



ACI Formulations Limited

Annual Report 2023-2024



কৃষকের সোনালী স্বপ্নের সাথে...





ACI Formulations Limited

এ সি আই ফরমুলেশন্স লিমিটেড
এসিআই সেন্টার
২৪৫, তেজগাঁও ইন্ডাস্ট্রিয়াল এরিয়া
ঢাকা ১২০৮, বাংলাদেশ
পি ও বক্স ৭২১৮
টেলিফোন (৮৮-০২) ৮৮৭ ০৯৮২-৭, ৮৮৭ ৮৬০৩
ফ্যাক্স (৮৮-০২) ৮৮৭ ০৯৮৮, ৮৮৭ ৮৬২৬

ACI Formulations Limited
ACI Centre
245, Tejgaon Industrial Area
Dhaka 1208, Bangladesh
PO Box 7218
Telephone (88-02) 887 0982-7, 887 8603
Fax (88-02) 887 0988, 887 8626
Email: info@aci-bd.com
Web: www.aci-bd.com

Your ref

Our ref

Date

04 December 2024

Letter of Transmittal

To

All Shareholders of ACI Formulations Limited (ACI FL)
Bangladesh Securities and Exchange Commission (BSEC)
Registrar of Joint Stock Companies and Firms (RJSCF)
Dhaka Stock Exchange PLC (DSE)
Chittagong Stock Exchange PLC (CSE)
Other Stakeholders of ACI Formulations Limited (ACI FL)

Dear Concern,

Re: Annual Report of ACI Formulations Limited (ACI FL) for the year ended 30 June 2024.

We are pleased to enclose a copy of ACI FL's Annual Report together with the Audited Financial Statements as on 30 June 2024, statement of financial position, statement of profit or loss and other comprehensive income, statement of changes in equity, and statement of cash flows for the year ended 30 June 2024 along with notes thereto of ACI Formulations Limited for your kind information and record.

General review of this report, unless explained otherwise, is based on the financials of 'ACI FL'.

With best regards,

Yours truly,

Mohammad Mostafizur Rahman
Company Secretary



Forward-looking Statements

This forward-looking statements include the company's business prospects, future developments, trends and conditions in the industry it operates, its strategies, plans, objectives and goals, operations, margins, overall market condition and risk management. The Annual Report reveals management's viewpoints based on the year's events as well as future events and the Company's proposition. These statements do not provide assurance against certain risks and uncertainties. Thus, the actual future outcome and trends expected in the statements may vary due to the following factors:



Changes in national, economic and financial conditions

Geopolitical impact



Changes in Government policy

Volatility of capital market



Changes of interest rate

Changes in corporate Tax and VAT structure




Instabilities of price in the foreign exchange market

Unexpected ecological and demographic changes



Inconsistency of competitors, suppliers and pricing

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Corporate Information

Company Profile

Basic Information

Full Name	: ACI Formulations Limited	Authorized Capital (Taka)	: 50,00,00,000
Incorporation Date	: 29 October 1995	Issued & Paid Capital (Taka)	: 47,25,00,000
Registration No	: C-29594 (882)/95	Number of Shares	: 4,72,50,000
Company Type	: Public Limited	Face Value (Taka)	: 10
Number of Employees	: 1034	Year End	: 30 June

Statutory Position

Chief Financial Officer	: Mr. Pradip Kar Chowdhury
Company Secretary	: Mr. Mohammad Mostafizur Rahman
Head of Internal Audit & Compliance	: Mr. Amitava Saha

Auditors

Statutory Auditor	: Hoda Vasi Chowdhury & Co., Chartered Accountants
Governance Compliance Auditor	: Al-Muqtadir Associates, Chartered Secretaries & Consultants

Advisors

Legal Advisor	: Barrister Nihad Kabir
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Contact Address

Registered Office

ACI Centre, 245, Tejgaon Industrial Area, Dhaka-1208
Phone # (8802) 8878603
Fax # (8802) 8878619, 8878626
Email # info@aci-bd.com
Web # www.aci-bd.com/acifl/

Investors Relation's Office

9 Motijheel C/A, Dhaka-1000
Phone # (8802) 2223350179-82
Email # monir@aci-bd.com

Factory Location

Rajabari, Sreepur, Gazipur
Phone # (8802) 0682555135

Principal Bankers

- Standard Chartered Bank
- The Hongkong and Shanghai Banking Corporation Ltd.
- Commercial Bank of Ceylon PLC
- BRAC Bank PLC
- Prime Bank PLC
- City Bank PLC
- Bengal Commercial Bank PLC
- Al-Arafah Islami Bank PLC
- ONE Bank PLC
- Jamuna Bank PLC
- Prime Bank PLC
- Pubali Bank PLC
- Mercantile Bank PLC

Board of Directors

■ Mr. M Anis Ud Dowla	Chairman
■ Dr. Arif Dowla	Director
■ Dr. A.K.M. Fareyzul Haque Ansarey	Director
■ Mr. Golam Mainuddin	Independent Director
■ Mr. Abdul-Muyeed Chowdhury	Independent Director
■ Mr. Juned Ahmed Choudhury	Director
■ Ms. Shusmita Anis	Managing Director

Board Audit Committee

● Mr. Abdul-Muyeed Chowdhury	Chairman
● Dr. A.K.M. Fareyzul Haque Ansarey	Member
● Mr. Juned Ahmed Choudhury	Member
● Mr. Mohammad Mostafizur Rahman	Secretary

Nomination and Remuneration Committee

■ Mr. Golam Mainuddin	Chairman
■ Mr. Abdul-Muyeed Chowdhury	Member
■ Mr. Juned Ahmed Choudhury	Member
■ Mr. Mohammad Mostafizur Rahman	Secretary

ACI Formulations in Brief

ACI Formulations Limited was established as a subsidiary of Advanced Chemical Industries Limited in 1995. The Company obtained listing with both Dhaka and Chittagong Stock Exchanges in 2008. The principal activities of the Company are manufacturing and marketing of a number of agrochemical, paints and homecare products.

The company's Crop Care business is one of the most renowned names and leading agrochemical manufacturers and suppliers in Bangladesh. Since 1996, the business is contributing to the agriculture sector by enabling farmers protect their crops from diseases, insects and weeds thereby increasing farm production. The business offers a complete range of cost effective solutions for the farmers through formulating and marketing insecticides, herbicides, fungicides, miticides and etc.

In 2013, ACI Formulations Limited started distribution of paint products in Bangladesh in partnership with globally renowned AkzoNobel. In 2016, the Company started manufacturing paint products in its own manufacturing facility in Gazipur. Currently, the Company is serving the Bangladesh market with global paints and coatings brands under the brand name of Dulux, International, Interpon, and Duwel in all major paint categories including decorative paints, protective coatings, marine coatings, and powder coatings.

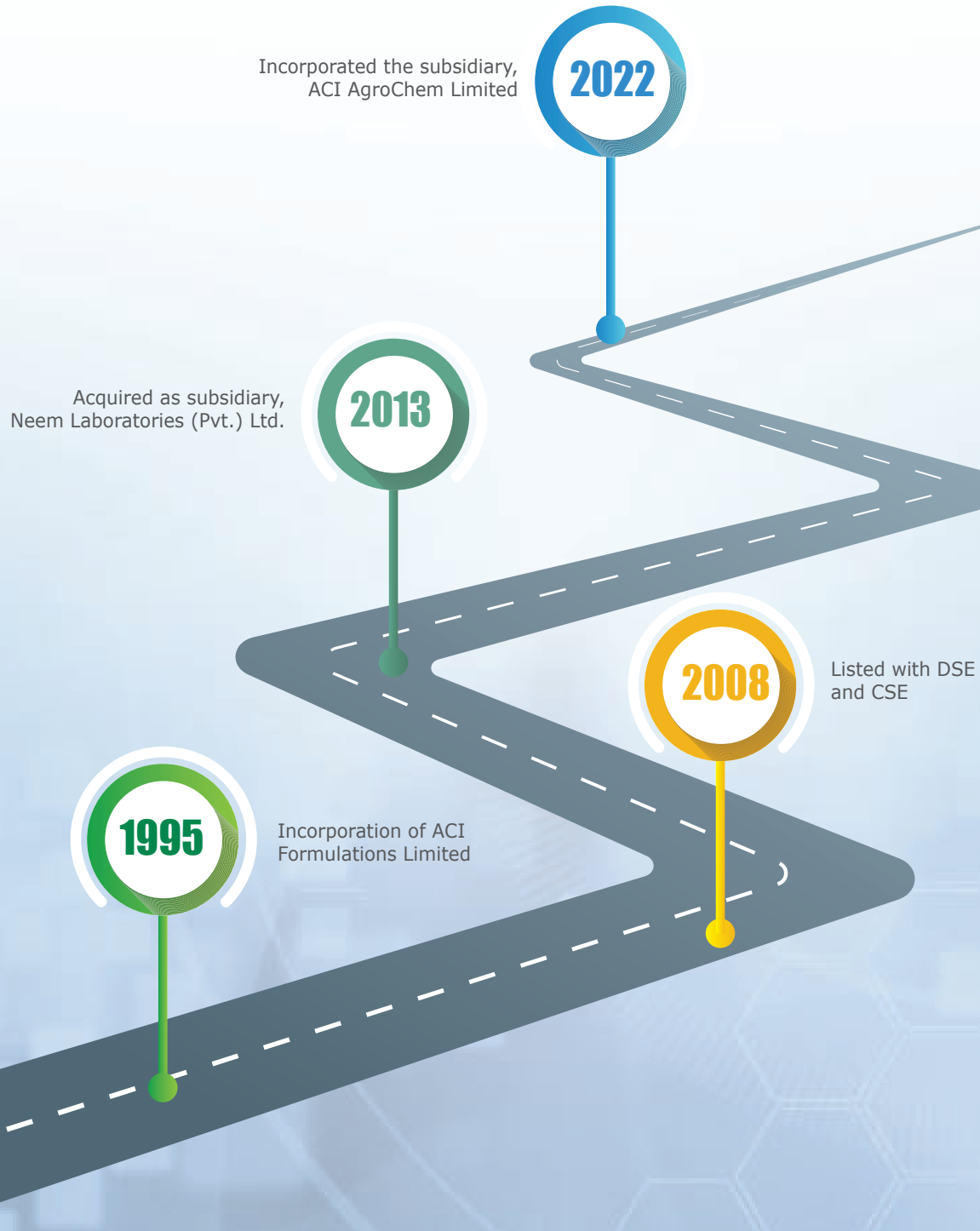
ACI Formulations Limited also produces homecare products in both Pest & Non-pest Category. Some products of S. C. Johnson & Son, Inc., are manufactured by the Company under contract which is distributed by Advanced Chemical Industries Limited.

Subsidiary Companies

■ Neem Laboratories (Pvt.) Ltd.
■ ACI AgroChem Limited



Milestones



Board of Directors' Profile

Mr. M Anis Ud Dowla Chairman

Date of Appointment : 29 October 1995
 Engaged with the Company : 29 years
 Retired and re-elected on : 28 December 2023



Mr. M Anis Ud Dowla, the Chairman of ACI Formulations Limited, is one of the most successful personalities in Bangladesh business circle. Mr. Dowla has maintained a high profile, and has provided leadership to the business community in different capacities. He has considerable contribution in the field of Industrial Relations of Bangladesh.

Qualifications

Mr. M Anis Ud Dowla completed his Graduation in Physics from the University of Dhaka, and had his Masters in Public Administration from Karachi University with a scholarship from the Asia Foundation. During his professional career, he earned abundant expertise from the global arena participating in numerous conferences, seminars etc.

Experience

Mr. Dowla served in the British Oxygen Group of UK in Pakistan, Bangladesh and Kenya for 27 years, including 12 years as Managing Director of Bangladesh Oxygen Ltd. In 1987, he became the Group Managing Director of the three ICI companies in Bangladesh. With experience gathered while working with two British multi-nationals for over 32 years, Mr. Dowla has continued to maintain the multinational culture and management style in ACI, with special emphasis on quality, productivity and customer services.

Director & Chairman in ACI Group

- Advanced Chemical Industries Limited
- ACI Salt Limited
- ACI Pure Flour Limited
- ACI Motors Limited
- ACI Foods Limited
- ACI Agrolink Limited
- ACI HealthCare Limited
- ACI Edible Oils Limited
- Creative Communication Limited
- Consolidated Chemicals Limited
- ACI Chemicals Limited
- ACI Biotech Limited
- INFOLYTX Bangladesh Limited
- ACI Marine and Riverine Technologies Limited
- ACI AgroChem Limited
- ACI Premio Plastics Limited
- ACI Logistics Limited
- Stochastic Logic Limited
- Neem Laboratories (Pvt.) Ltd
- ACI Shwapno e-Commerce Limited
- Dowla Agricultural Development Company Limited
- ACI Godrej Agrovvet Private Limited
- ACI Foundation (a non-profit organization)

President in Other Entities

- Bangladesh Seed Association

Former President

- Bangladesh Association of Publicly Listed Companies
- Metropolitan Chamber of Commerce & Industries, Dhaka in 1977, 1978, 1995 and 2010,
- Bangladesh Employers' Federation for the terms in 1975-1976, 1976-1977, 1991-1992, 1992-1993, 2003-2004 and 2004-2005

Directorship in Other Organizations

- Pioneer Insurance Company Limited
- Credit Rating Agency of Bangladesh
- Member of the Board of Trustees of the Independent University of Bangladesh



Board of Directors' Profile

Dr. Arif Dowla Director

Date of Appointment : 09 February 2003
Engaged with the Company : 21 years
Retired and re-elected on : 26 December 2022



Dr. Arif Dowla has been playing a pivotal role in advancing both the industrial and agricultural sectors in Bangladesh. His innovative business strategies and commitment to technology adoption have significantly contributed to the diversification of the ACI Group's operations, establishing it as the largest turnover-based conglomerate in the country. His leadership and vision continue to shape the future of ACI, making it a key player in Bangladesh's economic landscape.

Qualifications

Dr. Dowla obtained Ph.D in Mathematics from the University of California, USA. He is a member of the American Mathematical Society and the Society of Quantitative Analyst, New York, as well.

Experience

Dr. Arif Dowla was inducted as Director of the Company in 2003. He is the Managing Director of the parent company, Advanced Chemical Industries Limited and functional head of ACI Group. He has significant contribution in the advancement of Industrial as well as Agricultural sector of the country. His business strategy and various backward and forward linkages have diversified the Group business in manifold resulting ACI a largest turnover-based conglomerate in Bangladesh.

Directorship in ACI Group

- Advanced Chemical Industries Limited (Managing Director)
- ACI Salt Limited
- ACI Pure Flour Limited
- ACI Motors Limited
- ACI Foods Limited
- ACI Agrolink Limited
- ACI HealthCare Limited
- ACI Edible Oils Limited
- ACI Logistics Limited
- Creative Communication Limited
- Consolidated Chemicals Limited
- ACI Chemicals Limited
- ACI Biotech Limited
- INFOLYTX Bangladesh Limited
- ACI Marine and Riverine Technologies Limited
- ACI AgroChem Limited
- ACI Premio Plastics Limited
- ACI Shwapno e-Commerce Limited
- ACI Avionics and Airlines Services Limited
- pladis ACI Bangladesh Limited
- Colgate-Palmolive ACI Bangladesh Pvt. Limited
- Dowla Agricultural Development Company Limited
- ACI Godrej Agrovet Private Limited
- ACI Co-Ro Bangladesh Ltd.
- ACI Foundation (a non-profit organization)

Directorship in Other Organizations

- Pioneer Insurance Company Limited from 2002 to 2009
- Metropolitan Chamber of Commerce and Industry
- Mutual Trust Bank Limited and former Chairman of this Bank (2012-2014)

Recognitions

- Honorary Consul of Belgium in Bangladesh since September 2013
- Included in the Forum of Young Global Leader Honorees 2009 by the World Economic Forum

Dr. A. K. M. Fareyzul Haque Ansarey Director

Date of Appointment : 29 October 1995
Engaged with the Company : 29 Years
Retired and re-elected on : 28 December 2023



Dr. A. K. M. Fareyzul Haque Ansarey has created new business models in the Agricultural sector in Bangladesh, and made many outstanding contributions to improving the agricultural productivity and food security of the country. Dr. Ansarey also fortifies a technologically reliant Company with his adept high-profile management acumen.

Qualifications

Dr. A. K. M. Fareyzul Haque Ansarey, esteemed for his Doctorate in Ecology, fortifies a technologically reliant company with his adept high-profile management acumen.

Experience

With an expansive career in the chemical industry, including pivotal roles at multinational corporations like Ciba-Geigy and national enterprises such as Shetu Corporation Limited, he infuses confidence in harnessing the Company's business potential. Dr. Ansarey, a promoter of ACI Formulations Limited, has conscientiously steered its direction as a Director since November 1995, paralleled by a prosperous tenure as the Executive Director of Agribusinesses at Advanced Chemical Industries Limited. In his current role as President of the ACI Agribusinesses Division, his leadership permeates through various facets of the organization.

Managing Directorship in ACI Group

- ACI Motors Limited
- ACI Agrolink Limited
- ACI Marine and Riverine Technologies Limited
- ACI Premio Plastics Limited

Directorship in ACI Group

- ACI Salt Limited
- ACI Avionics and Airlines Services Limited
- ACI Co-Ro Bangladesh Ltd.
- ACI Godrej Agrovet Private Limited



Board of Directors' Profile

Mr. Golam Mainuddin Independent Director

Date of Appointment : 09 June 2020

Engaged with the Company : 4 Years



Mr. Golam Mainuddin has made notable contributions to Bangladesh's corporate management, and economic landscape playing role in the agro-based industry. His strategic insights and expertise have raised industry standards.

Qualifications

Mr. Golam Mainuddin obtained the Masters of Science degree from Dhaka University.

Experience

Mr. Mainuddin pursued the first 28 years of his career in the agro-based industry followed by corporate management over the last 22 years. He was a Tea Garden Manager at Duncan Brothers from 1969 to 1982, and then joined BAT Bangladesh to soon become the Head of Leaf in 1985.

Directorship of Other Entities

- Metropolitan Chambers of Commerce & Industry, Dhaka
- Federation of Bangladesh Chambers of Commerce and Industries (FBCCI)
- Infrastructure Investment Facilitation Company (IIFC) at the Ministry of Finance (ERD) of the Government of Bangladesh
- Independent Director as well as Chairman of the Audit Committee of Apex Footwear Limited
- Former Director and Chairman of British American Tobacco Bangladesh
- Former Vice-President of Metropolitan Chambers of Commerce & Industry (MCCI)
- Former Vice-President of Bangladesh Employers' Federation (BEF)

Recognitions

- Commercially Important Person (CIP) by the Government of Bangladesh since 2010
- "Life Time Achievement Award" by Asia's Best Employer Brand Awards organization for his professional contribution

Mr. Abdul-Muyeed Chowdhury Independent Director

Date of Appointment : 25 October 2018

Engaged with the Company : 6 Years



Mr. Abdul-Muyeed Chowdhury is retired career bureaucrat (a CSP) and distinguished personality in Bangladesh. He has extensive experience in administration, having held various positions within the Government of Bangladesh at both field and policy levels. Additionally, Mr. Chowdhury possesses a wealth of knowledge and expertise from his service on the Boards of various public and private organizations.

Qualifications

Mr. Chowdhury obtained his Bachelor of Arts with Honors in History and Master of Arts (1st Class) from Dhaka University. He also attended Certificate of Participation in an acceptable program of special study in Political Science, Public Administration in the University of Tennessee, Knoxville in 1981 as a Fulbright Scholar.

Experience

Mr. Abdul-Muyeed Chowdhury is serving as an Independent Director of ACI Formulations Limited from October 2018. He joined the Board of Advanced Chemical Industries Limited as Director on 28 January 2019. He Mr. Chowdhury, a CSP, served as an Adviser to the Care Taker Government of Bangladesh in 2001 and was in charge of five Ministries. He spent more than three decades in the civil service of Bangladesh and was the Secretary to the Government from 1994 to 2000 holding charge of various ministries. He served as the Chairman of NBR.

He was the Chairperson of BRACNet Limited and was the Executive Director of BRAC from 2000 to 2006. He is also a Member of the Governing Body of BRAC University.

Directorship in ACI Group

- Advanced Chemical Industries Limited
- Neem Laboratories (Pvt.) Ltd. (Independent Director)

Directorship in Other Companies

- Tiger Tours Limited. (CEO)
- Biman Bangladesh Airlines (Chairman)
- Jamuna Multipurpose Bridge Authority
- MJL Bangladesh Limited
- Omera Petroleum Limited
- Omera Fuels Limited
- Omera Cylinders Limited
- Summit Alliance Port Limited
- SME Foundation (Chairman)
- Grameenphone (Independent Director)

President in Other Entities

- National Shooting Federation of Bangladesh
- Bangladesh Olympic Association (Vice-President)



Board of Directors' Profile

Mr. Juned Ahmed Choudhury Director

Date of Appointment : 17 August 2021
Engaged with the Company : 3 years
Retired and re-elected on : 26 December 2022



Mr. Juned Ahmed Choudhury was decorated Knight of the Order of Arts and Letters by the Government of France for his contribution to promotion of better Bangladesh-France relationship in the fields of international language and culture.

Qualifications

He obtained B. A (Hons.) degree in Economics from Dhaka University in 1957 and Master of Public Administration from Karachi University in 1959. He received training on Personnel Management in Public and Private Organizations at the National School of Administration in Paris; and on Industrial Relations at the Institute of Labour Studies in ILO, Geneva.

Experience

Mr. Choudhury was Director of Shell Oil Company Ltd., and Public Affairs Adviser of Bangladesh Shell Petroleum Development B.V. He served ACI Limited as Independent Director for the period 2012 to 2018 in two consecutive tenures.

Ms. Shusmita Anis Managing Director

Date of Appointment : 09 February 2003
 Engaged with the Company : 21 years
 Retired and re-elected on : 30 December 2022



Ms. Shusmita Anis is a prominent business personality in Bangladesh, widely respected for her strategic vision, leadership and sense of corporate responsibility. Ms. Anis continues to inspire innovation, uplifting communities and impactful growth of the business.

Qualifications

Ms. Shusmita Anis completed her graduation in Fine Arts in Graphics Design from San Jose, California, USA.

Experience

Ms. Shusmita Anis was inducted as Director of ACI Formulations Limited in 2003 and appointed as the Managing Director of the Company in 2012. She has also been a Director of Advanced Chemical Industries Limited since 2000 and performing as a Member of the Audit Committee. She was the Director of Pioneer Insurance Company Limited and Vice-President of Bangladesh Employers' Federation.

Director & Chairman in ACI Group

- Advanced Chemical Industries Limited
- ACI Logistics Limited
- ACI Foods Limited
- ACI Motors Limited
- Creative Communication Limited
- Consolidated Chemicals Limited
- ACI Pure Flour Limited
- Stochastic Logic Limited
- ACI Salt Limited
- ACI Chemicals Limited
- Neem Laboratories (Pvt.) Ltd.
- ACI AgroChem Limited
- ACI Premio Plastics Limited
- ACI Shwapno e-Commerce Limited
- Dowla Agricultural Development Company Limited
- ACI Foundation (a non-profit organization)



Board of Directors' Profile

Mr. Mohammad Mostafizur Rahman Company Secretary

Date of Appointment : 22 July 2018

Engaged with the Company : 6 years



Mr. Mohammad Mostafizur Rahman has been entrusted with Board Secretariat of ACI Group. His leadership in Corporate Legal and Administration departments reinforces ACI's adherence to best practices in corporate governance. Mr. Rahman demonstrates a strong commitment to maintain high operational integrity.

Qualifications

In the year of 2010 the Institute of Chartered Secretaries of Bangladesh recognized him as a qualified Chartered Secretary. He completed both LL.B. (Hons.) and LL.M from University of Dhaka. He earned Post Graduate Diploma in Human Resources Management (PGDHRM) from Bangladesh Institute of Management (BIM) in 2013.

Experience

Mohammad Mostafizur Rahman joined Advanced Chemical Industries Limited as the Company Secretary in July 2018. He is currently serving as Director, Corporate Affairs, ACI Limited as well as head of Administration and Estate & Legal Affairs. In addition to this, previously, he worked with Heidelberg Cement Bangladesh Limited, Bata Shoe Company (Bangladesh) Limited, Square Pharma and Rangs Properties Limited in various capacities.

Engagement in Other Entities

- Fellow member of Institute of Chartered Secretaries of Bangladesh.
- Member on the part of the owners in the 2nd Labour Court, Dhaka since 15 October 2020 being selected and appointed by the Government of Bangladesh.
- Member of the Labor Law Sub-Committee of Bangladesh Employers' Federation.



ACI Formulations Limited

Registered Office Address: ACI Centre, 245 Tejgaon Industrial Area, Dhaka 1208

Notice of the 28th Annual General Meeting

Notice is hereby given that the 28th Annual General Meeting (AGM) of ACI Formulations Limited will be held on Sunday, 29 December 2024 at 10:00 am. The AGM will be held virtually using digital platform through the following link: <https://agmbd.live/aciformulation2024>

AGENDA

A. Ordinary Business:

- 1) To receive, consider and adopt the Audited Financial Statements for the year ended 30 June 2024 together with Reports of the Directors and Auditors thereon;
- 2) To declare recommended dividend for the year ended 30 June 2024;
- 3) To elect/re-elect Directors;
- 4) To appoint Statutory and Compliance Auditors for the year 2024-2025 and to fix their remunerations;

B. Special Business:

- 5) To change the name of the Company from “**ACI Formulations Limited**” to “**ACI Formulations PLC**”

By Order of the Board

Mohammad Mostafizur Rahman
Company Secretary

Dhaka
06 December 2024

Notes

- a. The Shareholders whose names appeared in the Members/Depository Register as on the Record Date i.e. 17 November 2024, will be eligible to attend the virtual AGM and receive the dividend;
- b. Members can join the AGM using their Laptop, PC, Mobile or Tab providing their respective names, 16-digit BO/Folio numbers and total number of Shares. Members can also find the link easily by scanning the QR Code given;
- c. The members will be able to submit their questions/comments and vote electronically 24 hours before commencement of the AGM and during the AGM;
- d. The Shareholders are requested to submit their written option to receive dividend to the Company's Share Office on or before 18 December 2024. In case of non-receipt of such option within the stipulated date, the dividend will be paid off as deemed appropriate by the Company;
- e. The Proxy Form, duly completed, stamped at BDT. 100 must be deposited at the Share Office of the Company at 9 Motijheel Commercial Area, Dhaka-1000 at least 48 hours before the time fixed for the Meeting;
- f. The Annual Report 2023-2024 will be available in Company's website: www.aci-bd.com/acifl/



To Join AGM



Financial Calendar

13

13 November 2023
Monday

Quarter One

Adoption of unaudited first quarter financial statements ended 30 September 2023

30

30 January 2024
Tuesday

Quarter Two

Adoption of unaudited second quarter financial statements ended 31 December 2023

29

29 April 2024
Monday

Quarter Three

Adoption of unaudited third quarter financial statements ended 31 March 2024

28

28 October 2024
Monday

Annual

Adoption of audited financial statements for the year ended 30 June 2024

17

17 November 2024
Sunday

Record Date

Record Date in lieu of Book Closure

06

06 December 2024
Friday

AGM Notice

Notice of 28th Annual General Meeting

04

04 December 2024
Wednesday

Annual Report

Issuance of Annual Report

29

29 December 2024
Sunday

AGM Day

28th Annual General Meeting

23

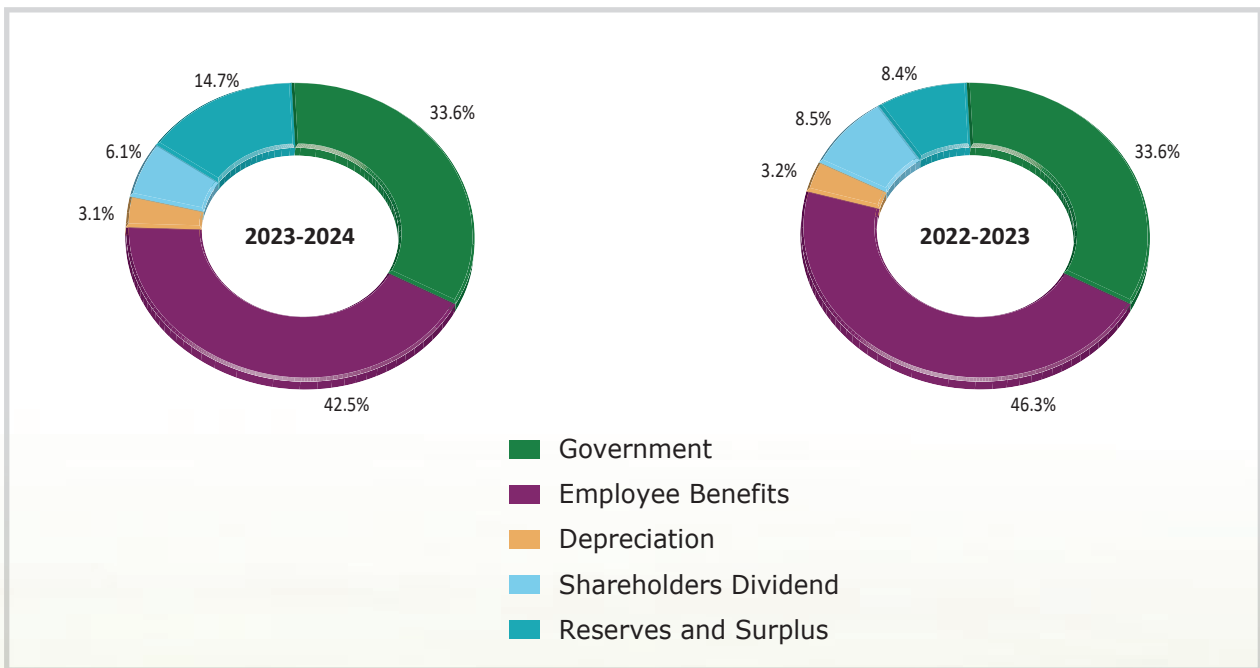
23 January 2025
Thursday

Dividend Payment

Payment of Dividend to the shareholders whose name would appear in the register of the Company on record date

Value Added Statement

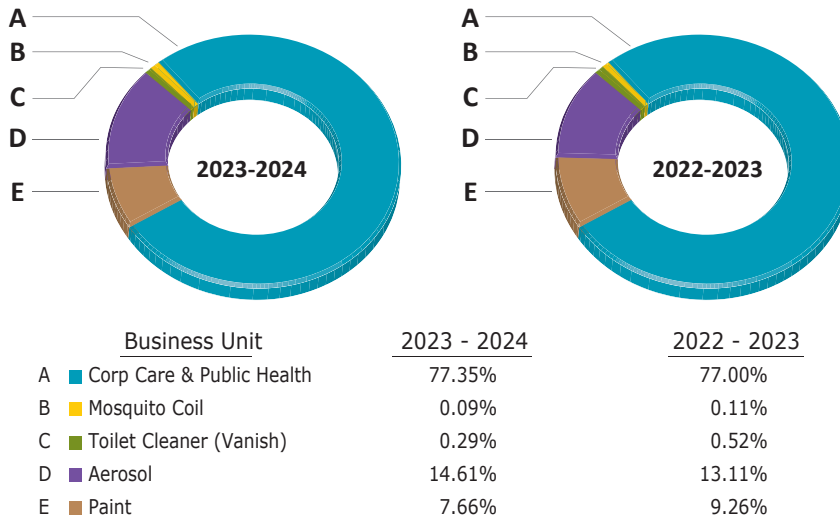
Particulars	2023-2024		2022-2023	
	Taka in Million	%	Taka in Million	%
Gross Turnover	5,116		5,121	
Less: Purchase of Materials & Service	3,568		3,725	
Value added	1,548	100%	1,396	100%
Applications				
Government	520	33.6%	469	33.6%
Employee benefits	658	42.5%	647	46.3%
Depreciation	47	3.1%	45	3.2%
Shareholders dividend	95	6.1%	118	8.5%
Reserves and Surplus	227	14.7%	117	8.4%
Total	1,548	100%	1,396	100%



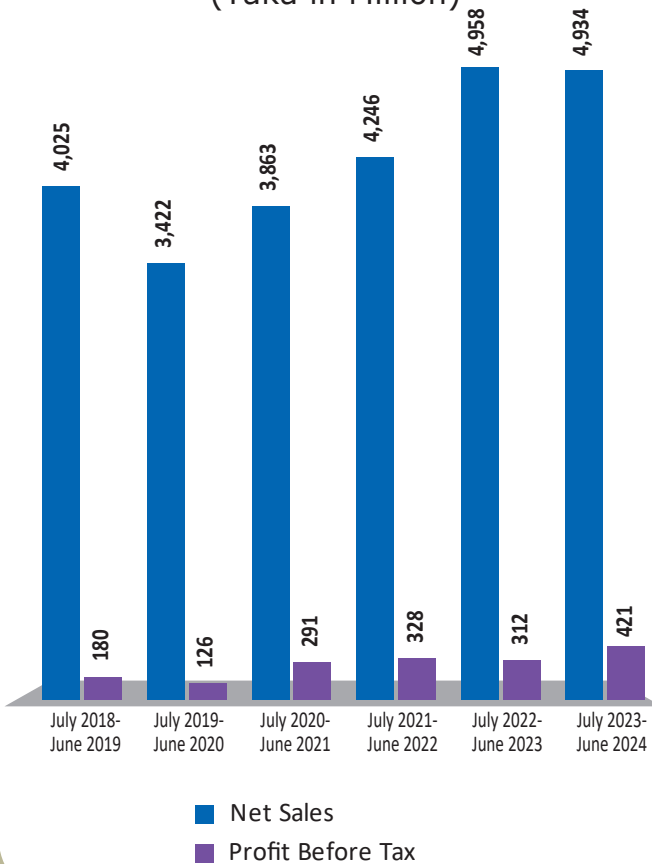


Financial Highlights and Analysis

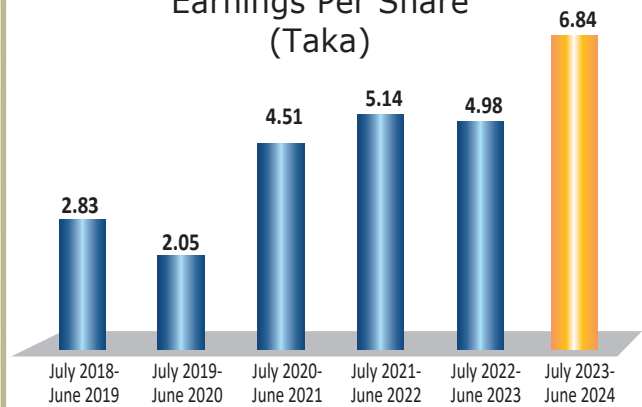
Turnover Contribution by Business Unit



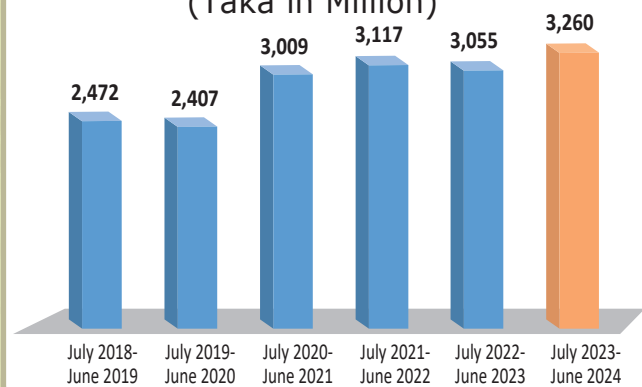
Net Sales & Profit Before Tax (Taka in Million)



Earnings Per Share (Taka)



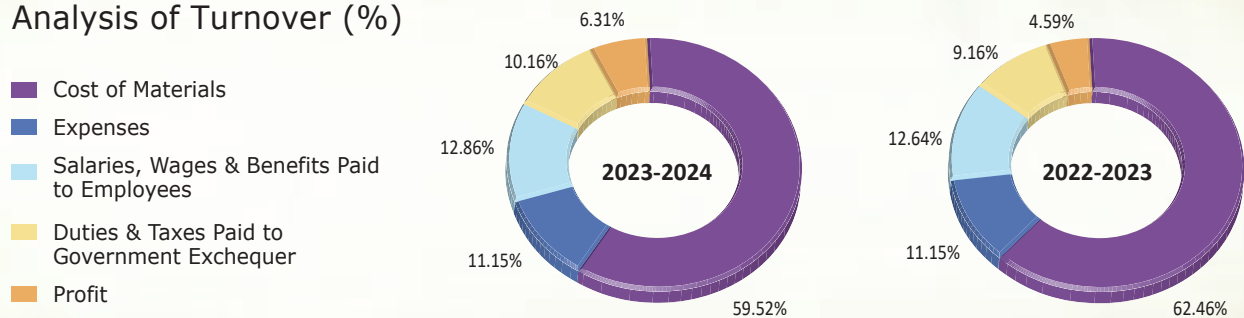
Shareowners' Equity (Taka in Million)



Comparative Statistics

Particulars	July 18- June 19	July 19- June 20	July 20- June 21	July 21- June 22	July 22- June 23	July 23- June 24
Taka in million						
Authorized capital	500.00	500.00	500.00	500.00	500.00	500.00
Issued & paid-up capital	450.00	450.00	450.00	472.50	472.50	472.50
Current assets	4,010.05	3,563.12	3,236.64	4,054.75	4,142.31	4,931.64
Tangible fixed assets (gross)	2,155.61	2,176.81	2,694.88	2,709.38	2,769.48	2,817.77
Shareowners' equity	2,471.79	2,406.74	3,009.38	3,117.06	3,055.40	3,260.38
Turnover (net)	4,025.29	3,422.45	3,863.35	4,246.34	4,958.31	4,933.52
Gross profit	1,210.67	1,065.17	1,125.50	1,217.24	1,315.43	1,425.73
Profit before tax	180.26	125.57	290.45	328.36	311.81	420.94
Profit after tax	127.52	92.45	213.26	242.68	235.11	323.10
Dividend	157.50	90.00	157.50	118.13	118.13	94.50
Current ratio (times)	1.17	1.17	1.27	1.25	1.24	1.22
Quick ratio (times)	0.69	0.76	0.77	0.83	0.75	0.91
Return on equity (%)	5.16	3.84	7.09	7.79	7.69	9.91
Inventory turnover (times)	1.73	1.85	2.14	2.23	2.23	2.76
Debtors turnover (times)	2.19	2.02	2.69	3.56	3.78	3.64
Fixed assets turnover (times)	2.07	1.80	1.63	1.80	2.03	1.94
Net asset per share (Taka)	54.93	53.48	63.69	65.97	64.66	69.00
Market price per share (Taka)	152.40	110.20	148.20	158.10	156.20	126.80
Earnings per share (Taka)	2.83	2.05	4.51	5.14	4.98	6.84
Dividend per share (Taka)	3.50	2.00	3.50	2.50	2.50	2.00
Dividend rate (%)	35.00	20.00	35.00	25.00	25.00	20.00
Dividend payout ratio (%)	123.51	97.35	73.85	48.68	50.24	29.25
Price earnings ratio (times)	53.85	53.76	32.83	30.78	31.39	18.54
Dividend yield (%)	2.30	1.81	2.36	1.58	1.60	1.58
Number of employees	1,361	1,113	1,047	982	985	1,034

Analysis of Turnover (%)



Comparison of Turnover & Costs

	For the year ended 30 June 2024		For the year ended 30 June 2023	
	Taka in Million	%	Taka in Million	%
Turnover (Gross)	5,116.42	100	5,121.54	100
Cost of Materials	3,045.17	59.52	3,198.80	62.46
Expenses	570.29	11.15	571.20	11.15
Salaries, Wages & Benefits paid to Employees	657.89	12.86	647.43	12.64
Duties & Taxes paid to Government Exchequer	519.97	10.16	469.00	9.16
Profit	323.10	6.31	235.11	4.59
Total	5,116.42	100.00	5,121.54	100.00



Message from the Chairman

চেয়ারম্যানের বাণী

Dear Shareowners,

Assalamu Alaikum,

Looking back on the fiscal year ending June 30, 2024, I am pleased to share our accomplishments, identify the challenges we have faced, and outline our vision for the future.

Bangladesh has made progress in overcoming some macroeconomic hurdles, but it is still navigating a complex set of challenges. Success in the medium term will depend on its ability to adapt to a changing global environment and address its internal constraints.

Businesses in Bangladesh must be agile, resourceful, and forward-thinking to overcome the economic, political, and operational hurdles they face. The key to success lies in adaptability, smart investments, and long-term planning. Companies that are able to innovate, optimize their operations, and strategically manage risks are more likely to succeed even in challenging times.

To our customers and partners, we appreciate your continued loyalty and collaboration.

To our regulators and government agencies, thank you for creating an environment in which businesses like ours can thrive.

Finally, I would also like to take this opportunity to thank all our shareholders for your unwavering trust and support. Your confidence in our leadership and vision has been invaluable, and we remain deeply committed to delivering value and growing our business for the benefit of all stakeholders.

Sincerely,

M Anis Ud Dowla

Chairman, ACI Group



প্রিয় শেয়ারমালিকগণ

আসসালামু-আলাইকুম,

৩০ জুন ২০২৪ তারিখে সমাপ্ত অর্থবছরের দিকে ফিরে তাকিয়ে, আমরা আমাদের সাফল্যগুলো আপনাদের সঙ্গে ভাগাভাগি করে নিতে পারছি, আমাদের সম্মুখীন হওয়া চ্যালেঞ্জগুলো চিহ্নিত করতে পারছি এবং ভবিষ্যতের জন্য আমাদের দৃষ্টিভঙ্গি আপনাদের সামনে উপস্থাপন করতে পারছি।

বাংলাদেশ অনেকগুলো সামষ্টিক অর্থনৈতিক বাধা পেরিয়ে অগ্রগতি অর্জন করে চলেছে এবং এখনও কিছু জটিল চ্যালেঞ্জের মধ্য দিয়ে আমাদেরকে এগিয়ে যেতে হচ্ছে। বৈশ্বিক পরিবর্তনশীল পরিবেশের সাথে খাপ খাইয়ে নেওয়া এবং দেশের অভ্যন্তরীণ সীমাবদ্ধতাগুলো মোকাবিলা করার উপরে আমাদের মাঝারি মেয়াদের সফলতা নির্ভর করবে।

বাংলাদেশের ব্যবসাগুলোকে অর্থনৈতিক, রাজনৈতিক এবং কার্যকরী চ্যালেঞ্জ অতিক্রম করতে চৌকস, কৌশলী এবং ভবিষ্যতদর্শী হওয়া অপরিহার্য। অভিযোজনশীলতা, সঠিক বিনিয়োগ এবং দীর্ঘমেয়াদী পরিকল্পনাই সাফল্যের মূল চাবিকাঠি। যেসব কোম্পানিগুলো উদ্ভাবন করতে পারে, তাদের কার্যক্রমগুলো অপ্টিমাইজ করতে পারে এবং কৌশলগত ঝুঁকি ব্যবস্থাপনা নিয়ন্ত্রণ করতে পারে, তারা কঠিন সময়েও সাফল্য অর্জনের সম্ভাবনা বেশি রাখে।

আমাদের প্রতি আস্থা এবং সহযোগিতার জন্য আমরা সম্মানিত গ্রাহক এবং অংশীদারদের প্রতি কৃতজ্ঞ।

একটি অনুকূল পরিবেশ তৈরির মাধ্যমে ব্যবসার বিস্তার লাভে সহযোগিতা করার জন্য, আমাদের নিয়ন্ত্রক সংস্থা এবং সরকারি প্রতিষ্ঠানগুলোকেও ধন্যবাদ জানাই।

পরিশেষে, আমি সকল শেয়ারমালিকদের প্রতি আন্তরিক ধন্যবাদ জ্ঞাপন করতে চাই আমাদের উপর তাদের অবিচল আস্থা এবং সমর্থনের জন্য। আমাদের নেতৃত্ব এবং দৃষ্টিভঙ্গির প্রতি আপনাদের যে অবিচল বিশ্বাস সেটা আমাদের কাছে অমূল্য এবং আমাদের সকল স্টেকহোল্ডারদের জন্য সঠিক মূল্যায়ন নিশ্চিত করা সাপেক্ষে আমরা আমাদের ব্যবসার অগ্রগতির জন্য কাজ করে যেতে বদ্ধপরিকর।

আপনাদের বিশ্বস্ত,



এম আনিস উদ দৌলা
চেয়ারম্যান, এসিআই গ্রুপ



Statement of Corporate Governance

In ACI FL Corporate Governance (CG) is a maxim that is intertwined in responsibility, compliance, transparency and finally accountability. As a part of it, ACI FL acknowledges good corporate governance as the essential element for success in business and recognizes that it is to be established by means of an effective CG Regime. Accordingly, ACI FL emphasizes on stronger diligence to business, all operations being transparent and invites larger involvement of the stakeholders. Aspiring on that, the Company has always strived to remain vigilant on good governance and good business conduct so as to create and maintain value for shareholders, safeguard stakeholders' interest and justify investor confidence. In this respect the Directors of ACI FL are also committed to meeting the highest standards of governance and disclosure. And with that aim, the Board ensures the integrity and firm attention of its employees, supported by a comprehensive framework of policies, guidelines and internal control. The Directors are conscious of their own responsibilities in supervision and direction of affairs of the Company in conformity with the practices of sound corporate governance. In fulfillment of those responsibilities, the Directors have set for themselves the principles that will be followed in their own involvement in the oversight functions and in setting up clear guidelines for the executive management.

The Governing Board

The Board of Directors of ACI FL, being the highest authority in the Company, is constituted by a body of knowledgeable persons and includes core competencies considered relevant in the context of the Company. To further ensure a balanced representation, the Board also includes Independent Directors, who are very resourceful and dignified members of the society. Thus, the Board of ACI FL is a compact body and meets all the criteria required under the BSEC governing Code. Further details about members of the Board are appended at the appropriate parts in this report.

Composition of the Board

The Board consists of 7 (seven) members drawn from the major shareowners and business professionals. Mr. M Anis Ud Dowla is the Chairman of the Board and Ms. Shusmita Anis is the Managing Director. Of the seven Directors, four are non-executive Directors including two Independent Directors. The non-executive Directors are, however, available whenever business operations call for their attention and involvement.

Roles and Responsibilities of the Board

The Board is the supreme authority of the Company to oversee its operations through appropriate delegation, monitoring, control and reporting. The Directors hold the ultimate responsibility of conducting the activities of the Company in accordance with law and in the interest of its shareowners and other stakeholders, keeping in view the long-term interest and aspirations of the Company, while also discharging Company's legal obligations to its shareowners.

Functioning of the Board

The Directors meet together for the dispatch of the business and regulate the meetings and proceedings

according to the needs of the Company. Every Board meeting is preceded by service of Notice well ahead of scheduled time. Notice with agenda supported by working papers for every meeting of the Board are sent to all Directors well in advance so that they can come up with their considered views and can actively participate at the deliberations. During the meeting, the Board gets a thorough review of the performance of the Company through a PowerPoint presentation by the Managing Director. All pertinent matters are discussed in details and decisions are taken based on thorough considerations. Questions arising at any meeting are decided by a majority of votes. However, there is a procedure supported by the Articles of Associations of the Company which allows taking care of any urgent matter through Resolution by Circulation. Such circular resolution is adopted by the Directors present in Bangladesh, without having to call a formal Board Meeting. To make it transparent, such resolutions passed by circulation are subsequently tabled at the immediately following Board meeting and included in the minutes accordingly.

Management through People

The directors believe that a successful Board directs and not manage; rather they manage the management. And with that spirit, the Board has delegated adequate operational and financial authorities to the Managing Director which empowers her to set up the organizational structure, recruit appropriate people, empower them to manage the Strategic Business Units and functional areas and provide them guidance for achievement of the desired results.

As the apex corporate authority, the Board is kept informed of the goals, targets and initiatives of the Business Units and apprised of the financial performance on a regular quarterly basis.

The Managing Director is in charge of operations of the



Company and manages the affairs of the Company through close consultation with relevant people from within the Company and outside experts.

Empowerment of People

The Board has given clear guidelines to the Managing Director to ensure that there is appropriate delegation of authority and clear statement of accountability of the management staff all the way down to the supervisory level and that performance of the individual is judged on the basis of clearly set measurable goals and through objective assessment of their achievements.

Reporting and Communication

The Managing Director reviews and approves the strategic plans of each Business Unit every quarter. She also reviews monthly report and commentary on the sales and financial performance of business from the heads of businesses and the activities of the functional and service heads. An elaborate MIS system is in place.

Communication with Shareowners

The Board considers that good governance involves openness and trustful cooperation among all stakeholders concerned, including the shareowners of the Company. Shareowners, being the ultimate controllers of the Company, deserve to be informed in all corporate respects required under the law. Annual General Meeting (AGM) is the highest forum for interaction between shareowners and management of the Company. Accordingly, the Company holds the AGM regularly and in time. The shareowners are informed about the AGM well in advance and meeting materials are dispatched to them with priority abiding by laws and guidelines. The Directors attending the Annual General Meeting note the views, aspirations and suggestions of the shareowners and institutional stakeholders offered at the AGM and consider

them with utmost attention. The Managing Director also brings to the notice of the Board any written communication received by her from the shareowners.

Internal Control and Risk Management

The Managing Director has to satisfy the Board that adequate internal check and controls are in place through appropriate MIS and employment of Internal Audit team to check and validate the expenses and the systems in operation. To further strengthen the controls, the Company has introduced ISO 9001:2015 Quality Management System, under which all activities are carried out on the basis of Standard Operating Procedures. These standard procedures are updated on a regular basis in line with ISO requirements. The Company has also introduced ISO 14001:2015 Environmental Management System, and as a result has undertaken a task of continuing improvement through annual goals. Internal Audit department has been strengthened with induction of qualified and experienced personnel, demonstrating the Board's commitment to ensure that adequate risk management and internal control systems are in place across the Company.

Independent Director

In compliance with the Corporate Governance Code of Bangladesh Securities and Exchange Commission (BSEC), the existing Board of Directors of the Company includes two Independent Directors, Mr. Golam Mainuddin and Mr. Abdul-Muyeed Chowdhury. Mr. Chowdhury is the Chairman of the Board Audit Committee and Mr. Golam Mainuddin is the Chairman of the Nomination and Remuneration Committee. The Independent Directors of the Company have been elected amongst the senior corporate leaders and bureaucrats of the country who are elite members of the society having requisite qualifications as prescribed by BSEC.



Appointment of Independent Director

Mr. Abdul-Muyeed Chowdhury completed his 2nd tenure as Independent Director of the Company on 23 October 2024. The Board of Directors of the Company take measures to appoint a new Independent Directors shortly.

Distinctive Role of Chairman and Managing Director

According to the Governance Code, the positions of Chairman and Managing Director are being held by separate individuals and their roles and responsibilities are clearly established, set out in writing and which are distinct from each other to ensure transparency and better governance. The Chairman is a non-executive director and responsible for smooth functioning of the Board, while the Managing Director acts as the Chief Executive Officer and in charge of the day-to-day operations of the Company.

Chief Financial Officer, Head of Internal Audit and Company Secretary

Under requirements of the BSEC Governance Code, the Company has in place the above three key positions held by three qualified professionals. Mr. Pradip Kar Chowdhury, a Fellow Chartered Accountant, acts as the Chief Financial Officer and Mr. Amitava Saha, acts as the Head of Internal Audit & Compliance. Mr. Mohammad Mostafizur Rahman, a Fellow Chartered Secretary, is the Company Secretary of the Company, and is responsible for overall governing compliance of the Company and performs as the bridge between the Board, Management and Shareholders. The roles, responsibilities and duties of these three key positions have clearly set forth in writing by the Board.

The Board Audit Committee

Following the Code of Bangladesh Securities and Exchange Commission (BSEC), the Board has constituted an Audit Committee for the Company the details of which are stated in the Audit Committee Report forming part of this Annual Report. The Committee comprises of 3 (three) Members from the Board of Directors. All members of the Audit Committee are financially literate and enable to scrutinize and interpret financial statements while discharging their duties and responsibilities as member of the Committee. The Chairman of the Committee is an Independent Director having the requisite qualification in line with BSEC Code. The Company Secretary acts as the Secretary of the Committee, as required by the BSEC Code. The Chief Financial Officer and Head of Internal Audit and Compliance attend all meetings of the Committee regularly as special invitees.

The Audit Committee held four meetings during FY 2023-2024. The key responsibilities of the Audit Committee include:

1. Review and monitor the integrity of the financial reporting system and ensure that Company complies with the accounting policies, principles and applicable standards;
2. Review and appraisal of the performance of the internal audit and internal control system;
3. Review of the risks associated with the Company's business operation including mitigation and awareness plan;
4. Overseeing hiring and performance of external auditors;
5. Other matters as per terms of reference as well as time to time requirements of the Regulators.

Nomination and Remuneration Committee (NRC)

In compliance with the Corporate Governance Code, the Board of Directors of the Company in its meeting held on 28 October 2020 constituted a Nomination and Remuneration Committee as a sub-committee of the Board with the following non-executive Directors:

Mr. Golam Mainuddin, Independent Director	- Chairman
Mr. Abdul-Muyeed Chowdhury, Independent Director	- Member
Mr. Juned Ahmed Choudhury, Director	- Member
Mr. Mohammad Mostafizur Rahman, Company Secretary	- Secretary

A detailed Terms of Reference (ToR) and Policy of the NRC has also been approved by the Board.

The terms of reference of the Nomination & Remuneration Committee and Policy include, among other items, the determination of the Company's policy on unique remuneration for Executive Directors, the review, recommendation and/or approval of remuneration to Directors, the review and approval of the Company's remuneration policy, the creation of evaluation criteria for Independent Directors and the Board of Directors, identifying persons who are eligible to become Directors and who may be appointed to senior management in accordance with the criteria laid down and recommending the appointment or removal of such persons to the Board and discharging such other functions and exercising such other powers as the Board of Directors may delegate/direct from time to time. During the financial year 2023-2024, one (1) meeting of the Nomination and Remuneration Committee (NRC) was conducted on 28 January 2024.

Reviewing of Business and Financial operations

The operations of the Company are regularly supervised, monitored and guided by the Board. The purpose of business review is to ensure strategic control and follow-up of results based on the prevailing strategic objectives and value considerations. Financial reviews provide the internal quarterly results follow-up for the Company. The purpose is to provide an analysis of the economic and financial situations, which will then form the basis for external reporting and presentations, and to provide quality assurance for the financial reporting.

Independent Scrutinizer

As per the BSEC's Directive No. BSEC/CMRRCD/2009/193/08 dated 10 March 2021, the Board in its 137th meeting held on 28 October 2024 appointed M/s Jasmin & Associates, Chartered Secretaries, as the Independent Scrutinizer to observe the 28th AGM of the Company to be held on Sunday 29 December 2024 ensuring the facility to exercise the voting rights of shareholders on the resolution proposed to be considered at the AGM. The due process of election and detailed information of voting result shall be authenticated by the Independent Scrutinizer and be reported to BSEC accordingly.

Governance in Subsidiary Companies

ACI Formulation Limited (ACI FL) has 2 (two) subsidiary companies under its corporate canopy. ACI FL, being the holding company, applies the same governance strategy in its subsidiaries. In that exercise, the Company has duly implemented the following as per requirements of the BSEC CG Code:

- a) Provisions relating to the composition of the Board of holding company has also been applied in the composition of the Board of the subsidiary companies;
- b) The Board Directors of subsidiary companies include one Independent Director from the Board of the holding company;
- c) The minutes of the Board meeting of the subsidiary companies are placed for review at the following Board meeting of the holding company;
- d) The minutes of the respective Board meeting of the holding company duly record that the Board has also reviewed the affairs of the subsidiary companies; and
- e) The Board Audit Committee of ACI FL duly reviews the financial statements, in particular the investments made by its subsidiary companies.





Report of The Audit Committee

For the year ended 30 June 2024

The Audit Committee Report presented under Condition No. 5 (7) of the Corporate Governance Code as adopted on 3 June 2018 by Bangladesh Securities and Exchange Commission (BSEC) provides an insight on the functions of the Audit Committee during 2023-2024.

Audit Committee in ACI Formulations Limited is a sub-committee of the Board of Directors that assists the Board in fulfilling its oversight responsibilities by ensuring that the financial statements reflect true and fair view of the state of affairs of the Company and by effective monitoring of the business. The Audit Committee acts on behalf of the Board and is responsible to it. The jurisdiction of the Audit Committee extends over the Company covering risk management with special emphasis on ensuring compliance with all applicable legislation and regulation.

Composition and Meetings

Chairman : Mr. Abdul-Muyeed Chowdhury,
Independent Director

Member : Dr. A.K.M. Fareyzul Haque Ansarey,
Director

Member : Mr. Juned Ahmed Choudhury,
Director

Secretary : Mr. Mohammad Mostafizur Rahman,
Company Secretary

A total of 4 (four) meetings of the Audit Committee were held during the year under report. Company Secretary functioned as the ex-officio Secretary to the Committee as per regulatory guidelines. In addition to that the Chief Financial Officer, Head of Internal Audit and Compliance attended the meetings on invitation and other officials attended as and when the Committee required the presence to clarify any issue.

The detailed responsibilities of Audit Committee are well defined in the Terms of Reference (ToR). However, the major roles of the Audit Committee are mentioned below:

(a) (a) To review the quarterly and annual financial statements before submission to the Board for approval, ensure adequacy of internal audit function, examine Management's Discussions and Analysis of important and pertinent issues, review

statement of all related party transactions on a random basis and ensure action on Management Letters or Letter of Internal Control weakness issued by statutory auditors etc.;

- (b) To oversee the financial reporting process, hiring and performance of external auditors;
- (c) To monitor choice of accounting policies, and principles, and their adjustment, where so required;
- (d) To oversee risk management, internal controls arrangements and compliance with legal and regulatory requirements;
- (e) To review the activity and performance of the Internal Audit function.

The Audit Committee reports on its activities to the Board of Directors. Audit Committee also immediately reports to the Board of Directors on:

- a) report on conflicts of interests;
- b) suspected or presumed fraud or irregularity or material defect in the internal control system;
- c) suspected infringement of laws, rules and regulations including those relating to securities;
- d) any other matter which needs disclosure to the Board of Directors.

The Committee considered the scope and methodology of the audits, as well as the independence, objectivity and qualification of the external auditors. The Audit Committee reviewed the external audit works and concluded that the financial reporting was satisfactory and in compliance with generally accepted accounting principles in Bangladesh and that the audit was satisfactorily conducted. In connection with financial reporting, the Audit Committee also reviewed the Company's financial statements. The Audit Committee concluded that all reported financial results have been presented in accordance with applicable rules.

The Audit Committee also reviewed ACI FL's self-assessment of Corporate Governance practices, based on a checklist provided by Bangladesh Securities and Exchange Commission (BSEC). The Committee concluded that Corporate Governance practices within ACI FL generally exceeded the standards laid down.

Besides these, the Audit Committee reviewed risk identification, assessment and mitigation methodologies, process and management. The Committee concluded that risk management was reasonably satisfactory, with the formulation of highly structured and well-defined risk categories, as well as the identification and review of the major risks affecting ACI FL's flow of operations and their impact in upcoming years.

The Audit Committee will continue to monitor the progress made by Internal Audit Division for "Risk Based Audit" by conducting critical examination of random samples of Corporate Governance and Ethics compliance issues, and ensuring the clearance/resolution of outstanding items.

Summary of activities during the year

During the year under review the Committee, inter alia, focused on the following activities:

- a) Reviewed and recommended the Annual Financial Statements for the year ended on 30 June 2024 to the Board for approval;
- b) Reviewed the Management Letter from external auditors for the year under review along with management's responses on the findings;
- c) Reviewed the Auditors' Certification on Corporate Governance compliance;
- d) Reviewed the performance of the external auditors during the year, their appointment and remuneration for the next year and recommended the same to the Board for consideration;
- e) Reviewed and ensured that the internal control system including financial and operational controls, accounting system, and reporting structure are satisfactory;
- f) Endorsed the internal audit plan 2024-2025 and reviewed the progress against the approved internal audit plan 2023-2024;
- g) Reviewed the regular reports submitted by the Head of Internal Audit and Compliance and oversee the progress on implementation of Management responses against internal audit findings;
- h) Reviewed the actions taken by the management for implementation of Audit Committee observations on issues deliberated in Audit Committee reports;
- i) The Committee placed its reports regularly to the Board for reviewing and monitoring the activities recommended on the internal control system, compliance with rules and regulation of the regulatory bodies;
- j) The Committee reviewed unaudited quarterly Financial Statements during the year under review and recommended those to the Board for its approval;
- k) Based on the above review and discussion, the Audit Committee is of the view that the internal control and compliance procedures are satisfactory to present a true and fair view of the activities and financial status of the Company;
- l) Reviewed the financial statements of the subsidiary companies and recommended the same to the Board for consideration;
- m) Reviewed the capital investments made by the subsidiary companies.



Mohammad Mostafizur Rahman
Secretary of the Committee



Abdul-Muyeed Chowdhury
Chairman of the Committee

Dhaka, 20 October 2024



Report of the Nomination and Remuneration Committee

For the year ended 30 June 2024

The Nomination and Remuneration Committee (NRC) of ACI FL is one of its Board sub-committees that assists the Board generally in formulation of policy with regard to defining qualifications, positive attributes, experiences, remuneration for Directors and Top-Level Executives of the Company.

Dear Shareholders,

This report provides an overview of how the Committee operates, an insight into the Committee's activities and its role. A brief of the NRC and its roles, responsibilities and functions are given below:

Composition and Meetings

The NRC of ACI Formulations Limited comprises 3 (three) members who are exclusively Non-Executive Directors, including one Independent Director. The Committee consists of:

- Mr. Golam Mainuddin, Independent Director - Chairman
- Mr. Abdul-Muyeed Chowdhury, Independent Director - Member
- Mr. Juned Ahmed Choudhury, Director - Member
- Mr. Mohammad Mostafizur Rahman, Company Secretary - Secretary

A total of 1 (one) meeting was held during the financial year 2023-2024. A record of the Members' attendance at the NRC meetings during 2023-2024 is given below:

Committee members	Attendance	% (Percentage)
Mr. Golam Mainuddin	1	100
Mr. Abdul-Muyeed Chowdhury	1	100
Mr. Juned Ahmed Choudhury	1	100

Major Responsibilities of NRC

The role of the NRC shall be to oversee, among others, the following matters and make report with recommendations to the Board:

- a) The NRC is an independent Committee and responsible or accountable to the Board and to the shareholders;
- b) NRC is responsible to supervise, among others, the following matters and make report along with its recommendations to the Board:
 - (i) formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board relating to the remuneration of directors and top level executives, considering the following:
 - (a) that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the Company successfully;
 - (b) that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - (c) that remunerations to directors and top-level executives involve a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

- (ii) devising a policy on Board's diversity taking into consideration of age, experience, gender, ethnicity, educational background and nationality;
- (iii) identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;
- (iv) formulating the criteria for evaluation of performance of independent directors and members of the Board;
- (v) identifying Company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria;
- (vi) developing, recommending and reviewing annually the Company's human resources and training policies;
- (vii) establishing the levels of pay and benefits of top level executives. For this purpose 'top level executive' means and includes the Managing Director (MD) or Chief Executive Officer (CEO), Additional or Deputy Managing Director (AMD or DMD), Chief Operating Officer (COO), Chief Financial Officer (CFO), Company Secretary (CS), Head of Internal Audit and Compliance (HIAC), Head of Administration and Human Resources or equivalent positions and same level or ranked or salaried officials of the Company;
- (viii) reviewing and authorising changes to pay or benefits policy covering all employees;
- (ix) reviewing and recommending on periodic/annual employee assessments and their increment proposals, if any;
- (x) furthermore, the Nomination and Remuneration Committee will also be authorised to recommend collective awards for negotiated pay settlements; and
- (xi) reviewing and recommending Company's Codes of Conduct (CoC) for the Chairman, Board members, CEO and other senior executives.

Appraisal of the Board

Directors in the Company Board are also subject to appraisal and assessment about their respective performances and collective wisdom. The NRC is responsible for ensuring ability and effectiveness of the Board. With that in view, the Committee carries out yearly evaluation of Board's work modalities, functional performances as well as its level of monitoring of internal control over financial reporting for preparation of the financial statements and the safeguarding of Company assets. Such evaluation process is led by the Chairman and assisted by the Company Secretary. For this purpose, directors are required to complete a yearly confidential pre-set questionnaire. The evaluation includes an annual review of administration of the Board and its committees covering their operations, serving of meeting notices, agenda, reports and information produced for consideration and its overall relationship with the Management.

The NRC Policy

The Company follows a nomination and remuneration policy the benchmark of which relies on standards and also recognizable in the market context and sufficient to fit and meet the current and future needs of the Company. The broad criteria in that respect are as follows:



(a) Nomination criteria -

- (i) To follow a selection process that is absolutely transparent in all respects;
- (ii) To pursue a policy that is compatible to international standards;
- (iii) To only recognize core competencies considered relevant in the context of the Company;
- (iv) To follow general diversity in age, qualification, expertise and gender disciplines;
- (v) To identify the Company's needs for employees at different levels and determine their selection, transfer or replacement and also promotion principles.

(b) Remuneration (basic) criteria -

- (i) The structure, scale and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors and/or managers to run the Company effectively;
- (ii) The context of packages including remuneration/benefits monthly, yearly and in long run are categorically laid down and meets appropriate performance benchmarks;
- (iii) There is a clear balance in benefits between fixed and incentive pay of the directors and senior management reflecting short and long-term performance goals and objectives of the Company;
- (iv) The remuneration/compensation/benefits (or in whatever form) payable to the directors and senior managers shall be determined by the NRC and recommended to the Board for approval;
- (v) The remuneration to be paid to the whole-time directors shall be in accordance with the provisions (if any) laid down in the Articles of Association of the Company;
- (vi) Increments (if any) to the existing structure of remuneration shall be determined by the NRC and recommended to the Board for approval.

(c) Detailed scope of remuneration strategy -

The Nomination and Remuneration Committee will review all aspects of the terms and conditions of the services of Directors and top level executives. It will also cover the pay and benefits policy for the rest of the organization. The overall scope and criteria of the NRC with respect to remuneration will encompass the following aspects:

- (i) To recognize that the remuneration & benefits package is a major cost, but which is also a significant management instrument which must be used strategically and positively with a clear view of the cost/benefit implications of any pay proposal;
- (ii) To review the volume and terms and conditions of all benefits in kind while ensuring that the reward practices are aligned to the Company's reward strategy;
- (iii) To identify the market competitors of the same type, level and caliber where employment and recruitment policies are pursued in nearly same measurement;
- (iv) To ensure arrangement for regular surveys of remuneration and benefits in peer companies to obtain a reliable measure of the market;
- (v) To formulate and justify a pay and/or remuneration level compatible to the market with appropriate relative position recognizing that the Company will need to attract and retain managers and professionals of high caliber;
- (vi) To ensure that any changes to the packages are based on the market and which are affordable. The remuneration review process should consider inflation level which is reflected also with those of the comparator companies and based on normal practice amongst the peer companies;
- (vii) To ensure reviewing the reward packages as a whole, seeking overall competitiveness and market comparability;
- (viii) To review the individual components of the total reward package to determine by examining market trends, the benefit value of each element and adjust the package to achieve the greatest perceived value for cost;
- (ix) To ensure that the remuneration package is at all times fully in compliance with individual taxation and other legal requirements, whilst at the same time maximizing legitimate individual pay advantages;

- (x) To maintain an effective system of job evaluation to ensure that the applicable grade structure is maintained at management level;
- (xi) To consider the employment terms and conditions of the unionized employees, management staff, directors and/or expatriates, if any, separately;
- (xii) To grant prior approval to collective pay/benefit awards for unionized employees. The NRC may authorize the Managing Director or any relevant management member of the Company to negotiate pay/benefit settlements with recognized Trades Unions or Collective Bargaining Agent within predetermined limits, while any agreement being notified to the Committee members on completion of negotiations;
- (xiii) To also ensure that the employment and retirement benefit packages comply with the best practice guidelines.

Functionality and management of NRC

The Nomination and Remuneration Committee will formally meet at least once in a year or more frequently depending on necessity. The annual format for managing the Nomination and Remuneration Committee will be somewhat as follows:

- Committee secretary (who is the Company Secretary) initiates the raw planning and finalises the date for the forthcoming NRC meeting with the Chairman of the Committee and ensures ultimate membership attendance at the meetings;
- The Head of Human Resources compiles background data for the next meeting and communicates to the Company Secretary who prepares agenda for submission to the Committee members for pre-reading;
- Members agree on agenda and the key areas of focus in advance with the Chairman for the forthcoming meeting;
- The NRC meeting, convened by the secretary, goes into session with necessary quorum being present and followed by due preparation of minutes of the meeting by the Committee secretary;
- The draft minutes are circulated to the Committee members for study, review and concurrence. Signed/initialed copies of the minutes are returned to the secretary;
- Minutes of the Nomination and Remuneration Committee meetings are subsequently considered and approved at regular meetings of the Board;

Overall, ACI Formulations Limited, being a responsible Company, pursues a uniformly transparent strategy in all respects. Accordingly, its nomination and remuneration policy, evaluation criteria, activities and basic constitution of NRC, as a Board sub-committee, are reflected at a glance in the Annual Report of the Company for general information of all.

Major Activities of the NRC during the period were as follows:

- The NRC reviewed the mix and composition of the Board;
- The NRC reviewed the background of the independent Directors, their level of independence and performance attributes of the Board as a whole;
- Recommended the appointment of the Independent Director;
- Reviewed and evaluated the salary of the Managing Director.



Mohammad Mostafizur Rahman
Secretary of the Committee



Golam Mainuddin
Chairman of the Committee

Dhaka, 28 October 2024



Dividend Distribution Policy

ACI Formulations Limited's Board pursues a dividend policy which is flexible and designed to ensure a steady cash income for the investors with occasional extra gain by way of interim dividend and stock dividend if the cash flow permits.

A portion of the profit of the Company is put in investors' fund for future appropriation, either in equity or to make up for any shortfall, in case in any year the profit is not adequate and in that case the fund can be used to meet the expectations of shareowners.

The Dividend Policy is the result of many interactions over the years between the sponsors and other shareowners which have developed a general understanding of the expectations and the dividend declaration has been based on that understanding.

The Dividend Policy has stood the test of time and has enabled the Company to fulfil the expectations of the shareowners.

This policy is dynamic and will change over time as the sponsors' perceive the change in the expectations of the general shareowners.

Information of Unpaid and Unclaimed Dividend

CASH DIVIDEND

PARTICULARS	AMOUNT IN TAKA
Dividend for 2008 to 2020	12,734,415

NB: Unclaimed Dividend of Tk.12,734,415 transferred to the Capital Market Stabilization Fund (CMSF).

CASH DIVIDEND

PARTICULARS	AMOUNT IN TAKA
Dividend for 2021	426,192
Dividend for 2022	535,290
Dividend for 2023	388,429
Total	1,349,911

STOCK DIVIDEND

PARTICULARS	Number of Shares
Dividend for 2008	200
Dividend for 2011	600
Total	800

NB: 800 Number of Bonus Shares as Unclaimed Stock Dividend from 2008 to 2020 transferred to the Capital Market Stabilization Fund (CMSF).

A detail information (year-wise) is also available at Company's website: www.aci-bd.com/acifl/

CSR Activities and Employee Welfare Initiatives

CSR activities during the period

Winter Cloth Drive:

As part of its ongoing commitment to Corporate Social Responsibility, ACI Formulations Limited organizes an annual "Winter Cloth Distribution" program to provide warmth and comfort to underserved communities during the challenging winter season. This initiative reflects ACI's dedication to social welfare, with active participation from employees inspired by the slogan, "An effort to be someone's reason to smile." In 2024, ACI Formulations Ltd. (ACI FL) distributed blankets to the northern & southern regions of Bangladesh, continuing its tradition of making a positive impact on those in need.

At ACI Formulations Ltd., we recognize that our employees are our most valuable resource and the foundation of our success. We are committed to fostering a work environment where our people fully align with the company's mission, vision, and values. ACI FL consistently prioritizes employee safety, welfare, and well-being through comprehensive programs and initiatives, ensuring the growth and development of our workforce while contributing to the overall success of the organization.

Employee Welfare Initiatives

ACI FL, with a workforce of approximately a thousand dedicated individuals, has been consistently recognized as one of the most preferred employers in the country. The organization is committed to upholding employee welfare, resulting in a culture where every employee passionately contributes to the betterment of the Company, society, and the country.

ACI FL has implemented several key initiatives to ensure robust employee welfare, including:

Food and Nutrition:

ACI FL places a strong emphasis on employee health and well-being, evidenced by the construction of a modern, well-ventilated canteen at the factory, equipped with contemporary amenities. This facility ensures that all employees have access to healthy, nutritious meals during work hours. Additionally, ACI FL provides tiffin to all workers, further reinforcing the

company's commitment to ensuring that employees receive essential nutrition for their overall well-being and productivity.

Work with Recreation:

ACI FL organizes an Annual Sports Day and Cultural Programs for its employees to promote team bonding, celebrate diversity, and encourage physical fitness, all of which contribute to enhanced productivity and a positive work environment.

During the holy month of Ramadan, ACI FL hosts an "Iftar Mahfil," fostering a sense of unity and harmony by bringing together employees from diverse backgrounds. The event also features a special prayer for the well-being of the organization, society, and the nation, reinforcing the company's commitment to community and shared values.

Medical and Health Benefits

ACI FL provides medical treatment to the employees & their families to ensure smooth and timely health support with the help of renowned hospitals across the country. To ensure the facility we have a significant number of Hospitals, Clinics, and Diagnosis Centers under our agreement. Along with the treatment facilities, ACI organizes different vaccination, health awareness programs, and campaigns for employees around the year.

Free Medical Campaign for Farmers

As part of its commitment to the health and well-being of Bangladesh's agricultural communities, ACI FL recently organized free medical campaigns across 13 locations. This initiative provided essential health screenings to underprivileged farmers and their families, promoting preventive care and facilitating the early detection of potential health concerns. By supporting the health of our farmers, ACI FL aims to enhance the productivity and sustainability of Bangladesh's agricultural sector, ensuring long-term growth and resilience.





Educational Assistance

Scholarship

ACI FL being a responsible corporate citizen, always focuses on education, upskilling & knowledge development of the people within the organization and beyond. As a part of it, we provide scholarships to the offspring of our employees every year. In 2024, nine bright students received scholarships from the company. The company believes today's students are the future of our nation and if we nurture them in the right manner, the future of the nation is secured.

School Campaign

ACI FL recognizes the importance of nurturing future generations engaged in agriculture. Through a recent school campaign across 13 locations, we provided students with various educational activities designed to foster brand awareness and educate them about Bangladesh's agricultural heritage. By igniting their curiosity about agriculture's vital role in our nation's well-being, we aim to inspire a new generation of passionate individuals who can drive advancements in this sector for years to come.

Tree Plantation

ACI FL, in collaboration with the Department of Agricultural Extension (DAE), commemorated International Environment Day with nationwide events. These activities included eco-friendly farming workshops and large-scale tree-planting drives, during which thousands of saplings were planted. Additionally, interactive sessions were held to educate participants on recycling and conservation practices. This initiative aimed to raise environmental awareness, promote ecosystem restoration, and encourage sustainable farming, underscoring the importance of collective responsibility in creating a greener and more sustainable future.

Safety and Security

The company promotes occupational health and safety by educating employees about the benefits of maintaining good health, a proper diet, and practicing workplace safety.

The Company has modern fire safety alarms, fire extinguishers, and emergency exits at all its premises to protect employees in case of emergencies.

Online Health and Safety Programs

To ensure physical well-being, The Company is continuously arranging online health and safety programs for every employee. Collaborating with top hospitals and renowned health practitioners, these health and safety programs are targeted to create awareness among employees on alarming health hazards. The most notable health and safety programs arranged by ACI HR are as follows;

Awareness session on "Breast Cancer Awareness"

An online session on "Breast Cancer Awareness" was organized, featuring Dr. Nasim-E-Tasnim Tanu, a renowned specialist in Breast, Piles, Colorectal, General, and Laparoscopic Surgery, and Associate Professor at Dhaka Medical College Hospital (DMCH). Dr. Tanu shared valuable insights on breast cancer prevention, early detection, and available treatment options, providing essential knowledge to raise awareness and promote proactive healthcare practices.

Dengue awareness

Amid the dengue surge, HR made a graphical awareness communication to raise awareness on the issue. This communication focused on prevention, detection, and remedy for dengue fever.



Directors' Report to the Shareowners

For the year ended 30 June 2024

Under section 184 of the Companies Act 1994 and Corporate Governance Code as adopted June 2018 by the Bangladesh Securities and Exchange Commission (BSEC).

We are pleased to present herewith the Directors' and Auditors' Report together with the audited Financial Statements of ACI Formulations Limited for the financial year ended 30 June 2024.

Agriculture plays an important role in the economy of Bangladesh. To feed our ever-growing nation, we need to improve agricultural productivity through better inputs and adoption of good agronomic practices. We support the farmers in their efforts to effectively enhance yield of their crops through proper application of insecticides, fungicides, herbicides and growth enhancer agrochemicals.

There are many challenges the industry faced last year. The price of inputs were increased as a result of appreciation of dollar value, price increase of Raw Materials and increase in freight cost. The climate change resulted in change of the cropping pattern and pest behaviour. On top of these factors, delay in LC opening due to foreign exchange shortage affected smooth flow of materials. Overall the agrochemical industry has degrown by 20% but we have been able to retain our topline at the same level as last year.

In the Granular Insecticide category, we suffered a setback because of Government ban on Carbofuran, one of our major selling molecules. We are looking for alternative solutions. As a result, we had a 20% degrowth in this category. In the Powder Insecticide, we retained the same position as last year. In the Liquid insecticide, we grew by 9%. In Herbicide category, sales suffered due to lack of rainfall and change in the cropping pattern resulting in a degrowth of 11%. In the Fungicide category, we have grown by 11% due to increase in infestation and timely supply. Globally Biopesticide segment is growing. One of our major product is Nimbecidine. We have grown 5% in this category.

Flora remains a strong brand in our portfolio with a growth of 27% over last year. As a plant energizer, Flora boosts significant yield in rice. It also

enhances growth in vegetables and fruits. Flora has tremendous potential to grow in the future.

Looking at the portfolio we are continuously seeking out better environment-friendly and cost-effective solutions to farmers. Numerous field trials are being conducted crop wise to study and understand what could complement each of the categories. We are continuing dialogue with Global MNCs to bring in latest molecules. Since Crop Care is a highly regulated industry, the entire process of registration, from submission to marketing the molecules takes to two to three years.

The company has undertaken various initiatives in support of the farming community by undertaking medical campaigns for marginalized farmers and their families. We have also distributed winter clothes in remote areas. We provide financial support to the children of our factory workers through scholarship programs.

ACI Crop Care takes care of our employees providing training for improved performance and career progression. We are increasing our presence in social media through ACI Cropcare Facebook page and YouTube channel to reach farmers, dealers, retailers, government officials and others.

Management of Supply Chain to ensure a supply of agrochemicals has been a major challenge. Import of materials from Chittagong port has been delayed time and again due to inefficiency of the port authorities. We are pleased to report that we have been able to maintain a steady flow of agrochemicals to meet our requirements. We have been able to maintain good relationship in our international suppliers to bring agrochemicals on time at competitive price.

Bangladesh Paint Industry is largely categorized into two main segments; Decorative Paint and Performance Coating with a business de-growth of 18% over the last year.



However, with rapid urbanization, industrialization as well as keeping abreast with changes in consumer's tastes and preferences, Decorative Paint segment have been able to register 2% sales growth. To minimize the portfolio gap, as well securing untapped market opportunity, we are in the phase of introducing whole range of Dulux brands, particularly economy emulsion to cater to the need of mega-structure projects for the price sensitive construction firms. This would strengthen our portfolio.

We plan to grow our market shares despite macro-economic challenges particularly in Decorative segment. Our consumer centric brand introduction having superior brand image, network expansion and with marketing activities we hope to achieve our target.

In FY 2023-24, Home Care solutions reported BDT 740 million in NSI, achieving a 9% growth over the SPLY. This success underscores the strength of our diverse portfolio, featuring leading brands like ACI Aerosol in Pest Control, Angelic Air Freshener in Air Care, and Vanish Toilet Cleaner in the Lavatory Care category.

ACI Aerosol, a trusted household staple for over 50 years, maintains an impressive 90% market share,

reflecting enduring consumer confidence. Despite a challenging economic environment marked by inflation and intensified competition, ACI Aerosol achieved a commendable 17% growth.

Black Fighter Mosquito Coil faced fierce competition from local, high-efficacy non-branded alternatives, which consumers are adopting despite potential health risks. The market is now dominated by non-branded local coils with an 80% share, leading major branded players to either exit the market or scale down their operations.

Angelic Air Freshener led the Air Care category with a 39% growth, driven by nine popular fragrances, notably Citrus Burst, Sparkling Orange, Orchid Breeze, and Anti-Tobacco. The launch of a new TVC, extensive ATL marketing strategies, and a focused distribution drive significantly contributed to this growth.

Vanish Toilet Cleaner was relaunched after a long absence from the market and achieved 42% growth. This category is gaining momentum gradually and expected to regain competitive position in the market.

ACI Neem Original has achieved remarkable growth, recording 29% increase in sales in the Fiscal year

2023-24, major growth was driven by Neem soap category. The growth of the brand was achieved through a blend of targeted, nature-inspired messaging across digital media, encouraging customers to incorporate the product into their daily routines. This digital push was complemented by eye-catching trade activities designed to boost engagement and product visibility in retail environments.

To promote the green movement with eco-friendly initiatives, ACI Neem Original has continued its tree plantation campaign “Shobuje Bachi Shurokkhay Thaki”. This campaign extends its tree-planting efforts to schools, fostering environmental awareness among students. Together with its broader sustainability initiatives, this campaign reinforces the brand’s commitment to environmental responsibility while enhancing its strong digital presence and impactful marketing strategies, solidifying its position as a trusted choice for natural products.

ACI Formulations Limited Gazipur factory serves our agrochemicals business as well as two MNCs namely SC Johnson and AkzoNobel. Manufacturing excellence is one of our key focus. We have reengineered many internal processes to improve the quality of our products. We have increased our capacity and capability to formulate different kind of formulations which enabled us to maintain better gross margin. It also enabled us to improve the

cost component in favour of local value addition. In our production, we strictly follow the guidelines by regulatory authorities. Our Effluent Treatment Plant treats the entire liquid waste materials. It neutralized through ETP and discharges them to environment making them completely benign. Similarly, with high temperature incinerator, we treat solid hazardous waste.

In ACI Formulations factory we have constructed facilities for Research Center and invested in advanced lab facilities suitable for new product development. We are in the process of getting Lab accreditation. We presume that the lab will be fully operational by next year.

ACI AgroChem Limited is a new subsidiary of ACI Formulations Limited under which the Company will manufacture, market and distribute agrochemicals and various kinds of agricultural inputs. ACI AgroChem Limited already started the registration formalities for upcoming new molecules/formulations that usually take several years subject to regular meetings and approval by regulatory authorities.

Our mission is to deliver maximum value to the farmers as the farming community faces unprecedented challenges of which climate change is a major one. ACI Crop Care is taking a number initiatives and strategies to drive growth in our core business areas and address the issues presented by the macroeconomic environment.





Financial Results

For the year ended 30 June 2024, total revenue of ACI Formulations Limited was Taka 4,934 million which was Taka 4,958 million for comparative year FY 2022-23. Gross profit increased by 8.38% mainly due to the reduction of raw material prices. In the reported financial year, profit before tax (PBT) was Tk.421 million and profit after tax (PAT) was Taka 323 million against Taka 312 million and Taka 235 million of FY 2022-23 respectively. This resulted Earnings per Share Taka 6.84 from Taka 4.98 of last year.

Key Operating & Financial Information at a Glance

The key operating and financial information for the year 2023-24 along with the preceding five years are presented below:

Figures are in million Taka

Particulars	July 2023- June 2024	July 2022- June 2023	July 2021- June 2022	July 2020- June 2021	July 2019- June 2020	July 2018- June 2019
Turnover (net)	4,934	4,958	4,246	3,863	3,422	4,025
Gross profit	1,426	1,315	1,217	1,126	1,065	1,211
Profit before tax	421	312	328	291	126	180
Profit after tax	323	235	243	213	92	128
Earnings per share (Taka)	6.84	4.98	5.14	4.51	2.05	2.83
Issued & paid capital	473	473	473	450	450	450
Shareowners' equity	3,260	3,055	3,117	3,009	2,407	2,472
Net asset value per share (Taka)	69.00	64.66	65.97	63.69	53.48	54.93
Net operating cash flows per share (Taka)	14.73	0.23	7.22	12.78	14.85	(6.00)
Number of employees	1,034	985	982	1,047	1,113	1,361
Total contribution to National Exchequer	520	469	418	343	244	522

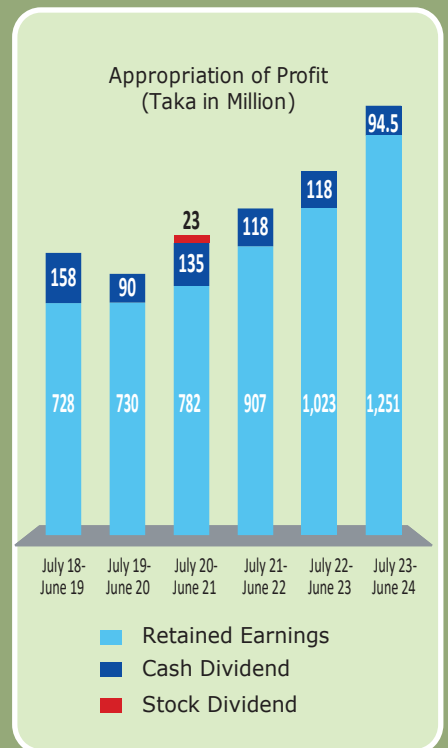
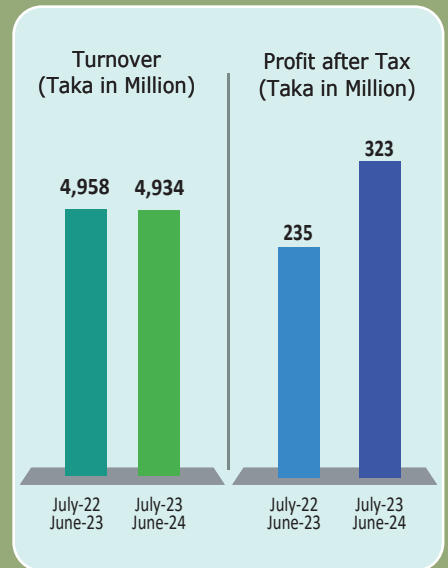
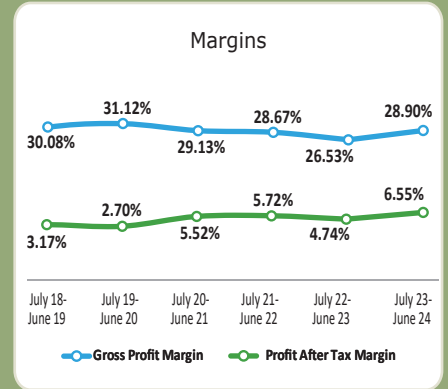
Appropriation of Profit

Considering the financial results of the Company during the year and free reserve carried over and in line with following a consistent dividend policy, the Directors recommended appropriation of net profit as follows:

Figures in Taka

Particular	For the year ended 30 June 2024	For the year ended 30 June 2023
Un-appropriated profit	1,022,579,017	906,694,306
Add: Net profit after tax	323,102,029	235,112,038
Less: Remeasurement of defined benefit plan	-	(1,102,327)
Total profit available for appropriation	1,345,681,046	1,140,704,017
Appropriation of profit:		
Final Dividend Proposed:		
Cash Dividend	94,500,000	118,125,000
Stock Dividend	-	-
Total Dividend	94,500,000	118,125,000
Balance carried forward	1,251,181,046	1,022,579,017

With the balance carried forward and with future ploughing back of the profit, Directors are confident that company will be able to maintain prudent dividend policy in coming years.



Dividend

The Board of Directors is pleased to recommend cash dividend @ 20% on face value of Tk. 10 per share (i.e. Taka 2.00 per share) for the year ended 30 June 2024 to those shareowners whose names were appeared in the Share Register of Members of the Company or in the Depository list of CDBL on the Record Date which is 17 November 2024.

Contribution to The National Exchequer

For the year ended 30 June 2024, the company contributed Taka 520 million to the National Exchequer in the form of corporate tax, custom duty and Value Added Tax (VAT). This is equivalent to 10.16% of the Company's gross sales revenue for the year 2023-24.

Cost of Goods Sold And Profit Margins

For the year ended 30 June 2024, cost of goods sold was Taka 3,508 million (71.10% of net revenue) which was Taka 3,643 million (73.48% of net revenue) during the FY 2022-23, resulting a decrease of 2.37% cost due to favorable material cost variance in international market over FY 2022-23. This has resulted to increase gross profit margin by 8.38% than last year. Gross profit margin was Taka 1,426 (28.90% of net revenue) during the year ended 30 June 2024 as against Taka 1,315 million (26.53% of net revenue) of FY 2022-23. Aligning with the positive movement of gross profit and other income led to register PAT 6.55% in FY 2023-24 against 4.74% of FY 2022-23.

Related Party Transactions

All transactions with related parties are made on a commercial basis and the basis was the principle of "Arm's length Transaction". Details of related party transaction are disclosed in the Note - 38 of the Financial Statements.

Disclosure For Significant Deviation

Despite macro-economic challenges, revenue of ACI Formulations Limited registered a slight degrowth during the reported financial year as reflected in Statement of Profit or Loss. During the reported financial year, gross margin was increased by 8.38% due to decreasing price in international market. During the reported financial year, Other income increased by 144% due to increased dividend income and disposal of aged assets. Due to these collective outcomes, in the reported financial year, Profit Before Tax (PBT) was Taka 421 million and Profit After Tax (PAT) was Taka 323 million resulting in Earnings per Share for Taka 6.84. On the other

hand, Net Operating Cash Flows Per Share (NOCFPS) increased to Tk 14.73 due to reduced raw materials price in the international market.

Consolidation of Accounts

The financial statements of the subsidiary companies, Neem Laboratories (Pvt.) Ltd. and ACI AgroChem Limited have duly been consolidated with the financial statements of ACI Formulations Limited as per requirements of the Companies Act-1994, Bangladesh Securities and Exchange Commission's guidelines and in line with the International Accounting Standards (IASs)/IFRSs adopted by Bangladesh. However, separate reports including the audited financial statements, auditors' and directors' report for the subsidiary companies is provided at the respective section of this report.

Segment-wise performance

Segment-wise performance has been shown in Note-7(ii) of the notes to the accounts of the financial statements.

Risk and Concern

The Company is aware of the different risks associated with doing business and is prepared to counter those risks through systematic approach. However, business may be affected by risks and uncertainties presently not known to us or that we currently believe to be immaterial. Financial risks management has been disclosed in the Note - 35 of the Financial Statements.

Extraordinary Gain/Loss

No extra-ordinary gain or loss exists during the year as prescribed by the International Financial Reporting Standards (IFRS).

Utilization of Proceed (Public Issue)

No proceed has been raised by the Company through public issue, right issue and any instruments during the year under review. And, the financial results of the Company have continued to grow as reflected in the annual financial statements of the Company.

Preparation and Fair Presentation of Financial Statements

The Financial statements prepared by the management of the Company present a true and fair view of Company's state of affairs, result of its operation and changes in equity and cash flows.



Books of Accounts

The books of accounts of the Company have been maintained in accordance with provisions of the Companies Act 1994.

Accounting Policies

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.

Application of IAS or IFRS to the Financial Statements

International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) have been followed in preparation of the financial statements.

Internal Control

Internal Control Policies in ACI FL is designed to ensure operational efficiency, reliable financial reporting and sound governance within and outside the Company. Accordingly, the Board of Directors of the Company is of the opinion that the system of Internal Control is sound in design and has been effectively implemented and monitored.

Declaration/Certification of CEO & CFO

The declaration or certification by the Chief Executive Officer (CEO) and the Chief Financial Officer (CFO) to the Board of the Company as prescribed under the Codes of Corporate Governance issued by Bangladesh Securities and Exchange Commission is disclosed in Annexure - IV of this report.

Management Discussion & Analysis

The discussion and analysis duly signed by the Managing Director of the Company presenting, among others, the detailed analysis of the company's operations, financial position, performance, risk and concern, accounting policies & estimation to the financial statements any changes thereof have been disclosed in Annexure III of this report.

Board of Directors

The Board of Directors of the Company consists of 7 (seven) members including 2 (two) Independent

Directors. The majority of members of the Board are non-executive. The list and details of Directors are available under the 'Directors Profile' of this report.

Re-election of Directors

By operation of Article 47 of the Company's Articles of Association Mr. Juned Ahmed Choudhury and Dr. Arif Dowla retire by rotation at the 28th AGM and being eligible, offer themselves for re-election. The brief resume along with required information of the re-elected Directors are available under the 'Directors Profile' of this report.

Independent Director

In compliance with the Corporate Governance Code of Bangladesh Securities and Exchange Commission (BSEC), the existing Board of Directors of the Company includes two Independent Directors, Mr. Abdul-Muyeed Chowdhury and Mr. Golam Mainuddin. Mr. Chowdhury is the Chairman of the Board of Audit Committee. The Independent Directors of the Company have been elected amongst the senior corporate leaders and bureaucrats of the country who are elite members of the society having requisite qualifications as prescribed by BSEC.

Appointment of Independent Director

Mr. Abdul-Muyeed Chowdhury completed his 2nd tenure as Independent Director of the Company on 23 October 2024. The Board of Directors of the Company take measures to appoint a new Independent Director shortly.

Nomination and Remuneration Committee (NRC)

In compliance with the Corporate Governance Code, the Board of Directors of the Company in its meeting held on 28 October 2020 has constituted a Nomination and Remuneration Committee as a sub-committee of the Board with the following non-executives Directors:

Mr. Golam Mainuddin, Independent Director	- Chairman
Mr. Abdul-Muyeed Chowdhury, Independent Director	- Member
Mr. Juned Ahmed Choudhury, Director	- Member
Mr. Mohammad Mostafizur Rahman, Company Secretary	- Secretary

A detailed Terms of Reference (ToR) and Policy of the NRC has also been approved by the Board.

The terms of reference of the Nomination and Remuneration Committee and Policy include, among other items, the determination of the Company's policy on unique remuneration for Executive Directors, the review, recommendation and/or approval of remuneration to Directors, the review and approval of the Company's remuneration policy, the creation of evaluation criteria for Independent Directors and the Board of Directors, identifying persons who are eligible to become Directors and who may be appointed to senior management in accordance with the criteria laid down and recommending the appointment or removal of such persons to the Board and discharging such other functions and exercising such other powers as the Board of Directors may delegate/direct from time to time. During the financial year 2023-24 one (1) meeting of the Nomination and Remuneration Committee (NRC) was conducted on 28 January 2024.

Board Meeting & Attendance

During the financial year 2023-24, a total number of 7 (Seven) meetings of the Board of Directors were held to transact Company's affairs. The Attendance record of the Directors are furnished in Annexure-I of this report.

Remuneration to Directors

During the year, the Company has paid a total of BDT 28,500/- as meeting attendance fees. The remuneration of Directors has been mentioned in Note-31 and Note-38(b) of the Financial Statements.

Shareholding Pattern

The pattern of shareholding as on 30 June 2024 of the Company as prescribed by the Code of Corporate Governance issued by the Bangladesh Securities and Exchange Commission (BSEC) is furnished in Annexure-II of this report.

Minority Interest

The Board of Directors ensures that the Company operates within the limit of its charter supported by the laws and Codes of Corporate Governance with regard to the rights of its minority shareholders are protected from any direct or indirect abusive actions by, or in the interest of, the controlling shareholders. However, for contingency, there has been effective means of redress.

Appointment of Auditors

The existing Auditors of the Company, M/s. Hoda Vasi Chowdhury & Co., Chartered Accountants, completed their audit works for the year ended on 30 June 2024. They are eligible for re-appointment as per BSEC notification. M/s. Hoda Vasi Chowdhury & Co., Chartered Accountants, expressed their interest to be appointed as auditors of the Company for the FY 2024-2025 at a fee of Tk.7,62,300/- plus VAT. Accordingly, Board recommends the appointment to the shareholders of the Company.

Corporate Governance Compliance Status

ACI Formulations Limited believes in sustainable business development through quality assurance, customer focus, innovation, fairness, transparency and compliance, and continuous improvement for enriching the quality of life of the people. However, the Board and management of the Company are committed to continuously strive for the highest standards and ethics in governance practices with a view to safeguarding the interest of its shareowners and innumerable stakeholders as well. In this connection, we are pleased to confirm that the Company has meanwhile complied with all the requirements under the Corporate Governance Code adopted by Bangladesh Securities and Exchange Commission. The compliance checklist for the year ended 30 June 2024 in this regard is appended in Annexure - V of the Directors' Report. However, the Corporate Governance Compliance Certificate as





provided by M/s. Al-Muqtadir Associates, Chartered Secretaries & Consultants, is also enclosed in Annexure-VI of this report.

Going Concern

The Board is of the opinion that the Company is indeed a going concern. This is recognized through appropriate enquiries and analyses, which establishes that the resources are adequate to support the operations and that sufficient business opportunities exist to justify the organization as a going concern and the Directors analyze the financial statements accordingly to ensure that. Accordingly, the Financial Statements are prepared on a going concern basis and there is no doubt, whatsoever, upon the Company's ability to continue as going concern.

Corporate Social Responsibility (CSR)

CSR is a central function of ACI FL and the projects and programs under CSR are selected on basis of their relevance to the business objectives of the Company. We are conscious of our responsibility to manage a sustainable business organization which requires a strong team to manage CSR and at the same time respect the social aspirations concerning us.

The People of ACI FL

At ACI FL our most valuable asset is our dedicated and highly skilled workforce. The outstanding caliber of our Human capital distinguishes us, with every employee playing a crucial role in the pursuit of our objectives. We recognize our dynamic team as the driving force behind our success and continuous progress.

Our foremost goal is to cultivate a workforce culture that is open, inclusive and adaptable. We achieve this by ensuring that every individual comprehends their responsibilities to both the Company and the broader community. To nurture diverse talents, we prioritize innovation, inclusivity, leadership, and equitable treatment for all employees.

Since its inception, ACI Formulations has been guided by a strong set of values: Transparency, Fairness, Customer Focus, Quality, Continuous Improvement, and Innovation. These guiding principles empower our people to work with confidence, foster collaboration, and embrace a spirit of co-creation. Throughout the year, we actively promote these values through various initiatives to help employees internalize our philosophy.

As industries continue to evolve with advancements in data and technology, ACI remains dedicated to equipping its workforce with the skills needed to stay ahead. We implement robust learning and development programs through digital platforms and in-person training sessions. Up skilling opportunities are further enhanced via online courses, network-based workshops, knowledge-sharing initiatives, and curated learning materials ensuring our team remains agile, future-ready and primed for success.

Acknowledgements

The Board of Directors firmly believes that ACI Formulations has the necessary strengths, resources and commitments to further propel the Company to newer heights. The performance of the Company during the period under review, even with so many challenges confronted, demonstrates the resolves and determination of the Board, Management and overall the peoples in the Company. At this occasion, the Board expresses on record their appreciation to the partners of ACI Formulations, shareowners, suppliers, customers, bankers, regulators, media and all other well-wishers for their support and patronage to bring the company to this level. We value their continued support to fulfill our mission to improve the lives of people.

Finally, and most importantly, we, on behalf of the Board of Directors thank the employees of ACI Formulations in factories, depots, offices and other locations across the country, for their untiring efforts. They have worked hard, against all odds, uncertainties and adversities and built a stronger organization that can create a greater positive impact on the quality of life of the people.

On behalf of the Board

Shusmita Anis
Managing Director

Golam Mainuddin
Independent Director

Dhaka, 28 October 2024

শেয়ার মালিকদের নিকট পরিচালনা পর্ষদের প্রতিবেদন

৩০শে জুন ২০২৪ তারিখে সমাপ্ত অর্থবছরের জন্য

আমরা অত্যন্ত আনন্দের সঙ্গে এসিআই ফরমুলেশন্স লিমিটেড-এর পরিচালনা পর্ষদের পক্ষ থেকে ৩০ শে জুন ২০২৪ তারিখে সমাপ্ত অর্থবছরের নিরীক্ষিত আর্থিক বিবরণী সমূহ ও নিরীক্ষা প্রতিবেদন সহ পরিচালক মন্ডলীর প্রতিবেদন আপনাদের বিবেচনার জন্য উপস্থাপন করছি।

বাংলাদেশের অর্থনীতিতে কৃষি একটি গুরুত্বপূর্ণ ভূমিকা পালন করে। আমাদের ক্রমবর্ধমান জনগোষ্ঠিকে খাদ্য জোগানোর জন্য কৃষি উৎপাদনশীলতা বাড়াতে হবে, যা উন্নত কৃষি উপকরণের প্রয়োগ এবং সঠিক কৃষি পদ্ধতি গ্রহণের মাধ্যমে সম্ভব। আমরা কৃষকদের সহায়তা করি যাতে তারা কীটনাশক, ছত্রাকনাশক, আগাছানাশক এবং বৃদ্ধিবর্ধক এগ্রোকেমিক্যাল গুলোর সঠিক প্রয়োগের মাধ্যমে ফসলের ফলন বাড়াতে পারে।

বিগত বছরে এগ্রোকেমিক্যাল শিল্পটি অনেক প্রতিবন্ধকতার মুখোমুখি হয়েছে। উল্লার, কাচামাল এবং পরিবহন খরচ-এর মূল্য বৃদ্ধির কারণে কৃষি উপকরণের মূল্য বৃদ্ধি পেয়েছে। জলবায়ু পরিবর্তনের কারণে ফসলের জীবনচক্র এবং কীটপতঙ্গের সক্রিয়তার উপর প্রভাব ফেলেছে। এছাড়াও, বৈদেশিক মুদ্রার ঘাটতির কারণে লেটার অফ ক্রেডিট খোলায় বিলম্বের ফলে কৃষি উপকরণের সরবরাহ বিঘ্নিত হয়েছে। সামগ্রিকভাবে এগ্রোকেমিক্যাল শিল্পটি ২০% হ্রাস পেয়েছে, তবে আমরা আমাদের বিগত বছরের প্রবৃদ্ধির ধারা বজায় রাখতে সক্ষম হয়েছি।

গ্রানুলার কীটনাশক বিভাগের প্রধান উপকরণ কার্বোফুরান বিক্রয় সরকার কর্তৃক নিষিদ্ধ হওয়ায় আমরা একটি বিপর্যয়ের সম্মুখীন হয়েছি। যার ফলে এই বিভাগে আমাদের বিক্রয় ২০% হ্রাস পেয়েছে, তাই আমরা বিকল্প সমাধানের সন্ধান করছি। পাউডার কীটনাশক বিভাগে আমরা আমাদের বিগত বছরের অবস্থান বজায় রাখতে সক্ষম হয়েছি। তরল কীটনাশক বিভাগে বিক্রয় ৯% বৃদ্ধি পেয়েছে। আগাছানাশক বিভাগে বৃষ্টিপাতের অভাব এবং ফসলের জীবনচক্র পরিবর্তনের কারণে বিক্রয় ১১% হ্রাস পেয়েছে। ছত্রাকনাশক বিভাগে সংক্রমণ বৃদ্ধি এবং যথাসময়ে সরবরাহ নিশ্চিত করে ১১% বৃদ্ধি পেয়েছে। বিশ্বব্যাপী বায়োপেস্টিসাইড সেগমেন্ট দ্রুত বৃদ্ধি পাচ্ছে, যেখানে আমাদের প্রধান পণ্যগুলোর একটি হল নিমবেসিডিন, এবং এই বিভাগে আমরা ৫% বৃদ্ধি পেয়েছি।

ফ্লোরা আমাদের পোর্টফোলিওতে একটি শক্তিশালী ব্র্যান্ড, যা গত বছরের তুলনায় ২৭% বৃদ্ধি পেয়েছে। একটি উদ্ভিদ উদ্দীপক হিসেবে ফ্লোরা ধানের ফলন উল্লেখযোগ্যভাবে বাড়ায় এবং শাকসবজি ও ফলমূলের বৃদ্ধিও উন্নত করে। ভবিষ্যতে ফ্লোরার উন্নয়নের বিশাল সম্ভাবনা রয়েছে।

আমাদের পোর্টফোলিও পর্যালোচনা করে আমরা কৃষকদের জন্য আরও পরিবেশবান্ধব ও খরচ-সাশ্রয়ী সমাধান খুঁজে বের করার চেষ্টা চালিয়ে যাচ্ছি। প্রতিটি ফসলের জন্য বিভিন্ন ক্ষেত্র পরীক্ষার কাজ চলছে, যাতে প্রতিটি বিভাগকে আরও কার্যকর ব্যবহার করা যায়। আমরা বৈশ্বিক বহুজাতিক কোম্পানির সাথে সর্বশেষ মলিকিউল আনার জন্য আলোচনা চালিয়ে যাচ্ছি। যেহেতু ক্রপ কেয়ার একটি কঠোরভাবে নিয়ন্ত্রিত শিল্প, মলিকিউল নিবন্ধনের প্রক্রিয়া সম্পন্ন হতে জমা দেওয়া থেকে শুরু করে বাজারজাতকরণ পর্যন্ত দুই থেকে তিন বছর সময় লাগে।

কোম্পানিটি কৃষক সম্প্রদায়ের সহায়তার বিভিন্ন উদ্যোগ নিয়েছে। প্রান্তিক কৃষক ও তাদের পরিবারের জন্য চিকিৎসা ক্যাম্প পরিচালনা করা হয়েছে।

আমরা দূরবর্তী অঞ্চলে শীতবস্ত্র বিতরণ করেছি এবং আমাদের কারখানার কর্মীদের সন্তানদের জন্য বৃত্তি প্রদান প্রোগ্রামের মাধ্যমে আর্থিক সহায়তা প্রদান করছি।

এসিআই ক্রপ কেয়ার কর্মীদের জন্য উন্নত কর্মক্ষমতা ও ক্যারিয়ার উন্নয়নের প্রশিক্ষণ প্রদান করে। আমরা এসিআই ক্রপ কেয়ার ফেইসবুক পেজ ও ইউটিউব চ্যানেলের মাধ্যমে আমাদের সামাজিক যোগাযোগ মাধ্যমের উপস্থিতি বাড়িয়েছি, যাতে কৃষক, ডিলার, খুচরা বিক্রেতা, সরকারি কর্মকর্তা এবং অন্যান্যদের সাথে সহজে যোগাযোগ করা যায়।

এগ্রোকেমিক্যাল সরবরাহ নিশ্চিত করতে সাপ্লাই চেইনের ব্যবস্থাপনা একটি বড় চ্যালেঞ্জ ছিল। চট্টগ্রাম বন্দর থেকে উপকরণ আমদানি বিভিন্ন জটিলতায় বারবার বিলম্বিত হয়েছে। তবুও, আমরা আমরা আমাদের চাহিদা পূরণের জন্য এগ্রোকেমিক্যালগুলোর ধারবাহিক সরবরাহ বজায় রাখতে সক্ষম হয়েছি। আন্তর্জাতিক সরবরাহকারীদের সাথে আমাদের সম্পর্ক ভালো রেখেছি, যাতে প্রতিযোগিতামূলক মূল্যে সময় মতো এগ্রোকেমিক্যাল আনা যায়।

বাংলাদেশে পেইন্ট শিল্প প্রধানত দুটি বিভাগে বিভক্তঃ ডেকোরেটিভ পেইন্ট এবং পারফরম্যান্স কোটিং, যা গত বছরের থেকে ১৮% হ্রাস পেয়েছে।

তবে দ্রুত নগরায়ন, শিল্পায়ন, এবং গ্রাহকের রুচির পরিবর্তনের সাথে তাল মিলিয়ে, ডেকোরেটিভ পেইন্ট বিভাগে ২% বিক্রয় বৃদ্ধি করতে সক্ষম হয়েছে। পোর্টফোলিওর শূন্যস্থান পূরণ ও অনুপ্রবেশ হয়নি এমন বাজারের সুযোগকে কাজে লাগানোর জন্য আমরা Dulux ব্র্যান্ডের একটি সম্পূর্ণ পরিসর, বিশেষত ইকোনমি ইমালশন বাজারে আনার কাজ করছি, যা মূল্য সংবেদনশীল মেগা-স্ট্রাকচার প্রকল্পগুলির নির্মাণ প্রতিষ্ঠানগুলোর চাহিদা পূরণ করবে। এটি আমাদের পোর্টফোলিওকে আরও শক্তিশালী করবে।

বিশেষত ডেকোরেটিভ সেগমেন্টে, অর্থনৈতিক চ্যালেঞ্জ সত্ত্বেও আমরা বাজারে শেয়ার বাড়ানোর পরিকল্পনা করছি। ভোক্তা-কেন্দ্রিক ব্র্যান্ড পরিচিতি, শক্তিশালী ব্র্যান্ড ইমেজ, নেটওয়ার্ক সম্প্রসারণ এবং বিপণন কার্যক্রমের মাধ্যমে আমরা আমাদের লক্ষ্যে পৌঁছানোর আশা করছি।

২০২৩-২৪ অর্থবছরে হোম কেয়ার সল্যুশনস ৭৪০ মিলিয়ন টাকা নেট সেলস ইনকাম অর্জন করেছে, যা বিগত বছরের তুলনায় ৯% বৃদ্ধি নির্দেশ করে। এই সাফল্য আমাদের বহুমুখী পোর্টফোলিওর দৃঢ় অবস্থান প্রকাশ করে, যেখানে শীর্ষ স্থানীয় ব্র্যান্ডগুলো রয়েছে যেমন পেস্ট কন্ট্রোলে এসিআই এরোসল, এয়ার কেয়ারে অ্যাঞ্জেলিক এয়ার ফ্রেশনার এবং টয়লেট কেয়ার বিভাগে ভ্যানিশ টয়লেট ক্লিনার।

এসিআই এরোসল পঞ্চদশ বছরেরও বেশি সময় ধরে একটি বিশ্বস্ত হাউজহোল্ড ব্র্যান্ড হিসেবে ৯০% বাজার শেয়ার ধরে রেখেছে, যা ভোক্তাদের দীর্ঘস্থায়ী আস্থার প্রতিফলন। মূল্যস্ফীতি এবং প্রতিযোগিতা সত্ত্বেও এসিআই এরোসল ১৭% উল্লেখযোগ্য বৃদ্ধি অর্জন করেছে।



ব্ল্যাক ফাইটার মশার কয়েল, স্থানীয় উচ্চ কার্যকারিতা সম্পন্ন নন-ব্র্যান্ডেড পণ্যের সাথে তীব্র প্রতিযোগিতার মুখোমুখি হয়েছে, যা ভোক্তারা স্বাস্থ্য ঝুঁকি থাকা সত্ত্বেও ব্যবহার করছেন। বর্তমানে বাজারের ৮০% অংশীদারিত্ব স্থানীয় নন-ব্র্যান্ডেড কয়েলের, যার ফলে প্রধান ব্র্যান্ডেড কোম্পানিগুলো বাজার থেকে সরে যাচ্ছে বা তাদের কার্যক্রম সীমিত করেছে।

এয়ার কেয়ার বিভাগে অ্যাঞ্জেলিক এয়ার ফ্রেশনার ৩৯% বৃদ্ধি পেয়েছে, যেখানে নয়টি জনপ্রিয় সুগন্ধি রয়েছে, যেমন সাইট্রাস বাস্ট, স্পার্কলিং অরেঞ্জ, অর্কিড ব্রিজ এবং অ্যান্টি-টোব্যাকো। নতুন টিভিস প্রচার, ব্যাপক ATL মার্কেটিং কৌশল এবং লক্ষ্যভিত্তিক বিতরণ কার্যক্রম এই প্রবৃদ্ধিতে বিশেষ ভূমিকা রেখেছে।

দীর্ঘ অনুপস্থিতির পর পুনরায় বাজারে আনা হয়েছে ভ্যানিশ টয়লেট ক্লিনার, যা ৪২% বৃদ্ধি অর্জন করেছে। এই বিভাগটি ধীরে ধীরে গতি পাচ্ছে এবং বাজারে প্রতিযোগিতামূলক অবস্থান পুনরুদ্ধার করবে বলে আশা করা হচ্ছে।

এসিআই নিম্ন অরিজিনাল ২০২৩-২৪ অর্থবছরে ২৯% অসাধারণ বিক্রয় প্রবৃদ্ধি অর্জন করেছে, যেখানে মূল চালিকা শক্তি ছিল নিম্ন সাবান। এই ব্র্যান্ডের প্রবৃদ্ধি অর্জিত হয়েছে সমন্বিত লক্ষ্যভিত্তিক প্রচেষ্টার মাধ্যমে, যা প্রকৃতি-অনুপ্রাণিত বার্তা ডিজিটাল মিডিয়ায় প্রচারের মাধ্যমে ভোক্তাদের প্রতিদিনের ব্যবহারে এই পণ্যটি অন্তর্ভুক্ত করতে উৎসাহিত করেছে। এই ডিজিটাল প্রচারণার পাশাপাশি আকর্ষণীয় ট্রেড কার্যক্রম পরিচালিত হয়েছে, যা খুচরা পরিবেশে পণ্য প্রদর্শন ও ভোক্তার আকর্ষণ বৃদ্ধি করতে সহায়ক হয়েছে।

এসিআই নিম্ন অরিজিনাল 'গ্রীণ মুভমেন্ট'-কে সমর্থন করতে এবং পরিবেশ-বান্ধব উদ্যোগ প্রচারে বৃক্ষরোপণ কার্যক্রম 'সবুজে বাঁচি, সুরক্ষায় থাকি' অব্যাহত রেখেছে। এই ক্যাম্পেইনের আওতায় শিক্ষার্থীদের মধ্যে পরিবেশগত সচেতনতা তৈরি করতে স্কুলগুলোতে বৃক্ষরোপণ কার্যক্রম পরিচালিত হচ্ছে। যা অন্যান্য টেকসই উদ্যোগের সাথে মিলিত হয়ে ব্র্যান্ডের পরিবেশগত দায়িত্বের প্রতিশ্রুতি সুদৃঢ় করে এবং জোরালো ডিজিটাল উপস্থিতি ও প্রভাবশালী বিপণন কৌশলের মাধ্যমে প্রাকৃতিক পণ্যের ক্ষেত্রে একটি বিশ্বস্ত পছন্দ হিসেবে প্রতিষ্ঠিত করেছে।

এসিআই ফরমুলেশন্স লিমিটেডের গাজীপুরের কারখানা আমাদের এথোকেমিক্যাল ব্যবসায় এবং দুটি বহুজাতিক কোম্পানি- SC Johnson ও AkzoNobel -এর জন্য ব্যবসায়িক পরিষেবা প্রদান করে। আমাদের প্রধান লক্ষ্য হল উৎপাদন দক্ষতা। আমরা অভ্যন্তরীণ বিভিন্ন প্রক্রিয়া পুনর্নির্মাণ করেছি যাতে আমাদের পণ্যের গুণগত মান উন্নত হয়। আমরা বিভিন্ন ধরনের ফরমুলেশন্স তৈরি করার ক্ষমতা ও সক্ষমতা বৃদ্ধি করেছি, যা আমাদের উন্নত গ্রাস মার্জিন বজায় রাখতে সাহায্য করেছে। যা আমাদের খরচের উপাদান গুলোতে স্থানীয়ভাবে মান উন্নয়ন করতে সাহায্য করেছে। আমরা উৎপাদন প্রক্রিয়ায় নিয়ন্ত্রক কর্তৃপক্ষের নির্দেশনা কঠোরভাবে অনুসরণ করি। আমাদের এফুয়েন্ট ট্রিটমেন্ট প্ল্যান্ট সম্পূর্ণ তরল বর্জ্য পদার্থ প্রক্রিয়াজাত করে। যাতে বর্জ্য পদার্থ ETP-এর মাধ্যমে নিউট্রালাইজ করে নিরাপদ রূপে পরিবেশে নিক্ষেপন করা হয়। একইভাবে, আমরা উচ্চ তাপমাত্রার ইনসিনেটর দিয়ে কঠিন বিপজ্জনক বর্জ্য প্রক্রিয়াজাত করি।

আমরা এসিআই ফরমুলেশন্স লিমিটেডের কারখানায় একটি গবেষণা কেন্দ্র এবং নতুন পণ্য উন্নয়নের উপযোগী উন্নত ল্যাব সুবিধা তৈরিতে বিনিয়োগ করেছি। আমরা ল্যাব এক্রিডিটেশন প্রক্রিয়ার মধ্যে রয়েছি। আমরা আশা করছি ল্যাবটি আগামী বছর পুরোপুরি কার্যপযোগী হবে।

এসিআই এথোকেম লিমিটেড, এসিআই ফরমুলেশন্স লিমিটেডের একটি নতুন সাবসিডিয়ারি যার মাধ্যমে কোম্পানি বিভিন্ন ধরনের এথোকেমিক্যাল এবং কৃষি উপকরণ উৎপাদন, বাজারজাতকরণ ও বিতরণ করবে। এসিআই এথোকেম লিমিটেড ইতিমধ্যেই আসন্ন নতুন মলিকিউলস/ফরমুলেশন্স গুলোর জন্য নিবন্ধন প্রক্রিয়া শুরু করেছে যা নিয়ন্ত্রক কর্তৃপক্ষের নিয়মিত সভা এবং অনুমোদনের উপর নির্ভর করে কয়েক বছর সময় নেয়।

আমাদের মিশন হল কৃষকদের জন্য সর্বাধিক মূল্য প্রদান করা, কারণ কৃষক সম্প্রদায়ের সামনে যেসব অপ্রত্যাশিত চ্যালেঞ্জ রয়েছে, তার মধ্যে জলবায়ু পরিবর্তন একটি গুরুত্বপূর্ণ চ্যালেঞ্জ। এসিআই ক্রপ কেয়ার আমাদের মূল ব্যবসায়িক ক্ষেত্রে প্রবৃদ্ধি বাড়াতে এবং সামষ্টিক অর্থনৈতিক পরিবেশ থেকে উদ্ধৃত সমস্যাগুলোর সমাধানে বিভিন্ন উদ্যোগ এবং কৌশল গ্রহণ করছে।

মুখ্য পরিচালনা ও আর্থিক তথ্যের সারাংশ

২০২৩-২৪ অর্থবছরের জন্য মুখ্য পরিচালনা ও আর্থিক তথ্য সহ পূর্ববর্তী পাঁচ বছরের তথ্য নিচে উপস্থাপন করা হলো:

মিলিয়ন টাকায়

বিবরণ	জুলাই ২০২৩ - জুন ২০২৪	জুলাই ২০২২ - জুন ২০২৩	জুলাই ২০২১ - জুন ২০২২	জুলাই ২০২০ - জুন ২০২১	জুলাই ২০১৯ - জুন ২০২০	জুলাই ২০১৮ - জুন ২০১৯
বিক্রয় (নীট)	৪,৯৩৪	৪,৯৫৮	৪,২৪৬	৩,৮৬৩	৩,৪২২	৪,০২৫
গ্রাস মুনাফা	১,৪২৬	১,৩১৫	১,২১৭	১,১২৬	১,০৬৫	১,২১১
কর পূর্ববর্তী মুনাফা	৪২১	৩১২	৩২৮	২৯১	১২৬	১৮০
কর পরবর্তী মুনাফা	৩২৩	২৩৫	২৪৩	২১৩	৯২	১২৮
শেয়ার প্রতি আয় (টাকা)	৬.৮৪	৪.৯৮	৫.১৪	৪.৫১	২.০৫	২.৮৩
ইস্যুকৃত ও পরিশোধিত মূলধন	৪৭৩	৪৭৩	৪৭৩	৪৫০	৪৫০	৪৫০
শেয়ার মালিকদের ইকুইটি	৩,২৬০	৩,০৫৫	৩,১১৭	৩,০০৯	২,৪০৭	২,৪৭২
শেয়ার প্রতি নীট সম্পদ (টাকা)	৬৯.০০	৬৪.৬৬	৬৫.৯৭	৬৩.৬৯	৫৩.৪৮	৫৪.৯৩
শেয়ার প্রতি নীট নগদ পরিচালন প্রবাহ (টাকা)	১৪.৭৩	০.২৩	৭.২২	১২.৭৮	১৪.৮৫	(৬.০০)
কর্মচারীদের সংখ্যা	১,০৩৪	৯৮৫	৯৮২	১,০৪৭	১,১১৩	১,৩৬১
জাতীয় রাজস্ব আয়ে অবদান	৫২০	৪৬৯	৪১৮	৩৪৩	২৪৪	৫২২

আর্থিক ফলাফল

৩০শে জুন, ২০২৪ সমাপ্ত অর্থ বছরে এসিআই ফরমুলেশনস্ লিমিটেডের নীট বিক্রয় ছিল ৪,৯৩৪ মিলিয়ন টাকা, যা গত বছরে ছিল ৪,৯৫৮ মিলিয়ন টাকা। আমদানীকৃত কাঁচামালের মূল্য হ্রাস পাওয়ায় মোট মুনাফা ৮.৩৮% বৃদ্ধি পায় গত বছরের তুলনায়। চলতি বছরের কর পূর্ববর্তী মুনাফা ছিল ৪২১ মিলিয়ন টাকা এবং কর পরবর্তী মুনাফা ছিল ৩২৩ মিলিয়ন টাকা যথাক্রমে। যার ফলশ্রুতিতে শেয়ার প্রতি আয় গত বছরের ৪.৯৮ টাকা থেকে বেড়ে ৬.৮৪ টাকা হয়েছে।

মুনাফা বন্টন

মুনাফার বন্টন অর্থ বছর ধরে কোম্পানির আর্থিক ফলাফল এবং মুক্ত সংরক্ষণীয় তহবিল বহন এবং একটি ধারাবাহিক ডিভিডেন্ড নীতি অনুসরণ করে, পরিচালকরা নিট মুনাফার বন্টন নিম্নরূপ সুপারিশ করেছেন:

টাকায়

বিবরণ	৩০শে জুন ২০২৪ তারিখে সমাপ্ত বছরের জন্য	৩০শে জুন ২০২৩ তারিখে সমাপ্ত বছরের জন্য
অবন্টিত মুনাফা	১,০২২,৫৭৯,০১৭	৯০৬,৬৯৪,৩০৬
যোগ: কর-পরবর্তী মুনাফা	৩২৩,১০২,০২৯	২৩৫,১১২,০৩৮
যোগ: অন্যান্য কম্প্রহেন্সিভ আয়	-	(১,১০২,৩২৭)
সর্বমোট বন্টনযোগ্য মুনাফা	১,৩৪৫,৬৮১,০৪৬	১,১৪০,৭০৪,০১৭
মুনাফা বন্টনঃ		
চূড়ান্ত প্রস্তাবিত লভ্যাংশঃ		
নগদ লভ্যাংশ	৯৪,৫০০,০০০	১১৮,১২৫,০০০
স্টক লভ্যাংশ	-	-
সর্বমোট লভ্যাংশ	৯৪,৫০০,০০০	১১৮,১২৫,০০০
অবন্টিত মুনাফা স্থিতি	১,২৫১,১৮১,০৪৬	১,০২২,৫৭৯,০১৭

বহন করা ব্যালেন্স এবং ভবিষ্যতে মুনাফা ফিরিয়ে দেওয়ার সাথে, পরিচালকরা আশাবাদী যে কোম্পানি আগামী বছরগুলিতে সতর্ক ডিভিডেন্ড নীতি বজায় রাখতে সক্ষম হবে।

লভ্যাংশ

নির্দেশক বোর্ড নগদ লভ্যাংশ @ ২০% প্রতি শেয়ারের মুখ মূল্য ১০ টাকা (অর্থাৎ প্রতি শেয়ারে ২.০০ টাকা) ৩০ জুন ২০২৪ সালে সমাপ্ত বছরের জন্য সুপারিশ করেছেন যেসব শেয়ারধারীর নাম রেকর্ড তারিখে কোম্পানির শেয়ার নিবন্ধন সদস্যদের রেজিস্টারে অথবা CDBL-এর ডিপোজিটরি তালিকায় উপস্থিত ছিল, যা হল ১৭ নভেম্বর ২০২৪।

জাতীয় রাজস্ব অবদান

৩০ জুন ২০২৪ সালে সমাপ্ত বছরে, কোম্পানি কর্পোরেট ট্যাক্স, গুদাম দায়িত্ব এবং মূল্য যোগ কর (VAT) আকারে জাতীয় রাজস্ব ৫২০ মিলিয়ন টাকা অবদান রেখেছে। এটি ২০২৩-২৪ অর্থবছরের কোম্পানির মোট বিক্রয় আয়ের ১০.১৬% সমান।

পণ্য বিক্রয়ের খরচ এবং মুনাফার মার্জিন

৩০শে জুন ২০২৪ তারিখে সমাপ্ত অর্থবছরে বিক্রিত পণ্যের ব্যয় হয়েছে ৩,৫০৮ মিলিয়ন টাকা (নীট বিক্রয়ের ৭১.১০%) যা গত ২০২২-২৩ অর্থ বছরে ছিল ৩,৬৪৩ মিলিয়ন টাকা (নীট বিক্রয়ের ৭৩.৪৮%), যার ফলে বিক্রিত পণ্যের ব্যয় গত বছরের তুলনায় ২.৩৭% হ্রাস পেয়েছে। মোট মুনাফা ৮.৩৮% বৃদ্ধি পেয়েছে গত বছরের তুলনায়। ৩০শে জুন ২০২৪ তারিখে সমাপ্ত অর্থ বছরে মোট মুনাফা ছিল ১,৪২৬ মিলিয়ন টাকা (নীট বিক্রয়ের ২৮.৯০%) যা গত আগের অর্থ বছরে ছিল ১,৩১৫

মিলিয়ন টাকা (নীট বিক্রয়ের ২৬.৫৩%)। মোট মুনাফা এবং অন্যান্য আয়ের অনুকূল প্রভাবে কর পরবর্তী মুনাফার হার ছিল ৬.৫৫%, যা গত বছর ছিল ৪.৭৪%।

সংশ্লিষ্ট পক্ষের লেনদেন

সংশ্লিষ্ট পক্ষের সব লেনদেন বাণিজ্যিক ভিত্তিতে করা হয় এবং এর মূলনীতি ছিল "আর্মলেংথ ট্রানজেকশন"। সংশ্লিষ্ট পক্ষের লেনদেনের বিবরণ আর্থিক বিবৃতির নোট - ৩৮-এ প্রকাশিত হয়েছে।

বার্ষিক প্রতিবেদনে গুরুত্বপূর্ণ ব্যতিক্রমের প্রকাশনা

সামষ্টিক-অর্থনৈতিক চ্যালেঞ্জের মধ্যেও, আলোচ্য বছরে এসিআই ফরমুলেশনস্ লিমিটেডের নীট বিক্রয় সামান্য হ্রাস পায়, যা কোম্পানির প্রকাশিত লাভ বা ক্ষতির বিবরণীতে প্রতিফলিত হয়েছে। কিন্তু আন্তর্জাতিক বাজার থেকে আমদানীকৃত কাঁচামালের মূল্য হ্রাস পাওয়ায় মোট মুনাফা বৃদ্ধি পায় ৮.৩৮% গত বছরের তুলনায়। চলতি বছরের অন্যান্য আয় ১৪৪% বৃদ্ধি পায় মূলত ডিভিডেন্ড আয় এবং পুরাতন মেশিনারী বিক্রির ফলে। এই সমষ্টিগত ফলাফলের কারণে উল্লেখিত আর্থিক বছরে, কর পূর্ববর্তী মুনাফা ছিল ৪২১ মিলিয়ন টাকা এবং কর পরবর্তী মুনাফা ছিল ৩২৩ মিলিয়ন টাকা এবং শেয়ার প্রতি আয় হয়েছে ৬.৮৪ টাকা। অপরদিকে, কাঁচামালের মূল্য হ্রাস পাওয়ায় শেয়ার প্রতি নীট অপারেটিং ক্যাশ ফ্লো (NOCFPS) বৃদ্ধি পেয়ে ১৪.৭৩ টাকা হয়েছে।

সাবসিডিয়ারী কোম্পানির আর্থিক বিবরণীর কনসলিডেশন

কোম্পানী আইন-১৯৯৪, বিএসইসি রেগুলেশন ও বাংলাদেশে গৃহীত (IASs) ও (IFRSs) অনুসারে সাবসিডিয়ারী কোম্পানি, নিম ল্যাবরেটরীজ (প্রাঃ) লিঃ এবং এসিআই এগ্রোকেম লিমিটেড এর আর্থিক বিবরণীসমূহ এসিআই ফরমুলেশনস লিমিটেড এর আর্থিক বিবরণীর সঙ্গে একত্রিকরণ করা হয়েছে। এছাড়াও সাবসিডিয়ারী কোম্পানির নিরীক্ষিত আর্থিক বিবরণীসমূহ নিরীক্ষা প্রতিবেদন ও পরিচালক মন্ডলীর প্রতিবেদনসহ আলাদাভাবে বার্ষিক প্রতিবেদনের নির্ধারিত স্থানে উপস্থাপন করা হয়েছে।

সেগমেন্ট অনুযায়ী রিপোর্টিং

আর্থিক বিবরণীর নোট-৭(II) এ সেগমেন্ট অনুযায়ী রিপোর্টিং ফলাফল পর্যালোচনা করা হয়েছে।

ব্যবসা সংশ্লিষ্ট ঝুঁকি

কোম্পানি নিজ ব্যবসা সংশ্লিষ্ট ঝুঁকি সম্পর্কে সচেতন এবং সেগুলোকে নিয়মানুগ পদ্ধতির মাধ্যমে মোকাবেলায় প্রস্তুত। যদিও ব্যবসা বিভিন্ন ঝুঁকি এবং অনিশ্চয়তার দ্বারা প্রভাবিত হতে পারে যার পূর্ব ধারণা করা কঠিন। আর্থিক বিবরণীর নোট- ৩৫ এ আর্থিক ঝুঁকি ব্যবস্থাপনা বর্ণিত হয়েছে।

অস্বাভাবিক লাভ বা ক্ষতি

International Financial Reporting Standards (IFRSs) অনুসারে কোন অস্বাভাবিক লাভ বা ক্ষতি রিপোর্টিং পিরিয়ডে বিদ্যমান নেই।

পাবলিক ইস্যু তহবিলের ব্যবহার

রিপোর্টিং পিরিয়ডে কোন আইপিও, রাইট ইস্যু বা অন্য কোন ধরনের ক্যাপিটাল ইস্যু নেই। কোম্পানির আর্থিক ফলাফল ক্রমবর্ধমান যা বার্ষিক আর্থিক বিবরণীতে প্রতিফলিত হয়েছে।

আর্থিক বিবরণী প্রস্তুতকরণ ও যথাযথ প্রদর্শন

কোম্পানির ব্যবস্থাপনা পর্ষদ কর্তৃক প্রস্তুতকৃত আর্থিক বিবরণীতে কোম্পানির স্থিতি, পরিচালন ফলাফল, অর্থ প্রবাহ এবং ইকুইটি পরিবর্তনের একটি সত্য ও যথার্থ চিত্র তুলে ধরা হয়েছে।

হিসাবের বই রক্ষণাবেক্ষন

কোম্পানির হিসাবের বই কোম্পানী আইন-১৯৯৪ বিধি মোতাবেক রক্ষণাবেক্ষন করা হয়েছে।

আর্থিক বিবরণী হিসাবনীতি

আর্থিক বিবরণী প্রস্তুতকরণের ক্ষেত্রে যথাযথ হিসাবনীতি ধারাবাহিকভাবে অনুসরণ করা হয়েছে এবং হিসাবের ভিত্তি যুক্তিসঙ্গত ও সঠিক।

আর্থিক বিবরণী IAS/IFRS এর প্রভাব

আর্থিক বিবরণী প্রস্তুতকরণের ক্ষেত্রে "International Accounting Standards (IASs)" ও "International

Financial Reporting Standards (IFRSs)" অনুসরণ করা হয়েছে।

অভ্যন্তরীণ নিয়ন্ত্রণ

কোম্পানির সার্বিক কার্যক্ষমতা, আর্থিক প্রতিবেদনের নির্ভরযোগ্যতা এবং সুশাসন প্রতিষ্ঠাকে বিবেচনায় রেখে এসিআই ফরমুলেশনস এর অভ্যন্তরীণ নীতিমালা প্রণীত হয়েছে। তদনুসারে, কোম্পানির পরিচালনা পর্ষদের মতে, অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা কার্যকর এবং তা সঠিক ভাবে নিরীক্ষণ করা হয়েছে।

CEO এবং CFO এর প্রত্যায়নপত্র

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন এর কর্পোরেট গভর্নেন্স কোড অনুযায়ী চীফ এক্সিকিউটিভ অফিসার (সিইও) এবং চীফ ফাইন্যান্সিয়াল অফিসার (সিএফও) কর্তৃক বোর্ডকে প্রদত্ত প্রত্যায়নপত্র বার্ষিক প্রতিবেদনের Annexure-IV এ অন্তর্ভুক্ত করা হয়েছে।

পরিচালনগত আলোচনা ও বিশ্লেষণ

কোম্পানির ব্যবস্থাপনা পরিচালক কর্তৃক স্বাক্ষরিত “পরিচালনগত আলোচনা ও বিশ্লেষণ” রিপোর্টের Annexure-III এ অন্তর্ভুক্ত করা হয়েছে, যেখানে কোম্পানির আর্থিক বিবরণী সংশ্লিষ্ট পরিচালনগত বিশদ বিশ্লেষণ, আর্থিক অবস্থা, ফলাফল, ঝুঁকি ও উদ্বেগ, হিসাবনীতি ও অনুমানসহ অন্যান্য বিষয় আলোচিত হয়েছে।

পরিচালনা পর্ষদ

কোম্পানির পরিচালনা পর্ষদ দুইজন স্বতন্ত্র পরিচালক সহ সাত জন সদস্যের সমন্বয়ে গঠিত। বোর্ডের অধিকাংশ সদস্য অ-নির্বাচী। পরিচালকদের তালিকা এবং বিবরণ এই রিপোর্টের 'পরিচালক প্রোফাইল' এ অন্তর্ভুক্ত করা হয়েছে।

পরিচালক নির্বাচন

কোম্পানির আর্টিক্যালস অব এসোসিয়েশন এর ৪৭ অনুচ্ছেদ অনুযায়ী জনাব জুনেদ আহমেদ চৌধুরী ও ড. আরিফ দৌলা আসন্ন বার্ষিক সাধারণ সভায় পর্যায়ক্রমিকভাবে অবসর গ্রহণ করবেন। পুনর্নির্বাচিত পরিচালকদের তালিকা এবং বিবরণ এই রিপোর্টের 'পরিচালক প্রোফাইল' এ অন্তর্ভুক্ত করা হয়েছে। আসন্ন ২৮তম বার্ষিক সাধারণ সভায় উল্লেখিত সকল পরিচালকগণ পুনর্নির্বাচনের যোগ্য হিসেবে বিবেচিত। তাদের সংক্ষিপ্ত জীবন বৃত্তান্ত ও অন্যান্য তথ্যাদি এই রিপোর্টের 'পরিচালক প্রোফাইল' এ অন্তর্ভুক্ত করা হয়েছে।

স্বতন্ত্র পরিচালক

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন (বিএসইসি) প্রবর্তিত কর্পোরেট গভর্নেন্স কোড এর কমপ্লায়েন্স অনুযায়ী বর্তমান পরিচালনা পর্ষদে দুইজন স্বতন্ত্র পরিচালক, জনাব আব্দুল মুয়ীদ চৌধুরী এবং জনাব গোলাম মইন উদ্দীনকে অন্তর্ভুক্ত করা

হয়েছে। জনাব আব্দুল মুয়ীদ চৌধুরী অডিট কমিটির চেয়ারম্যান হিসেবেও দায়িত্ব পালন করছেন। বিএসইসির নির্দেশনা অনুযায়ী সমাজের সুযোগ্য ব্যক্তিবর্গ সিনিয়র কর্পোরেট লিডার এবং আমলাদের মধ্য থেকে যোগ্য ব্যক্তিবর্গকে স্বতন্ত্র পরিচালক হিসেবে নির্বাচন করা হয়েছে।

স্বতন্ত্র পরিচালক এর নিয়োগ

স্বতন্ত্র পরিচালক জনাব আব্দুল মুয়ীদ চৌধুরী তার ২য় মেয়াদ ২৩শে অক্টোবর ২০২৪ তারিখে সমাপ্ত করেছেন। কোম্পানির পরিচালনা পর্ষদ বিএসইসি'র নীতিমালা অনুসরণ করে নতুন স্বতন্ত্র পরিচালক নিয়োগের ব্যবস্থা গ্রহণ করছেন।

নমিনেশন ও রেমুনারেশন কমিটি

কর্পোরেট গভর্নেন্স কোডের আলোকে কোম্পানির পরিচালনা পর্ষদ তাঁদের ২৮ অক্টোবর ২০২০ তারিখে অনুষ্ঠিত সভায় “নমিনেশন ও রেমুনারেশন” কমিটি নামে একটি উপ-কমিটি গঠন করে। এই কমিটির বর্তমান সদস্যরা নিম্নরূপ:

- জনাব গোলাম মইন উদ্দীন স্বতন্ত্র পরিচালক সভাপতি
- জনাব আব্দুল মুয়ীদ চৌধুরী স্বতন্ত্র পরিচালক সদস্য
- জনাব জুনেদ আহমেদ চৌধুরী পরিচালক সদস্য
- জনাব মোহাম্মদ মোস্তাফিজুর রহমান কোম্পানি সচিব সচিব

কমিটির টার্মস অফ রেফারেন্স (টিওআর) ও পলিসি পরিচালনা পর্ষদ কর্তৃক অনুমোদিত হয়েছে। এসআরসি'র (টিওআর) ও পলিসিতে রয়েছে, নির্বাহী পরিচালকদের সম্মানীভাভা নির্ধারণে নীতি প্রণয়ন, পরিচালকদের সম্মানী প্রদানের ব্যাপারে অনুমোদন/সুপারিশ, কোম্পানির কর্মকর্তাদের পারিশ্রমিক পর্যালোচনা ও অনুমোদন, স্বতন্ত্র পরিচালক ও পরিচালনা পর্ষদের মূল্যায়নের মানদণ্ড নির্ধারণ, পরিচালক ও সিনিয়র ম্যানেজমেন্টে নিয়োগ পাওয়ার মত ব্যক্তিদের নির্বাচন ও নিয়োগের কিংবা অপসারণের জন্য সুপারিশ করা এবং পরিচালনা পর্ষদ থেকে বিভিন্ন সময়ে যে দায়িত্ব বা ক্ষমতা প্রদান করা হয় তার আলোকে কার্য সম্পাদন করা।

পরিচালনা পর্ষদের সভা

২০২৩-২০২৪ অর্থবছরে পরিচালনা পর্ষদের মোট ৭টি সভা অনুষ্ঠিত হয়েছে। পরিচালকগণের উপস্থিতি সারাংশ Annexure-I এ দেখানো হয়েছে।

পরিচালকদের সম্মানী ভাভা

২০২৩-২০২৪ অর্থবছরে কোম্পানির মিটিং এ উপস্থিতি ফি হিসাবে মোট ২৮,৫০০/- টাকা প্রদান করা হয়েছে। পরিচালকমণ্ডলীর সম্মানী ভাভা আর্থিক বিবরণীর নোট -৩১ এবং ৩৮(বি) তে উল্লেখ করা হয়েছে।

শেয়ার হোল্ডিং প্যাটার্ন

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন কর্তৃক প্রবর্তিত কর্পোরেট গভর্নেন্স কোড অনুযায়ী ৩০শে জুন ২০২৪ ইং তারিখে কোম্পানির শেয়ার হোল্ডিং প্যাটার্ন Annexure-II এ দেখানো হয়েছে।

ক্ষুদ্র বিনিয়োগকারীদের স্বার্থরক্ষা

পরিচালনা পর্ষদ এই মর্মে নিশ্চিত যে, কোম্পানি কর্পোরেট গভর্নেন্স কোড ও তার নিজস্ব আইনানুগ কার্যসীমার মধ্যে পরিচালিত একটি সত্তা এবং কোম্পানির ক্ষুদ্র বিনিয়োগকারীগণ কন্ট্রোলিং শেয়ার হোল্ডারগণের যেকোন প্রত্যক্ষ ও পরোক্ষ ক্ষতিকর কার্যকলাপ থেকে সুরক্ষিত। তদুপরি, যেকোন অনাকাঙ্ক্ষিত ঘটনার জন্য যথাযথ প্রতিকারের ব্যবস্থা কোম্পানিতে রয়েছে।

অডিটরদের নিয়োগ

কোম্পানির বর্তমান অডিটর মেসার্স হুদা ভাসি চৌধুরী এন্ড কোং, চার্টার্ড অ্যাকাউন্ট্যান্টস, তাদের ২০২৪ সালের ৩০শে জুন তারিখের সমাপ্ত আর্থিক বছরের নিরীক্ষা সম্পন্ন করছেন। বিএসইসি'র প্রজ্ঞাপন মোতাবেক তারা পুনঃনিয়োগের যোগ্য হিসেবে বিবেচিত। মেসার্স হুদা ভাসি চৌধুরী এন্ড কোং, চার্টার্ড অ্যাকাউন্ট্যান্টস ৭,৬২,৩০০/- টাকা (মূল্য সংযোজন কর ব্যতিরেকে) সম্মানীর বিনিময়ে ২০২৪-২০২৫ অর্থ বছরের নিরীক্ষা কার্যক্রম সম্পন্ন করার লক্ষ্যে নিয়োগ প্রাপ্ত হতে আগ্রহ প্রকাশ করেছেন। এ লক্ষ্যে কোম্পানির পরিচালনা পর্ষদ শেয়ারহোল্ডারদের নিকট তাদের নিয়োগের জন্য সুপারিশ করেন।

কর্পোরেট গভর্নেন্স কমপ্লায়েন্স স্ট্যাটাস

এসিআই ফরমুলেশন্স লিমিটেডে ভোক্তা সাধারণের জীবনযাত্রার গুণগতমান উন্নয়ন, ভোক্তা অধিকার সংরক্ষণ, উদ্ভাবন, স্বচ্ছতা, জবাবদিহিতা ও ক্রমাগত উন্নতির মধ্য দিয়েই ব্যবসার প্রসার ঘটানো সম্ভব বলে বিশ্বাস করে। এর রয়েছে দেশের সর্ববৃহৎ একীভূত বহুমাত্রিক ঐতিহ্য সমৃদ্ধ ব্যবসায়িক সংস্কৃতি। দীর্ঘদিন ধরে এসিআইতে কর্পোরেট গভর্নেন্স এর অনুশীলন বিরাজমান। পরিচালনা পর্ষদ ও ব্যবস্থাপকগণ কোম্পানিতে কর্পোরেট গভর্নেন্স অনুশীলনে সর্বোচ্চ নৈতিকতা ও মান বজায় রাখার মাধ্যমে শেয়ারহোল্ডার ও অংশীদারদের স্বার্থ রক্ষায় প্রতিশ্রুতিবদ্ধ। আমরা অত্যন্ত আনন্দের সাথে আপনাদের এই মর্মে নিশ্চিত করছি যে, কোম্পানি বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন এর নোটিফিকেশান অনুযায়ী সমস্ত প্রয়োজনীয় দিকনির্দেশনা পালন করেছে। এই অনুসারে, ৩০শে জুন ২০২৪ সালের সমাপ্ত অর্থবছরের জন্য মন্তব্যসহ কমপ্লায়েন্স রিপোর্ট কোম্পানির পরিচালকমণ্ডলীর প্রতিবেদনের Annexure-V এ অন্তর্ভুক্ত করা হয়েছে। এ ছাড়াও কর্পোরেট গভর্নেন্স কোড অনুযায়ী আল-মুকতাদীর এ্যাসোসিয়েটস, চার্টার্ড সেক্রেটারীজ কর্তৃক প্রত্যাখ্যাত কমপ্লায়েন্স সার্টিফিকেট এই প্রতিবেদনের Annexure-VI এ অন্তর্ভুক্ত করা হয়েছে।



চলমান প্রতিষ্ঠান

পরিচালনা পর্ষদ বিশ্বাস করে যে এসিআই ফরমুলেশন্স একটি চলমান প্রতিষ্ঠান হিসাবে পরিচালিত। তারা পর্যাপ্ত অনুসন্ধান এবং বিশ্লেষণের মাধ্যমে নিশ্চিত হয়েছে যে, সম্পদ এবং পর্যাপ্ত ব্যবসায়িক সুযোগের মাধ্যমে কোম্পানিকে চলমান প্রতিষ্ঠান হিসেবে বিবেচনা করা যায়, যা নিশ্চিতকরণের জন্য পরিচালকগণ আর্থিক হিসাবপত্র বিশ্লেষণ করেছেন। চলমান প্রতিষ্ঠান নীতির আলোকেই কোম্পানীর আর্থিক বিবরণী সমূহ প্রস্তুত করা হয়েছে।

কর্পোরেট সামাজিক দায়বদ্ধতা (CSR)

সামাজিক দায়বদ্ধতা এসিআই ফরমুলেশন্স লিমিটেড এর একটি কেন্দ্রীয় কার্যক্রম এবং CSR এর আওতায় গৃহীত সকল প্রজেক্ট ও প্রোগ্রামসমূহ ব্যবসায়িক সংশ্লিষ্টতার সাথে সম্পর্কিত। টেকসই ব্যবসা প্রতিষ্ঠান গড়ে তোলার লক্ষ্যে আমরা সামাজিক দায়বদ্ধতা ও আকাঙ্ক্ষার প্রতি শ্রদ্ধাশীল।

মানব সম্পদ

এসিআই ফরমুলেশন্স (ACI FL)-এ আমাদের সর্বশ্রেষ্ঠ সম্পদ হলো আমাদের নিবেদিতপ্রাণ ও সুদক্ষ কর্মীবাহিনী। আমাদের মানবসম্পদের অনন্য বৈশিষ্ট্য আমাদের একটি আলাদা পরিচিতি তুলে ধরে, যেখানে প্রতিটি কর্মী আমাদের লক্ষ্য অর্জনের জন্য গুরুত্বপূর্ণ ভূমিকা পালন করে। আমরা আমাদের প্রগতিশীল কর্মীবাহিনীকে আমাদের সাফল্য এবং অব্যাহত অগ্রগতির চালিকাশক্তি হিসেবে বিবেচনা করি।

আমাদের প্রধান লক্ষ্য হলো একটি উন্মুক্ত অন্তর্ভুক্তিমূলক এবং অভিযোজনশীল কর্মস্থলের সংস্কৃতি গড়ে তোলা। আমরা এটি নিশ্চিত করতে চাই যে প্রত্যেক ব্যক্তি তার কোম্পানি এবং সকল সম্প্রদায়ের প্রতি তাদের দায়িত্ব সম্পর্কে সচেতন।

সূচনা লগ্ন থেকেই, এসিআই ফরমুলেশন্স একটি শক্তিশালী মূল্যবোধের ভিত্তিতে পরিচালিত হয়ে আসছে: স্বচ্ছতা, ন্যায্যতা, গ্রাহককেন্দ্রিকতা, গুণমান, ধারাবাহিক উন্নতি এবং উদ্ভাবন।

এই নির্দেশনামূলক নীতিগুলো আমাদের কর্মীদের আত্মবিশ্বাস, সহযোগিতা এবং সহ-সৃষ্টির মনোভাব দিয়ে সমৃদ্ধ করে। বছরব্যাপী আমরা বিভিন্ন উদ্যোগের মাধ্যমে এই মূল্যবোধগুলো প্রচার করি,

যাতে আমাদের কর্মীরা আমাদের দর্শন গভীরভাবে অনুধাবন করতে পারি।

যেহেতু শিল্পকারখানাগুলো তথ্য ও প্রযুক্তির উন্নতির সাথে সাথে পরিবর্তিত হচ্ছে, এসিআই ফরমুলেশন্স তার কর্মীবাহিনীকে সামনের সারিতে রাখার জন্য প্রয়োজনীয় দক্ষতাগুলো দিয়ে সজ্জিত করতে প্রতিশ্রুতিবদ্ধ। আমরা ডিজিটাল প্ল্যাটফর্ম ও সরাসরি প্রশিক্ষণ সেশনের মাধ্যমে সুদূরপ্রসারী শিক্ষণ ও উন্নয়নমূলক কর্মসূচি পরিচালনা করি। আমাদের কর্মীদের ভবিষ্যতের জন্য প্রস্তুত এবং কর্মতৎপর রাখতে অনলাইন সেশন, নেটওয়ার্কভিত্তিক কর্মশালা, জ্ঞান-বিনিময়ের প্ল্যাটফর্ম এবং নির্বাচনকৃত শিক্ষামূলক উপকরণের মাধ্যমে কর্মদক্ষতা উন্নয়নের সুযোগ প্রদান করে থাকি।

কৃতজ্ঞতা জ্ঞাপন ও স্বীকৃতি

কোম্পানির পরিচালনা পর্ষদ দৃঢ়ভাবে বিশ্বাস করে যে, এসিআই ফরমুলেশন্স এর রয়েছে পর্যাপ্ত শক্তি, সম্পদ ও প্রতিশ্রুতি যা কোম্পানিকে আরও উচ্চতায় পৌঁছে দিতে পারে। বহুবিধ চ্যালেঞ্জের মুখোমুখি হওয়া সত্ত্বেও কোম্পানির ব্যবসায়িক ফলাফল পরিচালনা পর্ষদ, ব্যবস্থাপনা পর্ষদ, সর্বোপরি এবং সকল কর্মীবৃন্দের দৃঢ় মনোবল এবং সংকল্পেরই ফসল। এসিআই ফরমুলেশন্স এর সকল ব্যবসায়িক সহযোগী, শেয়ারমালিক, সরবরাহকারী, ক্রেতা, ব্যাংকার ও মিডিয়া যাদের সহযোগিতা এবং অক্লান্ত পরিশ্রমের ফলে কোম্পানি আজকের এই পর্যায়ে এসেছে তাদের জন্য পরিচালনা পর্ষদের পক্ষ থেকে রইল আন্তরিক অভিনন্দন। মানুষের জীবনমান উন্নয়নে আমাদের লক্ষ্যের প্রতি তাদের এই অব্যাহত মূল্যবান সমর্থন ও সহযোগিতা আমাদের কাছে যথেষ্ট গুরুত্ব বহন করে।

পরিশেষে, এবং অত্যন্ত গুরুত্বের সাথে আমরা পরিচালনা পর্ষদের পক্ষ থেকে ফ্যাক্টরী, ডিপো এবং অফিস সমূহের সকলের অক্লান্ত প্রচেষ্টার প্রতি আমাদের কৃতজ্ঞতা জানাতে চাই। নানাবিধ অনিশ্চয়তা ও প্রতিকূলতার মাঝেও তাদের কঠোর পরিশ্রম ও নিষ্ঠার বলে এসিআই ফরমুলেশন্স একটি শক্তিশালী প্রতিষ্ঠান হিসেবে গড়ে উঠেছে যা জনগনের জীবনমান উন্নয়নে নিরন্তর অবদান রেখে চলেছে।

পরিচালকমণ্ডলীর পক্ষে,

সুমিতা আনিস
ব্যবস্থাপনা পরিচালক

গোলাম মইন উদ্দীন
স্বতন্ত্র পরিচালক

ঢাকা, ২৮ অক্টোবর ২০২৪

Annexure-I

Number of Board Meetings and Attendance of Directors

As per condition no. 1 (5) (xxii) of the Corporate Governance Code 2018 issued by Bangladesh Securities and Exchange Commission, the number of Board Meetings held and the Attendance by each Director during the Financial Year 2023-2024 are as follows:

Name	Position	Meeting Held	Meeting Attended	Remarks
Mr. M Anis Ud Dowla	Chairman	7	7	-
Dr. Arif Dowla	Director	7	7	-
Dr. A.K.M Fareyful Haque Ansarey	Director	7	7	-
Mr. Golam Mainuddin	Independent Director	7	6	-
Mr. Abdul-Muyeed Chowdhury	Independent Director	7	7	-
Mr. Juned Ahmed Choudhury	Director	7	7	-
Ms. Shusmita Anis	Managing Director	7	7	-

Annexure-II

Pattern of Shareholding

As per condition no. 1 (5) (xxiii) of the Corporate Governance Code 2018 issued by Bangladesh Securities and Exchange Commission, the pattern of shareholding along with name wise details as on 30 June 2024 are as follows:

Condition no.	Name of Shareholders	Position	No. of Shares held	% of Shares held
1(5) (xxiii) (a)	Parent/Subsidiary/Associated Companies and other related parties			
	Advanced Chemical Industries Limited	Parent Company	25,269,409	53.48%
1(5) (xxiii) (b)	Directors:			
	Mr. M Anis Ud Dowla	Chairman	4,730,906	10.01%
	Dr. A.K.M Fareyful Haque Ansarey	Director	1,185,975	2.51%
	Advanced Chemical Industries Limited, Represented By,	N/A	25,269,409	53.48%
	Dr. Arif Dowla	Director	4,253	0.009%
	Ms. Shusmita Anis	Director	3,071	0.006%
	Mr. Abdul-Muyeed Chowdhury	Independent Director	-	-
	Mr. Golam Mainuddin	Independent Director	-	-
	Mr. Juned Ahmed Choudhury	Director	-	-
	Chief Executive Officer, Chief Financial Officer, Company Secretary, Head of Internal Audit and Compliance:			
	Ms. Shusmita Anis	Chief Executive Officer	3,071	0.006%
	Mr. Pradip Kar Chowdhury	Chief Financial Officer	-	-
	Mr. Mohammad Mostafizur Rahman	Company Secretary (Acting)	-	-
	Mr. Amitava Saha	Head of Internal Audit	-	-
1(5) (xxiii) (c)	Executives (Other than Directors, CEO, CS, CFO and Head of Internal Audit and Compliance):			
	-	-	-	-
1(5) (xxiii) (d)	Shareholders holding 10% or more voting interest in the Company:			
	Advanced Chemical Industries Limited	Parent Company	25,269,409	53.48%
	Mr. M Anis Ud Dowla	Chairman	4,730,906	10.01%



Annexure-III

Management Discussion and Analysis

As per condition no. 1 (5) (xxv) of the Corporate Governance Code 2018 issued by Bangladesh Securities and Exchange Commission, the Management's Discussion & Analysis are as follows:

Accounting policies and estimation for preparation of financial statements

The Company follows International Financial Reporting Standards (IFRSs) and International Accounting Standards (IASs) along with local regulations applicable for preparation of financial statements. Detail description of accounting policies and estimation used for preparation of the financial statements of the Company are disclosed in the notes 4 and 6 to the financial statements.

Changes in accounting policies and estimation

The Company has been following consistent policies and estimation. There are no such changes in accounting policies or estimation which has material impact on financial statements.

Comparative analysis of financial performance and financial position as well as cash flows for current financial year with immediately preceding five years

Major areas of financial performances and financial position as well as cash flows for the financial year 2023-24 with immediate preceding five years are as follows:

Figures in million except ratios and percentage (BDT)

Particulars	July 18- June 19	July 19- June 20	July 20- June 21	July 21- June 22	July 22- June 23	July 23- June 24
Turnover (net)	4,025	3,422	3,863	4,246	4,958	4,934
Gross profit	1,211	1,065	1,126	1,217	1,315	1,426
Profit before tax	180	126	290	328	312	421
Profit after tax	128	92	213	243	235	323
Earnings per share (Taka)	2.83	2.05	4.51	5.14	4.98	6.84
EBITDA	485	416	479	515	576	701
Issued & paid capital	450	450	450	473	473	473
Shareowners' equity	2,472	2,407	3,009	3,117	3,055	3,260
Net asset value per share (Taka)	54.93	53.48	63.69	65.97	64.66	69.00
Net operating cash flows per share (Taka)	(6.00)	14.85	12.78	7.22	0.23	14.73

Despite macro-economic challenges, the Company was able to maintain a consistent growth in the bottom line over despite similar top line of the analyzed periods as depicted in the analysis enumerated above. Price negotiation from international market had some impact on the overall profitability of the Company.

Comparison of financial performances and financial position as well as cash flows with peer industry scenario

The Company is diversified business conglomerate having several businesses in different sectors. Accordingly, the company has no such peer company to draw a reasonable comparison.

Explanation of the financial and economic scenario of the country and the globe

In FY 2023-24, the global economy faced interrupted growth amid ongoing geopolitical uncertainties in multiple regions. While many key economies displayed resilience, GDP growth improved at a slower pace than in previous years. Inflation rates remained elevated, primarily due to persistent supply chain disruptions and geopolitical tensions. In response, central banks in major economies continued tightening monetary policies to combat inflation, resulting in a worldwide increase in interest rates.

During the financial year, Bangladesh's economic dynamics were influenced by both global pressures and local market conditions. Bangladeshi Taka (BDT) saw continued depreciation against major currencies, notably the US Dollar, resulting in increased cost of imports and inflationary pressures on essential goods. Bangladesh Bank's actions helped to mitigate some of the immediate pressures, although the exchange rate volatility remained a concern for the business community.

In response to inflationary pressures, Bangladesh Bank raised policy rates, leading to a significant upward shift in interest rates over the financial year. This sharp increase in borrowing costs has intensified the cost of doing business across sectors, raising concerns within the business community. The higher interest rates have placed additional strain on existing ventures and are expected to curb future expansion efforts.

Energy supply also posed a significant challenge to Bangladesh's economic activities during this period. A foreign currency crisis limited the country's ability to import fuel, resulting in intermittent energy shortages, especially during peak demand seasons. The government implemented energy-saving measures, such as staggered industrial operations and load-shedding plans, to manage the situation. The energy supply challenges affected industries dependent on consistent power, such as manufacturing, and exports. Moreover, slow pace in exploring local energy infrastructure projects prolonged reliance on imported energy sources, thereby increasing production costs for businesses and impacting overall economic output.

Despite economic and infrastructural challenges, Bangladesh's economy showed resilience to some extent, with the GDP growth rate estimated at around 6% for the fiscal year 2023-2024. Domestic consumption continued to drive demand, but inflationary pressures reduced purchasing power, moderating consumer spending in key segments. Looking forward, the economic outlook for Bangladesh is cautiously optimistic, contingent upon stabilizing external factors and improving energy supply. Strategic initiatives in sectors such as digital infrastructure, renewable energy, agricultural integration, and export diversification are expected to bolster growth and create new opportunities for investment in the coming years.

Risk and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company

The Company has exposure to the Credit Risk, Liquidity Risk and Market Risk arising from the financial statements. The detail explanation of risk and concerns along with the Risk Management Framework are explained in the note 35 to the financial statements published in this annual report.

The Company has taken sufficient steps and controls effectively consistently round the year to mitigate the risk and concerns.

Future plan for company's operation, performances and financial position

The Company has taken all sorts feasible plans, strategy and vision to continue the operations of the company for foreseeable future. This is relevant to share that company maintains a periodic action plans along with mid-term and long-term strategies to maintain the sustainability in its performances and financial position.



Shusmita Anis
Managing Director



Annexure-IV
[As per condition No. 1(5) (xxvi)]
DECLARATION BY CEO AND CFO

Date: 28 October 2024

The Board of Directors
ACI Formulations Limited

Subject: **Declaration on Financial Statements for the year ended on 30 June 2024.**

Dear Sir,

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

- (1) The Financial Statements of ACI Formulations Limited for the year ended on 30 June 2024 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
- (2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
- (3) The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
- (4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
- (5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
- (6) The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regard, we also certify that: -

- (i) We have reviewed the financial statements for the year ended on 30 June 2024 and that to the best of our knowledge and belief:
 - (a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (b) these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- (ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,

Shusmita Anis
Managing Director

Pradip Kar Chowdhury
Chief Financial Officer (CFO)

Annexure-V

Status of Compliance 2023-24 with the Corporate Governance Code (CGC)

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

Status of compliance with the conditions imposed by the Commission's Notification No.
SEC/CMRRCD/2006-158/207/Admin/80 dated 3 June 2018

(Report under Condition No. 9)

Condition No	Title	Status		Remarks
		Complied	Not-Complied	
1(1)	The number of Board members shall not be less than 5 (five) and more than 20 (twenty);	Complied		There are 7 Directors
1(2)(a)	At least one-fifth (1/5) of the total number of directors shall be Independent Directors (ID);	Complied		Two IDs in the Board
1(2)(b)(i)	IDs do not hold any share or holds less than 1% shares of the total paid-up shares of the Company;	Complied		As declared by the IDs
1(2)(b)(ii)	ID is not a sponsor and not connected with any sponsor or director or nominated director or shareholder or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares and his or her family members shall not hold above mentioned shares;	Complied		- do -
1(2)(b)(iii)	ID has not been an executive of the company in immediately preceding two financial years;	Complied		- do -
1(2)(b)(iv)	ID does not have any pecuniary or otherwise relationship with the company or its subsidiary/associated companies;	Complied		- do -
1(2)(b)(v)	ID is not a member or TREC holder, director or officer of any stock exchange;	Complied		- do -
1(2)(b)(vi)	ID is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	Complied		- do -
1(2)(b)(vii)	ID is/was not a partner or an executive of company's audit firms engaged in Statutory Audit or Internal Audit or Special Audit or Compliance Certification of the Codes during preceding three years;	Complied		- do -
1(2)(b)(viii)	ID shall not be independent director in more than five listed companies;	Complied		- do -
1(2)(b)(ix)	ID has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or NBFI;	Complied		- do -
1(2)(b)(x)	ID has not been convicted for a criminal offence involving moral turpitude;	Complied		- do -
1(2)(c)	Appointment of ID shall be done by Board and approved by shareholders in the AGM;	Complied		Appointed at AGM
1(2)(d)	The position of IDs cannot remain vacant for more than ninety days.	-		No such case
1(2)(e)	The tenure of office of an ID shall be for Three years, which may be extended for One tenure only	Complied		
1(3)(a)	ID shall be a knowledgeable individual with integrity who is able to ensure compliance with financial, corporate laws, regulatory requirements and can make meaningful contribution to the business;	Complied		As declared by the IDs
1(3)(b)(i)	ID is a Business Leader who is/was a promoter or director of an unlisted company having minimum paid-up capital of One Hundred million or any listed company or a member of any national or international chamber of commerce or business association	Complied		- do -
1(3)(b)(ii)	ID is/was a Corporate Leader as top level executive as adopted by the code and a candidate with equivalent position of an unlisted company having minimum paid up capital of Tk. 100.00 million or of a listed company;	Complied		- do -
1(3)(b)(iii)	ID was Former official of government in the position not below 5th Grade of the national pay scale and educational background of bachelor degree in economics or commerce or business or law;	-		N/A
1(3)(b)(iv)	ID is/was University Teacher who has educational background in Economics or Commerce or Business Studies or Law;	-		- do -
1(3)(b)(v)	ID is/was a professional or an advocate practicing in the HCD of Bangladesh Supreme Court or a CA,CMA, CFA, CCA, CPA and CS or equivalent qualification;	-		- do -
1(3)(c)	The ID shall have at least Ten years of experiences in any field mentioned in clause (b);	Complied		As declared by the IDs
1(3)(d)	Special cases for relaxing qualifications or experiences with prior approval of the Commission.	-		N/A

Contd.



Condition No	Title	Status		Remarks
		Complied	Not-Complied	
1(4)(a)	Chairman of the Board and the Chief Executive Officer of the companies is different individuals having clearly defined their respective roles and responsibilities by Board.	Complied		They are different individuals
1(4)(b)	This MD and CEO of a listed Company shall not hold the same position in another listed Company.	Complied		Compliance Declared
1(4)(c)	Chairperson elected from among the non-executive directors of the company;	Complied		He is a non-executive director
1(4)(d)	The Board clearly defined respective roles for Chairman and the Managing Director;	Complied		
1(4)(e)	In absence of Chairman, the remaining members may elect one from non-executive directors as Chairperson for that particular Board's meeting;	-		No such case in the year
1(5)(i)	An industry outlook and possible future developments;	Complied		Stated in the Directors' Report
1(5)(ii)	Segment-wise or product-wise performance.	Complied		- do -
1(5)(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	Complied		- do -
1(5)(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	Complied		- do -
1(5)(v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);	Complied		- do -
1(5)(vi)	A detailed discussion and statement on related party transactions;	Complied		- do -
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;	Complied		- do -
1(5)(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.;	Complied		- do -
1(5)(ix)	An explanation on any significant variance between Quarterly Financial performances and Annual Financial Statements;	Complied		- do -
1(5)(x)	A statement of Directors remuneration;	Complied		- do -
1(5)(xi)	A statement on fair preparation of the financial statements by the management of the issuer company;	Complied		- do -
1(5)(xii)	A statement that proper books of account of the issuer company have been maintained;	Complied		- do -
1(5)(xiii)	A statement that appropriate accounting policies have been consistently applied in the financial statements and that the accounting estimates are based on reasonable and prudent judgment;	Complied		- do -
1(5)(xiv)	IAS / BAS / IFRS / BFRS, as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there-from has been adequately disclosed.	Complied		- do -
1(5)(xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	Complied		- do -
1(5)(xvi)	A statement with regard to the protection of minority shareholders from abusive actions of controlling shareholders.	Complied		- do -
1(5)(xvii)	A statement that there is no significant doubt upon the issuer company's ability to continue as a going concern;	Complied		- do -
1(5)(xviii)	An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	Complied		- do -
1(5)(xix)	Key operating and financial data of at least preceding 5 (five) years shall be summarized;	Complied		- do -
1(5)(xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;	-		Dividend declared
1(5)(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	Complied		Stated in the Directors' Report
1(5)(xxii)	The total number of Board meetings held during the year and attendance by each director;	Complied		- do -
1(5)(xxiii)(a)	Parent / Subsidiary / Associated Companies and other related parties (name wise details); (i.e. Patterns of Shareholdings)	Complied		- do -
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);	Complied		- do -
1(5)(xxiii)(c)	Executives;	Complied		- do -

Condition No	Title	Status		Remarks
		Complied	Not-Complied	
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name wise details).	Complied		- do -
1(5)(xxiv)(a)	A brief resume of the director;	Complied		- do -
1(5)(xxiv)(b)	Nature of expertise in specific functional areas;	Complied		- do -
1(5)(xxiv)(c)	Names of companies in which the person also holds the directorship and membership of board committees;	Complied		- do -
	A Management's Discussion and Analysis signed by CEO or MD	Complied		- do -
1(5)(xxv)(a)	Presenting detailed analysis of accounting policies and estimation for preparation of financial statements;	Complied		- do -
1(5)(xxv)(b)	Presenting detailed analysis of changes in accounting policies and estimation, if any;	Complied		- do -
1(5)(xxv)(c)	Presenting detailed analysis of comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	Complied		- do -
1(5)(xxv)(d)	Presenting detailed analysis of compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	Complied		
1(5)(xxv)(e)	Presenting detailed analysis of briefly explain the financial and economic scenario of the country and the globe;	Complied		- do -
1(5)(xxv)(f)	Presenting detailed analysis of risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company;	Complied		- do -
1(5)(xxv)(g)	Presenting detailed analysis of future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	Complied		- do -
1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) disclosed as per Annexure-A;	Complied		- do -
1(5)(xxvii)	The report and compliance certificate disclosed as per Annexure-B and Annexure-C;	Complied		- do -
1(6)	Conducting Board meetings and recording the minutes of the meetings and keeping required books and records in line BSS as adopted by the ICSB;	Complied		
1(7)(a)	Code of conduct, based on the recommendation of the NRC for the Chairman of the Board, other board members and Managing Director of the company;	Complied		
1(7)(b)	Code of conduct as determined by the NRC shall be posted on the website of the company;	Complied		
2(a)	Composition of the Board of the subsidiary company;	Complied		
2(b)	Independent director of the holding company on the Board of the subsidiary company;	Complied		
2(c)	Review of minutes of the subsidiary company's Board meeting by the holding company's Board;	Complied		
2(d)	The minutes of respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company	Complied		
2(e)	Review of financial statements of Subsidiary company by the Audit Committee of the holding company;	Complied		
3(1)(a)	The Board shall appoint a MD or CEO, CS, CFO and HIAC;	Complied		
3(1)(b)	The positions of the MD or CEO, CS, CFO and HIAC shall be filled by different individuals;	Complied		They are different individuals
3(1)(c)	The MD or CEO and HIAC of a listed company shall not hold any executive position in any other company at the same time;	Partially Complied		Separate HIAC to be recruited soon
3(1)(d)	Respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	Complied		
3(1)(e)	Removal of the MD or CEO, CS, CFO and HIAC with approval of the Board and immediate dissemination to BSEC and stock exchange(s);	-		No such case in the reporting year
3(2)	The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board;	Complied		In practice
3(3)(a)(i)	Certification of CEO and CFO as to the review of financial statements with declaration that there is no materially untrue and misleading statement;	Complied		Given in the Directors' Report
3(3)(a)(ii)	Certification of CEO and CFO as to the true and fair view of the financial statements and affairs of the Company's per applicable laws;	Complied		- do -

Contd.



Condition No	Title	Status		Remarks
		Complied	Not-Complied	
3(3)(b)	Certification of CEO and CFO that to the best of their knowledge and belief there was no fraudulent, illegal transactions during the year;	Complied		- do -
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report	Complied		- do -
4(i)	Board Audit Committee (BAC)	Complied		In practice
4(ii)	Nomination and Remuneration Committee	Complied		- do -
5(1)(a)	BAC as a sub-committee of the Board;	Complied		- do -
5(1)(b)	BAC shall assist the Board of Directors as to the the financial statements reflect true and fair view of the state of affairs of the company;	Complied		The AC functioned as per CG Code
5(1)(c)	BAC is responsible to the Board. The duties of the BAC is clearly set forth in writing.	Complied		- do -
5(2)(a)	BAC is composed of 3 (three) members.	Complied		There are 3 members
5(2)(b)	The Board appointed members of BAC who are non-executive directors and Chairperson is an ID.	Complied		
5(2)(c)	All members of BAC are "financially literate" and 1 (one) member have accounting or related financial management background and 10 (ten) years of such experience;	Complied		
5(2)(d)	Filling of casual vacancy in the BAC.	Complied		
5(2)(e)	The CS shall act as the Secretary of the Committee.	Complied		In practice
5(2)(f)	The quorum of the BAC meeting have not constitute without ID	Complied		
5(3)(a)	The Board of Directors select 1 (one) ID as the Chairman of BAC;	Complied		
5(3)(b)	Election of Chairman of the particular meeting in absence of regular Chairperson of BAC recording the reasons of such absence in the minutes.	-		No such case in the year
5(3)(c)	Chairman of the BAC shall remain present in the AGM.	Complied		
5(4)(a)	BAC conducted four meetings in the financial year:	Complied		4 meetings held
5(4)(b)	The quorum of the meeting of BAC constituted in presence of either two members including ID or two third of the members , whichever was higher;	Complied		
5(5)(a)	Oversee the financial reporting process.	Complied		Performed as per BSEC Guideline
5(5)(b)	Monitor choice of accounting policies and principles.	Complied		- do -
5(5)(c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced;	Complied		- do -
5(5)(d)	Oversee hiring and performance of external auditors;	Complied		- do -
5(5)(e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	Complied		- do -
5(5)(f)	Review with the management, the annual financial statements before submission to the Board for approval;	Complied		- do -
5(5)(g)	Review with the management, the quarterly and half yearly financial statements before submission to the Board for approval	Complied		- do -
5(5)(h)	Review the adequacy of internal audit function;	Complied		- do -
5(5)(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report;	Complied		- do -
5(5)(j)	Review statement of all related party transactions submitted by the management;	Complied		- do -
5(5)(k)	Review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	Complied		- do -
5(5)(l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors;	Complied		- do -
5(5)(m)	Oversee whether the proceeds raised IPO or RPO or Rights Share Offer have been utilized per the purposes stated in relevant offer document or prospectus approved by the Commission;	-		N/A
5(6)(a)(i)	The BAC shall report on its activities to the Board.	Complied		
5(6)(a)(ii)(a)	The BAC shall immediately report to the Board if any report on conflicts of interests	-		No such case in the year
5(6)(a)(ii)(b)	The BAC shall immediately report to the Board if any suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;	-		- do -

Condition No	Title	Status		Remarks
		Complied	Not-Complied	
5(6)(a)(ii)(c)	The BAC shall immediately report to the Board if any suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations	-		- do -
5(6)(a)(ii)(d)	The BAC shall immediately report to the Board if any other matter which the Audit Committee deems necessary.	-		- do -
5(6)(b)	If any material impact on the financial condition and results of operation, unreasonably ignored by the management	-		- do -
5(7)	Reporting to the Shareholders and General Investors	Complied		Report of AC given in the AR
6(1)(a)	Nomination and Remuneration Committee (NRC) as a sub-committee of the Board;	Complied		In practice
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;			Performed as per BSEC Guideline
6(1)(c)	ToR of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5) (b).	Complied		- do -
6(2)(a)	The Committee shall comprise of at least three members including an independent director;	Complied		- do -
6(2)(b)	All members of the Committee shall be non-executive directors.	Complied		- do -
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board	Complied		- do -
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee	Complied		
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;	Complied		- do -
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;	-		- do -
6(2)(g)	The company secretary shall act as the secretary of the Committee.	Complied		In practice
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director	Complied		
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company	Complied		
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director	Complied		
6(3)(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes	-		No such case in the reporting year
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders	Complied		
6(4)(a)	The NRC shall conduct at least one meeting in a financial year.	Complied		
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC	-		No such case in the year
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);	Complied		Practiced as per the CG Codes
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;	Complied		- do -
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	Complied		- do -
6(5)(b)(i)(a)	NRC shall oversee, formulate & recommend to the Board regarding the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	Complied		- do -
6(5)(b)(i)(b)	NRC shall oversee, formulate & recommend to the Board regarding the relationship of remuneration to performance is clear and meets appropriate performance benchmarks;	Complied		- do -
6(5)(b)(i)(c)	NRC shall oversee, formulate & recommend to the Board regarding 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;	Complied		- do -

Contd.



Condition No	Title	Status		Remarks
		Complied	Not-Complied	
6(5)(b)(ii)	NRC shall oversee & make report with recommendation to the Board regarding devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	Complied		- do -
6(5)(b)(iii)	NRC shall oversee & make report with recommendation to the Board regarding 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;	Complied		- do -
6(5)(b)(iv)	NRC shall oversee & make report with recommendation to the Board regarding formulating the criteria for evaluation of performance of independent directors and the Board;	Complied		- do -
6(5)(b)(v)	NRC shall oversee & make report with recommendation to the Board regarding identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria;	Complied		- do -
6(5)(b)(vi)	NRC shall oversee & make report with recommendation to the Board regarding developing, recommending and reviewing annually the company's human resources and training policies;	Complied		- do -
6(5)(c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report; The issuer Company shall not engage its external or statutory auditors	Complied		Given in the Annual Report
7(1)(i)	- to perform the appraisal or valuation services or fairness opinions of the company.	Complied		As declared by Auditors
7(1)(ii)	- to perform the financial information systems design and implementation of the company.	Complied		- do -
7(1)(iii)	- to perform book-keeping or other services related to the accounting records or financial statements of the company.	Complied		- do -
7(1)(iv)	- to perform broker-dealer services of the company.	Complied		- do -
7(1)(v)	- to perform actuarial services of the company.	Complied		- do -
7(1)(vi)	- to perform internal audit services or special audit services of the company.	Complied		- do -
7(1)(vii)	- to perform any service that the Audit Committee determines of the company.	Complied		- do -
7(1)(viii)	- to perform audit or certification services on compliance of corporate governance as required under condition No. 9(1) of the company.	Complied		- do -
7(1)(ix)	- to perform any other service that creates conflict of interest of the company.	Complied		- do -
7(2)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company;	Complied		- do -
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders;	Complied		
8(1)	The company shall have an official website linked with the website of the stock exchange;	Complied		
8(2)	The company shall keep the website functional from the date of listing;	Complied		
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) ;	Complied		
9(1)	Compliance Audit certification and its disclosure in the Annual Report;	Complied		Given in AR
9(2)	Compliance certification professional shall be appointed by the shareholders in the AGM;	Complied		Appointed at AGM
9(3)	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions or not;	Complied		Given in the Annual Report

Annexure-VI

Al-Muqtadir Associates
Chartered Secretaries & Consultants

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Apurba Gardenia
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01552 108 522
e-mails : akamuqtadir@gmail.com
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VAT Reg : 19041063900

**Report to the Shareholders of ACI Formulations Limited
on compliance with the Corporate Governance Code
[As required under code 1(5) (xxvii) of the BSEC Code of Corporate Governance]**

We have examined the compliance status to the Corporate Governance Code by ACI Formulations Limited for the year ended on 30th June 2024. This code relates to the gazette notification no: BSEC/CMRRCD/2006-158/207/Admin/80 dated the 3rd June 2018 (as amended) of 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 Corporate Governance Code. This is a scrutiny and verification and an independent audit on compliance of the conditions of Corporate Governance as well as provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of the Corporate Governance Code.

We state that we have obtained all the information and explanations or representations, which we have required, and after due scrutiny and verification thereof, we report that in our opinion and subject to the remarks and observations as reported in the connected Compliance Statement :

- (a) The Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Corporate Governance Code issued by the Commission, with the exception of code 3(1)(c) where separate HIAC to be recruited soon.
- (b) The Company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code.
- (c) Proper books and records have been kept by the Company as required under the Companies Act 1994, the securities laws and other relevant laws, and
- (d) The standard of governance in the Company is satisfactory.

This report, however, is no endorsement about quality of contents in the Annual Report of the Company for the year 2023-24.



Dhaka, November 12, 2024

Al-Muqtadir Associates
Chartered Secretaries & Consultants



A.K.A. Muqtadir FCS
CEO & Chief Consultant



ACI Formulations Limited

Auditor's Report & Financial Statements for the year ended 30 June 2024



Hoda Vasi Chowdhury & Co

Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of ACI Formulations Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the consolidated financial statements of ACI Formulations Limited and its subsidiaries (the "Group") as well as the separate financial statements of ACI Formulations Limited (the "Company"), which comprise the consolidated and separate statements of financial position as at 30 June 2024, and the consolidated and Separate statements of profit or loss and other comprehensive income, consolidated and separate statements of changes in equity and consolidated and separate statements of cash flows for the year then ended, and notes to the consolidated and separate financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated and separate financial statements give true and fair view of the consolidated financial position of the Group and the Separate financial position of the Company as at 30 June 2024, and of its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

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

Key Audit Matters

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

Key audit matters for the audit of Consolidated and Separate financial statements are as under:

Key area	Our responses
Carrying value (CV) of Property, plant and equipment (PPE) and its impairment	
<p>PPE includes the Group's and the Company's long-term assets, which flow economic benefits to the entities more than one year. PPE is measured at cost or revaluation less accumulated depreciation. The items of PPE excluding leased assets and under-construction assets were revalued by the professional valuer in 2021 on the basis of applicable methods including market value-based method. The carrying value of PPE represents significant portion of total assets, which is amounting to Tk. 2536.70 million and Tk. 2536.75 million respectively for the Company and the Group at the reporting date. In other words, for both the Company and the Group, approximately 33% and 34% of total assets are represented by PPE. The carrying value of PPE is the function of depreciation charges on cost/revaluated amount that involved estimation. It is a matter of consideration that the carrying value of PPE may be higher than the recoverable amount and the impairment charges thereon may</p>	<p>We have tested the design and operating effectiveness of key controls over PPE. Our audit procedures included, among others, considering the impairment risk of the assets.</p> <p>Followings are our audit procedures on the carrying value and impairment risk of PPE:</p> <ul style="list-style-type: none"> • Reviewing basis of recognition, measurement and valuation of assets; • Observing procedures of assets acquisition, depreciation and disposal; • Checking ownership of the major assets; • Checking the Capital-Work-in-Progress (CWIP) and its transfer to PPE as well as capital expenditure commitment; • Performing due physical asset verification on sample basis at the year-end; • Checking estimated rates of depreciation being used and assessing its fairness; • Discussing with the management about the fair value of the assets and assessing independently whether the CV approximates the fair value at the reporting date;



Key area	Our responses
<p>not have been recognized. Therefore, it has been considered as a significant area of auditor's judgment and requires special attention.</p>	<ul style="list-style-type: none"> Evaluating the Group's assumptions in relation to recoverable amounts of the major PPE to identify if there is any requirement of recognition of impairment; and Finally, assessing the appropriateness and presentation of disclosures against relevant accounting standards. <p>Our testing did not identify any issues with regard to CV of PPE and any indicators that would trigger impairment.</p>
<p>Refer to the note no. 8 and 8(a) to the Consolidated and Separate financial statements</p>	
<p>Inter-company receivables</p>	
<p>The carrying value of the inter-company receivables of the Company was Tk. 1,613 million as at 30 June 2024 representing 21% of total assets of the Company. At the time of conducting our audit of the separate financial statements of the Company, we have identified the recoverable value of the Company's inter-company receivable stated at amortized cost.</p> <p>Management has conducted impairment assessment and calculated recoverable value of these inter-company receivables in accordance with IFRS 9: Financial Instruments. Therefore, it is a matter to consider whether those receivables might have been misstated due to non-recognition of impairment.</p>	<p>We assessed the processes and controls put in place by the Company over inter-company transactions. Our substantive procedures in relation to the inter-company receivables comprise the followings:</p> <ul style="list-style-type: none"> Understanding and analyzing the nature and reasons for inter-company receivable transactions; Reviewing board minutes for the approval of loans to the Group entities; Reviewing independently the financial capabilities of subsidiaries to meet the obligations and also, reviewing the financial statements of subsidiaries; Checking the transactions among the Group entities on sample basis; Obtaining confirmations from the Group entities at the reporting date on the closing balances of inter-company receivable and its reconciliation whenever necessary; Performing impairment test on the inter-company balances and independent review on the key indicators including trend of profitability, operating cash flows, and history of inter-company transactions etc.; Recalculating interest portion on the balances of inter-company receivables and recording thereof; and Finally, assessing the appropriateness and presentation of disclosures against relevant accounting standards. <p>Our testing did not identify any major issues with regard to inter-company receivables and any indicators that would trigger impairment at the reporting date.</p>
<p>Refer to the note no. 15 and 15 (a) to the Consolidated and Separate financial statements</p>	
<p>Short-term loan and Bank overdraft ("Loans")</p>	
<p>At reporting date, the balance of Loans was amounting to Tk. 3,235 million for both the Company and the Group. In other words, approximately 75% of total liabilities respectively for the Company and the Group are represented by Loans.</p> <p>Evidently, the Company is using Loans to operate the business and also, to acquire non-current assets. These Loans might have been misstated due to non-recognition of Loans as well as accrued</p>	<p>We obtained an understanding, evaluated the design and tested the operational effectiveness of the Company's key controls over the Loans. Our audit procedures included, among others, the followings:</p> <ul style="list-style-type: none"> Understanding and reviewing the nature and types of Loans; Reviewing the board minutes for arrangements of the Loans;

<p>interest as per loan schedule. Therefore, it has been considered as key audit area.</p>	<ul style="list-style-type: none"> • Obtaining the repayment schedules, loan statements and facility offer letters to review terms, debt covenants, interest rates and other conditions associated with the Loans; • Reviewing the mortgages, major covenants, guarantees and interest rates etc. attached to the Loans; • Recalculating the interest related to Loans; • Checking the adjustments or repayments of Loans through bank statements as per repayment schedule; • Checking whether there is any overdue payments and penal interests; and • Finally, assessing the appropriateness and presentation of disclosures against relevant accounting standards. <p>Our procedures above did not identify any issues with regard to the Loans.</p>
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Refer to the note no. 21 & 22 and 22 (a) to the Consolidated and Separate financial statements

Revenue Recognition

<p>At year end the Company reported total revenue of Tk. 4,934 million and the Group, as a whole, reported total revenue of Tk. 4,935 million.</p> <p>Revenue is recognized when the performance obligation is satisfied by transferring goods or services to a customer, either at a point in time or over time. Goods or services are "transferred" when the customer obtains control of it. It is a matter of consideration whether revenue may be misstated due to recognition of sales transaction before performance obligation being satisfied.</p> <p>Furthermore, revenue is measured at net of trade discounts, returns and allowances. Within a number of the Group's business categories, the estimation of discount recognized based on sales made during the year is material and considered to be complex and judgmental. Therefore, it is a matter of concern that revenue may be misstated as a result of faulty estimations over discounts.</p>	<p>We have tested the design and operating effectiveness of key controls focusing on the followings:</p> <ul style="list-style-type: none"> • Segregation of duties in invoice creation and modification; • Approved price list and specified terms of trade in place; • Authorization of credit terms to customers; • Timing of revenue recognition; and • Calculation of discounts. <p>Our substantive procedures in relation to the revenue recognition comprise the followings:</p> <ul style="list-style-type: none"> • Observing and evaluating whether proper segregation of duties put in place; • Examining samples of sales orders for evidence of proper credit approval by the appropriate personnel concerned and application controls for credit limits; • Comparing prices and terms on samples of sales invoices to the authorized price list and terms of trade and also, examining application controls for authorized prices and terms; • 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 period; • Assessing the appropriateness of the Group's revenue recognition accounting policies, including those relating to discounts by comparing with applicable accounting standard; • Testing the effectiveness of the Group's controls over the calculation of discounts and appropriate timing of revenue recognition; • Critically assessing manual journals made to revenue to identify unusual or irregular items; and • Finally, assessing the appropriateness and presentation of disclosures against relevant accounting standards. <p>Our testing did not identify any issues with regard to revenue recognition.</p>
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Refer to the note no. 28 and 28 (a) to the Consolidated and Separate financial statements

Other Matters

The Group comprises the parent, ACI Formulations Limited, and its subsidiaries namely Neem Laboratories (Pvt.) Ltd and ACI AgroChem Limited. The financial statements of subsidiaries have been audited and the component auditors have been expressed an unmodified opinion on the financial statements on 30 June 2024.

Other Information:

Management is responsible for the other information. The other information comprises all of the information in the Annual Report but does not include the financial statements and our auditors' report thereon.

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

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

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. We have nothing to report in this regard.

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

Management is responsible for the preparation and fair presentation of the Consolidated and Separate financial statements that give a true and fair view in accordance with International Financial Reporting Standards (IFRSs); the Companies Act, 1994; the Securities and Exchange Rules, 2020 and other applicable laws and regulations in Bangladesh and for such internal control as management determines is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

- Identify and assess the risks of material misstatement of the Consolidated and Separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group and Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group and 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 Group and Separate financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and Company to express an opinion on the consolidated and separate financial statements. We are responsible for the direction, supervision and performance of the Group and Company audit. We remain solely responsible for our audit opinion.

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

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

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

Report on Other Legal and Regulatory Requirements

In accordance with the Companies Act, 1994 and the Securities and Exchange Rules, 2020 and relevant notifications issued by Bangladesh Securities and Exchange Commission, we also report that:

- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- b) in our opinion, proper books of accounts as required by law have been kept by the Company so far as it appeared from our examination of these books;
- c) the consolidated and separate statements of financial position and statements of profit or loss and other comprehensive income along with the annexed notes 1 to 40 dealt with by the report are in agreement with the books of account; and
- d) the expenditure incurred was for the purposes of the Group's and Company's business.

Dhaka, 28 October 2024



Sk Md Tarikul Islam, FCA

Partner

Membership no.: 1238

Hoda Vasi Chowdhury & Co

Chartered Accountants

DVC: 2410311238AS377858



ACI Formulations Limited Statement of Financial Position

In Taka	Note	30 June 2024	30 June 2023
Assets			
Property, plant and equipment	8	2,536,705,205	2,441,709,871
Right of use assets	9	31,748,853	47,394,934
Investments	10	78,828,101	62,613,945
Non-current assets		2,647,282,159	2,551,718,750
Inventories	12	1,271,843,585	1,636,263,695
Trade receivables	13	1,195,759,799	1,160,288,759
Other receivables	14	48,795,705	81,213,294
Inter-company receivables	15	1,612,558,924	682,776,867
Advances, deposits and prepayments	16	183,818,661	32,800,217
Current tax assets	27	415,208,539	353,705,048
Cash and cash equivalents	17	203,653,191	195,259,564
Current assets		4,931,638,404	4,142,307,444
Total assets		7,578,920,563	6,694,026,194
Equity			
Share capital	18	472,500,000	472,500,000
Revaluation reserve		1,442,196,308	1,442,196,308
Retained earnings		1,345,681,046	1,140,704,017
Total equity		3,260,377,354	3,055,400,325
Liabilities			
Employee benefits	19	63,330,004	64,830,000
Lease liability	9	20,781,579	31,283,715
Deferred tax liabilities	20	190,481,333	200,663,218
Non-current liabilities		274,592,916	296,776,933
Bank overdrafts	21	204,043,573	140,364,766
Loans and borrowings	22	3,031,092,233	2,612,630,721
Lease liability- current portion	9	12,852,795	12,439,970
Trade payables	23	228,638,220	75,010,051
Other payables	24	546,343,292	477,882,451
Unclaimed dividend account	25	1,349,911	5,702,752
Inter-company payables	26	19,630,269	17,818,225
Current liabilities		4,043,950,293	3,341,848,936
Total liabilities		4,318,543,209	3,638,625,869
Total equity and liabilities		7,578,920,563	6,694,026,194
Net asset value (NAV) per share	34	69.00	64.66


The annexed notes 1 to 40 form an integral part of these financial statements.


Shusmita Anis
Managing Director


Juned Ahmed Choudhury
Director


Mohammad Mostafizur Rahman
Company Secretary

As per our report of same date.


Sk Md Tarikul Islam, FCA
Partner

Dated: Dhaka, 28 October 2024

ACI Formulations Limited

Statement of Profit or Loss and other Comprehensive Income

<i>In Taka</i>	Note	For the year ended 30 June 2024	For the year ended 30 June 2023
Revenue	28	4,933,517,791	4,958,308,254
Cost of sales	29	(3,507,789,587)	(3,642,873,273)
Gross profit		1,425,728,204	1,315,434,981
Other income	30	74,316,546	30,463,498
Administrative, selling and distribution expenses	31	(846,632,495)	(814,609,083)
Operating profit		653,412,256	531,289,396
Finance costs, net	32	(210,312,752)	(203,070,291)
Profit before contribution to WPPF		443,099,504	328,219,105
Contribution to WPPF		(22,154,975)	(16,410,955)
Profit before tax		420,944,529	311,808,150
Income tax expense	33		
Current tax		(108,024,384)	(87,446,259)
Deferred tax income/(expense)		10,181,885	10,750,147
		(97,842,499)	(76,696,112)
Profit after tax		323,102,029	235,112,038
Other comprehensive income		-	-
Items that will not be reclassified to profit or loss:			
Remeasurement of defined benefit plan		-	(1,422,357)
Related tax		-	320,030
		-	(1,102,327)
Deferred tax on revaluation surplus (due to changes in tax rate)		-	(177,542,762)
		-	(177,542,762)
Other comprehensive income, net of tax		-	(178,645,089)
Total comprehensive income		323,102,029	56,466,949
Earnings per share	34		
Basic earnings per share		6.84	4.98


The annexed notes 1 to 40 form an integral part of these financial statements.


Shusmita Anis
 Managing Director


Juned Ahmed Choudhury
 Director


Mohammad Mostafizur Rahman
 Company Secretary

As per our report of same date.


Sk Md Tarikul Islam, FCA
 Partner
 Membership no: 1238
 Hoda Vasi Chowdhury & Co
 Chartered Accountants
 DVC: 2410311238AS377858



ACI Formulations Limited Statement of Changes in Equity

In Taka	For the year ended 30 June 2024			
	Share capital	Revaluation reserve	Retained earnings	Total
Balance at 1 July 2023	472,500,000	1,442,196,308	1,140,704,017	3,055,400,325
Total comprehensive income				
Profit after tax	-	-	323,102,029	323,102,029
Other comprehensive income net of tax	-	-	-	-
Total comprehensive income	-	-	323,102,029	323,102,029
Transactions with owners of the company				
Contributions and distributions				
Final dividend paid for the year 2022-23	-	-	(118,125,000)	(118,125,000)
Issue of bonus shares	-	-	-	-
Total transactions with owners of the company	-	-	(118,125,000)	(118,125,000)
Transactions recognised directly in equity				
Realisation of revaluation surplus	-	-	-	-
Total transactions recognised directly in equity	-	-	-	-
Balance at 30 June 2024	472,500,000	1,442,196,308	1,345,681,046	3,260,377,354

In Taka	For the year ended 30 June 2023			
	Share capital	Revaluation reserve	Retained earnings	Total
Balance at 1 July 2022	472,500,000	1,619,739,070	1,024,819,306	3,117,058,376
Total comprehensive income				
Profit after tax	-	-	235,112,038	235,112,038
Other comprehensive income net of tax	-	(177,542,762)	(1,102,327)	(178,645,089)
Total comprehensive income	-	(177,542,762)	234,009,711	56,466,949
Transactions with owners of the company				
Contributions and distributions				
Final dividend paid for the year 2021-22	-	-	(118,125,000)	(118,125,000)
Issue of bonus shares	-	-	-	-
Total transactions with owners of the company	-	-	(118,125,000)	(118,125,000)
Transactions recognised directly in equity				
Realisation of revaluation surplus	-	-	-	-
Total transactions recognised directly in equity	-	-	-	-
Balance at 30 June 2023	472,500,000	1,442,196,308	1,140,704,017	3,055,400,325

The annexed notes 1 to 40 form an integral part of these financial statements.

ACI Formulations Limited Statement of Cash Flows

<i>In Taka</i>	Note	For the year ended 30 June 2024	For the year ended 30 June 2023
Cash flows from operating activities			
Cash receipts from customers and others		4,952,351,292	4,930,277,899
Cash paid to suppliers and employees		(3,898,619,461)	(4,708,848,012)
Cash (used in)/generated from operating activities		1,053,731,831	221,429,887
Paid to WPPF		(16,410,955)	(17,282,035)
Interest paid		(171,748,406)	(163,173,256)
Income tax paid		(169,527,876)	(30,030,258)
		(357,687,237)	(210,485,549)
Net cash (used in)/from operating activities*	17.3	696,044,594	10,944,338
Cash flows from investing activities			
Acquisition of property, plant and equipment		(144,098,016)	(112,228,449)
Sales proceeds from Disposal		17,096,608	-
Dividend received		33,205,120	-
Investment		(16,214,156)	(19,861,908)
Net cash (used in)/from investing activities		(110,010,445)	(132,090,357)
Cash flows from financing activities			
Inter-company debts received/(paid)		(924,142,006)	155,053,885
Proceeds from loans and borrowings		418,461,512	40,213,750
Payment for lease obligation		(13,225,843)	(11,436,118)
Dividends paid		(122,477,841)	(117,688,465)
Net cash (used in)/from financing activities		(641,384,178)	66,143,052
Net increase/(decrease) in cash and cash equivalents		(55,350,028)	(55,002,966)
Opening cash and cash equivalents		54,894,798	109,867,052
Effect of foreign exchange rate changes		64,847	30,713
Cash and cash equivalents at reporting date		(390,382)	54,894,798
Closing balance represents			
Cash and cash equivalents	17	203,653,191	195,259,564
Bank overdraft	21	(204,043,573)	(140,364,766)
		(390,382)	54,894,798
Net operating cash flows per share (NOCFPS)	34	14.73	0.23

* See Note 17.3 for reconciliation of net operating cash flow.

The annexed notes 1 to 40 form an integral part of these financial statements.



ACI Formulations Limited

Consolidated Statement of Financial Position

In Taka	Note	30 June 2024	30 June 2023
Assets			
Property, plant and equipment	8(a)	2,536,750,503	2,441,977,404
Right of use assets	9(a)	31,748,853	47,394,934
Investments	10(a)	56,879,767	40,665,611
Intangible assets	11	5,147,792	5,147,792
Non-current assets		2,630,526,916	2,535,185,741
Inventories	12(a)	1,271,843,585	1,636,263,695
Trade receivables	13(a)	1,196,658,026	1,160,847,593
Other receivables	14	48,795,705	81,213,290
Inter-company receivables	15(a)	1,605,921,413	675,914,143
Advances, deposits and prepayments	16(a)	184,287,572	33,556,329
Current tax assets	27(a)	414,436,891	353,281,553
Cash and cash equivalents	17(a)	206,681,633	198,057,347
Current assets		4,928,624,825	4,139,133,950
Total assets		7,559,151,741	6,674,319,691
Equity			
Share Capital	18	472,500,000	472,500,000
Revaluation reserve		1,442,196,308	1,442,196,308
Retained earnings		1,342,955,670	1,136,136,557
Equity attributable to the owners of the Company		3,257,651,978	3,050,832,865
Non controlling interest		1,985,444	1,839,720
Total equity		3,259,637,422	3,052,672,585
Liabilities			
Employee benefits	19	63,330,004	64,830,000
Lease liability	9(a)	20,781,579	31,283,715
Deferred tax liabilities	20(a)	190,481,333	200,663,219
Non-current liabilities		274,592,916	296,776,934
Bank overdrafts	21	204,043,573	140,364,766
Loans and borrowings	22(a)	3,031,092,233	2,612,630,721
Lease liability- current portion	9(a)	12,852,795	12,439,970
Trade payables	23(a)	228,954,766	75,326,597
Other payables	24(a)	546,628,124	478,405,366
Unclaimed dividend account	25	1,349,911	5,702,752
Current liabilities		4,024,921,402	3,324,870,172
Total liabilities		4,299,514,318	3,621,647,106
Total equity and liabilities		7,559,151,741	6,674,319,691
Net Asset Value (NAV) per share	34(a)	68.94	64.57

The annexed notes 1 to 40 form an integral part of these financial statements.


Shusmita Anis
 Managing Director


Juned Ahmed Choudhury
 Director


Mohammad Mostafizur Rahman
 Company Secretary

As per our report of same date.


Sk Md Tarikul Islam, FCA
 Partner
 Membership no: 1238
 Hoda Vasi Chowdhury & Co
 Chartered Accountants
 DVC: 2410311238AS377858

ACI Formulations Limited

Consolidated Statement of Profit or Loss and other Comprehensive Income

<i>In Taka</i>	Note	For the year ended 30 June 2024	For the year ended 30 June 2023
Revenue	28(a)	4,935,454,455	4,959,808,824
Cost of sales	29(a)	(3,507,789,587)	(3,642,873,275)
Gross profit		1,427,664,868	1,316,935,549
Other income	30(a)	74,316,546	30,463,498
Administrative, selling and distribution expenses	31(a)	(847,164,127)	(816,139,278)
Operating profit		654,817,287	531,259,769
Finance costs, net	32(a)	(208,996,898)	(202,862,283)
Profit before contribution to WPPF		445,820,389	328,397,486
Contribution to WPPF		(22,154,975)	(16,410,955)
Profit before tax		423,665,414	311,986,531
Income tax expense:	33(a)		
Current tax		(108,757,461)	(87,825,453)
Deferred tax income/(expense)		10,181,885	10,708,396
		(98,575,576)	(77,117,057)
Profit after tax		325,089,838	234,869,474
Other comprehensive income			
Items that will not be reclassified to profit or loss:			
Remeasurement of defined benefit plan		-	(1,422,357)
Related tax		-	320,030
		-	(1,102,327)
Deferred tax on revaluation surplus (due to changes in tax rate)		-	(177,542,762)
		-	(177,542,762)
Other comprehensive income, net of tax		-	(178,645,089)
Total comprehensive income		325,089,838	56,224,385
Profit attributable to:			
Owners of the Company		324,944,114	234,916,053
Non-controlling interest		145,724	(46,579)
		325,089,838	234,869,474
Earnings per share	34(a)		
Basic earnings per share		6.88	4.97


The annexed notes 1 to 40 form an integral part of these financial statements.


Shusmita Anis
 Managing Director


Juned Ahmed Choudhury
 Director


Mohammad Mostafizur Rahman
 Company Secretary

As per our report of same date.


Sk Md Tarikul Islam, FCA
 Partner
 Membership no: 1238
 Hoda Vasi Chowdhury & Co
 Chartered Accountants
 DVC: 2410311238AS377858



ACI Formulations Limited Consolidated Statement of Changes in Equity

For the year ended 30 June 2024

In Taka	Attributable to owner of the Company				Total equity
	Share capital	Revaluation reserve	Retained earnings	Total	
Balance as at 1 July 2023	472,500,000	1,442,196,308	1,136,136,557	3,050,832,865	3,052,672,585
Total comprehensive income					
Profit after tax	-	-	324,944,114	324,944,114	325,089,838
Total comprehensive income	-	-	324,944,114	324,944,114	325,089,838
Transactions with owners of the company					
Contributions and distributions					
Final dividend paid for the year 2022-23	-	-	(118,125,000)	(118,125,000)	(118,125,000)
Changes in ownership interests					
Issuance of bonus shares	-	-	-	-	-
Capital contribution by non-controlling interest	-	-	-	-	-
Total transactions with owners of the company	-	-	(118,125,000)	(118,125,000)	(118,125,000)
Transactions recognised directly in equity					
Realisation of revaluation surplus	-	-	-	-	-
Total transactions recognised directly in equity	-	-	-	-	-
Balance as at 30 June 2024	472,500,000	1,442,196,308	1,342,955,670	3,257,651,978	3,259,637,422

For the year ended 30 June 2023

In Taka	Attributable to owner of the Company				Total equity
	Share capital	Revaluation reserve	Retained earnings	Total	
Balance at 1 July 2022	472,500,000	1,619,739,070	1,020,447,831	3,112,686,901	3,112,573,200
Total comprehensive income					
Profit after tax	-	-	234,916,053	234,916,053	234,869,474
Other comprehensive income net of tax	-	(177,542,762)	(1,102,327)	(178,645,089)	(178,645,089)
Total comprehensive income	-	(177,542,762)	233,813,726	56,270,964	56,224,385
Transactions with owners of the company					
Contributions and distributions					
Final dividend paid for the year 2021-22	-	-	(118,125,000)	(118,125,000)	(118,125,000)
Changes in ownership interests					
Issuance of bonus shares	-	-	-	-	-
Capital contribution by non-controlling interest	-	-	-	-	-
Total transactions with owners of the company	-	-	(118,125,000)	(118,125,000)	(118,125,000)
Transactions recognised directly in equity					
Realisation of revaluation surplus	-	-	-	-	-
Total transactions recognised directly in equity	-	-	-	-	-
Balance as at 30 June 2023	472,500,000	1,442,196,308	1,136,136,557	3,050,832,865	3,052,672,585

The annexed notes 1 to 40 form an integral part of these financial statements.

ACI Formulations Limited

Consolidated Statement of Cash Flows

<i>In Taka</i>	Note	For the year ended 30 June 2024	For the year ended 30 June 2023
Cash flows from operating activities			
Cash receipts from customers		4,953,948,563	4,931,690,823
Cash paid to suppliers and employees		(3,898,879,745)	(4,710,117,754)
Cash (used in)/generated from operating activities		1,055,068,818	221,573,069
Payment for WPPF		(16,410,955)	(17,282,035)
Interest paid		(170,432,552)	(162,965,248)
Income tax paid		(169,912,800)	(30,154,338)
		(356,756,307)	(210,401,621)
Net cash (used in)/from operating activities*	17.3(a)	698,312,512	11,171,448
Cash flows from investing activities			
Acquisition of property, plant and equipment		(144,098,016)	(112,228,449)
Sales proceeds from Disposal		17,096,608	-
Dividend received		33,205,120	-
Investment		(16,214,156)	(1,861,908)
Net cash (used in)/from investing activities		(110,010,445)	(114,090,357)
Cash flows from financing activities			
Inter-company debts received/(paid)		(926,179,262)	136,463,144
Proceeds from loans and borrowings		418,461,512	40,213,750
Proceeds from share capital		-	2,000,000
Payment for lease obligation		(13,225,843)	(11,436,118)
Dividends paid		(122,477,841)	(117,688,465)
Net cash (used in)/from financing activities		(643,421,434)	49,552,311
Net increase/(decrease) in cash and cash equivalents		(55,119,367)	(53,366,598)
Opening Cash and cash equivalents		57,692,581	111,028,466
Effect of foreign exchange rate changes		64,847	30,713
Closing cash and cash equivalents at reporting date		2,638,060	57,692,581
Closing balance represents			
Cash and cash equivalents	17(a)	206,681,633	198,057,347
Bank overdraft	21	(204,043,573)	(140,364,766)
		2,638,060	57,692,581
Net Operating Cash Flows Per Share (NOCFPS)	34(a)	14.78	0.24

* See Note 17.3(a) for reconciliation of net operating cash flow.

The annexed notes 1 to 40 form an integral part of these financial statements.



ACI Formulations Limited

Notes to the Financial Statements

as at and for the year ended 30 June 2024

1 Reporting entity

1.1 Company profile

ACI Formulations Limited (the "Company") is a company incorporated in Bangladesh. It was incorporated as a private limited company on 29 October 1995 and converted to a public limited company on 4 May 2005. The Company was listed with both Dhaka Stock Exchange Limited (DSE) and Chittagong Stock Exchange Limited (CSE) on 30 October 2008. The registered office of the Company is at 245 Tejgaon Industrial Area, Dhaka-1208, Bangladesh. The Company went into commercial operations on 1 July 1998. Advanced Chemical Industries Limited (ACI Limited) incorporated in Bangladesh is the immediate as well as ultimate parent of the Company. The consolidated financial statements of the Company as at and for the year ended 30 June 2024 comprise the Company's and its subsidiaries (together referred to as the "Group" and individually as "Group entities") interest in controlled entities.

1.2 Nature of business

The principal activities of the Company are manufacturing and marketing of a number of agrochemical and consumer products.

- Agrochemical products (Crop Care & Public Health) are directly marketed by the Company with the use of depot facilities of ACI Limited.
- Some products of S. C. Johnson & Son, Inc., are manufactured by the Company under contract which is distributed by ACI Limited.
- Paint products are manufactured and marketed by the Company under license from Akzo Nobel N.V., and distributed with logistics support from ACI Limited.

1.3 Description of subsidiaries

Neem Laboratories (Pvt.) Ltd.

The Company acquired 98% shares of Neem Laboratories (Pvt.) Ltd ("Neem Laboratories"). The initial effective date of acquisition was 28 February 2014. Neem Laboratories generate its revenue through royalty fees based on the agreement with ACI Limited effective from 1 July 2019 for a tenure of 5 years; Neem Laboratory is currently being engaged in the manufacturing of products under the Neem brand name.

ACI AgroChem Limited

ACI AgroChem was incorporated on 22nd June 2022 as a limited Company. The principal activities AgroChem is to manufacture and marketing of various kinds of agricultural input like chemical including other allied and general chemical. The Company is yet to start its operation. ACI Formulations holds 90% shares of ACI AgroChem Limited.

2 Basis of accounting

2.1 Statement of compliance

The separate financial statements as well as consolidated financial statements have been prepared in accordance with International Accounting Standards (IASs), International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Securities and Exchange Rules 2020 and other applicable laws and regulations.

2.2 Date of authorisation

The audited consolidated financial statements as well as separate financial statements for the year ended 30 June 2024 were authorised by the Board of Directors on October 28, 2024 for publication.

2.3 Basis of measurement

The consolidated financial statements have been prepared on going concern basis under the historical cost basis except for certain assets, which are stated either at revalued amount or fair market value as explained in the accompanying notes.

3 Functional and presentation currency

These financial statements are presented in Bangladesh Taka (Taka/Tk/BDT), which is the functional and presentation currency of the Group. The amounts in these financial statements have been rounded off to the nearest Taka, unless otherwise indicated. In some instances the total may not match with the sum of individual balance due to rounding off.

4 Use of judgments and estimates

In preparing these separate and consolidated financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to estimates are recognised prospectively.

4.1 Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment for the year ended 30 June 2024 is included in the following notes:

Note - 8 & 8(a)	Property, plant and equipment
Note - 9 & 9(a)	Leases
Note - 12 & 12(a)	Inventories
Note - 13 & 13(a)	Trade receivables
Note - 14	Other receivables
Note - 15 & 15(a)	Inter-company receivables
Note - 19	Employee benefits
Note - 20 & 20(a)	Deferred tax liabilities
Note - 27 & 27(a)	Current tax liabilities/(assets)
Note - 36	Commitment and contingencies

4.2 Fair value

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

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- 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 are categorised in different levels of the fair value hierarchy, then the fair value measurement is categorised 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 Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

5 Reporting period

The financial period of the Company covers one year from 1 July 2023 to 30 June 2024 and is being followed consistently.

6 Significant accounting policies

The Group has consistently applied the following accounting policies to all periods presented in these financial statements.

Set out below is an index of the significant accounting policies, the details of which are available on the current and following pages:

- (a) Current versus non-current classification
- (b) Offsetting
- (c) Basis of consolidation
- (d) Revenue from contract with customers
- (e) Foreign currency transactions
- (f) Employee benefits
- (g) Finance income and finance costs
- (h) Income tax
- (i) Investment
- (j) Inventories
- (k) Property, plant and equipment
- (l) Intangible assets
- (m) Leases
- (n) Financial instruments
- (o) Share capital
- (p) Impairment
- (q) Provisions
- (r) Going concern
- (s) Contingencies
- (t) Statement of cash flows
- (u) Earnings per share (EPS)
- (v) Events after the reporting period
- (w) Dividends
- (x) Materiality and aggregation

(a) Current versus non-current classification

The Group presents assets and liabilities in statement of financial position based on current/non-current classification. An asset is current when it is:

- i) expected to be realised in normal operating cycle, or
- ii) due to be realised within twelve months after the reporting period, or

- iii) held primarily for the purpose of trading, or
- iv) used or exchanged to settle a liability within twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when it is:

- i) expected to be settled in normal operating cycle, or
- ii) due to be settled within twelve months after the reporting period, or
- iii) held primarily for the purpose of trading, or
- iv) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.

(b) Offsetting

The Group reports separately both assets and liabilities, and income and expenses, unless required by an applicable accounting standard or offsetting reflects the substance of the transaction and such offsetting is permitted by applicable accounting standard.

Cash receipts and payments on behalf of customers when the cash flows reflect the activities of the customer rather than those of the entity and cash receipts and payments for items in which the turnover is quick, the amounts are large, and the maturities are short are presented net in the statement of cash flows.

(c) Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities controlled by the Company. Control exists when the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights presently exercisable are taken into account. The financial statements of subsidiaries have been included in the consolidated financial statements from the date that control commences until the date that it ceases. The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Company.

(ii) Non-controlling interests

Non-controlling interest (NCI) is the equity interest in a subsidiary not attributable to ACI Formulations Limited. NCI is measured at subsidiaries' proportionate share of identifiable net asset.

(iii) Loss of control

When the Company loses control over a subsidiary, it derecognises the assets (including any goodwill) and liabilities of the subsidiary, any related NCI and other components of the equity at their carrying amount at the date when control is lost. Any resulting gain or loss is recognised in the profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

(iv) Transactions eliminated on consolidation

Intra-group balances and transactions and any unrealised income and expenses arising from intra-group transactions are eliminated in preparing the consolidated financial statements.



(d) Revenue from contract with customers

Revenue is measured based on the consideration specified in a contract with a customer. The Group recognises revenue when it transfers control over a good or service to a customer. The following table provides information about the nature and timing of the satisfaction of performance obligations in contracts with customers:

Type of product or service	Revenue recognition under IFRS 15
Sale of goods or services	<p>"Revenue is recognized when or as a performance obligation is satisfied by transferring a good or service to a customer, either at a point in time or over time. A good or service is 'transferred' when or as the customer obtains control of it. Customers obtain control of goods at point of delivery or over time.</p> <p>The group assesses whether it transfers control over time by following prescribed criteria for satisfying performance obligation. If none of the criteria is met then the entity recognizes revenue at point of time at which it transfers control of the goods to the customer.</p> <p>Revenue is measured net of value added tax, trade discount, returns and allowances (if any). In case of cash delivery, revenue is recognised when delivery is made and cash is received by the Group.</p>

(e) Foreign currency transactions

The financial statements have been prepared in BDT/Taka, which is the Company's functional currency. Transactions in foreign currencies are recorded in the books at the exchange rate prevailing on the date of such transactions. Monetary assets and liabilities in foreign currencies at the date of financial position are translated into BDT at the exchange rate prevailing at that date, with foreign currency differences being recognised in the statement of profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of transaction.

(f) Employee benefits

(i) *Short-term employee benefits*

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(ii) *Defined contribution plans (provident fund)*

The Company operates a recognised provident fund scheme where employees contribute 8% of their basic salary with equal contribution by the Company. The provident fund is being considered as defined contribution plan being managed by a Board of Trustees.

(iii) *Defined benefit plans (gratuity)*

The Company operates a funded gratuity scheme, provision in respect of which is made annually covering all its permanent eligible employees. The Employees' Gratuity Fund is being considered as defined benefit plan.

Defined benefit plan is a post-employment benefit plan under which amounts to be paid as retirement benefits are determined by reference to employees' earnings and/or year of services.

The rate used to discount post employment benefit obligations is determined by reference to the rate stated in the actuarial report. Actuarial valuation of gratuity scheme has been made as on 30 June 2023 by independent actuarial valuer to assess the adequacy of the liabilities provided for the schemes, which concluded that provision accounted for in the Statement of financial position is sufficient.

(iv) *Workers' Profit Participation Fund (WPPF)*

The Company operates funds for workers as 'Workers' Profit Participation Fund' and 5% of the profit before charging such expense have been transferred to this fund as per section 234 of the Labour Act 2006 (amended in 2013).

(g) Finance income and finance costs

The Group's finance income and finance costs include:

- interest income;
- interest expense;

Interest income or expense is recognised using the effective interest method.

(h) Income tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to items recognised directly in equity or in OCI (Other Comprehensive Income).

(i) *Current tax*

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to tax payable or receivable in respect of previous years. The amount of current tax payable is the best estimate of the tax amount expected to be paid that reflects uncertainty related to income tax, if any. Current tax assets and liabilities are offset only if certain criteria are met. It is measured using tax rates enacted or substantively enacted at the reporting date. The applicable tax rate for the Company is currently 22.5%.

(ii) *Deferred tax*

- Deferred tax asset or liability is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:
 - temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss.
 - taxable temporary differences arising on the initial recognition of goodwill.
 - temporary difference related to investments in subsidiaries to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improve. The Group's existing accounting policy for uncertain income tax treatments is consistent with the requirements in IFRIC 23 Uncertainty over Income Tax Treatments, which became effective on 1 January 2019.



(i) Investment

In separate financial statements of the Company, investment in subsidiaries has been carried at cost as per IAS 27: Consolidated and Separate Financial Statements. All other investments have been categorised in accordance with IFRS 9.

Investment in subsidiaries has been accounted for as per IFRS 10: Consolidated Financial Statements. The investment is eliminated in full against the equity of acquired subsidiary, which is measured at fair value at the date of acquisition as per IFRS 3: Business Combinations.

(j) Inventories

Inventories except materials in transit are measured at the lower of cost and net realisable value. The cost of inventories is based on the weighted average method, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of production overheads based on normal operation capacity.

Allowance for inventory is periodically recognised mainly on the basis of failure in quality control testing, net realisable value, non compliance testing, near to expiry etc. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

Material in transit represents the cost incurred up to the date of the statement of financial position for the items that were not received till to the date of the statement of financial position. Inventory losses and abnormal losses are recognised as expenses.

(k) Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost or revaluation less accumulated depreciation and any accumulated impairment losses. The items of property, plant and equipment were revalued in the year 2004, 2010, 2015 and 2021 by a firm of professional valuers on the basis of applicable methods including market value method, premise on the accompanying narrative information and valuation methodology. Capital work-in-progress represents the cost incurred for acquisition and/or construction of items of property, plant and equipment that were not ready for use at the end of 30 June 2024 and these are stated at cost.

Cost includes expenditure that is directly attributable to the acquisition of asset. The cost of self constructed asset includes the cost of material and direct labour, any other costs directly attributable to bringing the assets to the working condition for their intended use.

(ii) Subsequent costs

The cost of replacement or upgradation of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. All other repair and maintenance expense are charged to income statement as incurred.

(iii) Depreciation

All items of property, plant and equipment have been depreciated on straight line basis over the estimated useful life of each item of property, plant and equipment. Depreciation on additions is charged in full when the asset becomes available for use. Depreciation is charged at the rates varying from 2.5% to 20% depending on the estimated useful lives of assets. No depreciation is charged for land and capital work in progress, as land has unlimited useful life and CWIP has not yet been placed in service.

The revalued items of property, plant and equipment are depreciated based on their revalued amount at the date of revaluation over their remaining estimated useful lives.

The estimated useful lives of initially recognised property, plant and equipment are as follows:

<i>In Year</i>	30 June 2024	30 June 2023
Building	40 Years	40 Years
Plant and machinery	10 Years	10 Years
Equipment and machinery	5-10 Years	5-10 Years
Electrical and other office appliances	5-10 Years	5-10 Years
Furniture and fixture	10 Years	10 Years
Motor vehicles	5 Years	5 Years

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate. No revision in respect of items of property, plant and equipment was done for the year ended 30 June 2024.

(iv) Capitalisation of borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are included in the cost of that asset as per IAS 23: Borrowing cost. The capitalisation rate is the weighted average of the borrowing costs of Group's borrowings for this purpose and the capitalisation of such borrowing costs ceases when the asset is ready for intended use.

(v) Impairment

The carrying amount of the non-financial assets, other than inventories and deferred tax assets (considered as disclosed separately under respective accounting standards), are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

However, no such conditions that might be suggestive of a heightened risk of impairment of assets existed at the reporting date.

(vi) Retirement and disposals

An asset is derecognised on disposal or when no future economic benefits are expected from its use and subsequent disposal. Gains or losses arising from the retirement or disposal of an asset is determined as the difference between the net disposal proceeds and the carrying amount of the asset and is recognised as gain or loss from disposal of asset in profit or loss. When revalued assets are disposed of, the amounts included in the revaluation surplus are transferred to retained earnings.

(l) Intangible assets

Intangible assets consist of goodwill arising on the acquisition of subsidiaries is measured at cost less accumulated impairment losses. During the year no external or internal indication was found which may trigger impairment.

(m) Leases

Leases are recognised as right-of-use assets and corresponding liabilities at the inception of a contract and measured in accordance with IFRS 16. The right-of-use assets are depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

At the commencement date, lease liabilities are measured at an amount equal to the present value of the lease payments for the underlying right-of-use assets during the lease term. The lease payment are discontinued using the interest rate implicit in the lease, if that rate can be readily determined, or the Company's incremental borrowing rate. Each lease payment is allocated between the liability and finance cost.

Payments associated with all short-term leases (with a lease term of 12 months or less) and certain leases of all low-value assets are recognised on a straight-line basis as an expense in profit or loss.



(n) Financial instruments

Non-derivative financial instruments comprise of investments in shares and term deposit, trade receivable, inter-company receivable, other receivables, cash and cash equivalents, trade payables, inter-company payables, other payables, bank overdraft, share capital and interest-bearing borrowings.

(i) *Financial assets*

The Group initially recognises receivables and deposits issued on the date when they originate. All other financial assets are initially recognised on the trade date, when the Company becomes a party to the contractual provisions of the instrument.

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

The Group's financial assets comprise trade receivable, intercompany receivable, other receivables, refundable deposits and cash and cash equivalents.

Trade, inter-company and other receivables

Trade, inter-company and other receivables are initially recognised at the transaction price. These assets are subsequently measured at amortised cost using the effective interest method less allowance for impairment loss of receivables using expected credit loss model.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and all call deposits with original maturities of three months or less. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose only of the statement of cash flows.

Investment in term deposit

The Group has the positive intent and ability to hold term deposit to collect contractual cash flows, and as such financial assets are classified as amortised cost (original classification under IAS 39 was held to maturity).

(ii) *Financial liabilities*

The Group initially recognises financial liabilities on the transaction date at which the Group becomes a party to the contractual provisions of the liability. The Group recognises such financial liability when its contractual obligations arising from past events are certain and the settlement of which is expected to result in an outflow from the Company of resources embodying economic benefits.

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expired.

The Group's financial liabilities comprise trade and other payables and interest - bearing borrowings.

The Group recognises such financial liability when its contractual obligations arising from past events are certain and the settlement of which is expected to result in an outflow from the entity of resources embodying economic benefits.

(iii) *Offsetting a financial asset and a financial liability*

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

(o) Share capital

Incremental costs directly attributable to the issue of ordinary shares, net of any tax effects, are recognised as a deduction from equity. Income tax relating to transaction costs of an equity transaction are accounted for in accordance with IAS 12: Income Taxes.

(p) Impairment

(i) Financial assets

Financial assets are assessed at each reporting date to determine whether there is objective evidence of impairment. Objective evidence that financial assets are impaired includes:

- default or delinquency by a debtor;
- restructuring of an amount due to the Group on terms that the Group would not consider otherwise;
- indications that a debtor or issuer will enter bankruptcy;
- adverse changes in the payment status of borrowers or issuers; or
- observable data indicating that there is a measurable decrease in expected cash flows from a group of financial assets.

Financial assets measured at amortised cost

The Group considers evidence of impairment for these assets at both an individual asset and a collective level. All individually significant assets are individually assessed for impairment. Those found not to be impaired are then collectively assessed for any impairment that has been incurred but not yet individually identified. Assets that are not individually significant are collectively assessed for impairment. Collective assessment is carried out by grouping together assets with similar risk characteristics.

In assessing collective impairment, the Group uses historical information on the timing of recoveries and the amount of loss incurred, and makes an adjustment if current economic and credit conditions are such that the actual losses are likely to be greater or lesser than suggested by historical trends.

An impairment loss is calculated using expected credit loss model as prescribed in IFRS 9. Impairment loss is recognised in profit or loss and reflected in an allowance account. When the Group considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, then the previously recognised impairment loss is reversed through profit or loss.

(ii) Non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than biological costs, inventories and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs (Cash Generating Units).

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognised in profit or loss if the carrying amount of an asset or CGU exceeds its recoverable amount.



(q) Provisions

A provision is recognised if, as a result of past event, the Group has a present legal or constructive obligation that can be estimated reliably, and 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. Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is probable that an outflow of resources embodying economic benefits are required to settle the obligation, the provision are reversed.

(r) Going concern

The Group has adequate resources to continue in operation for the foreseeable future. For this reason the management continues to adopt going concern basis in preparing the financial statements. The current resources of the Company provide sufficient funds to meet the present requirements of its existing business.

(s) Contingencies

(i) Contingent liability

Contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company; or a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability.

The Group discloses contingent liability in the financial statements. A provision is recognised in the period in which the recognition criteria of provision is met.

(ii) Contingent asset

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

The Group does not recognise contingent asset. Only when the realisation of the related economic benefits are visually certain should recognition take place provided that it can be measured reliably because, at that point, the asset is no longer contingent.

(t) Statement of cash flows

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

(u) Earnings per share (EPS)

The Group presents basic earnings per share (EPS) for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company / Group by the weighted average number of ordinary shares outstanding during the year.

Diluted EPS is determined by adjusting profit or loss for the year attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, if any. However, dilution of EPS is not applicable for these financial statements as there was no potential dilutive ordinary shares during the year ended 30 June 2024.

(v) Events after the reporting period

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

(w) Dividends

Final dividend distribution to the Company shareholders are recognised as a liability in the financial statements in the period in which the dividends are approved by the Company shareholders at the Annual General meeting, while interim dividend distributions are recognised in the period in which the dividends are declared and paid.

(x) Materiality and aggregation

Each material class of similar items is presented separately in the financial statements. Items of dissimilar nature or function are presented separately unless they are immaterial.

7 Operating segments

(i) Basis for segmentation

The Group has the following four strategic business units, which are reportable segments. These business units offer different products and services, and are managed separately because they require different technology and marketing strategies. For each of the strategic business units, the Group's CEO reviews internal management reports at least on quarterly basis.

Reportable segments	Operations
Crop Care and Public Health (CC & PH)	To manufacture and sell crop care and public health products
Mosquito coil (M. Coil)	To manufacture and sell mosquito coil products
Aerosol	To manufacture and sell aerosol and air freshener products
Paint	To manufacture and sell paint products

(ii) Information about reportable segments

Information related to each reportable segment is set out below. Segment profit/(loss) 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.

30 June 2024

<i>In Taka</i>	Reportable segments					Total
	CC & PH	M Coil	Aerosol	Paint	Total reportable segments	
External revenue	3,816,007,126	4,452,078	719,433,023	377,937,564	4,917,829,791	4,930,703,623
Intra-segment revenue	-	-	1,407,084	-	1,407,084	4,750,832
Segment revenue	3,816,007,126	4,452,078	720,840,107	377,937,564	4,919,236,875	4,935,454,455
Cost of sales excluding depreciation	(2,455,304,342)	(34,489,843)	(665,526,402)	(299,511,832)	(3,454,832,419)	(3,474,426,626)
Depreciation	(22,416,870)	(14,643,347)	(5,400,726)	(4,270,430)	(46,731,373)	(47,624,773)
Other income	12,942,805	22,418,019	852,147	383,390	36,596,361	74,251,698
Operating expenses excluding depreciation	(661,037,253)	(10,785,076)	(13,934,564)	(145,970,809)	(831,727,701)	(833,111,546)
Finance costs	(149,698,904)	(1,157,958)	(22,667,312)	(32,513,882)	(206,038,057)	(208,932,051)
Segment profit/(loss) before tax	513,467,934	(32,495,821)	13,455,088	(98,748,699)	395,678,502	423,678,413
Segment assets	2,782,410,313	178,150,358	650,276,762	614,986,553	4,225,823,986	7,559,151,741
Segment liabilities	1,116,550,567	14,509,279	191,911,302	208,622,812	1,531,593,960	4,299,514,318

30 June 2023

<i>In Taka</i>	Reportable segments					Total
	CC & PH	M Coil	Aerosol	Paint	Total reportable segments	
External revenue	3,818,122,806	5,203,467	634,648,460	459,180,513	4,917,155,246	4,932,661,015
Intra-segment revenue	-	-	15,615,958	-	15,615,958	27,147,809
Segment revenue	3,818,122,806	5,203,467	650,264,418	459,180,513	4,932,771,204	4,959,808,824
Cost of sales excluding depreciation	(2,601,241,707)	(34,797,461)	(583,613,585)	(361,914,696)	(3,581,567,449)	(3,610,748,381)
Depreciation	(20,082,649)	(15,875,667)	(4,637,118)	(3,836,226)	(44,431,660)	(45,437,340)
Other income	6,417,127	1,882,827	524,916	1,350,895	10,175,765	30,463,498
Operating expenses excluding depreciation	(633,793,019)	(10,396,500)	(12,923,735)	(147,655,422)	(804,768,676)	(802,826,831)
Finance costs	(152,607,592)	(176,337)	(22,433,784)	(24,046,672)	(199,264,385)	(202,862,283)
Segment profit/(loss) before tax	395,974,218	(51,451,687)	25,822,056	(73,075,528)	297,269,059	311,986,531
Segment assets	2,962,783,051	185,386,635	557,010,018	545,345,202	4,250,524,906	6,674,319,691
Segment liabilities	813,444,280	13,547,619	158,703,896	180,454,584	1,166,150,379	3,621,647,106

8 Property, plant and equipment

<i>In Taka</i>	Land	Building	Plant and machinery	Equipment and machinery	Electrical and other office appliances	Furniture and fixture	Motor vehicle	Leased Vehicle	Capital work in progress	Total
Cost										
Balance at 1 July 2022	454,256,686	192,883,814	256,494,299	29,771,824	10,963,136	32,158,743	96,463,989	-	5,139,399	1,078,131,890
Additions	8,792,311	-	7,828,262	2,169,395	2,096,685	1,051,525	16,039,706	-	78,202,022	116,179,906
Transfers	-	1,113,119	3,805,762	5,430,281	-	-	-	-	(10,349,162)	-
Adjustments	-	11,490,410	276,798	-	-	-	-	-	-	11,767,208
Disposals	-	-	-	-	-	-	-	-	-	-
Balance at 30 June 2023	463,048,997	205,487,343	268,405,121	37,371,500	13,059,821	33,210,268	112,503,695	-	72,992,259	1,206,079,004
Balance at 1 July 2023	463,048,997	205,487,343	268,405,121	37,371,500	13,059,821	33,210,268	112,503,695	-	72,992,259	1,206,079,004
Additions	5,816,838	-	13,284,600	4,383,575	487,450	248,971	7,838,247	2,746,717	109,291,618	144,098,016
Transfers	702,412	11,202,980	12,812,286	-	-	-	-	-	(24,717,678)	-
Adjustments	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	(10,827,975)	-	-	-	(270,054)	-	-	(11,098,029)
Balance at 30 June 2024	469,568,247	216,690,322	283,674,033	41,755,075	13,547,271	33,459,239	120,071,888	2,746,717	157,566,200	1,339,078,992
Revaluation										
Balance at 1 July 2022	1,592,925,660	36,307,824	5,368,205	398,869	1,274,067	113,463	8.00	-	-	1,636,388,096
Additions	-	-	-	-	-	-	-	-	-	-
Adjustments	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-
Balance at 30 June 2023	1,592,925,660	36,307,824	5,368,205	398,869	1,274,067	113,463	8.00	-	-	1,636,388,096
Balance at 1 July 2023	1,592,925,660	36,307,824	5,368,205	398,869	1,274,067	113,463	8.00	-	-	1,636,388,096
Additions	-	-	-	-	-	-	-	-	-	-
Adjustments	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	(126,738)	-	-	-	-	-	-	(126,738)
Balance at 30 June 2024	1,592,925,660	36,307,824	5,241,467	398,869	1,274,067	113,463	8.00	-	-	1,636,261,358



<i>In Taka</i>	Land	Building	Plant and machinery	Equipment and machinery	Electrical and other office appliances	Furniture and fixture	Motor vehicle	Leased Vehicle	Capital work in progress	Total
Accumulated depreciation-Cost										
Balance at 1 July 2022	-	39,909,361	176,092,689	21,044,171	7,326,809	19,326,348	74,525,708	-	-	338,225,086
Depreciation	-	6,432,703	20,150,765	3,939,500	1,119,299	2,250,092	9,508,682	-	-	43,401,041
Adjustments	-	3,674,669	276,788	-	-	-	-	-	-	3,951,457
Disposals	-	-	-	-	-	-	-	-	-	-
Balance at 30 June 2023	-	50,016,733	196,520,242	24,983,671	8,446,108	21,576,440	84,034,390	-	-	385,577,584
Balance at 1 July 2023	-	50,016,733	196,520,242	24,983,671	8,446,108	21,576,440	84,034,390	-	-	385,577,584
Depreciation	-	6,837,485	21,055,325	4,376,289	2,061,052	2,475,687	9,168,512	91,557	-	46,065,909
Adjustments	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	(9,132,738)	-	-	-	(266,582)	-	-	(9,399,319)
Balance at 30 June 2024	-	56,854,218	208,442,829	29,359,960	10,507,160	24,052,127	92,936,321	91,557	-	422,244,173

<i>In Taka</i>	Land	Building	Plant and machinery	Equipment and machinery	Electrical and other office appliances	Furniture and fixture	Motor vehicle	Leased Vehicle	Capital work in progress	Total
Accumulated depreciation- Revaluation										
Balance at 1 July 2022	-	7,373,853	4,803,615	387,003	860,955	87,941	(2.00)	-	-	13,513,365
Depreciation	-	1,185,886	347,898	4,564	118,027	9,900	6.00	-	-	1,666,281
Adjustments	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-
Balance at 30 June 2023	-	8,559,739	5,151,513	391,567	978,982	97,841	4.00	-	-	15,179,646
Balance at 1 July 2023	-	8,559,739	5,151,513	391,567	978,982	97,841	4.00	-	-	15,179,646
Depreciation	-	1,173,801	34,031	4,645	118,028	6,127	-	-	-	1,336,633
Adjustments	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	(125,303)	-	-	-	-	-	-	(125,303)
Balance at 30 June 2024	-	9,733,540	5,060,242	396,212	1,097,010	103,968	4.00	-	-	16,390,976

Carrying amounts

As at 1 July 2022	2,047,182,346	181,908,424	80,966,200	8,739,519	4,049,439	12,857,917	21,938,291	-	5,139,399	2,362,781,535
At 30 June 2023	2,055,974,657	183,218,695	72,101,571	12,395,132	4,908,798	11,649,450	28,469,309	-	72,992,259	2,441,709,871
Balance at 30 June 2024	2,062,493,907	186,410,388	75,412,429	12,397,773	3,217,168	9,416,606	27,135,572	2,655,160	157,566,200	2,536,705,205

8 (a) Consolidated property, plant and equipment

<i>In Taka</i>	Land	Building	Plant and machinery	Equipment and machinery	Electrical and other office appliances	Furniture and fixture	Motor vehicle	Leased Vehicle	Capital work in progress	Total
Cost										
Balance at 1 July 2022	454,256,687	192,883,814	258,797,902	30,383,992	11,396,599	32,509,706	96,463,989	-	5,139,399	1,081,832,088
Additions	8,792,311	-	7,828,262	2,169,395	2,096,685	1,051,525	16,039,706	-	78,202,022	116,179,906
Transfers	-	1,113,119	3,805,762	5,430,281	-	-	-	-	(10,349,162)	-
Adjustments	-	11,490,410	276,798	-	-	-	-	-	-	11,767,208
Disposals	-	-	-	-	-	-	-	-	-	-
Balance at 30 June 2023	463,048,998	205,487,343	270,708,724	37,983,668	13,493,284	33,561,231	112,503,695	-	72,992,259	1,209,779,202
Balance at 1 July 2023	463,048,998	205,487,343	270,708,724	37,983,668	13,493,284	33,561,231	112,503,695	-	72,992,259	1,209,779,202
Additions	5,816,838	-	13,284,600	4,383,575	487,450	248,971	7,838,247	2,746,717	109,291,618	144,098,016
Transfers	702,412	11,202,980	12,812,286	-	-	-	-	-	(24,717,678)	-
Adjustments	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	(10,827,975)	-	-	-	(270,054)	-	-	(11,098,029)
Balance at 30 June 2024	469,568,248	216,690,322	285,977,636	42,367,243	13,980,734	33,810,202	120,071,888	2,746,717	157,566,199	1,342,779,190
Revaluation										
Balance at 1 July 2022	1,592,925,660	36,307,824	5,368,210	398,869	1,274,067	113,463	7.00	-	-	1,636,388,100
Additions	-	-	-	-	-	-	-	-	-	-
Adjustments	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-
Balance at 30 June 2023	1,592,925,660	36,307,824	5,368,210	398,869	1,274,067	113,463	7.00	-	-	1,636,388,100
Balance at 1 July 2023	1,592,925,660	36,307,824	5,368,210	398,869	1,274,067	113,463	7.00	-	-	1,636,388,100
Additions	-	-	-	-	-	-	-	-	-	-
Adjustments	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	(126,738)	-	-	-	-	-	-	(126,738)
Balance at 30 June 2024	1,592,925,660	36,307,824	5,241,472	398,869	1,274,067	113,463	7.00	-	-	1,636,261,362

<i>In Taka</i>	Land	Building	Plant and machinery	Equipment and machinery	Electrical and other office appliances	Furniture and fixture	Motor vehicle	Leased Vehicle	Capital work in progress	Total
Accumulated depreciation-Cost										
Balance at 1 July 2022	-	39,909,361	178,050,748	21,588,414	7,589,204	19,624,294	74,525,714	-	-	341,287,735
Depreciation	-	6,432,703	20,381,125	4,013,193	1,150,169	2,285,188	9,508,682	-	-	43,771,060
Adjustments	-	3,674,669	276,788	-	-	-	-	-	-	3,951,457
Disposals	-	-	-	-	-	-	-	-	-	-
Balance at 30 June 2023	-	50,016,733	198,708,661	25,601,607	8,739,373	21,909,482	84,034,396	-	-	389,010,252
Balance at 1 July 2023	-	50,016,733	198,708,661	25,601,607	8,739,373	21,909,482	84,034,396	-	-	389,010,252
Depreciation	-	6,837,485	21,170,502	4,449,993	2,076,486	2,493,603	9,168,512	91,557	-	46,288,139
Adjustments	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	(9,132,738)	-	-	-	(266,582)	-	-	(9,399,319)
Balance at 30 June 2024	-	56,854,218	210,746,425	30,051,600	10,815,859	24,403,085	92,936,327	91,557	-	425,899,072

<i>In Taka</i>	Land	Building	Plant and machinery	Equipment and machinery	Electrical and other office appliances	Furniture and fixture	Motor vehicle	Leased Vehicle	Capital work in progress	Total
Accumulated depreciation- Revaluation										
Balance at 1 July 2022	-	7,373,853	4,803,615	387,003	860,955	87,941	(2.00)	-	-	13,513,365
Depreciation	-	1,185,886	347,898	4,564	118,027	9,900	6.00	-	-	1,666,281
Adjustments	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-
Balance at 30 June 2023	-	8,559,739	5,151,513	391,567	978,982	97,841	4.00	-	-	15,179,646
Balance at 1 July 2023	-	8,559,739	5,151,513	391,567	978,982	97,841	4.00	-	-	15,179,646
Depreciation	-	1,173,801	34,031	4,645	118,028	6,127	-	-	-	1,336,633
Adjustments	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	(125,303)	-	-	-	-	-	-	(125,303)
Balance at 30 June 2024	-	9,733,540	5,060,242	396,212	1,097,010	103,968	4.00	-	-	16,390,976

Carrying amounts										
As at 1 July 2022	2,047,182,347	181,908,424	81,311,749	8,807,444	4,220,507	12,910,934	21,938,284	-	5,139,399	2,363,419,088
At 30 June 2023	2,055,974,658	183,218,694	72,216,760	12,389,363	5,048,996	11,667,371	28,469,302	-	72,992,259	2,441,977,404
Balance at 30 June 2024	2,062,493,908	186,410,388	75,412,441	12,318,300	3,341,932	9,416,611	27,135,565	2,655,160	157,566,199	2,536,750,503

9 Leases

The Group has rent agreements for depots, warehouses, outlets, and other uses for the business. Rent agreements having non-cancellable (either by agreement or in substance) tenor of 12 months or more have been charged through right of use assets. Short term rent agreements have been charged directly as expense. Information about such leases for which the Group is a lessee is presented below:

i. Right-of-use assets

<i>In Taka</i>	30 June 2024	30 June 2023
Right-of-use assets	31,748,853	47,394,934
Additions during the year	815,235	48,486,502

ii. Lease liability

<i>In Taka</i>		30 June 2024	30 June 2023
Non-current portion of lease liability	ii (a)	20,781,579	31,283,715
Current portion of lease liability	ii (b)	12,852,795	12,439,970
		33,634,374	43,723,685

ii(a). Non-current portion of lease liability

<i>In Taka</i>	30 June 2024	30 June 2023
Leased rent	18,715,042	31,283,715
Leased vehicle	2,066,537	-
	20,781,579	31,283,715

ii(b). Current portion of lease liability

<i>In Taka</i>	30 June 2024	30 June 2023
Leased rent	12,486,557	12,439,970
Leased vehicle	366,238	-
	12,852,795	12,439,970

iii. Reconciliation of rent expense

<i>In Taka</i>	Note	30 June 2024	30 June 2023
Amount recognised in profit or loss			
Charge on right-of-use rent agreements	31	16,461,316	13,871,678
Interest on lease liabilities	32	3,211,364	2,861,671
Expense for short term rents	31	9,913,526	16,975,052
Amount recognised in profit or loss under IFRS 16		29,586,206	33,708,401
Rent paid (excluding IFRS 16 adjustment)		28,401,726	33,002,290



9(a) Consolidated leases

i. Right-of-use assets

<i>In Taka</i>	30 June 2024	30 June 2023
Right-of-use assets	31,748,853	47,394,934

ii. Lease liability

<i>In Taka</i>	30 June 2024	30 June 2023
Non-current portion of lease liability		
Leased rent	18,715,042	31,283,715
Leased vehicle	2,066,537	-
	20,781,579	31,283,715
Current portion of lease liability		
Leased rent	12,486,557	12,439,970
Leased vehicle	366,238	-
	12,852,795	12,439,970

10 Investments

<i>In Taka</i>	Note	30 June 2024	30 June 2023
Investment in subsidiary	10.1	21,948,334	21,948,334
Investment in FDR	10.2	56,804,767	40,590,611
Investment in shares of ACI Motors Limited		75,000	75,000
		78,828,101	62,613,945

ACI Motors Limited is a subsidiary of ACI Limited and consolidated by ACI Limited.

10.1 Investment in subsidiary

	30 June 2024				30 June 2023	
	Number of shares	Face value per share	Called and paid up capital per share	Share-holding	Value	Value
		Taka	Taka	%	Taka	Taka
Name of subsidiary						
Neem Laboratories (Pvt.) Ltd	4,900	100	100	98	3,948,334	3,948,334
ACI Agrochem (Pvt.) Ltd	1,800,000	10	10	90	18,000,000	18,000,000
Total investment in subsidiary					21,948,334	21,948,334

10.2 Investment in FDR includes amounting to Taka 2,022,500 which is kept as lien against service received from Titas Gas Transmission and Distribution Co. Limited. Therefore, the Company has no intention to encash the said amount and recorded as long term investment.

10(a) Consolidated investments

<i>In Taka</i>	Note	30 June 2024	30 June 2023
Investment in FDR	10.2	56,804,767	40,590,611
Investment in shares of ACI Motors Limited		75,000	75,000
		56,879,767	40,665,611

11 Consolidated Intangible assets

<i>In Taka</i>	30 June 2024	30 June 2023
Goodwill on acquisition:		
Neem Laboratories (Pvt.) Ltd	5,147,792	5,147,792
	5,147,792	5,147,792

12 Inventories

<i>In Taka</i>	30 June 2024	30 June 2023
Raw and packing materials	545,672,909	824,939,279
Finished goods	597,674,287	772,982,549
Goods in transit	127,314,326	40,864,618
Other inventories (engineering stores and diesel)	28,063,413	25,474,754
Allowance for inventory	(26,881,349)	(27,997,505)
	1,271,843,585	1,636,263,695

In view of innumerable items of inventories and diversified quantities, inventories are presented group-wise.

12(a) Consolidated inventories

<i>In Taka</i>	30 June 2024	30 June 2023
Raw and packing materials	545,672,909	824,939,279
Finished goods	597,950,578	773,258,840
Goods in transit	127,314,326	40,864,618
Other inventories (engineering stores and diesel)	28,063,413	25,474,754
Allowance for inventory	(27,157,640)	(28,273,796)
	1,271,843,585	1,636,263,695

13 Trade receivables

<i>In Taka</i>	30 June 2024			30 June 2023
	Dues over 6 months	Dues below 6 months	Total	Total
Related party	-	-	-	-
Other than related parties	588,507,407	871,073,747	1,459,581,154	1,395,214,487
			1,459,581,154	1,395,214,487
Less: Provision for doubtful debts			(263,821,355)	(234,925,728)
			1,195,759,799	1,160,288,759

In view of innumerable number of debtors, it is not practicable to disclose the amount of receivable against each specific debtors.

13(a) Consolidated trade receivables

<i>In Taka</i>	30 June 2024			30 June 2023
	Dues over 6 months	Dues below 6 months	Total	Total
Related parties	-	-	-	-
Other than related parties	588,978,594	871,500,788	1,460,479,382	1,395,773,321
			1,460,479,382	1,395,773,321
Less: Provision for doubtful debts			(263,821,355)	(234,925,728)
			1,196,658,026	1,160,847,593



14 Other receivables

Other receivables represent mainly receivable on accounts of promotional expense to be reimbursed by Akzo Nobel and interest income from FDR.

15 Inter-company receivables

<i>In Taka</i>	30 June 2024	30 June 2023
ACI Limited	1,557,717,915	635,290,727
ACI HealthCare USA, Inc.	48,023,912	40,416,316
Neem Laboratories (Pvt.) Ltd	6,817,098	7,069,824
	1,612,558,924	682,776,867

Inter-company receivable is operated under normal course of business maintaining a common policy of charging interest to ensure efficient fund management and optimize effective borrowing cost at group level.

15(a) Consolidated inter-company receivables

<i>In Taka</i>	30 June 2024	30 June 2023
ACI Limited	1,557,897,501	635,497,827
ACI HealthCare USA, Inc.	48,023,912	40,416,316
	1,605,921,413	675,914,143

16 Advances, deposits and prepayments

<i>In Taka</i>	30 June 2024	30 June 2023
Advances:		
Staffs	259,454	375,676
Supplier and others	21,409,369	11,454,304
VAT current account	22,265,948	(1,093,897)
	43,934,770	10,736,083
Deposits:		
SSecurity deposits	10,070,573	10,382,573
LC margin	122,232,828	4,571,000
Bank guarantee margin	4,784,073	4,784,073
	137,087,474	19,737,646
Prepayments:		
Prepaid expenses	2,796,417	2,326,488
	2,796,417	2,326,488
	183,818,661	32,800,217

16(a) Consolidated advances, deposits and prepayments

<i>In Taka</i>	30 June 2024	30 June 2023
Advances:		
Staffs	365,854	480,676
Suppliers and others	21,771,879	12,105,416
VAT current account	22,265,948	(1,093,897)
	44,403,681	11,492,195
Deposits:		
Security deposits	10,070,573	10,382,573
LC margin	122,232,828	4,571,000
Bank guarantee margin	4,784,073	4,784,073
	137,087,474	19,737,646
Prepayments:		
Prepaid expenses	2,796,417	2,326,488
	2,796,417	2,326,488
	184,287,572	33,556,329

17 Cash and cash equivalents

<i>In Taka</i>	Note	30 June 2024	30 June 2023
Cash in hand		7,066,769	6,296,759
Collection in hand	17.1	22,615,527	44,895,735
Cash at bank	17.2	173,970,895	144,067,070
		203,653,191	195,259,564

17.1 This represents cash in hand at depots which was collected against cash sales and payment instruments collected against credit sales at the end of the reporting period.

17.2 Cash at Bank

<i>In Taka</i>	30 June 2024	30 June 2023
Standard Chartered Bank	27,593,457	8,851,600
The Hongkong and Shanghai Banking Corporation Limited (HSBC)	15,721,410	9,606,117
AB Bank PLC	33,275,050	16,425,028
Agrani Bank PLC	4,529,929	23,538,078
Janata Bank PLC	16,069,619	16,718,123
Sonali Bank PLC	497,716	2,364,681
BRAC Bank PLC	13,609,083	10,558,038
ONE Bank PLC	8,965	8,965
Commercial Bank of Ceylon PLC	633,213	20,172,354
Prime Bank PLC	43,530,783	18,315,834
Pubali Bank PLC	261,133	2,820,436
Dutch Bangla Bank PLC	5,652,773	8,184,825
Mercantile Bank PLC	4,706,200	1,810,659
Bengal Commercial Bank PLC	2,538,462	11,873
Al Arafa Islami Bank PLC	5,216,931	3,684,883
The Trust Bank PLC	46,141	995,575
Jamuna Bank PLC	80,029	-
	173,970,895	144,067,070



17.3 Reconciliation of net operating cash flow

<i>In Taka</i>	30 June 2024	30 June 2023
Profit after tax	323,102,029	235,112,038
<i>Adjustment for:</i>		
- Depreciation and amortization	47,402,542	45,067,322
- Bad debts and inventory loss/(recovery)	31,977,976	(61,472,509)
- Net finance cost	210,312,751	203,070,291
- Unrealized gain/(loss) on translation of foreign currency receivables	(3,828,007)	(4,994,750)
- Tax expense	97,842,499	76,696,112
- Contribution to WPPF	22,154,975	16,410,955
- Gain/ loss on asset disposal	(15,396,464)	-
- Dividend income	(33,205,120)	-
<i>Changes in:</i>		
- Inventories	345,084,361	(200,022,291)
- Trade and other receivables	(35,031,427)	(65,527,455)
- Advances, deposit and prepayments	(151,018,444)	6,635,837
- Trade and other payables, employment benefits'	214,334,160	(29,545,663)
Cash generating from operating activities	1,053,731,830	221,429,887
Paid to WPPF	(16,410,955)	(17,282,035)
Interest paid	(171,748,406)	(163,173,256)
Income tax paid	(169,527,876)	(30,030,258)
Net cash from operating activities	696,044,594	10,944,338

17(a) Consolidated cash and cash equivalents

<i>In Taka</i>	Note	30 June 2024	30 June 2023
Cash in hand		7,152,674	6,296,759
Collection in hand	17.1	22,615,527	44,895,735
Cash at bank	17.2(a)	176,913,432	146,864,853
		206,681,633	198,057,347

17.2(a) Consolidated cash at bank

<i>In Taka</i>	30 June 2024	30 June 2023
Standard Chartered Bank	27,593,457	8,851,600
The Hongkong and Shanghai Banking Corporation Limited (HSBC)	15,721,410	9,606,117
AB Bank PLC	33,275,050	16,425,028
Agrani Bank PLC	4,529,929	23,538,078
Janata Bank PLC	16,069,619	16,718,123
Sonali Bank PLC	497,716	2,364,681
BRAC Bank PLC	13,609,083	10,558,038
ONE Bank PLC	8,965	8,965
Commercial Bank of Ceylon PLC	633,213	20,172,354
Prime Bank PLC	43,530,783	20,123,151
Pubali Bank PLC	1,898,307	2,820,436
Dutch Bangla Bank PLC	6,958,137	9,175,291
Mercantile Bank PLC	4,706,200	1,810,659
Bengal Commercial Bank PLC	2,538,462	11,873
Al Arafa Islami Bank PLC	5,216,931	3,684,883
The Trust Bank PLC	46,141	995,575
Jamuna Bank PLC	80,029	-
	176,913,432	146,864,853

17.3(a) Reconciliation of consolidated net operating cash flow

<i>In Taka</i>	30 June 2024	30 June 2023
Profit after tax	325,089,838	234,869,474
<i>Adjustment for:</i>		
- Depreciation and amortization	47,624,773	45,437,340
- Bad debts and inventory loss/(recovery)	31,977,976	(61,472,507)
- Net finance cost	211,048,260	202,862,283
- Unrealized gain/(loss) on translation of foreign currency receivables	(3,828,007)	(4,994,750)
- Tax expense	98,575,576	77,117,057
- Contribution to WPPF	22,154,975	16,410,955
- Gain/ loss on asset disposal	(15,396,464)	-
- Dividend income	(33,205,120)	-
<i>Changes in:</i>		
- Inventories	345,084,361	(200,022,291)
- Trade and other receivables	(35,370,820)	(65,615,097)
- Advances, deposit and prepayments	(150,887,031)	6,530,838
- Trade and other payables, employment benefits ¹	212,200,502	(29,550,233)
Cash generating from operating activities	1,055,068,819	221,573,069
Paid to WPPF	(16,410,955)	(17,282,035)
Interest paid	(170,432,552)	(162,965,248)
Income tax paid	(169,912,800)	(30,154,338)
Net cash from operating activities	698,312,512	11,171,448

18 Share capital

<i>In Taka</i>	30 June 2024	30 June 2023
Ordinary shares (6,600,000 shares of Tk 10 each)	66,000,000	66,000,000
Bonus shares (34,750,000 shares of Tk. 10 each)	347,500,000	347,500,000
Right shares (5,900,000 shares of Tk. 10 each)	59,000,000	59,000,000
In issue at reporting date - fully paid	472,500,000	472,500,000
Authorised - par value Tk. 10	500,000,000	500,000,000

18.1 Shareholding position

	Number of shares		Percentage of holding		Value (Taka)	
	30 June 2024	30 June 2023	30 June 2024	30 June 2023	30 June 2024	30 June 2023
Directors and sponsors	31,193,614	31,193,614	66.02%	66.02%	311,936,140	311,936,140
Institutions	10,014,404	9,424,166	21.19%	19.95%	100,144,040	94,241,660
General shareholders	6,041,982	6,632,220	12.79%	14.04%	60,419,820	66,322,200
	47,250,000	47,250,000	100.00%	100.00%	472,500,000	472,500,000



18.2 Share owning schedule

Shareholder's range	Number of shareholders		Number of shares		Percentage of holding	
	30 June 2024	30 June 2023	30 June 2024	30 June 2023	30 June 2024	30 June 2023
Less than 500	3,755	3,980	618,497	637,369	1.31%	1.35%
501 to 5000 shares	1,735	1,817	2,728,594	2,870,551	5.77%	6.08%
5001 to 10,000 shares	155	161	1,144,788	1,176,494	2.42%	2.49%
10,001 to 20,000 shares	63	64	912,538	936,473	1.93%	1.98%
20,001 to 30,000 shares	14	20	365,036	525,326	0.77%	1.11%
30,001 to 40,000 shares	11	10	381,149	348,217	0.81%	0.74%
40,001 to 50,000 shares	10	14	478,445	608,152	1.01%	1.29%
50,001 to 100,000 shares	16	13	1,144,897	955,767	2.42%	2.02%
100,001 to 1,000,000 shares	18	18	4,055,946	3,771,541	8.58%	7.98%
Over 1,000,000 shares	5	5	35,420,110	35,420,110	74.96%	74.96%
	5,782	6,102	47,250,000	47,250,000	100.00%	100.00%

19 Employee benefits

<i>In Taka</i>	Note	30 June 2024	30 June 2023
Defined benefit obligation	19.1	46,520,000	50,470,000
Other employee benefits		16,810,004	14,360,000
		63,330,004	64,830,000

19.1 Defined benefit obligation

<i>In Taka</i>	30 June 2024	30 June 2023
Opening balance	50,470,000	45,208,799
Provision during the year	12,450,000	11,080,000
Provision recognized through OCI	-	1,422,357
Paid during the year	(16,400,000)	(7,241,156)
Closing balance	46,520,000	50,470,000

19.1.1 Actuarial gain/loss on remeasurement of defined benefit obligations and plan assets:

<i>In Taka</i>	30 June 2024	30 June 2023
Amount recognised in Statement of Financial Position:		
Defined benefit obligation at the reporting date	69,767,932	64,498,985
Fair value of plan assets at the reporting date	(23,247,932)	(14,028,985)
Net defined benefit obligation at the reporting date	46,520,000	50,470,000
Movement in defined benefit obligation:		
Defined benefit obligation at the end of prior year	64,498,985	59,533,611
Service cost	7,329,910	7,450,000
Interest cost on obligation	6,056,400	4,850,000
Benefits paid out	(8,117,363)	(8,089,539)
(Gain)/losses on remeasurement	-	754,913
Defined benefit obligation at the reporting date	69,767,932	64,498,985
Movement in fair value of plan assets:		
Fair value of plan assets at the end of prior year	14,028,985	14,324,812
Interest income on plan assets	936,310	1,220,000
Contributions received from employer	16,400,000	7,241,156
Benefits paid out from plan assets	(8,117,363)	(8,089,539)
(Gain) /losses on remeasurement	-	(667,444)
Fair value of plan assets at the reporting date	23,247,932	14,028,985

20 Deferred tax liabilities

<i>In Taka</i>	Note	30 June 2024	30 June 2023
Opening balance		200,663,218	34,190,633
Deferred tax (income)/expense through profit or loss	33	(10,181,885)	(10,750,147)
Deferred tax (income)/expense through OCI		-	177,222,732
Closing balance		190,481,333	200,663,218

<i>In Taka</i>	Carrying amount on reporting date	Tax base	Taxable/ (deductible) temporary difference	Deferred tax liabilities/ (assets)
At 30 June 2024				
Land	2,062,493,908	-	2,062,493,908	238,938,849
Property, plant and equipment (other than land)	316,645,098	191,898,870	124,746,228	28,067,901
Allowance for inventory	26,881,349	-	(26,881,349)	(6,048,304)
Allowance for doubtful debts	263,821,355	-	(263,821,355)	(59,359,805)
Defined benefit obligation	46,520,000	-	(46,520,000)	(10,467,000)
Temporary difference for IFRS 16 : Lease	2,890,262	-	(2,890,262)	(650,309)
Taxable/(Deductible) temporary differences	2,719,251,973	191,898,870	1,847,127,169	190,481,333
Applicable tax rate for land				6%
Applicable tax rate for other than land				22.50%
Deferred tax liabilities				190,481,333

At 30 June 2023				
Land	2,055,974,658	-	2,055,974,658	238,938,849
Property, plant and equipment (other than land)	312,742,955	167,757,857	144,985,098	32,621,647
Allowance for slow-moving inventory	27,997,505	-	(27,997,505)	(6,299,439)
Allowance for doubtful debts	234,925,728	-	(234,925,728)	(52,858,289)
Defined benefit obligation	50,470,000	-	(50,470,000)	(11,355,750)
Temporary difference for IFRS 16 : Lease	1,705,778	-	(1,705,778)	(383,800)
Taxable/(Deductible) temporary differences	2,683,816,624	167,757,857	1,885,860,744	200,663,218
Applicable tax rate for land				6%
Applicable tax rate for other than land				22.50%
Deferred tax liabilities				200,663,218

20(a) Consolidated deferred tax liabilities

<i>In Taka</i>	Note	30 June 2024	30 June 2023
Opening balance		200,663,219	34,148,883
Deferred tax (income)/expense for the year	33(a)	(10,181,885)	(10,708,396)
Deferred tax (income)/expense through OCI		-	177,222,732
Closing balance		190,481,333	200,663,219

21 Bank overdrafts

<i>In Taka</i>	30 June 2024	30 June 2023
BRAC Bank PLC	10,312,939	10,080,650
Bengal Commercial Bank PLC	103,072,865	96,508,704
Prime Bank PLC	22,701,304	21,769,838
Commercial Bank of Ceylon PLC	16,581,002	12,005,574
One Bank PLC	51,375,463	-
	204,043,573	140,364,766



22 Loans and borrowings

<i>In Taka</i>	30 June 2024	30 June 2023
BRAC Bank PLC	336,299,558	311,657,562
The City Bank PLC	32,037,797	50,680,483
Prime Bank PLC	611,140,074	409,485,312
Bengal Commercial Bank PLC	450,000,000	450,000,000
Commercial Bank of Ceylon PLC	738,259,293	666,888,800
Pubali Bank PLC	85,866,287	223,918,564
Al-Arafah Islami Bank PLC	500,000,000	500,000,000
Jamuna Bank PLC	217,949,224	-
Mercantile Bank PLC	9,540,000	-
ONE Bank PLC	50,000,000	-
	3,031,092,233	2,612,630,721

ACI Formulations Limited has following facility arrangements with banks as of 30 June 2024:

<i>In Taka</i>	Overdraft limit	Short-term facilities limit	Long-term loan limit	Revolving Trust / Acceptance Limit/ Letter of credit	Bank Guarantee	Revolving Loan
HSBC	10,000,000	-	-	100,000,000	24,679	-
BRAC Bank PLC	10,000,000	-	-	250,000,000	50,000,000	150,000,000
City Bank PLC	-	-	-	800,000,000	-	-
Prime Bank PLC	30,000,000	150,000,000	-	580,000,000	20,000,000	-
Bengal Commercial Bank PLC	100,000,000	450,000,000	-	50,000,000	-	-
Commercial Bank of Ceylon PLC	20,000,000	450,000,000	-	800,000,000	-	-
Pubali Bank PLC	-	-	-	210,500,000	-	-
Al-Arafah Islami Bank PLC	-	500,000,000	-	-	-	-
Mercantile Bank PLC	-	-	-	164,230,000	-	-
ONE Bank PLC	50,000,000	50,000,000	-	500,000,000	-	-
Jamuna Bank PLC	-	-	-	223,399,000	-	-

Securities against the facilities

- Demand promissory note and letter of continuation for Tk 6,716,000,000 .
- Registered hypothecation over stock and book debts of the Company on pari-pasu basis for Tk 4,550,000,000.
- Corporate guarantee from Advanced Chemical Industries Limited supported by board resolution.
- Letter of Set Off between different accounts maintained with the bank.
- Cross Corporate guarantee among Advance Chemicals Industries Limited, ACI Formulations Limited, ACI Salt Ltd, ACI Pure Flour Ltd, Premiaflex Plastics Ltd., & ACI Motors Ltd. for Prime Bank PLC.
- Post dated Cheque BDT 1,800,000,000 to -Prime Bank Limited, Bengal Commercial Bank PLC, and Al-Arafah Islami Bank PLC.

22(a) Consolidated Loans and borrowings

<i>In Taka</i>	30 June 2024	30 June 2023
BRAC Bank Limited PLC	336,299,558	311,657,562
The City Bank PLC	32,037,797	50,680,483
Prime Bank PLC	611,140,074	409,485,312
Bengal Commercial Bank PLC	450,000,000	450,000,000
Commercial Bank of Ceylon PLC	738,259,293	666,888,800
Pubali Bank PLC	85,866,287	223,918,564
Al-Arafah Islami Bank PLC	500,000,000	500,000,000
Jamuna Bank PLC	217,949,224	-
Mercantile Bank PLC	9,540,000	-
ONE Bank PLC	50,000,000	-
	3,031,092,233	2,612,630,721

23 Trade payables

<i>In Taka</i>	30 June 2024	30 June 2023
Related party-Premiaflex Plastics Limited	6,562,613	1,855,575
Other than related parties	222,075,607	73,154,476
	228,638,220	75,010,051

23(a) Consolidated trade payables

<i>In Taka</i>	30 June 2024	30 June 2023
Related party-Premiaflex Plastics Limited	6,562,613	1,855,575
Other than related parties	222,392,153	73,471,022
	228,954,766	75,326,597

24 Other payables

<i>In Taka</i>	Note	30 June 2024	30 June 2023
Creditors for expenses	24.1	359,119,304	370,273,022
Advance from customer		23,274,214	4,806,414
Interest payable		88,840,686	50,211,492
Security money payable		37,891,295	28,852,348
Withholding tax and VAT		15,062,818	7,328,220
Workers' profit participation fund	24.2	22,154,975	16,410,955
		546,343,292	477,882,451

24.1 This includes accrued selling, manufacturing and other accrued expenses.

24.2 Workers' profit participation fund

<i>In Taka</i>	30 June 2024	30 June 2023
Opening balance	16,410,955	17,282,035
Addition during the year	22,154,975	16,410,955
Interest accrued during the year	650,626	463,189
Paid during the year	(17,061,581)	(17,745,224)
	22,154,975	16,410,955

24(a) Consolidated other payables

<i>In Taka</i>	Note	30 June 2024	30 June 2023
Creditors for expenses	24.1	359,404,136	370,795,937
Advance from customer		23,274,214	4,806,414
Interest payable		88,840,686	50,211,492
Security money payable		37,891,295	28,852,348
Withholding tax and VAT		15,062,818	7,328,220
Provision for workers' profit participation fund	24.2	22,154,975	16,410,955
		546,628,124	478,405,366



25 Unclaimed dividend account

<i>In Taka</i>	30 June 2024	30 June 2023
Unclaimed/ unpaid dividend	1,349,911	5,702,752
	1,349,911	5,702,752

26 Inter-company payables

<i>In Taka</i>	30 June 2024	30 June 2023
ACI AgorChem Limited	19,630,269	17,818,225
	19,630,269	17,818,225

This arises due to common cost sharing and working capital financing with ACI AgroChem Limited .

27 Current tax liabilities/(assets)

<i>In Taka</i>	Note	30 June 2024	30 June 2023
Opening balance		651,641,121	564,194,862
Provision made during the year		108,024,384	87,446,259
		759,665,506	651,641,121
Advance income tax paid	27.1	(1,174,874,044)	(1,005,346,169)
		(415,208,539)	(353,705,048)

27.1 Advance income tax

<i>In Taka</i>	30 June 2024	30 June 2023
Opening balance	1,005,346,169	975,315,911
Additions	169,527,876	30,030,258
	1,174,874,044	1,005,346,169

27(a) Consolidated current tax liabilities/(assets)

<i>In Taka</i>	Note	30 June 2024	30 June 2023
Opening balance		654,147,196	566,321,743
Provision made during the year		108,757,461	87,825,453
Paid/Adjustment during the year		(1,811,994)	-
Closing balance		761,092,663	654,147,196
Advance income tax paid	27.1(a)	(1,175,529,554)	(1,007,428,749)
		(414,436,891)	(353,281,553)

27.1(a) Consolidated advance income tax

<i>In Taka</i>	30 June 2024	30 June 2023
Opening balance	1,007,428,749	977,274,408
Additions	168,100,806	30,154,341
	1,175,529,554	1,007,428,749

28 Revenue

<i>In Taka</i>	Note	For the year ended 30 June 2024	For the year ended 30 June 2023
Agrochemical products	28.1	3,816,007,126	3,818,122,806
Consumer products	28.2	1,117,510,665	1,140,185,448
		4,933,517,791	4,958,308,254

In view of innumerable items of sales and diversified quantities, it is not practicable to disclose the quantities against each items of sale.

28.1 Agrochemical products

<i>In Taka</i>	For the year ended 30 June 2024	For the year ended 30 June 2023
Local	3,716,407,927	3,774,272,626
Export	99,599,199	43,850,180
	3,816,007,126	3,818,122,806

28.2 Consumer products

<i>In Taka</i>	Note	For the year ended 30 June 2024	For the year ended 30 June 2023
Coil	28.2.1	4,452,078	5,203,467
Aerosol	28.2.1	720,840,107	650,264,418
Vanish	28.2.1	14,280,916	25,537,050
Paint		377,937,564	459,180,513
		1,117,510,665	1,140,185,448

28.2.1 On 24 April 2015 ACI Limited entered into agreements with S. C. Johnson & Son, Inc. (a corporation incorporated under the laws of the state of Wisconsin, USA) whereby S. C. Johnson & Son, Inc. has purchased the brands of these products on mutually beneficial terms. As per contract, ACI Formulations Limited produces these products for S.C. Johnson & Son, Inc., which are marketed by ACI Limited through its own channel. ACI Formulations Limited will continue to be the manufacturer of these products for a period of 5 years from 24 April 2015. The agreement was subsequently renewed and ACI FL continue to be act as manufacturer as per agreed terms and conditions.

28(a) Consolidated revenue

<i>In Taka</i>	Note	For the year ended 30 June 2024	For the year ended 30 June 2023
Agrochemical products	28.1(a)	3,816,007,126	3,818,122,806
Consumer products	28.2(a)	1,119,447,329	1,141,686,018
		4,935,454,455	4,959,808,824

28.1(a) Agrochemical products

<i>In Taka</i>	For the year ended 30 June 2024	For the year ended 30 June 2023
Local	3,716,407,927	3,774,272,626
Export	99,599,199	43,850,180
	3,816,007,126	3,818,122,806

28.2(a) Consumer products

<i>In Taka</i>	For the year ended 30 June 2024	For the year ended 30 June 2023
Coil	4,452,078	5,203,467
Aerosol	720,840,107	650,264,418
Vanish	14,280,916	25,537,050
Paint	377,937,564	459,180,513
Herbal cosmetics	1,936,664	1,500,570
	1,119,447,329	1,141,686,018

29 Cost of sales

<i>In Taka</i>	Note	For the year ended 30 June 2024	For the year ended 30 June 2023
Opening stock of finished goods		772,982,549	572,989,183
Cost of goods manufactured	29.1.1	3,073,147,117	3,532,582,669
Finished goods purchased		268,928,590	385,422,858
Stock write off/adjustment		(9,594,382)	(75,138,888)
Cost of finished goods available for sale		4,105,463,874	4,415,855,822
Closing stock of finished goods		(597,674,287)	(772,982,549)
		3,507,789,587	3,642,873,273

29.1 Cost of Sales for the year

<i>In Taka</i>	Note	For the year ended 30 June 2024						For the year ended 30 June 2023
		Crop Care & Public Health	Mosquito Coil	Aerosol	Vanish	Paint	Total	
Stock of finished goods at 1 July		591,146,454	891,981	58,249,148	3,072,610	119,622,356	772,982,549	572,989,183
Cost of goods manufactured	29.1.1	2,062,293,138	50,190,907	692,151,564	22,602,599	245,908,910	3,073,147,117	3,532,582,669
Finished goods purchased		222,511,037	-	-	-	46,417,553	268,928,590	385,422,858
Stock write off/adjustment		(8,249,741)	-	(10,857,523)	(543,188)	10,056,070	(9,594,382)	(75,138,888)
Cost of finished goods available for sale		2,867,700,888	51,082,888	739,543,189	25,132,021	422,004,889	4,105,463,874	4,415,855,822
Stock of finished goods at 30 June		(402,364,979)	(2,285,408)	(68,951,771)	(4,924,554)	(119,147,575)	(597,674,287)	(772,982,549)
		2,465,335,909	48,797,480	670,591,418	20,207,467	302,857,314	3,507,789,587	3,642,873,273

29.1.1 Cost of goods manufactured

<i>In Taka</i>	Note	For the year ended 30 June 2024						For the year ended 30 June 2023
		Crop Care & Public Health	Mosquito Coil	Aerosol	Vanish	Paint	Total	
Cost of materials consumed	29.1.1.1	1,960,830,450	3,207,756	653,024,075	12,329,518	220,350,246	2,849,742,045	3,317,319,016
Manufacturing overhead	31	101,462,688	46,983,152	39,127,489	10,273,081	25,558,663	223,405,072	215,263,653
Cost of production		2,062,293,138	50,190,907	692,151,564	22,602,599	245,908,910	3,073,147,117	3,532,582,669
Difference in work in process		-	-	-	-	-	-	-
Work in process at 1 July		-	-	-	-	-	-	-
Work in process at 30 June		-	-	-	-	-	-	-
		2,062,293,138	50,190,907	692,151,564	22,602,599	245,908,910	3,073,147,117	3,532,582,669

29.1.1.1.1 Cost of materials consumed

<i>In Taka</i>	For the year ended 30 June 2024						For the year ended 30 June 2023
	Crop Care & Public Health	Mosquito Coil	Aerosol	Vanish	Paint	Total	
Raw and packing materials							
Opening stock	619,371,906	4,185,823	139,996,800	3,527,539	57,857,212	824,939,280	647,131,735
Purchase	1,699,725,108	884,442	633,617,660	20,783,888	215,464,575	2,570,475,673	3,495,126,561
Closing Stock	(358,266,564)	(1,862,509)	(120,590,385)	(11,981,909)	(52,971,541)	(545,672,909)	(824,939,280)
	1,960,830,450	3,207,756	653,024,075	12,329,518	220,350,246	2,849,742,045	3,317,319,016

29(a) Consolidated cost of sales

<i>In Taka</i>	For the year ended 30 June 2024	For the year ended 30 June 2023
Opening stock	1,598,198,120	1,220,397,210
Purchase	2,829,809,881	3,805,410,532
Manufacturing overhead	223,405,072	215,263,653
Closing stock	(1,143,623,487)	(1,598,198,120)
	3,507,789,587	3,642,873,275

30 Other income

<i>In Taka</i>	For the year ended 30 June 2024	For the year ended 30 June 2023
Sales of Scrap	19,518,184	9,960,095
Dividend Income	33,205,120	15,000,000
Rental income	2,001,858	285,000
Miscellaneous income	302,065	192,940
Gain/loss on disposal	15,396,464	-
Foreign currency gain/(loss)	64,847	30,713
Foreign currency gain/(loss) on translation of foreign currency receivables	3,828,007	4,994,750
	74,316,546	30,463,498

30(a) Consolidated other income/ (loss)

<i>In Taka</i>	For the year ended 30 June 2024	For the year ended 30 June 2023
Sales of Scrap	19,518,184	9,960,095
Dividend Income	33,205,120	15,000,000
Rental income	2,001,858	285,000
Miscellaneous income	302,065	192,940
Gain/loss on disposal	15,396,464	-
Foreign currency gain/(loss)	64,847	30,713
Foreign currency gain/(loss) on translation of foreign currency receivables	3,828,007	4,994,750
	74,316,546	30,463,498



31 Manufacturing, administrative, selling and distribution expenses

<i>In Taka</i>	For the year ended 30 June 2024					For the year ended 30 June 2023
	Manufacturing expenses	Administrative expenses	Distribution expenses	Selling expenses	Total	Total
Salary and wages	147,726,845	195,649,071	51,763,209	262,755,704	657,894,829	647,430,969
Traveling and conveyance	711,875	6,245,848	28,213,094	73,328,971	108,499,788	107,225,905
Service charge, rates and fees	1,218,210	1,002,562	-	2,599,281	4,820,053	7,453,873
Expenses for short term rents	49,502	-	5,436,149	4,427,875	9,913,526	16,975,051
Charge on right-of-use rent agreements	-	16,461,316	-	-	16,461,316	13,871,678
Repair, maintenance & spares	18,489,098	5,602,493	1,035,162	717,027	25,843,780	28,219,209
Fuel and power	16,257,619	6,048,225	2,993,964	8,883,046	34,182,854	31,159,242
Postage, telephone and fax	650,454	121,184	2,827,877	4,121,925	7,721,440	6,971,232
Printing and stationery	1,206,930	1,517,317	6,321,463	779,933	9,825,643	8,744,509
Promotional expenses	-	-	-	31,595,747	31,595,747	26,312,845
Customer & field demonstration	100,753	-	-	21,094,588	21,195,341	28,275,106
Sample expenses	-	-	-	1,084,702	1,084,702	1,667,146
Annual conference	-	-	-	7,087,513	7,087,513	7,160,122
Publicity & advertisement	-	-	-	117,574	117,574	808,713
Entertainment	1,827,370	1,892,250	1,588,194	3,646,733	8,954,547	8,684,329
Vehicle maintenance & bridge toll	654,007	2,422,712	3,892,100	5,186,387	12,155,206	11,777,129
Doubtful debts	-	-	-	31,977,976	31,977,976	13,666,379
Carriage and handling	2,229,093	-	14,153,315	1,545,719	17,928,127	10,102,265
Legal and professional charge	109,126	231,696	-	1,932,899	2,273,721	2,252,706
Audit fees	-	935,100	-	-	935,100	693,000
Insurance	4,117,141	-	123,420	560,147	4,800,708	4,680,201
Directors' fees	-	30,783	-	-	30,783	23,250
Bank charges	-	3,962,755	-	835,335	4,798,090	5,108,218
Sundry expenses	114,905	-	-	-	114,905	52,503
Product development expenses	16,411	-	-	1,773,101	1,789,512	1,071,025
Training expenses	995,223	16,083	-	2,232,957	3,244,263	1,136,133
Depreciation	33,362,961	1,587,087	242,850	12,209,644	47,402,542	45,067,323
Lab chemical and apparatus	1,051,701	-	-	-	1,051,701	497,333
Meeting expenses	-	785,000	-	3,035,432	3,820,432	3,824,603
Security Services	1,174,077	-	-	-	1,174,077	-
	232,063,300	244,511,482	118,590,797	483,530,215	1,078,695,795	1,040,911,996
Recovery of expenses for toll manufacturing service charges:	(8,658,228)	-	-	-	(8,658,228)	(11,039,260)
	223,405,072	244,511,482	118,590,797	483,530,215	1,070,037,567	1,029,872,736
(A) Manufacturing expenses					223,405,072	215,263,653
(B) Administrative, selling and distribution expenses					846,632,495	814,609,083
					1,070,037,567	1,029,872,736

31(a) Consolidated administrative, selling and distribution expenses

<i>In Taka</i>	For the year ended 30 June 2024	For the year ended 30 June 2023
Administrative expenses	245,043,114	198,211,992
Distribution expenses	118,590,797	125,390,149
Selling expenses	483,530,215	492,537,137
	847,164,127	816,139,278

32 Finance costs, net

<i>In Taka</i>	For the year ended 30 June 2024	For the year ended 30 June 2023
Bank loan interest (net of interest income)	206,450,762	199,745,431
Interest on lease liabilities	3,211,364	2,861,671
Workers' profit participation fund	650,626	463,189
	210,312,752	203,070,291

32(a) Consolidated finance costs, net

<i>In Taka</i>	For the year ended 30 June 2024	For the year ended 30 June 2023
Bank loan interest (net of interest income)	205,134,908	199,537,423
Interest on lease liabilities	3,211,364	2,861,671
Workers' profit participation fund	650,626	463,189
	208,996,898	202,862,283

33 Income tax expense

<i>In Taka</i>	Note	For the year ended 30 June 2024	For the year ended 30 June 2023
Current tax expense			
Charged during the year	27	108,024,384	87,446,259
		108,024,384	87,446,259
Deferred tax expense/(income)			
Change in deferred tax liabilities	20	(10,181,885)	(10,750,147)
		(10,181,885)	(10,750,147)
Tax expense/(income)		97,842,499	76,696,112

33.1 Reconciliation of effective tax rate:

<i>In %</i>	For the year ended 30 June 2024	For the year ended 30 June 2023
Regular tax rate of the Company	22.50%	22.50%
Effect of disallowance & other	1.91%	2.22%
	24.41%	24.72%



33(a) Consolidated income tax expense

<i>In Taka</i>	Note	For the year ended 30 June 2024	For the year ended 30 June 2023
Current tax expense			
Charged during the year	27(a)	108,757,461	87,825,453
		108,757,461	87,825,453
Deferred tax expense/(income)			
Change in deferred tax assets	20(a)	(10,181,885)	(10,708,396)
		(10,181,885)	(10,708,396)
Tax expense/(income)		98,575,576	77,117,057

34 EPS, NAV per Share and NOCFPS:

34.1 Basic earnings per share

The calculation of basic earnings per share based on the profit attributable to ordinary shareholders and weighted average number of ordinary shares outstanding is as follows:

<i>In Taka/Number</i>	For the year ended 30 June 2024	For the year ended 30 June 2023
Weighted average number of ordinary shares (number)	47,250,000	47,250,000
Profit/(loss) attributable to the owners of the Company (Taka)	323,102,029	235,112,038
Earning per share (Taka)	6.84	4.98

34.2 Net asset value (NAV) per share

Net assets attributable to equity holders of the Company	3,260,377,354	3,055,400,325
Net asset value (NAV) per share (Taka)	69.00	64.66

34.3 Net operating cash flow per share (NOCFPS)

Net cash (used in)/from operating activities	696,109,443	10,944,338
Net operating cash flows per share (NOCFPS)	14.73	0.23

34(a) Consolidated EPS, NAV per Share and NOCFPS:

34.1(a) Basic earnings per share

The calculation of basic earnings per share based on the profit attributable to ordinary shareholders and weighted average number of ordinary shares outstanding is as follows:

<i>In Taka/Number</i>	For the year ended 30 June 2024	For the year ended 30 June 2023
Weighted average number of ordinary shares (number)	47,250,000	47,250,000
Profit/(loss) attributable to the owners of the Group (Taka)	324,942,113	234,916,053
Earning per share (Taka)	6.88	4.97

34.2(a) Net asset value (NAV) per share

Net assets attributable to equity holders of the Group	3,257,649,978	3,050,832,865
Net asset value (NAV) per share (Taka)	68.94	64.57

34.3(a) Net operating cash flow per share (NOCFPS)

Net cash (used in)/from operating activities	698,377,359	11,171,448
Net operating cash flows per share (NOCFPS)	14.78	0.24

34.4 Diluted earnings per share

No diluted EPS was required to be calculated for the year ended 30 June 2024 since there was no scope for dilution of shares.

35 Financial risk management

The Group has exposure to the following risks arising from financial instruments:

- Credit risk (see 35 (ii));
- Liquidity risk (see 35(iii)); and
- Market risk (see 35(iv)).

(i) Risk management framework

The Company's management has overall responsibility for the establishment and oversight of the Group's risk management framework. The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

(ii) Credit risk

Credit risk is the risk of a financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Company's exposure to credit risk primarily relates to trade receivables and balance with banks including short and long term deposits.

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry and country in which customers operate.

The maximum exposure to credit risk is represented by the carrying amount of financial asset in the statement of financial position.

(a) Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

<i>In Taka</i>	Note	Carrying amount	
		30 June 2024	30 June 2023
Trade receivables	13(a)	1,460,479,382	1,395,773,321
Other receivables	14	48,795,705	81,213,290
Inter-company receivables	15(a)	1,605,921,413	675,914,143
Deposits	16(a)	137,087,474	19,737,646
Bank balances	17(a)	176,913,432	146,864,853
		3,429,197,405	2,319,503,253

At reporting date, the maximum exposure to credit risk for trade and other receivables by geographic regions was as follows:

<i>In Taka</i>	Carrying amount	
	30 June 2024	30 June 2023
Bangladesh	1,469,286,120	1,420,403,302
India	39,988,967	56,583,309
	1,509,275,086	1,476,986,611

(b) Ageing of trade receivables

The aging of trade receivables at reporting date was as follows:

<i>In Taka</i>	Carrying amount	
	30 June 2024	30 June 2023
Dues below 6 months	871,500,788	935,691,635
Dues over 6 months	588,978,594	460,081,686
	1,460,479,382	1,395,773,321

The movement in the allowance for impairment in respect of receivables during the year was as follows:

<i>In Taka</i>	Note	30 June 2024	30 June 2023
Opening balance	13(a)	234,925,728	222,897,376
Impairment loss recognised		31,977,976	13,666,379
Amounts written off/ write in		(3,082,349)	(1,638,027)
Closing balance		263,821,355	234,925,728

(iii) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Group aims to maintain the level of its cash and cash equivalents and other investments at amounts in excess of expected cash outflows on financial liabilities. The Group also monitors the level of expected cash inflows on trade and other receivables together with expected cash outflows on trade and other payables.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

30 June 2024	In Taka	Note	Carrying amount	Contractual cash flows				
				Total	12 months or less	1 - 2 years	2 - 5 years	More than 5 years
Non-derivative financial liabilities								
		9(a)	31,201,599	31,201,599	12,486,557	13,392,849	5,322,193	-
		21	204,043,573	204,043,573	204,043,573	-	-	-
		22(a)	3,031,092,233	3,031,092,233	3,031,092,233	-	-	-
		23(a)	228,954,766	228,954,766	228,954,766	-	-	-
		24(a)	546,630,124	546,630,124	546,630,124	-	-	-
		25	1,349,911	1,349,911	1,349,911	-	-	-
			4,043,272,206	4,043,272,206	4,024,557,164	13,392,849	5,322,193	-
		Derivative financial liabilities	-	-	-	-	-	-
			4,043,272,206	4,043,272,206	4,024,557,164	13,392,849	5,322,193	-
30 June 2023								
	In Taka	Note	Carrying amount	Total	12 months or less	1 - 2 years	2 - 5 years	More than 5 years
Non-derivative financial liabilities								
		9(a)	43,723,685	43,723,685	12,439,970	19,548,765	11,734,950	-
		21	140,364,766	140,364,766	140,364,766	-	-	-
		22(a)	2,612,630,721	2,612,630,721	2,612,630,721	-	-	-
		23(a)	75,326,597	75,326,597	75,326,597	-	-	-
		24(a)	478,405,366	478,405,366	478,405,366	-	-	-
		25	5,702,752	5,702,752	5,702,752	-	-	-
			3,356,153,887	3,356,153,887	3,324,870,172	19,548,765	11,734,950	-
		Derivative financial liabilities	-	-	-	-	-	-
			3,356,153,887	3,356,153,887	3,324,870,172	19,548,765	11,734,950	-



(iv) Market risk

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

a) Currency risk

The Group is exposed to currency risk to the extent that there is a mismatch between the currencies in which purchases are denominated and the respective functional currency of the Company. The functional currency of the Company is Bangladesh Taka (Taka/TK/BDT). The foreign currency in which these transactions are denominated is US Dollar (USD).

Exposure to currency risk

The summary quantitative data about the Groups's exposure to currency risk as at balance sheet date was as follows.

<i>In USD</i>	30 June 2024	30 June 2023
Cash at bank	5,639	188,972
Loans and borrowings	(4,176,629)	(1,792,622)
	(4,170,990)	(1,603,650)

The following significant exchange rates have been applied during the year:

<i>In Taka</i>	30 June 2024		30 June 2023	
	Average rate	Year-end spot rate	Average rate	Year-end spot rate
USD	115.50	118.50	105.00	112.50

Sensitivity analysis

A reasonably possible strengthening (weakening) of foreign currency against functional currency at 30 June would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignore any impact of forecast sales and purchase.

<i>Effect in Taka</i>	Profit/(loss)		Equity, net of tax increase/(decrease)	
	Strengthening	Weakening	Strengthening	Weakening
30 June 2024				
USD (5% movement)	24,087,468	(24,087,468)	18,713,848	(18,713,848)
30 June 2023				
USD (5% movement)	7,998,202	(7,998,202)	6,198,607	(6,198,607)

b) Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowings. The Company has not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

Exposure to interest rate risk

The interest rate profile of the Group's interest-bearing financial instruments as at balance sheet date is as follows.

<i>In Taka</i>	Note	Nominal Amount	
		30 June 2024	30 June 2023
Fixed rate instruments			
<i>Financial assets</i>			
Investment in FDR	10(a)	56,804,767	40,590,611
<i>Financial liabilities</i>			
Lease liability	9(a)	(31,201,599)	(43,723,685)
Bank overdrafts	21	(204,043,573)	(140,364,766)
Loans and borrowings	22(a)	(2,534,942,170)	(2,410,960,746)
		(2,713,382,575)	(2,554,458,586)
Variable rate instruments			
<i>Financial assets</i>			
Loans to Advance Chemical Industries Limited	15(a)	1,557,897,501	675,914,143
Loans to ACI HealthCare USA Inc.	15(a)	48,023,912	40,416,316
<i>Financial liabilities</i>			
Offshore loan	22(a)	(496,150,063)	(201,669,975)
Loans from ACI AgroChem Limited	26	(19,630,269)	(17,818,225)
		1,090,141,080	456,425,944

v) **Financial instruments - Fair values and financial risk management**

Accounting classifications and fair values

The following table shows the carrying amounts and fair values, where applicable, of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

30 June 2024	In Taka	Note	Carrying amount					Fair value					
			Investment valued at cost	Hedging instruments	Mandatorily at FVTPL	Assets at amortized cost	FVOCI - Equity instruments	Other financial liabilities	Total	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value													
Financial assets not measured at fair value													
		10(a)	75,000	-	-	-	56,804,767	-	-	-	-	-	-
		13(a)	-	-	-	-	1,460,479,382	-	-	-	-	-	-
		14	-	-	-	-	48,795,705	-	-	-	-	-	-
		15(a)	-	-	-	-	1,605,921,413	-	-	-	-	-	-
		16(a)	-	-	-	-	137,087,474	-	-	-	-	-	-
		17.2(a)	-	-	-	-	176,913,432	-	-	-	-	-	-
			75,000	-	-	-	3,486,002,172	-	-	-	-	-	-
Financial liabilities measured at fair value													
		9(a)	-	-	-	-	-	-	-	31,201,599	-	-	-
			-	-	-	-	-	-	-	31,201,599	-	-	-
Financial liabilities not measured at fair value													
		21	-	-	-	-	-	-	-	204,043,573	-	-	-
		22(a)	-	-	-	-	-	-	-	3,031,092,233	-	-	-
		23(a)	-	-	-	-	-	-	-	228,954,766	-	-	-
		24(a)	-	-	-	-	-	-	-	546,630,124	-	-	-
		25	-	-	-	-	-	-	-	1,349,911	-	-	-
			-	-	-	-	-	-	-	4,012,070,607	-	-	-
			-	-	-	-	-	-	-	31,201,599	-	-	-
			-	-	-	-	-	-	-	31,201,599	-	-	-
			-	-	-	-	-	-	-	204,043,573	-	-	-
			-	-	-	-	-	-	-	3,031,092,233	-	-	-
			-	-	-	-	-	-	-	228,954,766	-	-	-
			-	-	-	-	-	-	-	546,630,124	-	-	-
			-	-	-	-	-	-	-	1,349,911	-	-	-
			-	-	-	-	-	-	-	4,012,070,607	-	-	-
			-	-	-	-	-	-	-	31,201,599	-	-	-
			-	-	-	-	-	-	-	31,201,599	-	-	-
			-	-	-	-	-	-	-	204,043,573	-	-	-
			-	-	-	-	-	-	-	3,031,092,233	-	-	-
			-	-	-	-	-	-	-	228,954,766	-	-	-
			-	-	-	-	-	-	-	546,630,124	-	-	-
			-	-	-	-	-	-	-	1,349,911	-	-	-
			-	-	-	-	-	-	-	4,012,070,607	-	-	-
			-	-	-	-	-	-	-	31,201,599	-	-	-
			-	-	-	-	-	-	-	31,201,599	-	-	-
			-	-	-	-	-	-	-	204,043,573	-	-	-
			-	-	-	-	-	-	-	3,031,092,233	-	-	-
			-	-	-	-	-	-	-	228,954,766	-	-	-
			-	-	-	-	-	-	-	546,630,124	-	-	-
			-	-	-	-	-	-	-	1,349,911	-	-	-
			-	-	-	-	-	-	-	4,012,070,607	-	-	-
			-	-	-	-	-	-	-	31,201,599	-	-	-
			-	-	-	-	-	-	-	31,201,599	-	-	-
			-	-	-	-	-	-	-	204,043,573	-	-	-
			-	-	-	-	-	-	-	3,031,092,233	-	-	-
			-	-	-	-	-	-	-	228,954,766	-	-	-
			-	-	-	-	-	-	-	546,630,124	-	-	-
			-	-	-	-	-	-	-	1,349,911	-	-	-
			-	-	-	-	-	-	-	4,012,070,607	-	-	-

In Taka	Note	Carrying amount					Fair value				
		Investment valued at cost	Hedging instruments	Mandatorily at FVTPL	Assets at amortized cost	FVOCI - Equity instruments	Other financial liabilities	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value											
Financial assets not measured at fair value											
Investments	10(a)	75,000	-	-	40,590,611	-	-	-	-	-	-
Trade receivables	13(a)	-	-	-	1,395,773,321	-	-	-	-	-	-
Other receivables	14	-	-	-	81,213,290	-	-	-	-	-	-
Inter-company receivables	15(a)	-	-	-	675,914,143	-	-	-	-	-	-
Security deposits	16(a)	-	-	-	19,737,646	-	-	-	-	-	-
Cash at bank	17.2(a)	-	-	-	146,864,853	-	-	-	-	-	-
		75,000	-	-	2,360,093,864	-	-	-	-	-	2,360,168,864
Financial liabilities measured at fair value											
Lease liability	9(a)	-	-	-	-	-	-	-	-	-	43,723,685
		-	-	-	-	-	-	-	-	-	43,723,685
Financial liabilities not measured at fair value											
Bank overdrafts	21	-	-	-	-	-	-	-	-	-	140,364,766
Loans and borrowings	22(a)	-	-	-	-	-	-	-	-	-	2,612,630,721
Trade payables	23(a)	-	-	-	-	-	-	-	-	-	75,326,597
Other payables	24(a)	-	-	-	-	-	-	-	-	-	478,405,366
Unclaimed dividend account	25	-	-	-	-	-	-	-	-	-	5,702,752
		-	-	-	-	-	-	-	-	-	3,312,430,202
		-	-	-	-	-	-	-	-	-	3,312,430,202



36 Commitments and contingencies

36.1 Commitments

On the statement of financial position date, the Company is enjoying unfunded credit facilities from the following banks:

<i>In Taka</i>	30 June 2024	30 June 2023
a) Revenue expenditure (Letters of credit)		
Commercial Bank of Ceylon PLC	134,430,350	14,810,400
The City Bank PLC	-	3,554,722
Pubali Bank PLC	141,849,148	-
Mercantile Bank PLC	169,106,845	-
BRAC Bank PLC	402,634,815	120,910,573
Jamuna Bank PLC	119,175,000	-
Prime Bank PLC	113,133,700	17,710,168
	1,080,329,858	156,985,863
b) Capital expenditure		
Approved and contracted for	72,386,094	114,968,139
	72,386,094	114,968,139

36.2 Contingent liabilities

<i>In Taka</i>	30 June 2024	30 June 2023
Bank guarantee		
Pubali Bank PLC	48,774,029	35,538,258
BRAC Bank PLC	3,340,766	3,340,766
	52,114,795	38,879,024
Performance guarantee		
Standard Chartered Bank	191,544	191,544
	191,544	191,544
	52,306,339	39,070,568

37 Production capacity

The production status (business wise) for the year ended 30 June 2024 are as follows:

Business Segment	Capacity	Unit	Actual	% of utilisation
Crop Care and Public Health	27,300	M Ton	8,938	32.74
Mosquito Coil	1,098,000	Carton	2,510	0.23
Aerosol	11,400,000	Can	5,098,750	44.73
Vanish	12,000,000	Can	282,080	2.35
Paint	3,000	M Ton	1,497	49.90

The production status (business wise) for the year ended 30 June 2023 were as follows:

Business Segment	Capacity	Unit	Actual	% of utilisation
Crop Care and Public Health	27,300	M Ton	10,811	39.60
Mosquito Coil	1,098,000	Carton	3,261	0.30
Aerosol	11,400,000	Can	5,005,815	43.91
Vanish	12,000,000	Can	363,645	3.03
Paint	3,000	M Ton	1,509	50.30

38 Related parties

a) Parent and ultimate controlling party

ACI Limited holds 53.48% shares in the Company. As a result, the ultimate controlling party of the Company is ACI Limited.

b) Transactions with key management personnel

(i) Loans to directors

During the year, no loan was given to the directors of the Company.

(ii) Key management personnel compensation

Key management personnel compensation comprised the followings:

<i>In Taka</i>	For the year ended 30 June 2024	For the year ended 30 June 2023
Salary	15,284,668	13,707,680
Benefits	8,642,692	8,225,488
	23,927,360	21,933,168

Company's key management personnel includes the Company's directors. Compensation includes salaries, non-cash benefits, and contributions to a post employment defined benefit plan.

c) Other related party transactions

Name of the parties	Relationship	Nature of transaction	Transaction value (Taka)		Outstanding balance at	
			30 June 2024	30 June 2023	30 June 2024	30 June 2023
ACI Limited	Holding company	Working capital financing	(922,427,188)	150,383,012	1,557,717,915	635,290,727
ACI HealthCare USA, Inc.	Sister concern	Working capital financing	(7,607,596)	(7,237,400)	48,023,912	40,416,316
Neem Laboratories (Pvt) Ltd	Subsidiary company	Working capital financing	252,726	862,504	6,817,098	7,069,824
Premiaflex Plastics Limited	Sister concern	Purchase of products	23,194,586	58,197,040	-	-
		Payment against purchase	(18,487,548)	(62,140,207)	(6,562,613)	(1,855,575)



39 Other disclosures

39.1 Number of employees

At 30 June 2024, number of regular employees receiving remuneration of Tk. 36,000 or above per annum was 1034 (30 June 2023: 985)

39.2 Subsequent events

The Board of Directors in their meeting held on 28 October 2024 have recommended cash dividend @ 20% i.e Taka 2 per share of Taka 10 each aggregating to Taka 94,500,000 for the year ended 30 June 2024 subject to approval of the shareholders' in the Annual General Meeting scheduled to be held on 29 December 2024.

The financial statements for the year ended 30 June 2024 do not include the effect of these dividends which will be accounted for in the period when shareholders' right to receive payment is established.

There are no other events identified after the date of the statement of financial position which require adjustment or disclosure in the accompanying financial statements.

40 Name of auditors of the group companies

Name of the company	Status of the company	Name of auditors
Neem Laboratories (Pvt.) Ltd	Subsidiary	Shiraz Khan Basak & Co.
ACI AgroChem Limited	Subsidiary	Ashraful Haque Nabi & Co.



ACI Formulations Limited

Report of the Directors and Audited Financial Statements of the Subsidiary Companies for the year ended 30 June 2024





Neem Laboratories (Pvt.) Limited Directors' Report to the Shareholders For the year ended on 30 June 2024

Neem Laboratories (Pvt.) Limited has achieved remarkable growth, recording a 29% increase in sales to BDT 19 million in fiscal year 2023-24, driven by increased focus on the category in both sales both sales & marketing front of ACI Neem Original.

In support of the green movement and eco-friendly initiatives, ACI Neem Original has continued its annual tree plantation campaign, "Shobuje Bachi Shurokkhay Thaki." This campaign extends its tree-planting efforts to schools, fostering environmental awareness among students. Together with its broader sustainability initiatives, this campaign reinforces the brand's commitment to environmental responsibility while enhancing its strong digital presence and impactful marketing strategies, solidifying ACI Neem Original's position as a trusted choice for natural products.

The operating results as per audited accounts of the company for the year ended on 30 June 2024 are as follows:

Key Financial Results

	Value (BDT)
Revenue	1,936,664
Operating profit	1,616,455
Profit before tax	880,947
Profit after tax	658,835

On behalf of the Board


Shusmita Anis
Director


M Anis Ud Dowla
Director

Dhaka, 15 October, 2024



SHIRAZ KHAN BASAK & CO.
CHARTERED ACCOUNTANTS
(An associate firm of D. N. Gupta & Associates)

R. K. TOWER (Level-10 & 6)
86, Bir Uttam C.R. Datta Road
(312, Sonargaon Road). Dhaka-1205
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Independent Auditor's Report
to the Shareholders of
Neem Laboratories (Pvt) Ltd.
Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Neem Laboratories (Pvt.) Ltd ("the Company"), which comprise statement of financial position as at 30th June, 2024, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the company as at 30th June, 2024, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994 and other applicable laws and regulations.

Basis for Opinion

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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



SHIRAZ KHAN BASAK & CO.

CHARTERED ACCOUNTANTS

(An associate firm of D. N. Gupta & Associates)

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01645-738747, 01920-719463
E-mail : shirazkhanbasak@yahoo.com
Website : www.shirazkhanbasak.com.bd

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.

Report on Other Legal and Regulatory Requirements

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

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

Place : Dhaka

Dated : 15 October 2024

Chaity Basak, FCA (Enrol # 1772)
Partner
Shiraz Khan Basak & Co.
Chartered Accountants
DVC: 2410151772AS824114

NEEM LABORATORIES (Pvt.) LIMITED

Statement of Financial Position

As at 30 June 2024

Particulars	Notes	30 June 2024 Taka	30 June 2023 Taka
Assets			
Property, plant and equipment	4	45,292	267,523
Total non-current assets		<u>45,292</u>	<u>267,523</u>
Inventories	5	-	-
Trade receivables	6	898,227	558,834
Inter-company receivables	7	179,586	207,100
Advances, deposits and prepayments	8	1,018,021	1,150,835
Cash and cash equivalents	9	1,391,269	990,466
Total current assets		<u>3,487,103</u>	<u>2,907,235</u>
Total assets		<u>3,532,395</u>	<u>3,174,757</u>
Equity and liabilities			
Equity			
Share capital	10	500,000	500,000
Accumulated loss		(5,246,773)	(5,905,609)
Total equity		<u>(4,746,773)</u>	<u>(5,405,609)</u>
Liability			
Trade payables		316,546	316,546
Other payables	11	229,332	499,915
Inter-company liabilities	12	6,817,098	7,069,824
Current tax liability	13	916,193	694,081
Total current liabilities		<u>8,279,168</u>	<u>8,580,366</u>
Total liabilities		<u>8,279,168</u>	<u>8,580,366</u>
Total equity and liabilities		<u>3,532,395</u>	<u>3,174,757</u>



M Anis Ud Dowla
Director




Shusmita Anis
Director



Mohammad Mostafizur Rahman
Company Secretary

As per our separate report of even date annexed.



Chaity Basak, FCA (Enrol # 1772)
Partner
Shiraz Khan Basak & Co.
Chartered Accountants
DVC: 2410151772AS824114

Place : Dhaka
Dated : 15 October 2024

An associate firm of D.N. Gupta & Associates



NEEM LABORATORIES (PVT.) LIMITED
Statement of Profit or Loss and Other Comprehensive Income
For the year ended 30 June 2024

Particulars	30 June 2024 Taka	30 June 2023 Taka
Revenue	1,936,664	1,500,570
Cost of sales	-	-
Gross profit	<u>1,936,664</u>	<u>1,500,570</u>
Administration, selling and distribution expenses	(320,209)	(404,514)
	<u>1,616,455</u>	<u>1,096,056</u>
Other income	-	-
Result from operating activities	<u>1,616,455</u>	<u>1,096,056</u>
Finance cost	(735,508)	(625,217)
Profit / (loss) before income tax	<u>880,947</u>	<u>470,840</u>
Income tax expenses :		
Current tax expenses	(222,112)	(150,057)
Deferred tax expense	-	(41,751)
	<u>(222,112)</u>	<u>(191,808)</u>
Net profit / (loss) after tax	<u><u>658,835</u></u>	<u><u>279,031</u></u>



M Anis Ud Dowla
Director



Shusmita Anis
Director



Mohammad Mostafizur Rahman
Company Secretary

As per our separate report of even date annexed.



Chaity Basak, FCA (Enrol # 1772)
Partner
Shiraz Khan Basak & Co.
Chartered Accountants
DVC: 2410151772AS824114

Place : Dhaka
Dated : 15 October 2024

An associate firm of D.N. Gupta & Associates

NEEM LABORATORIES (PVT.) LIMITED

Statement of Changes In Equity

For the year ended 30 June 2024

Particulars	Share capital Taka	Accumulated Loss Taka	Total Taka
Balance on 1 July 2023	500,000	(5,905,609)	(5,405,609)
Net profit/(loss) after tax for the year	-	658,835	666,335
Other comprehensive income for the year	-	-	-
Total comprehensive income for the year	-	666,335	666,335
Balance at 30 June 2024	500,000	(5,246,773)	(4,739,273)
Balance on 1 July 2022	500,000	(6,184,640)	(5,684,640)
Net profit/(loss) after tax for the year	-	279,031	279,031
Other comprehensive income for the year	-	-	-
Total comprehensive income for the year	-	279,031	279,031
Balance at 30 June 2023	500,000	(5,905,609)	(5,405,609)



M Anis Ud Dowla
Director

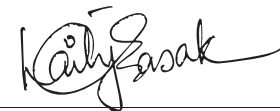


Shusmita Anis
Director



Mohammad Mostafizur Rahman
Company Secretary

As per our separate report of even date annexed.



Chaity Basak, FCA (Enrol # 1772)
Partner
Shiraz Khan Basak & Co.
Chartered Accountants
DVC: 2410151772AS824114

Place : Dhaka
Dated : 15 October 2024

An associate firm of D.N. Gupta & Associates



NEEM LABORATORIES (PVT.) LIMITED

Statement of Cash Flows

For the year ended 30 June 2024

Particulars	30 June 2024 Taka	30 June 2023 Taka
A) Cash flows from operating activities		
Cash receipts/(paid) from /(to) customers	1,597,270	1,412,923
	1,597,270	1,412,923
Cash paid for:		
Operating expenses	(79,961)	(62,060)
	(79,961)	(62,060)
Cash generated from operations	1,517,309	1,350,863
Financing cost	(735,508)	(625,217)
Income tax	(155,787)	(124,080)
	(891,295)	(749,297)
Net cash from/(used in) operating activities	626,015	601,567
B) Cash flows from investing activities		
Net cash from/(used in) investing activities	-	-
C) Cash flows from financing activities		
Inter-company debts (paid)/received	(225,212)	(772,516)
Net cash from/(used in) financing activities	(225,212)	(772,516)
D) Net cash flow from all activities (A+B+C)	400,803	(170,949)
E) Cash and cash equivalent at 01 July 2023	990,466	1,161,415
F) Cash and cash equivalent at 30 June 2024 (D+E)	1,391,269	990,466
Closing balance represents:		
Cash in hand and at bank	1,391,269	990,466
	1,391,269	990,466

M Anis Ud Dowla
Director

Shusmita Anis
Director

Mohammad Mostafizur Rahman
Company Secretary

As per our separate report of even date annexed.

Chaity Basak, FCA (Enrol # 1772)
Partner

Shiraz Khan Basak & Co.
Chartered Accountants

DVC: 2410151772AS824114

An associate firm of D.N. Gupta & Associates

Place : Dhaka

Dated : 15 October 2024



ACI AgroChem Limited

Directors' Report to the Shareholders For the year ended on 30 June 2024

ACI AgroChem Limited was incorporated in 22 June 2022 as a limited company. The principal activities of the Company are to manufacture, market and distribute agrochemicals and various kinds of agricultural inputs. The Company already started the registration formalities for upcoming new molecules/formulations that usually take several years subject to regular meetings and approval by regulatory authorities. ACI Formulations Limited holds 90% shares of ACI AgroChem Limited.

The operating results as per audited accounts of the company for the year ended on 30 June 2024 are as follows:

Key Financial Results	Value (BDT)
Revenue	-
Operating profit/ (Loss)	(211,423)
profit/ (Loss) before tax	1,839,938
profit/ (Loss) after tax	1,327,098

On behalf of the Board


Shusmita Anis
Director


Dr. Arif Dowla
Director

Dhaka, 08 October, 2024

আশরাফ্ উল হক নবী এন্ড কোঃ

ASHRAFUL HAQUE NABI & CO.
Chartered Accountants

Dilara Tower (3rd Floor), 4F.
77 Bir Uttam CR Dutta Road
Hatirpool, Dhaka-1205
Tel : 44611751
Email: ashrafulnabi@yahoo.com
minhaz@ashrafulhaquenabi.com

Independent Auditor's Report
to the Shareholders of
ACI AgroChem Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of "ACI AgroChem Limited" which comprise the statement of financial position as at 30 June 2024, and the statement of profit or loss and other comprehensive income, statement of changes in equity, statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of "ACI AgroChem Limited" as at 30 June 2024, and its financial performance and its cash flows for the year then ended in accordance with the 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 Organization in accordance with the ethical requirement that is relevant to our audit of the financial statements in Bangladesh, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is

আশরাফ্ উল হক নবী এন্ড কোঃ

ASHRAFUL HAQUE NABI & CO. Chartered Accountants

Dilara Tower (3rd Floor), 4F.
77 Bir Uttam CR Dutta Road
Hatirpool, Dhaka-1205
Tel : 44611751
Email: ashrafulnabi@yahoo.com
minhaz@ashrafulhaquenabi.com

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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the organization to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, Whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and company's ability to continue as a going concern. If we conclude that an 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 Group and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statement, including the disclosure, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on other Legal and Regulatory Requirements

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

- a) we have obtained all the information and explanations 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 organization so far as it appeared from our examination of those books;
- c) the statement of financial position and the statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of accounts.



Ashraful Haque Nabi & Co.
Chartered Accountants.

Firm Registration No.CAF-001-005
Signed by: Minhaz Shahid, FCA
Proprietor/Enrolment No. 1446
DVC# 2410081446AS142353

Dated: Dhaka, 08 October, 2024



ACI AGROCHEM LIMITED

Statement of Financial Position

As at 30 June 2024


Particulars	30 June 2024 Taka	30 June 2023 Taka
Assets		
Property, plant and equipment At cost		
Accumulated depreciation	-	-
Total non-current assets	-	-
Inter-company receivables	19,630,269	17,818,225
Advances, deposits and prepayments	106,400	105,000
Cash and cash equivalents	1,637,174	1,807,317
Total current assets	21,373,843	19,730,542
Total assets	21,373,843	19,730,542
Equity and liabilities		
Equity		
Share capital	20,000,000	20,000,000
Retained earnings	805,502	(521,595)
Total equity	20,805,502	19,478,405
Liabilities		
Other payables	55,500	23,000
Current tax liability	512,840	229,137
Total current liabilities	568,340	252,137
Total liabilities	568,340	252,137
Total equity and liabilities	21,373,843	19,730,542


Shusmita Anis
 Director


Dr. Arif Dowla
 Director


Mohammad Mostafizur Rahman
 Company Secretary

As per our report of same date


Ashraf Haque
 Chartered Accountants.
 Firm Registration No.CAF-001-005
 Signed by: Minhaz Shahid, FCA
 Proprietor/Enrolment No. 1446
 DVC# 2410081446AS142353

Dated: Dhaka, 08 October, 2024



ACI AGROCHEM LIMITED
Statement of Profit or loss and Other Comprehensive Income
For the year ended 30 June 2024


<i>In Taka</i>	1 July 23 to 30 June 2024	From 22 June 2022 to 30 June 2023
Revenue	-	-
Cost of sales	-	-
Gross profit	-	-
Administration, selling and distribution expenses	(211,423)	(1,125,683)
Result from operating activities	(211,423)	(1,125,683)
Finance income	2,051,361	833,225
Profit / (loss) before income tax	1,839,938	(292,458)
Current tax expenses	(512,840)	(229,137)
	(512,840)	(229,137)
Net profit / (loss) after tax	1,327,098	(521,595)


Shusmita Anis
Director


Dr. Arif Dowla
Director


Mohammad Mostafizur Rahman
Company Secretary

As per our report of same date


Ashraful Haque Nabi & Co.
Chartered Accountants.
Firm Registration No.CAF-001-005
Signed by: Minhaz Shahid, FCA
Proprietor/Enrolment No. 1446
DVC# 2410081446AS142353

Dated: Dhaka, 08 October, 2024



ACI AGROCHEM LIMITED

Statement of Changes in Equity

For the year ended 30 June 2024

<i>In Taka</i>	Share capital	Share Money Deposit	Retained earnings	Total equity
Balance at 1 July 2023	20,000,000	-	(521,595)	19,478,405
Profit after tax	-	-	1,327,098	1,327,098
Other comprehensive income for the year	-	-	-	-
Total comprehensive income for the year	-	-	1,327,098	1,327,098
Balance at 30 June 2024	20,000,000	-	805,502	20,805,502
Balance at 1 July 2022	-	-	-	-
Profit after tax	-	-	(521,595)	(521,595)
Other comprehensive income for the year	-	-	-	-
Total comprehensive income for the year	-	-	(521,595)	(521,595)
Transaction with owners of the Company				
Issue of paid up capital	20,000,000	-	-	20,000,000
Share money deposit	-	20,000,000	-	20,000,000
Transferred to paid up capital	-	(20,000,000)	-	(20,000,000)
Total transaction with owner of the Company	20,000,000	-	-	20,000,000
Balance at 30 June 2023	20,000,000	-	(521,595)	19,478,405

ACI AGROCHEM LIMITED

Statement of Cash Flows

For the year ended 30 June 2024

<i>In Taka</i>	1 July 23 to 30 June 2024	From 22 June 2022 to 30 June 2023
A) Cash flows from operating activities		
Cash receipts/(paid) from /(to) customers	-	-
Cash receipts from other income	-	-
	-	-
Cash paid for:		
Purchase of inventory	-	-
Operating expenses	(178,923)	(1,102,683)
Advances, deposits and prepayments	(1,400)	(105,000)
	(180,323)	(1,207,683)
Cash generated from/used in operations	(180,323)	(1,207,683)
Financing Income received	2,051,361	833,225
Income tax paid	(229,137)	-
	1,822,224	833,225
Net cash used in operating activities	1,641,901	(374,458)
B) Cash flows from investing activities		
Net cash from (used in) investing activities	-	-
C) Cash flows from financing activities		
Inter-company debts (paid)/received	(1,812,044)	(17,818,225)
Proceeds from share capital	-	20,000,000
Net cash flows from financing activities	(1,812,044)	2,181,775
D) Net cash flow from all activities (A+B+C)	(170,143)	1,807,317
E) Cash and cash equivalent at 01 July	1,807,317	-
F) Cash and cash equivalent at 30 June (D+E)	1,637,174	1,807,317
Closing balance represents:		
Cash in hand and at bank	1,637,174	1,807,317
	1,637,174	1,807,317





ACI FORMULATIONS LIMITED

Registered Office
ACI Centre, 245 Tejgaon Industrial Area, Dhaka-1208

PROXY FORM

I/We _____
of _____
being a Member of ACI Formulations Limited, hereby appoint _____

_____ of _____
whose signature is appended below as my/our proxy to attend and vote for me/us and on my/our behalf at the 28th Annual General Meeting of the Company to be held on Sunday, 29 December 2024 at 10:00 am and/or at any adjournment thereof.

As witness my hands this _____ day of _____ 2024.

Signature on
Tk.100
Revenue Stamp

(Signature of the Proxy)

(Signature of the Shareholder)
Registered Folio/ BO ID No. _____
No. of Shares held _____
Date _____

Note : A Member entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend and vote on his/her behalf. The Proxy Form, duly completed, must be deposited at the Share Office of the Company at 9 Motijheel C/A, Dhaka 1000, not later than 48 hours before the time fixed for the meeting.



Please complete the attendance slip and hand it over at the venue of the Meeting.



ACI FORMULATIONS LIMITED

Registered Office

ACI Centre, 245 Tejgaon Industrial Area, Dhaka-1208

ATTENDANCE SLIP

I hereby record my Attendance at the 28th Annual General Meeting being held on Sunday, 29 December 2024 at 10:00 am through digital platform.

Name of Member/Proxy _____

Registered Folio/ BO ID No _____

No. of Shares held _____

Signature of Shareholder(s)





ACI Formulations Limited
 ACI Centre, 245 Tejgaon Industrial Area, Dhaka 1208