>	<b>413,828,608</b>

#### 21.00 Cost of Sales: Tk. 2,586,134,851

This is made-up as follows:

Raw Material Consumption (Note No: 21.01)	1,614,976,476	1,137,454,859
Packing Material Consumption (Note No: 21.02)	672,609,153	600,664,006
Factory Expenses (Note No: 21.03)	402,739,043	324,245,546
<b>Total Manufacturing Cost</b>	<b>2,690,324,672</b>	<b>2,062,364,411</b>
Opening Stock Work-In-Process	90,459,914	71,933,212
Closing Stock Work-In-Process	(98,809,121)	(90,459,914)
<b>Cost of Production</b>	<b>2,681,975,466</b>	<b>2,043,837,708</b>
Opening Stock Finished Goods	365,136,224	325,894,338
<b>Finished goods available for sale</b>	<b>3,047,111,690</b>	<b>2,369,732,046</b>
Cost of Physician Sample transferred to Marketing Exp.	(50,317,662)	(19,672,225)
Cost of Bonus Product transferred to Marketing Exp.	(20,330,744)	(5,393,056)
Closing Stock Finished Goods	(390,328,433)	(365,136,224)
<b>Cost of Goods Sold</b>	<b>2,586,134,851</b>	<b>1,979,530,541</b>

#### 21.01 Raw Material Consumption: Tk. 1,614,976,476

This is made-up as follows:

Opening Stock of Raw Materials	252,923,665	249,828,071
Add: Purchase during the year	1,729,919,246	1,140,550,453
Less: Closing Stock of Raw Materials	(367,866,435)	(252,923,665)
<b>Total</b>	<b>1,614,976,476</b>	<b>1,137,454,859</b>

Notes	Particulars	Amount in BDT	
		2021-2022	2020-2021
<b>21.02</b>	<b>Packing Material Consumption: Tk. 672,609,153</b>		
	This is made-up as follows:		
	Opening Stock of Packing Materials	90,015,455	104,821,977
	Add: Purchase during the year	731,028,981	585,857,484
	Less: Closing Stock of Packing Materials	(148,435,283)	(90,015,455)
	<b>Total</b>	<b>672,609,153</b>	<b>600,664,006</b>
<b>21.03</b>	<b>Factory Expenses: Tk. 402,739,043</b>		
	This is made-up as follows:		
	Salary and Allowance	165,447,647	147,095,898
	Festival Bonus	13,020,963	11,580,376
	Contribution to Provident Fund	7,700,171	6,294,332
	Conveyance	140,233	77,540
	Holiday Allowance & Overtime	14,687,165	12,488,207
	Cylinder Expenses	647,255	883,631
	Diesel for generator	3,876,390	4,644,000
	Electricity Bill	28,179,056	24,403,268
	Entertainment	1,542,855	1,387,452
	Renewal Fees	142,168	216,164
	Fees & Forms	198,744	155,439
	Insurance Premium-Fire & Burglary	1,866,686	1,812,884
	Gas Bill	613,395	550,539
	Group Insurance Premium	281,518	273,078
	Laboratory Chemicals	9,724,071	9,249,338
	Medical Expenses	25,412	23,191
	Newspaper & Periodicals	4,878	4,559
	Repair & Maintenance	7,217,435	4,772,269
	Medical Waste Management Expense	640,550	307,547
	Sanitation Expense	1,928,163	1,553,157
	Spare Parts for machinery	9,551,245	19,639,122
	Mobile Telephone Bill	780,805	657,961
	Staff Quarter Rent	1,354,215	1,474,413
	Rent for Depot	971,458	-
	Stationery	1,249,558	1,225,057
	Subsidy on Canteen	6,300,626	5,185,561
	Uniform & Liveries	666,345	1,024,175
	Staff Transport Cost	3,844,094	2,439,649
	Vehicle Petrol Oil & Lubricants	2,017,943	1,421,229
	Vehicle-Toll & Levies	219,782	226,807
	Vehicle Repair-Spare Parts	783,040	745,951
	Vehicle Tax & Renewals	104,633	111,914
	Land Revenue	340,350	311,204
	Toll Charges (Contract Manufacturing)	28,993,892	786,456
	Gratuity	4,910,917	3,059,588
	Broken, Damaged & Expiry Expenses	1,653,138	1,239,381
	Depreciation on PPE & ROUA	81,112,247	56,924,208
	<b>Total</b>	<b>402,739,043</b>	<b>324,245,546</b>
<b>22.00</b>	<b>Administrative Expenses: Tk. 151,042,811</b>		
	This is made-up as follows:		
	Salary and Allowances	52,597,300	38,391,287
	Festival Bonus	5,026,221	3,118,749
	Contribution to Provident Fund	2,514,012	2,039,580
	Gratuity	8,823,757	7,613,250
	Holiday Allowance & Overtime	1,370,505	1,216,466
	Audit Fees	230,000	230,000
	Board Meeting Fee	655,500	7,100
	Audit Committee & NRC Meeting Fee	120,750	-
	Professional Fees	586,444	1,412,152
	Advertising Expenses	199,944	260,100
	Conveyance and Travelling	402,980	467,752
	Director's Remuneration	9,837,313	7,600,000
	Electricity Bill	2,696,038	1,799,406
	Internet Bill	422,505	460,133
	Gardening Expenses	360,695	50,000
	Entertainment	2,057,141	1,849,935
	Subscription Fee	277,122	504,034
	Registration Fees and Renewal Fees	510,530	1,059,192
	Foreign Tour Expenses	4,488,246	3,954,169
	Gas Bill	49,210	35,000

Notes	Particulars	Amount in BDT	
		30- June-2022	30- June-2021
	Group Insurance Premium	85,085	82,534
	Insurance Premium Fire & Burglary	162,756	153,080
	Mobile Telephone Bill	649,572	697,848
	Newspapers & Periodicals	21,004	410
	Repair & Maintenance	2,709,674	4,114,631
	Staff Transport Cost	1,625,902	2,081,874
	Sanitation Expense	1,105,511	782,656
	Stationery	1,149,521	957,934
	Telephone	21,490	22,315
	Vehicle repair-spare parts	969,108	1,317,940
	Vehicle-Toll & Levies	47,404	13,945
	Vehicle Tax & Renewals	500,700	99,938
	Vehicle Petrol Oil & Lubricants	3,319,832	1,342,064
	WASA	563,705	477,099
	Subsidy on Canteen	891,426	597,718
	Iftar Bill	18,900	28,781
	Bad Debt Expense	4,582,302	3,366,312
	Training Expenses	35,698	28,320
	Other Expenses	14,559	12,766
	Bank Charges	4,960,582	5,811,237
	Bank Charges-Export	2,022,271	2,282,061
	BO Charges, Interest on margin Loan	8,290,153	-
	Software Services	271,626	816,133
	Security Services	635,491	601,950
	Depreciation on Rental Asset (Annex-ROUA)	12,429,319	5,953,354
	Depreciation Other than Rental Asset (Annex-PPE)	10,513,008	8,132,030
	Amortization on software	220,000	110,000
	<b>Total</b>	<b>151,042,811</b>	<b>111,953,238</b>

As per IFRS 16-Leases Office Rent for current year has been presented under Depreciation.

### 23.00 Selling & Marketing Expenses: Tk. 1,143,937,454

This is made-up as follows:

Salary and Allowances	529,084,030	455,348,501
Festival Bonus	41,648,649	35,145,461
Contribution to Provident Fund	28,986,577	19,120,320
Incentives	61,186,025	20,841,499
Tender Form	64,250	67,000
Gratuity	6,909,412	19,929,654
Stationery	4,008,318	2,197,661
Holiday Allowance & Overtime	74,910	31,812
Daily Expenses for Field workers	227,099,471	223,999,176
Travelling and Conveyance	3,120,817	2,422,017
Bonus On Sales	20,330,744	5,393,056
Product Expiry Replacement	19,028,522	10,672,923
Group Insurance Premium	1,205,787	1,169,637
Insurance Premium Export	888,932	685,344
Export Freight Expenses	3,384,990	3,553,310
Registration Fee	2,042,945	3,743,722
Scientific Seminar	4,192,290	536,175
Meeting	8,703,185	5,493,785
Day Celebration	1,257,423	118,685
Product Registration Fee	1,330,582	1,896,071
Entertainment	1,028,570	924,968
Renewal Fees	143,750	631,050
Training Expenses	1,261,641	761,004
Monthly regional conference	2,804,000	2,493,785
Courier Service & Postage	507,127	517,047
Mobile Telephone Bill	15,149,579	21,593,602
Printed & Gifted Promotional Expenses (23.01)	78,357,630	18,460,406
Sample Expenses	50,317,662	19,672,225
Campaign Expenses	2,123,220	1,610,781
Society Contribution	304,503	68,822
Advertisement & Souvenir Expense	2,302,327	832,440
Vehicle Insurance	-	154,943
Vehicles Repair-Spare Parts	880,888	632,545
Vehicle Petrol Oil & Lubricants	1,061,598	931,621
Vehicle-Toll & Levies	54,320	27,745
Vehicle-Tax & Renewals	458,237	261,924
Repair & Maintenance	651,254	542,440
Software Services	1,437,012	1,694,930
Iftar Bill	48,988	803,111
Staff Transport Cost	1,834,628	3,535,613
Subsidy on Canteen	751,716	485,915
Foreign Tour Expenses	5,829,415	2,418,056
Prescription Survey Report Fee	2,862,201	-
Depreciation on PPE & ROUA	9,219,330	3,252,812
<b>Total</b>	<b>1,143,937,454</b>	<b>894,673,593</b>



Notes	Particulars	Amount in BDT	
		2021-2022	2020-2021
<b>23.01</b>	<b>Movement of Printed &amp; Gifted Promotional Material: Tk. 3,706,552</b>		
	This is made-up as follows:		
	Opening stock	3,630,315	8,623,077
	Add: Purchase during the year	78,433,866	13,467,645
	Less: Consumption during the year	78,357,630	18,460,406
	<b>Closing Stock</b>	<b>3,706,552</b>	<b>3,630,315</b>
<b>24.00</b>	<b>Distribution Expenses: Tk. 288,402,731</b>		
	This is made-up as follows:		
	Salary and Allowances	99,371,710	93,851,780
	Festival Bonus	8,683,870	8,389,496
	Contribution to Provident Fund	4,978,288	4,997,410
	Repair & Maintenance	1,024,763	1,161,390
	Stationery	4,586,773	4,983,168
	Daily Expenses for Field workers	41,482,845	64,267,191
	Holiday Allowance & Overtime	3,672,229	2,174,494
	Insurance Premium Fire & Burglary	454,715	436,277
	Group Insurance Premium	347,939	337,508
	Sales Centre Rent	14,508,586	11,984,928
	Travelling and Conveyance	270,384	385,334
	Entertainment	514,285	462,484
	Telephone Bill	10,108	17,426
	Security Services	378,177	384,000
	Electricity	3,054,724	2,290,266
	Land Revenue	21,786	21,786
	Gratuity	4,242,075	4,434,533
	Driver Allowance	2,182,288	1,884,750
	Re-packing Expenses	6,891,276	3,217,935
	Internet Bill	232,589	198,438
	Gas Bill	142,900	173,100
	Wasa Bill	291,080	492,636
	Courier Service & Postage	4,154,504	4,163,010
	Consumables & Supplies	654,696	760,174
	Mobile Telephone Bill	1,387,238	1,188,302
	Renewal Fees	1,005,785	387,893
	Vehicle Insurance	-	206,709
	Vehicle-Toll & Levies	3,655,984	2,455,683
	Vehicle-Tax & Renewals	1,833,539	410,512
	Vehicles Repair-Spare Parts	6,182,107	5,531,641
	Vehicle Petrol Oil & Lubricants	19,482,613	22,012,970
	Transfer & Other Charges	140,432	32,994
	Depreciation on PPE & ROUA	52,562,443	13,011,248
	<b>Total</b>	<b>288,402,731</b>	<b>256,707,467</b>
<b>25.00</b>	<b>Finance Expenses: Tk. 200,421,168</b>		
	This is made-up as follows:		
	Interest charged on Short term loan	169,674,959	62,246,915
	Interest charged on Long term loan	18,315,690	4,526,125
	Interest charged on Lease Liability	11,694,234	8,252,499
	Interest on Other loan	736,285	158,997
	<b>Total</b>	<b>200,421,168</b>	<b>75,184,536</b>
<b>26.00</b>	<b>Other Income/ (Loss): Tk. 22,607,712</b>		
	This is made-up as follows:		
	Cash Incentive	15,854,889	22,750,936
	Bank Interest	2,280,376	29,445
	Interest on FDR	32,500	-
	Dividend Income	3,264,591	-
	Sale of Wastage	5,058,678	3,621,460
	Toll Income	924,362	887,755
	FOREX Gain/(loss)	(93,979,209)	(2,521,206)
	Gain on disposal of FA (Note 26.01)	467,522	1,023,000
	Realized Gain/(loss) from Sale of Marketable Securities	82,902,285	-
	Income from PF Contribution Forfeiture	5,801,719	3,214,767
	<b>Total</b>	<b>22,607,712</b>	<b>29,006,157</b>
<b>26.01</b>	<b>Gain on disposal of FA: Tk. 467,522</b>		
	This is made-up as follows:		
	Sale proceed from FA disposed	730,000	1,023,223
	Less: Written Down Value	262,478	223
	<b>Total</b>	<b>467,522</b>	<b>1,023,000</b>

Notes	Particulars	Amount in BDT	
		30-Jun-2022	30-Jun-2021
<b>27.00</b>	<b>Income Tax: Tk. 117,784,384</b>		
	This is made-up as follows:		
	Current year Tax	103,674,087	51,474,025
	Prior year tax provision shortfall	-	13,934,731
	Deferred Tax Expense/ (Income)	14,110,297	34,711,150
	<b>Total</b>	<b>117,784,384</b>	<b>100,119,906</b>
<b>28.00</b>	<b>Earnings Per Share (EPS)</b>		
	Earnings attributable to the Ordinary Shareholders	274,001,539	202,292,731
	Number of Ordinary Shares	80,230,150	80,230,150
	<b>Earnings Per Share (EPS)</b>	<b>3.42</b>	<b>2.52</b>
<b>29.00</b>	<b>Net Asset Value (NAV) Per Share</b>		
	Total Assets	7,084,100,333	5,199,206,505
	Less Total Liabilities	3,601,051,009	1,894,801,792
	<b>Net Assets</b>	<b>3,483,049,323</b>	<b>3,304,404,713</b>
	Number of Ordinary Shares	80,230,150	80,230,150
	<b>Net Asset Value (NAV) Per Share</b>	<b>43.41</b>	<b>41.19</b>
<b>30.00</b>	<b>Net Operating Cash Flow Per Share (NOCFPS)</b>		
	Net Cash Generated from Operating Activities	199,359,418	121,751,967
	Number of Ordinary Shares	80,230,150	80,230,150
	<b>Net Operating Cash Flow Per Share (NOCFPS)</b>	<b>2.48</b>	<b>1.52</b>

The NOCFPS has been restated in comparative 2020-2021 year due to changes in presentation of 'Bank & Lease Interest Paid' in current year. Had this change been made in the Interim report for Period Ending 31 March 2022, the NOCFPS for would have been Tk. 2.13 and Tk.1.13 for July'21-Mar'22 and Jul'20-Mar'21 respectively.

### 31.00 Related Party Disclosure

The name of the related parties nature of transaction and their respective year end balance have been set out in accordance with the provisions of Para 18 Disclosure of Transaction between Related Parties of IAS 24 'Related Party Disclosure's. The company in normal course of business carried out transactions at fair value with following related parties:

Name of the Related Party	Relationship	Nature of Transaction	Balance as at 1 July 2021	Net Transaction during the year	Balance as at 30 June 2022
Aftab Hatchery Ltd.	Common Board Member	Sales	7,300	315,403	322,703
Aftab Feed Products Ltd.	Common Board Member	Sales	1,922,056	7,158,463	9,080,519
Meghna Insurance Co. Ltd.	Common Board Member	Insurance Premium Payable	856,423	37,388	893,811
Janata Insurance Co. Ltd.	Common Board Member	Insurance Premium Payable	412,596	169,579	582,175
Md. Jonaid Shafiq	Director	Remuneration	-	3,948,000	300,000
Mr. Javed Kaiser Ally	Director	Remuneration	-	2,582,656	200,000
Dr. Sayeed Ahmed	Director	Remuneration	-	3,306,657	250,000
Mr. Anisuzzaman Chowdhury	Chairman	Board Meeting Fee	-	69,000	-
Professor Dr. Md. Jonaid Shafiq	Director	Board Meeting Fee	-	69,000	-
Ms. Imrana Zaman Chowdhury	Director	Board Meeting Fee	-	69,000	-
Mrs. Masuma Parvin	Director	Board Meeting Fee	-	69,000	-
Dr. Zahara Rasul MD CCFP	Director	Board Meeting Fee	-	69,000	-
Mr. Javed Kaiser Ally	Director	Board Meeting Fee	-	69,000	-
Mrs. Tarana Ahmed	Director	Board Meeting Fee	-	69,000	-
Dr. Sayeed Ahmed	Director	Board Meeting Fee	-	69,000	-
Mr. Khondaker Sabbir Mohammad Kabir	Independent Director	Board Meeting Fee	-	51,750	-
Mr. Mohammad Bul Hassan FCS	Independent Director	Board Meeting Fee	-	23,000	-
Mr. Mohammad Arife Billah (Bar-At-Law)	Independent Director	Board Meeting Fee	-	28,750	-
Mr. Mohammad Bul Hassan FCS	Independent Director	NRC Meeting Fee	-	5,750	-

Notes	Particulars				Amount in BDT	
					30-Jun-2022	30-Jun-2021
	Ms. Imrana Zaman Chowdhury	Director	NRC Meeting Fee	-	5,750	-
	Mrs. Masuma Parvin	Director	NRC Meeting Fee	-	5,750	-
	Dr. Zahara Rasul MD CCFP	Director	NRC Meeting Fee	-	5,750	-
	Mrs. Tarana Ahmed	Director	NRC Meeting Fee	-	5,750	-
	Mr. Khondaker Sabbir Mohammad Kabir	Independent Director	Audit Comm. Meeting Fee	-	17,250	-
	Ms. Imrana Zaman Chowdhury	Director	Audit Comm. Meeting Fee	-	17,250	-
	Mrs. Masuma Parvin	Director	Audit Comm. Meeting Fee	-	17,250	-
	Dr. Zahara Rasul MD CCFP	Director	Audit Comm. Meeting Fee	-	17,250	-
	Mrs. Tarana Ahmed	Director	Audit Comm. Meeting Fee	-	17,250	-
	Mr. Mohammad Arife Billah	Independent Director	Audit Comm. Meeting Fee	-	5,750	-

As per Para-17, IAS 24: An entity shall disclose key management personnel compensation in total and for each of the following benefits:

(a)	Short-term Employee Benefits	Designation	Particulars	Transaction during the year	Outstanding as on 30 June 2022
	Name				
	Professor Dr. Jonaid Shafiq	Managing Director	Director Remuneration	3,948,000	300,000
	Dr. Sayeed Ahmed	Director	Director Remuneration	3,306,657	250,000
	Mr. Javed Kaiser Ally	Director	Director Remuneration	2,582,656	200,000

Board Meeting Fee: During the period from 01-07-2021 to 30-06-2022, there were 13 nos board meeting held. The attendance status of all the meeting is as follows. NB: 1st Board meeting of financial year 2021-2022 dated on July 14, 2021 hasn't been paid any fee

Name of Director	Designation	Nos of Meeting Held	Taka	Nos of Meeting Attended	Taka
Mr. Anisuzzaman Chowdhury	Chairman	13	5,750	13	69,000
Professor Dr. Md. Jonaid Shafiq	Managing Director	13	5,750	13	69,000
Ms. Imrana Zaman Chowdhury	Director	13	5,750	13	69,000
Mrs. Masuma Parvin	Director	13	5,750	13	69,000
Dr. Zahara Rasul MD CCFP	Director	13	5,750	13	69,000
Mr. Javed Kaiser Ally	Director	13	5,750	13	69,000
Mrs. Tarana Ahmed	Director	13	5,750	13	69,000
Dr. Sayeed Ahmed	Director	13	5,750	13	69,000
Mr. Khondaker Sabbir Mohammad Kabir	Independent Director	13	5,750	9	51,750
Mr. Mohammad Bul Hassan FCS	Independent Director	13	5,750	4	23,000
Mr. Mohammad Arife Billah (Bar-At-Law)	Independent Director	13	5,750	5	28,750
Total					655,500

Audit Committee Meeting Fee: During the period from 01-07-2021 to 30-06-2022, there were 3 no's Audit Committee Meeting held. The attendance status of all the meeting is as follows

Name of Director	Designation	Nos of Meeting Held	Taka	Nos of Meeting Attended	Taka
Mr. Khondaker Sabbir Mohammad Kabir	Chairman	3	5,750	3	17,250
Ms. Imrana Zaman Chowdhury	Member	3	5,750	3	17,250
Mrs. Masuma Parvin	Member	3	5,750	3	17,250
Dr. Zahara Rasul MD CCFP	Member	3	5,750	3	17,250
Mrs. Tarana Ahmed	Member	3	5,750	3	17,250
Mr. Mohammad Arife Billah	Member	3	5,750	1	5,750
Total					92,000

Notes	Particulars	Amount in BDT	
		30-Jun-2022	30-Jun-2021

Nomination and Remuneration Committee Fee: During the period from 01-07-2021 to 30-06-2022, there were 1 no's Nomination and Remuneration Committee meeting held. The attendance status of all the meeting is as follows

Name of Director	Designation	Nos of Meeting Held	Taka	Nos of Meeting Attended	Taka
Mr. Mohammad Bul Hassan FCS	Chairman	1	5,750	1	5,750
Ms. Imrana Zaman Chowdhury	Member	1	5,750	1	5,750
Mrs. Masuma Parvin	Member	1	5,750	1	5,750
Dr. Zahara Rasul MD CCFP	Member	1	5,750	1	5,750
Mrs. Tarana Ahmed	Member	1	5,750	1	5,750
Total					28,750

- (b) Not paid any Post-employee benefits
- (c) Not paid any Other long term benefits
- (d) Not paid any Termination benefits
- (e) Not paid any Share-based payment

### 32.00 Contingent Assets

There was no contingent assets as at 30 June 2022.

### 33.00 Contingent Liability

120,676,846

137,334,101

#### 33.01 Litigation Pending

- For Non-payment of VAT which the legal experts estimated cost is Tk. 40,000,000/-. It has been stayed by High Court till 27-08-2023.
- VAT demand of Tk. 31,982,604.12/- for Animal Health Product- "Pusti Premix". It was stayed by High Court on 14-01-2016 until final verdict of court.
- Demand for Non-payment of VAT & interest to the extent to Tk. 8,666,739.22 by Customs Excise & VAT Commissionerate Dhaka (East) against Navana Health Care past audit reports. It has been stayed by High Court till 26-09-2023.
- VDS Demand of approx. Tk.9,700,000 as interest from July 2012- June 2017 by LTU Vat from Navana Pharmaceuticals Ltd. which is under process for appeal to the High Court.
- A petition is filed with High Court against unreasonable demand of Tk. 30,327,503 by Income Tax Tribunal u/s 83(2)/156/159 for AY 2015-16 (11 month).
- A petition has been filed with Jugma Zilla Judge Court of Narayangonj for reclaiming 30 decimal land opposite of Factory at Rupshi Rupgonj. It is expected to be favorable.

Bank Guarantee on behalf of the company provided by following Banks:

- Al-Arafah Islami Bank Limited VIP Road Branch-Tk. 10,688,475.90/-

### 34.00 Operating segments

(i) Basis for segmentation

The Group has the following strategic business units which are its reportable segments. These business units offer different products and services and are managed separately because they require different technology and marketing strategies.

Reportable Segments	Operation
1. Human Health	Manufacturing, marketing and selling of pharmaceutical products in home and abroad
2. Veterinary	Manufacturing, marketing, distributing and selling of veterinary, poultry and fisheries products

Operating results of two segments are regularly reviewed by the Managing director and board members to make decisions about resources to be allocated to the segment and to assess its performance and for which discrete financial information is available.

Information related to each reportable segment is set out below. Segment profit before tax is used to measure performance because management believes that this information is the most relevant in evaluating the results of the respective segments relative to other entities that operate in the same industries:



Particulars	Amount in Taka	
	30 June -2022	30 June -2022
	For the year ended 30 June 2022	
	Human Health	Veterinary
External revenue	4,552,543,311	1,029,949,813
Intra-Segment revenue		
<b>Segment Revenue</b>	<b>4,552,543,311</b>	<b>1,029,949,813</b>
Depreciation & amortization	134,895,394	30,518,213
Operating expense	1,291,254,554	292,128,442
Finance costs/ (income) & WPPF	197,856,000	44,762,177
<b>Segment Profit/(loss) before tax</b>	<b>319,502,836</b>	<b>72,283,087</b>
Income tax expense	96,053,591	21,730,793
<b>Profit after Tax</b>	<b>223,449,245</b>	<b>50,552,294</b>

Particulars	For the year ended 30 June 2021	
	Human Health	Veterinary
External revenue	3,416,532,873	711,691,777
Intra-Segment revenue	-	-
<b>Segment Revenue</b>	<b>3,416,532,873</b>	<b>711,691,777</b>
Depreciation & amortization	72,227,973	15,045,678
Operating expense	1,045,539,797	217,794,503
Finance costs/ (income) & WPPF	38,217,385	7,960,994
<b>Segment Profit/(loss) before tax</b>	<b>250,277,735</b>	<b>52,134,902</b>
Income tax expense	(82,859,577)	(17,260,328)
<b>Profit after Tax</b>	<b>167,418,158</b>	<b>34,874,574</b>

**35.00 The disclosure relating to Schedule XI, Part II, Para 3, 4 & 7 of the Companies Act, 1994****35.01 Disclosure as per requirement of Schedule XI, part II, Note-5 of para 3:**

Particulars	2021-2022	2020-2021
Salary/Wages Per Month, Below Tk. 8000	Nil	Nil
Salary/Wages Per Month, Above Tk. 8000	4,196	4,006
<b>Total No. of Employees</b>	<b>4,196</b>	<b>4,006</b>

**35.02 Aggregated amount of Remuneration, Fees, Salary & Wages of employees are given below:**

Particulars	2021-2022	2020-2021
Directors Remuneration	9,837,313	7,600,000
Wages, Salaries and Allowances (Factory)	165,447,647	147,095,898
Salaries and allowances (Admin, Marketing & Selling)	681,053,040	587,591,568
<b>Total</b>	<b>856,338,000</b>	<b>742,287,466</b>

**35.03 Disclosure as per requirement of Schedule XI, part II, para 3 (a) Turnover:**

Particulars	2021-2022	2020-2021
Turnover (Values in BDT)	4,758,706,524	3,606,576,486

**35.04 Disclosure as per requirement of Schedule XI, part II, para 3 (d) (i): Raw Materials Consumed:**

Particulars	2021-2022	2020-2021
Raw Material (Value in BDT)	1,614,976,476	1,137,454,859

**35.05 Disclosure of Schedule XI, part-II, Para 4 :**

The following payments provided or made during the financial year to the directors, including managing director, the managing agents or manager, if any, by the company, the subsidiaries of the company and any other person:-

No.	Particulars	2021-2022	2020-2021
(a)	Managerial remuneration paid or payable during the financial year to the directors, including managing directors, a managing agent or manager	9,837,313	7,600,000
(b)	Expenses reimbursed to the Managing Agent	Nil	Nil
(c)	Commission or remuneration payable separately to a managing agent or his associate	Nil	Nil
(d)	Commission received or receivable by the managing agent or his associate as selling or buying agent of other concerns in respect of contracts entered into by such concerns with the company	Nil	Nil
(e)	The money value of the contracts for the sale or purchase of goods and materials or supply of services, entered into by the company with the managing agent or his associate during the financial year	Nil	Nil
(f)	Any other perquisite or benefits in cash or in kind stating, approximate money value where practicable	Nil	Nil
(g)	Other allowances and commission including guarantee commission	Nil	Nil
(h)	Pensions, etc.		
	(i) Pensions	Nil	Nil
	(ii) Gratuities	Nil	Nil
	(iii) Payments from a provident funds, in excess of own subscription and interest thereon	Nil	Nil
	(iv) Compensation for loss of office	Nil	Nil
	(v) Consideration in connection with retirement from office	Nil	Nil

**35.06 Disclosure of Schedule XI, Part-II, Para 8 :**

- (a) Value of imports calculated on C.I.F basis by the company during the year in respect of Raw materials, Component and Spare Parts and Capital Goods were as follows:

Particulars	30/Jun/2022	30/Jun/2021
i) Raw Materials and Packing Materials	1,453,413,115	1,035,568,236
ii) Capital Goods	163,636,897	5,835,255

- (b) No expenditure in foreign currency made during the financial year on account of Royalty, Know-How, Professional Consultation Fees, Interest and Other Matters.

- (c) Value of all imported raw materials, spare parts and components consumed during the financial year and the value of all indigenous raw materials, spare parts and components similarly consumed and the percentage of each to the total consumption:

Particulars	Total Consumption	Imported Taka	(%)	Local Taka	(%)
Raw material and Packing material	2,287,585,629	1,578,434,084	69%	709,151,545	31%

- (d) No amount has been remitted during the year in foreign currencies on account of dividends to non-resident shareholders. It is mentioned that the company does not have any non-resident shareholder.

- (e) Amount of Foreign Currency in BDT classified under the following heads, namely:

Particulars	30/Jun/2022	30/Jun/2021
i) Export of goods calculated on FOB	176,404,474	240,264,065
ii) No Royalty, Know-How, Professional and consultation fee paid during the year	-	-
iii) No Interest & dividend paid during the year	-	-
iv) No other income received during the year	-	-

## 35.07 Production Capacity and Utilization

Item Name	UoM (Mill)	Production Capacity		Actual Production		Capacity Utilization	
		2021-22	2020-21	2021-22	2020-21	2021-22	2020-21
Tablet, Capsule, Syrup, Bolus	Pcs.	6,736,858	6,386,858	6,292,191	5,243,493	93%	82%
Liquid, PFS, Oral Solution	Bottle	5,858,751	5,858,751	3,077,637	2,849,664	53%	49%
Powder	Container/ Sachet	4,399,701	4,399,701	3,656,538	3,387,118	83%	77%
Nasal Drops, Nasal Spray, Eye Drops	Dropper	580,343,048	580,343,048	549,370,220	484,026,626	95%	83%
Ointment, Cream	Tube	205,974	203,474	42,871	36,642	21%	18%
Injection	Vial	2,931,298	2,931,298	2,635,416	2,558,656	90%	87%
		600,475,630	600,123,130	565,074,873	498,102,198	94%	83%

Production capacity is based on single shift per day. But to meet sales demand, multiple shifts were operated during the year.

## 36.00 Cash Flows from Operating Activities

A reconciliation of net income or net profit with cash flow from operating activities:

	01 Jul'21-30 June'22	01 Jul'20-30 June'21
Net Profit before tax	391,785,923	302,412,637
Adjustment to reconcile net income to net cash provided by operating activities:		
Depreciation and Amortization	166,056,347	87,383,651
Bank & Lease Interest	142,832,255	64,147,035
Income Tax Paid	(110,269,216)	(88,792,366)
Realized Gain/(loss) on Marketable Securities	(82,902,285)	-
Dividend Income	(3,264,591)	-
Disposal of ROUA (Vehicle)	(467,522)	-
Disposal of land	-	223
Increase/Decrease in Current Assets:		
Inventory and Goods in transit (Increase)	(200,756,642)	(95,697,343)
Accounts Receivable (Increase)	(84,928,660)	(74,375,362)
Advance Deposit & Prepayment (Increase)	(98,163,561)	(82,111,302)
Increase/Decrease in current Liabilities:		
Trade and Other Payables (Decrease)	79,437,370	8,784,794
Net Cash Generated by Operating Activities	199,359,418	121,751,968

## 37.00 Events after reporting date

37.01 The Board in its meeting dated 27 October 2022 recommended that 11% cash dividend i.e. Tk. 1.10 per share to be paid for the year 2021-2022. The dividend proposal is subject to shareholders' approval at the forthcoming annual general meeting.

37.02 Foreign exchange loss includes loss arising from the translation of foreign currency short term loan-UPAS. Under IAS 21, closing rate has to be used to convert foreign currency assets and liabilities. Consistent with past practice, the BC selling rate of Tk.93.50/USD as on 30 June 2022 has been used as the closing rate. Subsequently, up to the 30-09-2022 the average rate with different banks was around Tk.102.15/USD. Had this rate been used for the translation of the total foreign loans the impact in currency loss would have been even higher.



Company Secretary



Chief Financial Officer



Managing Director



Director

Place: Dhaka, Bangladesh

Dated:

**Navana Pharmaceuticals Limited**  
Schedule of Property, Plant and Equipment  
As at 30 June 2022

SL No.	Particulars	C O S T						Dep. Rate	DEPRECIATION				Written Down Value 30 June 2021
		Balance as on 01 July 2021			Addition				Charged during the year	Adjustment	Balance as on 30 June 2022		
		Cost	Revaluation Reserve	Total	Cost	Revaluation Reserve	Total						
1	Land and Land Development	516,631,355	1,966,271,633	2,482,902,988	-	-	-	-	-	-	-	-	2,482,902,988
	Land and Land Development	516,631,355	1,966,271,633	2,482,902,988	-	-	-	-	-	-	-	-	2,482,902,988
2	Building & Other Constructor	231,901,794	-	231,901,794	513,915,336	-	513,915,336	-	-	159,407,096	-	159,407,096	102,448,080
	Factory Building	151,940,655	-	151,940,655	511,835,250	-	511,835,250	-	-	132,075,327	-	132,075,327	43,909,344
	Office Decoration	15,248,394	-	15,248,394	2,080,086	-	2,080,086	-	-	8,355,748	-	8,355,748	7,719,284
	Pump House Construction	3,970	-	3,970	-	-	-	-	-	3,970	-	3,970	-
	Store Room	27,480	-	27,480	-	-	-	-	-	27,153	-	27,153	385
	Office Room Extension	829,201	-	829,201	-	-	-	-	-	704,203	-	704,203	124,998
	Factory Decoration (BMRE)	48,150,595	-	48,150,595	-	-	-	-	-	63,658	-	63,658	138,886
	Factory Wall	3,177,143	-	3,177,143	-	-	-	-	-	18,971,632	-	18,971,632	46,252,958
	Pre Fabrication Building	12,445,429	-	12,445,429	-	-	-	-	-	2,267,337	-	2,267,337	1,010,907
	Solvent Store	78,928	-	78,928	-	-	-	-	-	9,384,488	-	9,384,488	3,401,046
3	Plant & Machinery	568,946,078	-	568,946,078	3,227,439	-	3,227,439	-	-	29,027,770	-	29,027,770	15,270
	Plant & Machinery	524,355,319	-	524,355,319	2,514,239	-	2,514,239	-	-	337,124,177	-	337,124,177	235,049,340
	Electrical Installation	21,097,456	-	21,097,456	688,000	-	688,000	-	-	301,614,898	-	301,614,898	278,846,738
	Generator	14,375,046	-	14,375,046	-	-	-	-	-	17,080,226	-	17,080,226	5,064,609
	Gas Line Installation	3,101,333	-	3,101,333	-	-	-	-	-	4,702,543	-	4,702,543	4,021,928
	Spare Parts	1,476,205	-	1,476,205	25,200	-	25,200	-	-	1,703,827	-	1,703,827	1,397,506
	ETP	660,080	-	660,080	-	-	-	-	-	1,317,915	-	1,317,915	189,430
	Electric Sub Station	3,880,639	-	3,880,639	-	-	-	-	-	458,114	-	458,114	201,966
4	Lab Equipment	107,453,312	-	107,453,312	3,936,070	-	3,936,070	-	-	103,754	-	103,754	83,003
	Quality Control Equipment	104,092,152	-	104,092,152	3,936,070	-	3,936,070	-	-	55,647,732	-	55,647,732	61,249,122
	Tools & Equipments	3,361,160	-	3,361,160	-	-	-	-	-	52,744,962	-	52,744,962	60,709,839
5	Furniture & Fixture	26,017,146	-	26,017,146	1,292,714	-	1,292,714	-	-	2,902,770	-	2,902,770	539,283
	Furniture & Fixtures	35,269,913	-	35,269,913	1,832,614	-	1,832,614	-	-	14,979,958	-	14,979,958	14,912,799
	Rack & Pallets	9,252,767	-	9,252,767	539,900	-	539,900	-	-	15,595,664	-	15,595,664	11,634,380
6	Office Equipments	35,881,290	-	35,881,290	2,969,070	-	2,969,070	-	-	6,526,905	-	6,526,905	3,278,419
	Fire Extinguishers	1,071,045	-	1,071,045	3,570	-	3,570	-	-	27,965,193	-	27,965,193	10,885,167
	Office Equipments	16,909,184	-	16,909,184	509,500	-	509,500	-	-	895,938	-	895,938	178,677
	Air Cooler	11,555,205	-	11,555,205	2,456,000	-	2,456,000	-	-	12,194,019	-	12,194,019	5,584,472
	Cookeries & Cutleries	416,096	-	416,096	-	-	-	-	-	9,401,050	-	9,401,050	3,085,510
	Telephone Line Installation	1,077,479	-	1,077,479	-	-	-	-	-	320,020	-	320,020	106,751
	Photocopier & Fax Machine	441,300	-	441,300	-	-	-	-	-	973,179	-	973,179	104,300
	Projector	770,500	-	770,500	-	-	-	-	-	385,205	-	385,205	56,095
	Refrerator A/H	1,703,275	-	1,703,275	-	-	-	-	-	522,692	-	522,692	247,808
	Mobile	1,937,206	-	1,937,206	-	-	-	-	-	1,386,119	-	1,386,119	396,445
7	Transport Vehicle	-	-	-	23,000,000	-	23,000,000	-	-	1,886,971	-	1,886,971	50,235
	Vehicle	-	-	-	23,000,000	-	23,000,000	-	-	642,740	-	642,740	22,357,260
8	Computer & IT Accessories	41,477,624	-	41,477,624	7,814,973	-	7,814,973	-	-	22,357,260	-	22,357,260	-
	Computer	31,723,913	-	31,723,913	7,814,973	-	7,814,973	-	-	37,624,888	-	37,624,888	11,667,710
	Hardware & Networking Installation	9,753,711	-	9,753,711	-	-	-	-	-	34,346,384	-	34,346,384	7,131,240
9	Other Assets	6,872,341	-	6,872,341	595,000	-	595,000	-	-	2,987,310	-	2,987,310	10,754,925
	Sundry Assets	5,945,654	-	5,945,654	595,000	-	595,000	-	-	8,449,733.27	-	8,449,733.27	912,784
	Books	926,687	-	926,687	-	-	-	-	-	5,365,064.10	-	5,365,064.10	1,843,259
	TOTAL 2022:	1,544,433,709	1,966,271,633	3,510,705,342	557,290,503	1	557,290,503	1	-	4,773,736	-	4,773,736	1,766,918
									-	841,864	-	841,864	76,341
									-	540,385,658	-	540,385,658	2,970,319,683
									-	646,158,477	-	646,158,477	2,970,319,683
9	Intangible Assets	1,100,000	-	1,100,000	-	-	-	-	-	220,000	-	220,000	770,000
	Software	1,100,000	-	1,100,000	-	-	-	-	-	330,000	-	330,000	990,000

Allocation of depreciation:

Particulars	Total	Admin	Factory	Sales & Mkt	Dist.
PPE excl Vehicle	105,130,081	10,513,008	73,591,057	4,205,203	16,820,813
Vehicle	642,740	-	-	-	642,740



# Navana Pharmaceuticals Limited

## Schedule of Right-of-Use Asset

As at 30 June 2022

SL No.	Particulars	Cost					Dep. Rate	Depreciation			Written Down Value as on 30 June 2022	Written Down Value as on 30 June 2021	
		Balance as on 1 July 2021	Addition	Adjustment	Balance as on 30 June 2022			Balance as on 1 July 2021	Charged during the year	Adjustment			
					Cost	Total							
1	Rental Asset	22,153,852	-	-	22,153,852			12,231,595	9,922,255	-	22,153,850	2	9,922,257
	Rental Asset	22,153,852	-	-	22,153,852	33%		12,231,595	9,922,255	-	22,153,850	2	9,922,257
2	Vehicles	468,009,472	4,601,000	1,493,943	471,116,529			218,187,735	50,141,272	1,231,465	267,097,542	204,018,987	249,821,737
	Transport and Vehicles	287,740,448	4,601,000	1,493,943	290,847,505	20%		143,972,389	28,930,536	1,231,465	171,671,460	119,176,045	143,768,059
	Motor Cycle	180,269,024	-	-	180,269,024	20%		74,215,346	21,210,736	-	95,426,082	84,842,942	106,053,678
	Total	490,163,324	4,601,000	1,493,943	493,270,381			230,419,330	60,063,527	1,231,465	289,251,392	204,018,990	259,743,994

Annexure-B

Allocation of Depreciation:					
	Total	Admin	Factory	Sales & Mkt	Dist.
On Vehicles	50,141,272	2,507,064	7,521,191	5,014,127	35,098,890
On Rent HO	9,922,255	9,922,255	-	-	-



## **NAVANA PHARMACUTICALS LTD.**

Corporate Office :

House 99, Road 4, Block #B, Banani, Dhaka -1213, Bangladesh.

Factory : Rupshi, Rupganj, Narayanganj

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