

Committed to Excellence



Annual Report 2009



Our Mission

ACI's Mission is to enrich the quality of life through responsible application of knowledge, skills and technology. ACI is committed to the pursuit of excellence through world-class products, innovative processes and empowered employees, to provide the highest level of satisfaction to our customers.

Our Vision

To realise the Mission, ACI will :

- Endeavour to attain a position of leadership in each category of its business.
- Provide products and services of high and consistent quality, ensuring value for money to its customers.
- Promote an environment for learning and personal growth.
- Attain a high level of productivity in all its operations through effective utilisation of time and adoption of appropriate technology.
- Develop its employees by encouraging empowerment and rewarding innovation.
- Ensure superior return on investment through judicious use of resources and efficient operations, utilising our core competencies.
- Encourage and assist qualitative improvement of the services of its distributors and suppliers.

Our Values

- Quality
- Customer Focus
- Fairness
- Transparency
- Continuous Improvement
- Innovation



ACI Limited

Global Compact

The UN Global Compact is a strategic policy initiative for businesses that are committed to aligning their operations and strategies with ten universally accepted principles in the areas of human rights, labour, environment and anti-corruption. It is the largest corporate citizenship and sustainability initiative in the world - with over 7700 corporate participants and stakeholders from over 130 countries. The Global Compact is a leadership platform, endorsed by Chief Executive Officers, and offering a unique strategic platform for participants to advance their commitments to sustainability and corporate citizenship. Structured as a public-private initiative, the Global Compact is policy framework for the development, implementation, and disclosure of sustainability principles and practices and offering participants a wide spectrum of specialised work streams, management tools and resources, and topical programme and projects - all designed to help advance sustainable business models and markets in order to contribute to the initiative's overarching mission of helping to build a more sustainable and inclusive global economy.

The UN Global Compact has two objectives:

1. Mainstream the ten principles in business activities around the world.
2. Catalyze actions in support of broader UN goals, including the Millennium Development Goals (MDGs).

Since September 2003, ACI is a proud and active member of The UN Global Compact and for the past two years it is the only Bangladeshi company who submitted a notable Communication on Progress Report.

ACI has been accepted as a Founding Member of the Community of Global Growth Companies by the World Economic Forum which is the most prestigious business networking organisation, this membership is a matter of pride for us.





ACI Global Compact Activity in 2009

ACI is working towards embracing, supporting and enacting the ten principles of UN Global Compact within company's sphere of influence, strategic policies and operational activities. We constantly strive to implement these core values of UNGC into our company structure and business system. After securing the Human rights, Labour Rights and Anti-corruption policies, in the year 2009, ACI focused on betterment of the environment.

"Adopt-a-village" is a concept under which ACI proposes to adopt a village through a random selection and organise the villagers to improve their economic condition, identifying and encouraging implementing projects on a self-help basis. Objectives also include providing them with knowledge of personal hygiene, sanitation, agricultural practices and engagement in fruitful activities through development of some skills in handicrafts. In the year 2009, ACI conducted a survey on economic, agricultural and lifestyle condition of the village Ghonapara in the district of Gopalganj which ACI has adopted. A project coordinator has been appointed at Ghonapara in December, 2009. He is helping the villagers with their agricultural problem and motivating them to introduce new agricultural methods for cultivation, fishing, and farming.

Partnering with CARE Bangladesh, an international development agency, ACI undertook programme to provide fund to run monthly medical camps, named **'Amar Shasthya' (My Health)**. These medical camps are carried out by boat called 'Tohya Tori' (Information Boat). This boat carries information and services close to the remotest and most marginalised people of Haor areas. In the year 2009, the boat covered the villages of Taila under Dakkhin Sunamganj, Tanakhali and Dhawl under Derai Upazila and Chornachar Union. ACI provided support with medicine for each camp, covering some 500 patients in total. ACI also sourced and remunerated the doctors who visited the camps. These camps give hope to hundreds of villagers who have no access to medical facilities.

ACI has been arranging programmes that increase the Safe Female Hygiene practice. In 2009, ACI conducted these programmes for two groups. (1). School & college going girls and (2). Women in post maternity period. A total of 82 school, college, hostel and university and 7 hospitals were part of the programme. More than 36,000 students and more than 250 potential Gynae consultants, doctors, intern students were made aware of safe female hygiene practice.

Each year ACI arranges numerous "Clinical Meetings" trainings for doctors all across the country. The main purpose of these trainings is to inform fresh graduate doctors how to communicate with the patients and teaches them on proper use of medicines. In 2009 our Medical Service Department had arranged 981 training programmes and 48,501 doctors across the country attended these programmes.

In Bangladesh, majority of the farmers cultivate their lands without having knowledge on the right agronomical practices which include use of modern agricultural machineries, use of fertilizer and chemicals properly. To solve this problem, ACI has been arranging training programmes for farmers and mechanics. In 2009, ACI organised 21 training programmes with 1,100 mechanics and almost 2,000 programmes with 47,000 farmers.



About Cover: The cover depicts ACI as dynamic blocks to foster harmony and team building as the company develops strong interdependence between services and businesses, fusing creative energies and world class talents, technologies and products that guarantees empowerment of our people to create value for customers in the global economic environment.

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Corporate Management

Board of Directors



Mr. M Anis Ud Dowla
Chairman



Mr. Golam Mainuddin
Director



Mr. Md. Humayun Kabir
Director



Mrs. Najma Dowla
Director



Dr. Arif Dowla
Managing Director



Mr. Waliur Rahman Bhuiyan, OBE
Director



Ms. Shusmita Anis Salam
Director



Mr. Waliur Rahman
Director



Mr. Wajed Salam
Director



Ms. Sheema Abed Rahman
Director

Executive Management

Mr. M Mohibuz Zaman
Chief Operating Officer, Pharmaceuticals

Dr. F H Ansarey
Executive Director, Agribusinesses

Mr. Syed Alamgir
Executive Director, Consumer Brands

Mr. Muallem A. Choudhury
Executive Director, Finance & Planning
and Chief Financial Officer

Mr. Asif Iqbal
Chief Operating Officer
ACI Logistics

Ms. Sheema Abed Rahman
Director, Corporate Affairs

Mr. Towfiqur Rahman
Director, Business Development

Mr. Priyatosh Datta
Director, Quality Assurance

Mr. Abdus Sadeque
Director, Marketing & Sales, Pharma

Mr. Pradip Kar Chowdhury
Financial Controller

Mr. Imam Ahmed Istiak
General Manager, Operations

Company Secretary

Ms. Sheema Abed Rahman

Auditors

Rahman Rahman Huq
Chartered Accountants

Financial Consultant

Mr. M. Sekander Ali

Principal Bankers

Standard Chartered Bank
The Hongkong and Shanghai
Banking Corporation Limited
Commercial Bank of Ceylon Plc
Citibank N.A.
Eastern Bank Limited
The City Bank Limited
BRAC Bank Limited
AB Bank Limited
Bank Alfalah Limited
Mercantile Bank Limited
Premier Bank Limited

Legal Advisor

Barrister Rafique-ul Huq
Huq and Company

Notice of the 37th Annual General Meeting

Notice is hereby given that the 37th Annual General Meeting of Advanced Chemical Industries Limited will be held on Wednesday, 16 June 2010 at 9:00 a.m. at Bangabandhu International Conference Centre, Agargaon, Sher-e-Bangla Nagar, Dhaka to transact the following business:

AGENDA

1. To receive, consider and adopt the Audited Accounts of the Company for the year ended 31 December 2009 together with Reports of the Auditors and the Directors.
2. To declare dividend for the year ended 31 December 2009.
3. To elect Directors of the Company.
4. To re-appoint Dr. Arif Dowla as Managing Director for a term of 5 years from 1.7.2010 to 30.6.2015.
5. To appoint Auditors for the year 2010 and to fix their remuneration.

By Order of the Board



Sheema Abed Rahman
Company Secretary

Dhaka
20 April 2010

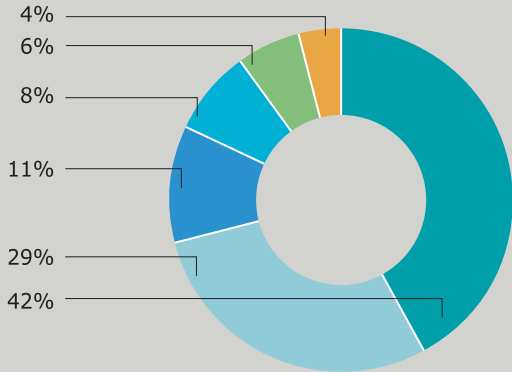
Notes

- a. The Record Date in lieu of Book Closure shall be on Sunday, 2 May 2010.
- b. The Shareowners' names appearing in the Register of Members of the Company or in the Depository on the Record Date will be eligible to receive the dividend.
- c. The Directors have recommended Cash dividend @ 105% i.e. Taka 10.5 per share of Taka 10 each.
- d. A member entitled to attend and vote at the 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 Commercial Area, Dhaka-1000 not later than 48 hours before the time fixed for the Meeting.
- e. Members are requested to notify the changes of address, if any, well in time. For BO A/C holders, the same to be rectified through their respective Depository Participants.
- f. Admittance to the Meeting venue will be on production of the Attendance Slip that will be sent with the Notice.

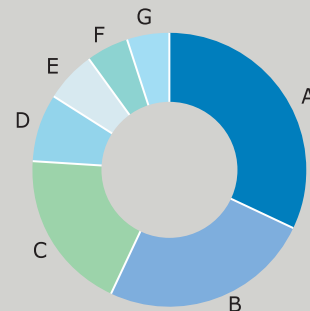


Year 2009 - at a Glance

Sales Contribution by Business Unit 2009 - 2008

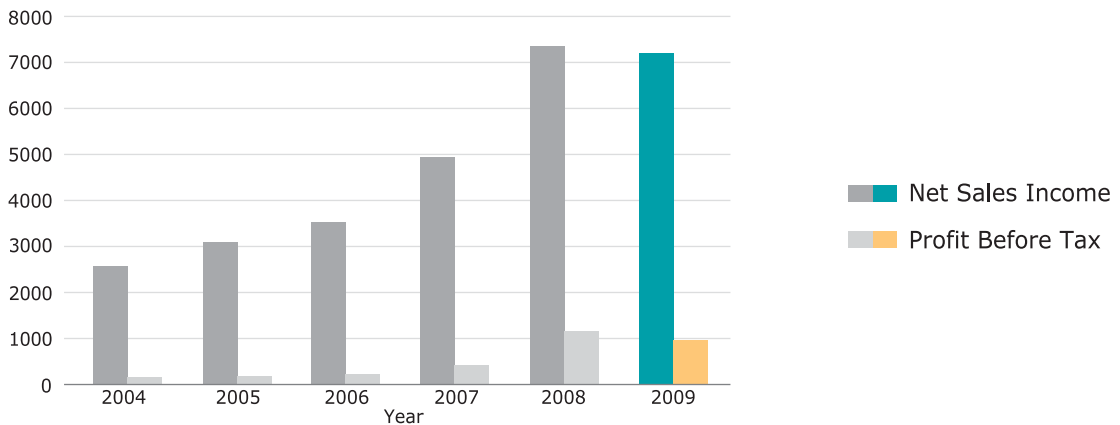


2009	
Pharmaceuticals	42%
Consumer Brands	29%
Cropex	11%
Livestock & Fisheries	8%
Fertilizer	6%
Seeds	4%

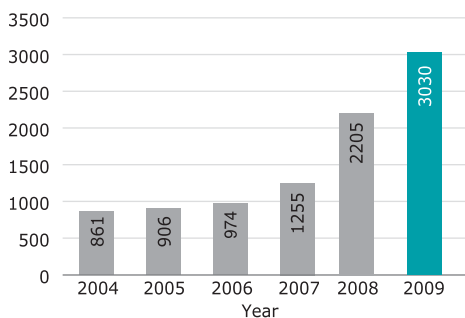


2008	
A Pharmaceuticals	32%
B Consumer Brands	25%
C Crop Care & Public Health	19%
D Animal Health	6%
E Fertilizer	8%
F Seeds	5%
G Cropex	5%

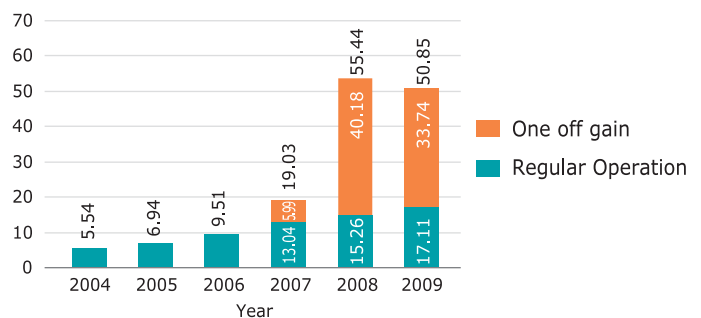
Net Sales Income & Profit Before Tax (Taka in Million)



Shareowners' Equity (Taka in Million)



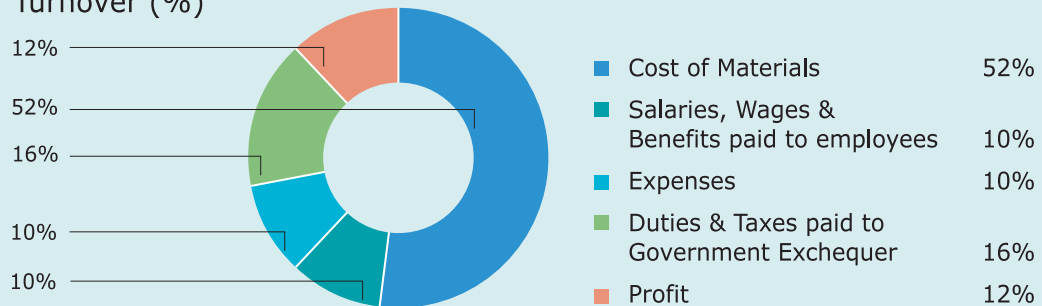
Earnings Per Share (Taka)



Six Years' Comparative Statistics from 2004-2009

Particulars	2004	2005	2006	2007	2008	2009
Taka in million						
Authorized Capital	500	500	500	500	500	500
Issued & Paid Capital	162	162	162	162	162	194
Current Assets	1,342	1,537	1,755	3,121	4,987	5,366
Tangible Fixed Assets (Gross)	1,006	1,087	1,131	1,541	1,810	1,830
Shareowners' Equity	861	906	974	1,255	2,205	3,030
Turnover (Net)	2,558	3,089	3,516	4,917	7,365	7,228
Gross Profit	740	957	1,176	1,667	2,278	2,366
Profit Before Tax	141	169	233	426	1,184	1,108
Profit After Tax	90	112	154	308	1,076	987
Dividend	69	73	97	137	194	204
Current Ratio (Times)	1.2	1.0	1.0	1.0	1.13	1.13
Quick Ratio (Times)	0.5	0.6	0.6	0.6	0.66	0.66
Return on Equity (%)	10.4	12.4	15.8	24.5	48.8	32.57
Inventory Turnover (Times)	2.4	3.0	3.3	3.6	3.20	3.05
Debtors Turnover (Times)	12	11	10	8	6.68	6.22
Fixed Assets Turnover (Times)	3.8	4.2	5.1	5.7	6.56	6.15
Net Asset Per Share (Taka)	53.3	56.0	60.2	77.6	113.62	156.19
Market Price Per Share (Taka)	94.4	69.6	70.2	181.7	521.3	447.10
Earnings Per Share (Taka)	5.54	6.94	9.51	19.03	55.44	50.85
Dividend Per Share (Taka)	4.25	4.50	6.00	8.50	12.00	10.50
Dividend Rate (%)	42.5	45.0	60.0	85.0	120.0	105.0
Dividend Payout Ratio (%)	76.7	64.8	63.1	44.7	21.6	20.6
Price Earnings Ratio (Times)	17.0	10.0	7.4	9.5	9.4	8.8
Dividend Yield (%)	4.5	6.5	8.5	4.7	2.3	2.3
Number of Employees	1,931	2,000	2,476	3,050	3,339	3,552

Analysis of Turnover (%)



Comparison of Turnover & Costs over last year

	2009	%	2008	%
Turnover (Gross)	8,094.71	100	8,047.94	100
Cost of Materials	4,253.73	52.55	4,540.30	56.42
Salaries, Wages & Benefits paid to employees	815.96	10.08	718.58	8.93
Expenses	777.12	9.60	641.39	7.97
Duties & Taxes paid to Government Exchequer	1,261.26	15.58	1,072.00	13.32
Profit	986.64	12.19	1,075.67	13.37
Total	8,094.71	100.00	8,047.94	100.00



Message from the Chairman

*Dear Shareowners
and friends of ACI,*

Assalamu Alaikum,

I am pleased to welcome you to this 37th AGM. We look forward to this day as an occasion of getting together to listen to you as you perceive the standing of the Company in the market place and your analysis and interpretation of the financial statements.

In spite of world-wide recession, Bangladesh economy did not suffer the impact much due to our limited exposure to toxic Assets in the international financial market, very prudent fiscal and monetary policy of Bangladesh Bank and the resilience of our exporters. The GDP growth was

5.9% in spite of the downturn in most of the major economies.

The demand for our products has been rising steadily. Your Company did very well in all of traditional businesses and our growth was much higher than the growth of the respective sectors. This means that we gained market share. We earned healthy profit from those businesses.

We started Fertilizer business in 2008 in a small way, testing the ground. In 2009 we stocked a large quantity of Triple Super Phosphate (TSP), Muriate of Potash (MOP) and some soil nutrients and were well poised for the Boro season. When the new government came to power they reduced the price of MOP to half its prevailing international price which overnight caused us significant loss. This was an abrupt declaration by the government for which the Company had to pay a big price. However, we will continue with this business.

Your Company did very well in all of traditional businesses and our growth was much higher than the growth of the respective sectors. This means that we gained market share. We earned healthy profit from those businesses.

We are not new in Seed business but our main thrust was local production of hybrid and HYV rice seeds. We also imported new varieties of Hybrid rice seeds from China. Because of low price of rice prevailing in December 2008 and January 2009 the farmers were not very keen to sow Hybrid rice because of the cost and as a result a significant quantity of Hybrid rice seed remained unsold. The carry-over stocks lost germination and robustness. We incurred a loss. However, the prospects are good and this is a business which is well worth pursuing and this year we will record a profit.

Food is another area where our subsidiary lost money because of fierce competition. We are gradually gaining ground and we hope to break-even from 2011. The food market is huge and we must not miss the opportunity to capture a good share of the market.

ACI Logistics started retail chain business with only 2 shops in 2008 in order to validate the propositions on which the business was modelled. A Syndicate Term Loan of Tk. 840 million was obtained. Before the loan was sponsored Standard Chartered Bank and other bankers had several meetings with us, examining our propositions and analysing the assumptions. It was felt that the urban population of Bangladesh with its average income rising at a steady rate has reached a level of earnings which will enable them to shop in the clean and comfortable environment of a nearby shop where the branded necessities will be available, along with the short shelf-life perishables like vegetables, fish, chicken and meat.

After learning from the two shops we opened 59 new shops, mostly in Dhaka and a few in Chittagong, Sylhet and some areas scattered all



In 2009 we have chosen two programmes under CSR. The first one is a social development plan for the neighbourhood of our Narayanganj Pharmaceutical factory. The other initiative has been taken through a programme of "Adopt-A-Village".

over Bangladesh. Much to our surprise and disappointment we did not get the expected response from the targeted customers. Moreover, management of the supply chain, overcoming the illegal claim of tolls by the hoodlums at the procurement centers and stocks pilferage by some customers as well as some employees was very difficult to overcome. This was compounded by the failure of even reputed manufacturers to maintain their delivery schedule, product quality and also occasional supply of near-expiry products. Most of the projected parameters were found untenable and the retail chain started with big losses. We struggled for a while and then by February 2010 decided to go for massive restructuring of the business in order to minimise loss. The business model has since been modified and new initiatives have been taken to make the business sustainable.

I believe that retail chain is a business that will flourish as Bangladesh economy prospers and if we can continue successfully, we will have the first-mover's advantage. It should be noted that retail business is among the largest unmet business opportunities in Bangladesh. The customer equity that a successful retail chain will earn will be a very valuable asset. We must continue and fashion our retail chain business to a successful model.

No business is without risk. If the fundamentals are right the business will turnaround through proper care and learning from experience. Unless we try new businesses, we will stagnate and our growth will be stunted. We must continue to explore new businesses and accept the fact that

there is no guarantee that all the new ventures will be successful. One loss should not make us shy of getting into new businesses. The Board seeks the support and understanding of the shareowners that only new businesses can assure us long-term growth and we must pursue the course with optimism and confidence in our ability.

Corporate Social Responsibility

We believe that we should adopt only those activities under our Corporate Social Responsibility (CSR) which are in line with our core competency. That is why we are very selective and cautious in supporting only those programmes that fall under our CSR guidelines.

As we do not have sufficient number of projects under CSR as yet we have not published any separate document and I have chosen to describe our activity under CSR in my Statement published in our Annual Reports. When we have sufficient projects and programmes in hand we will publish a separate CSR Report for information of our stakeholders.

In 2009 we have chosen two programmes under CSR. The first one is a social development plan for the neighbourhood of our Narayanganj Pharmaceutical factory. We plan to identify the social, economic and sanitation problems of the area and through a self-help plan of action we will improve the conditions. We will take the social and political leaders of the area on board and with their active support launch our programmes to improve the conditions of the neighbourhood. We will report the progress in subsequent publications.

Your Company is in very capable hands and your management is well-equipped to take the Company to greater heights of success.

The other initiative has been taken through a programme of "Adopt-A-Village". We have identified a village in Gopalganj named Ghonapara where we will undertake the task of improving the social and economic conditions of the village, teach the farmers how to improve the productivity of their agricultural activities by adopting more scientific method of tillage of soil, apply deficient nutrients, use seeds of higher yield, apply the fertilizers and crop protection measure timely and in required quantities, follow recommended agronomic practices etc. As the foremost agro-based company in the country we have the knowledge of improvement of productivity in agriculture.

We will also address the issue of sanitation, health care, education and the infrastructure of the village and organise the people to help themselves and encourage the villagers to ensure that the funds allocated to them by the government for development of the village is spent on the needed infrastructure, so that maximum benefit could be derived. ACI will provide the motivational field workers and application specialists already available with the Company to improve the economic condition and the standards of hygiene, health care, primary and secondary education and land productivity of the village. If we find result of our efforts encouraging, we propose to replicate this programme in several villages simultaneously.

Dear Shareowners, I know you are mature enough not to judge the company performance by seeing each year's result in isolation. This year businesses like Pharmaceuticals, Crop Protection, Consumer Goods, Salt and Flour have done very

well. Profits from these businesses have enabled us to gain a very valuable experience in Fertilizer, Food and Retail businesses. These new businesses will fuel the future growth of the Company.

I foresee a versatile range of products and businesses in our portfolio and we shall earn handsome profits from old and new businesses. We will take calculated risks to grow as a powerful conglomerate. It is our intention to be the leader in each segment of industry in which we operate.

Your Company is in very capable hands and your management is well-equipped to take the Company to greater heights of success.

Lastly and most importantly I thank the Directors for their support and advice which has helped the management in continuing in the path of undertaking challenging tasks and high growth. We are confident that we will succeed in fulfilling the expectations of the stakeholders.

yours Sincerely,



M Anis Ud Dowla
Chairman



Corporate Governance

ACI Board of Directors is committed to meeting the highest standard of corporate governance and disclosure. The Directors are conscious of their responsibilities in supervision and direction of the 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 function and in setting up clear guidelines for the executive management.

Composition of the Board

The Board presently consists of 10 members drawn from amongst the major shareowners, business professionals. Mr. M Anis Ud Dowla currently occupies the position of the Chairman of the Board and Dr. Arif Dowla as its Managing Director.

Role of the Board

The Board is the highest level of authority of the Company to oversee its operation through appropriate delegation, reporting and control.

Responsibility of the Board

The Directors hold the ultimate responsibility of conducting the activities of the Company in accordance with the law and in the interest of its shareowners and other stakeholders, keeping in view the long-term interest of the Company.

Functioning of the Board

The Board is required under the law to meet at least once in three months. The number of Board Meetings held in 2009 was seven. The Directors are kept informed of the results and the major activities through distribution of monthly statements and quarterly reporting by the Managing Director.

The Board agenda includes financial results, consideration of major investments, new business initiatives, borrowings, liquidity etc. in addition to statutory approvals.

Audit Committee

The Board has set up a 4-member Audit Committee with Mr. Golam Mainuddin - the Independent Director as its Chairman. The Committee met twice during the year and reported its findings and submitted its recommendation for consideration of the Board. Frequency of this meeting will be increased from 2010.

Management through People

The Board has approved the organogram of the Company, ensuring clear lines of reporting for each Strategic Business Unit. The Board is kept informed of the goals and targets of the Business Units and takes account of the financial performance on a quarterly basis.

Management Committee

The Board has delegated adequate operational and financial authority to the Managing Director to manage the operations of the Company. The

Managing Director conducts the affairs of the Company through further delegation down the line and in consultation with a Management Committee. Senior managers of the Company with responsibilities for the business, operations and functional services are members of the Management Committee which meets once a month to discuss the business results, to review the prevailing business conditions and discuss policy matters. Consensus building as a management style is encouraged in the deliberations of the Management Committee meetings. The Managing Director is responsible for implementing the Board's decision and he uses the Management Committee as a consultative body to advise and assist him on issues under consideration. The Management Committee also advises the Managing Director on new products, major items of capital expenditure and overall supervision of the affairs of the Company.

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 achievement.

Internal Control

The Managing Director has to satisfy the Board that adequate internal checks 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 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 requirement. The Company has also

introduced ISO 14001 Environmental Management System, the first Company in Bangladesh to do so and as a result has undertaken a task of continuing improvement through annual goals. Recently, Internal Audit department has been strengthened further with induction of qualified and experienced personnel showing Board's commitment to ensure adequate risk management and internal control system is in place across the Company. In addition, the Company has adopted the principles of Global Compact, an initiative taken by the Secretary General of the United Nations and adopted worldwide by big and progressive companies.

Reporting and Communication

The Managing Director reviews and approves the strategic plans of each Business Unit every quarter. He also reviews monthly report and commentary on the sales and financial performance of the 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 Company holds the Annual General Meeting regularly in time. The Directors attending the Annual General Meeting take careful notes of the views and suggestions of the shareowners and institutional stakeholders offered at the AGM and consider them with utmost seriousness. The Managing Director also brings to the notice of the Board any written communication received by him from the shareowners.

Going Concern

The Board, through appropriate enquiries and analyses, ensures that the resources are adequate to support the operation and that sufficient business opportunities exist to qualify the organisation as a going concern and the Directors analyse the financial statements to ensure that.





Report of the Directors to the Shareowners

Overview

ACI has grown in 2009, but had to encounter a challenging environment. Many new products were presented to our consumers along with new businesses. It was also a difficult year, due to the global recession and many of its spin-off effects. ACI also had to take on the task of establishing its retail and food businesses. ACI has acquired several competencies through these activities creating opportunities that link our businesses.

During the year Bangladesh economy grew around 5.9% which demonstrates that the much apprehended global recession did not have a significant growth impact. However, the nature of the growth was different and profitability of certain businesses suffered. GDP per capita crossed the 600 dollar mark. Foreign currency reserve was at its highest level crossing \$10 billion. Inflation was within tolerable limit of under 5.5%. A significant amount of remittance money was injected into the economy.

Power and infrastructure problems constrained our growth but are also an indicator for an economy ready to leap forward. Law and order situation was under control. There was political stability and a strong eagerness for progress. Telecommunication and its special services and helplines have been a powerful enabler for the people. We are beginning to see the benefits of the mobile internet services which will dramatically increase information flow. Macroeconomic reforms initiative by this government should generate positive results. Current activities on the implementation of public-private partnerships (PPP) should significantly boost the economy. Efforts have been made to

improve Brand Bangladesh but these initiatives need a clear and consistent approach to increase FDI. All these actions will benefit ACI's current endeavours through the improvement of business efficiency as well as the development of the middle class population.

Most of ACI's businesses grew significantly above the industry. Pharmaceutical business grew by 24% crossing the 300 crore mark. Consumer brands business grew in range and value. We established a 59 store nationwide retail chain. We brought in a selected range of Panasonic products. On another note, we faced tremendous challenge in our agribusiness both economically and climatically. In particular crop care, fertilizer and seed businesses suffered. We also encountered difficulties in establishing our retail chain business which created a need to restructure our business model. ACI foods faced difficulty in creating brand demand in the midst of fierce competition. 2009 witnessed the successful completion of the sale of shares of ACI Formulations through direct listing. We received tremendous support from the investors and being able to earn Taka 150 crore in two years from this initiative which has already been reflected in our accounts. We introduced first ever Convertible Zero Coupon Bond (named as ACI 20% Convertible Zero Coupon Bonds) to raise Taka 1 billion from the country's capital market. This pioneering initiative from ACI's finance team paves the way for a successful opening of bond product in the capital market. All these new initiatives will not only strengthen ACI's Balance Sheet but also bring flexibility in fund raising and simultaneously lower the financing cost.

These efforts will put ACI into a more sustainable position to grow our businesses and leave up to the high aspiration that our stakeholders have for our company.



Strategic Business Units and Subsidiaries

ACI remains committed to providing customers with a broad range of quality products from its business operations.





Our health care business is consistently showing superior performance over the last couple of years and has recorded a CAGR of 25% in sales.

Health Care Division

The year 2009 is another splendid year for ACI health care business. In this year, the business has not only registered an impressive sales growth of 24% but also crossed a milestone of selling over 300 crore (Taka 3 billion) in a single year despite immense competition and many operational hurdles. Our health care business is consistently showing superior performance over the last couple of years and has recorded a CAGR of 25% in sales. This has created lots of enthusiasm and confidence in our team to offer newer treatment solutions to the customers in terms of products and technology to meet ever changing market needs and keep the Company ahead in the competitive market.

New technologies, aggressive and innovative initiatives are the key enablers for our growth and performance. In 2009, we presented the most potent omeprazole pellet (15%w/w) in Xeldrin for the first time in Bangladesh in the smallest size capsule. This is a breakthrough innovation in a fiercely competitive anti-ulcer market, offering convenience for millions of hyperacidity disorder patients throughout the country. In 2009 we have entered into technologically sophisticated Metered Dose Inhaler (MDI) market with the launching of Brodil HFA and Steradin HFA, manufactured in our European Standard state-of-the-art Plant. These HFA based products are highly effective for patients and also take care of the environment of our planet in contrast to CFC





based products. Another advanced pharmaceutical formulation introduced is effervescent technology with our new launch Acical C.

Introduction of new products in different therapeutic classes is another important aspect of business expansion. We are exploring new markets by introducing products and dosage forms to fulfill the growing needs of our customers. More than 50 new products have been introduced during last year. Among them are Brodil HFA inhaler, Steradin HFA inhaler, Sasolin MR capsule, Conart tablet, Clonium tablet, and Minolac 60mg injection have shown high potential and captured sizable market share. A wide range of products are also in our pipeline at different stages of development. A notable one among them is Amino Acid infusion preparation which is expected to be introduced in 2010.

In line with the consistently high growth of our pharmaceutical business we have initiated expansion of our manufacturing capacity. Our new world class cGMP compliant production facility equipped with advanced high speed machineries will be operational in 2010.

ACI NDDS (Novel Drug Delivery Systems) is a successful part of ACI Health Care Business. We are currently manufacturing a large quantity of

import substitute bulk raw materials of different modified release products. These bulk drugs are consumed in ACI products and supplied to other Companies of the pharmaceutical industry. The superior quality of our modified release pellets has already achieved a high level of customer satisfaction.

Our International Business team is exploring many more markets beyond our borders. In 2009 we have exported to several countries including Myanmar, Sri Lanka, Afghanistan, Guatemala, Somalia, and Hong Kong. We are in the process of product registration and regulatory approval including countries like Kenya, Cambodia, Ethiopia, Yemen, Colombia, Ghana, Nepal, and Mongolia to further strengthen our export portfolio.





সুরক্ষায়



স্বাধীনতায়

ধূলা-ময়লা, রোগ-জীবাণুর ভয়ে
ক্রমেই গুড়িয়ে যাই আমরা।
ছটিকে পড়ি জীবনের সকল আয়োজন থেকে,
প্রতিদিন।

আর ভয় নেই।
সকল বাধা জয় করতই এসে গেল
স্যান্ডলন অ্যান্টিসেপ্টিক সোপ,
যা তোমাকে সুরক্ষিত রাখবে সারাদিন।
ভটি এবার ফুটে যাও জীবনের ডাকে।
যখন-তখন, ইচ্ছে-খুশি।



Consumer Brands Division

Year 2009 had been challenging for ACI Consumer Brands when the country experienced a drop in GDP growth for the first time in the last few years, economy was still having the brush off effects of the global melt-down, unstable job markets in the Middle East and certain Asian countries for the wage earners affecting the remittance flow pattern and thereby affecting peoples' expenditure pattern.

Unusual price hike of daily essentials forcing consumers to re-adjust their lifestyle by addressing the needs of the bare essentials and massive energy crisis in electricity and gas adversely affecting our manufacturing operation are the ones to name a few. There was fierce fight among the competing companies in the industry to hold on to their respective market shares to be able to survive. Once again, ACI Consumer Brands diversified



“বীরপুরুষরা যখন বিশ্বজয়ে মগ্ন,
মশা নিয়ে চিন্তা করার সময় কোথায় তাদের?”

সিটি ব্র্যান্ডের ওয়াশিং মেশিন দিয়ে, তার সশা থেকে অনেক ছুঁতরি কাপড়
ধোতে দিনে ৩টিসিটি ব্র্যান্ডের-৩০০ টপের
প্রতিরোধ ক্ষমতা বৃদ্ধি করে-৩০০ টপের
ব্র্যান্ডের দিনে ৩০ মিনিটের মধ্যে পরিষ্কার করা যায়।
আরও জানতে
আরও জানতে-৩০০ টপের ব্র্যান্ডের পরিষ্কার করার উপায় জানতে
আরও জানতে-৩০০ টপের ব্র্যান্ডের পরিষ্কার করার উপায় জানতে



businesses successfully completed the year by providing superior product quality and services to the millions of satisfied consumers across the country further enhancing the company image.

Our dominance in mosquito repellent product category was strengthened in 2009 by growing both Aerosol and Mosquito Coil businesses over and above the total market growth. ACI Aerosol completed the year with a dominant market share of 84.7%. ACI Mosquito Coil achieved a commendable market share of 30.3% against strong multinational competition. In the black coil segment, ACI Black Fighter came out as a clear winner with an exit category market share of 52.2%.

Savlon continued to be the strong flagship brand for the company registering a growth of 12.2% over 2008. The brand was trusted for hygienic protection against all kinds of germs by both individual and institutional consumers. The success of Savlon Antiseptics was reflected in its year end markets position when the brand registered an exit market share of 82.3% in liquid antiseptic and 73.4% in the antiseptic cream. Savlon brand will be further strengthened by

expanding its presence in the area of personal care products. Our new Savlon Bar Soap and Hand Wash products have already been introduced in the market and have received overwhelming response from the consumers. The communication programmes, which are already going on air for the brand, will further fortify Savlon to stay as the undisputed No. 1 brand in the personal hygiene care category.

Freedom Sanitary Napkin under Savlon mother brand was another success story for the ACI Consumer Brands which registered a growth of 64.1% over 2008. Excellent product quality is working as the strongest differentiator for the brand in winning the local consumers, despite competition from international brands.

In the area of household cleaning and lavatory care, our Vanish Toilet Cleaner achieved a growth of more than 50% for consecutive two years. The brand registered a growth of 67.6% in 2009. Vanish is now clearly the 2nd largest brand in the toilet cleaner market in Bangladesh. Angelic Air-Freshener had a strong growth of 20.7%. Other newly launched household cleaning products under Clean-IT brand also made strong impression into the market to provide our consumers a better living environment in their households.





Electrical and Electronics

Our venture into the business of Electrical products came out to be successful in 2009 under the Sparkle brand. Our innovative products in the CFL category (energy saving lamps) like Multipart Do-It-Yourself (DIY) and Sliding products range received warm response from the traders and consumers. This business is growing rapidly as it caters to the new demands of the consumer.

Besides consumer goods, in 2009, ACI Consumer Brands also started to represent Panasonic Audio-Visual Products in the market. This created a huge noise in the market as consumers had been looking forward to trusted names in the area of electronic goods. ACI's association with Panasonic was seen as a very positive move by the industry and the consumers.

Besides ACI's own brands, the division continued to represent the renowned international brands like Colgate, Nivea, Godrej Consumer Products and Laser Shaving Products successfully in the market registering commendable growth in each of the brands.



The exit market share for the brand in 2009 was 22.8% as per Nielsen which established the brand as the clear market leader in the category.



Salt

ACI Pure Salt continued to delight the consumers of Bangladesh with 100% pure, dirt free and properly iodized salt and thereby making a contribution towards the development of a meritorious Bangladesh. The exit market share for the brand in 2009 was 22.8% as per Nielsen which established the brand as the clear market leader in the category. ACI Pure Salt has initiated communication on the development of multidimensional intelligence of children in its advertisements, which will be essential for the development of our nation. This will ensure stronger bonding of the brand with our consumers.



Flour

The Flour business grew by 20% in terms of sales growth. In the second year of operation the brand Pure is considered as 2nd largest brand in flour industry having 19% market share in the retail industry. The company introduced a number of new products in the line without increasing capital investment. Product portfolio enriched with Pure Egg Noodles, Pure Minicate Rice, Pure Vermicelli amongst others. Through a strong quality propositions of Pure branded commodities, this business has instilled yet another example of ACI quality in the mind of consumers.

In the second year of operation the brand Pure is considered as 2nd largest brand in flour industry having 19% market share in the retail industry.



Foods

In 2009, our food brands 'Pure' and 'Fun' has strengthened its brand preference amongst consumers through consistent quality improvement and attractive communication. These brands are also extended into new subcategories of Spice, Snacks and Confectionery. Our Export sales have continued its growth through reaching new countries as well as strengthening operation in already penetrated countries. We believe this business unit has now positioned itself to compete and generate robust growth in the ongoing year.





Our business strategy for 2010 will be to increase the sale of local products which will result in highest growth and profitability.



Agribusinesses Division

Livestock & Fisheries

The aim of ACI Livestock and Fisheries is to reduce the gap between demand and supply of protein. The year 2009 was a successful one for Livestock and Fisheries as it achieved 110.7% split growth of sales which was over the budget. Although the poultry division has suffered various issues through-out the year, it has performed satisfactorily and the market has grown by 17%. Broiler and Layer DOC crisis, Bird Flu infection and meat price fluctuation etc. were carefully handled by our business. To address these issues, we had conducted promotional work and continuous motivation to the field forces to achieve our desired target.

We have launched several new products - Calvet P Oral Suspension, Acivit-DB Powder, CTC, Betamint, Growup, Tylo-Doxi Powder, Aqua C. We also had some drawbacks in 2009 which includes shortage of raw material supply, problem in production and supply, warehouse capacity etc. We are also planning to launch 15 new products in Vaccine, Cattle and poultry division in 2010.

Our business strategy for 2010 will be to increase the sale of local products which will result in highest growth and profitability. We will focus on improving quality of the business through efficient management of stock and debtor. This will fortify and consolidate the recent rapid growth, and create a sustainable platform for business expansion.

Fertilizer

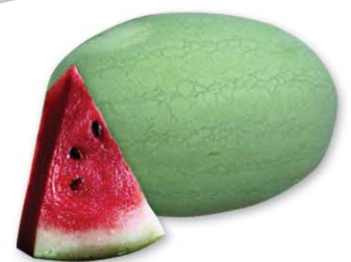
As a core part of our strategy, we are conducting different innovative activities with farmers to promote the balanced fertilizers.

ACI Fertilizer believes in Sustainable Agriculture as is the key of economic prosperity of rural Bangladesh. To establish this idea it is essential to increase crop yield. ACI Fertilizer is working towards the introduction of technologically advanced yield enhancing products like Excel super, Flora, Bumper Folon among the farmers. Farmers have already accepted this product and launched successfully. To improve soil health suitable for Agriculture, ACI Fertilizer has introduced organic fertilizer that has been well accepted by farmers, agriculture scientists and extension workers.

The year 2009 was not favorable for the fertilizer business due to high cost inventory in hand, price panic among the trade, adulteration, fluctuation of international market and lower paddy price. The year 2010 will bring positive results for fertilizer business considering price stability, good paddy price and farmer friendly agriculture policy. As a core part of our strategy, we are conducting different innovative activities with farmers to promote the balanced fertilizers.

We had the leading position in micro-nutrient fertilizer with 20% market share. The future of this business will be driven by several new technological products under registration process such as Chelated magnesium, Foliflo (40% water Soluble Zinc), Fertiplus etc. which will contribute significantly in raising crop yield.





Vegetable seeds volume almost 100% doubled over last year. Ten new products have been introduced in 2009 of which cauliflower and tomato was the most noteworthy.



Seed

2009 was a difficult year for the seed business. This is primarily because of uneven competition with the public sector for HYV rice seed. ACI focused on producing foundation seed only to face this uneven competition. Although there was a negative growth trend in hybrid rice seed industry, ACI retained its share of 24% as a whole.

There was also a significant growth in vegetable seed business. Vegetable seeds volume almost 100% doubled over last year. Ten new products have been introduced in 2009 of which cauliflower and tomato was the most noteworthy. These two products gained good acceptance from farmers and was imported from the French company named Clause, one of the best vegetable seed companies in Europe. Coriander imported from Anseme, a world renowned seed producing company in Italy. It is to be expected that for coriander, ACI seed will enjoy 20% market share in 2010.

Research and Development (R&D) plays a vital role in seed industry. A new R&D product Sponge gourd will be added in the year's vegetable portfolio. One crop Snake gourd is already sent to different locations for adoptive trials based on which ACI will start marketing next year. Bitter gourd is also waiting for release. Research on hybrid radish is going on and by 2011 it will be released.



Cropex

ACI Cropex was launched in 2008 with a view to give higher return on investment for the farmers. Cropex purchases various agri-commodity products from farmers by giving them appropriate price for their crops. Cropex is successfully operating two divisions - Animal Commodities and Human Commodities. We purchase maize, potato, rice, wheat, lentil, rice polish, onion, ginger, garlic, turmeric, chilli, strawberry from local farmers. Our import commodities are - soya bean extract, garlic, ginger, dry chilli, turmeric, mustard, oil cake etc.

The year 2009 was successful for the Cropex Business. Our total turnover was 779 million in 2009. Year 2010 will bring more positive result for the Cropex Business considering stable commodity market.

Motors

Agricultural machinery market was affected by global recession in the year 2009. The business was able to retain its position by carefully adopting to new situations and Government of Bangladesh also took initiatives to develop this sector by providing 25% subsidy for purchase of agricultural machinery.

In 2009, ACI Motors improve its sales quality by market screening and evaluation processes. It has created brand demand of Sonalika Tractor and Bull Power Tiller by taking different types of promotional campaigns such as free service camp, Agricultural Machinery fair, road show, drivers and owners training programme, Mechanics training programme etc. We introduced DI-90 model tractor through sales at Bangladesh Agricultural Development Corporation (BADC) as the first High Horse Power Tractor. We have introduced DI-745II without hydraulic for haulage purpose which is able to carry more load than before. We have also introduced Rice Cutter machine which helped farmers to cut their crop in less time and lower costs. We are testing the ground with sprayer machines imported from Korea.

We will develop new products like combine harvester, pumps and lubricants. We are hopeful from our motor business in the future.





Crop Care & Public Health

ACI Crop Care and Public Health is significantly contributing to national food security in Bangladesh. We have complete range of cost effective products which can provide appropriate solutions for the farmers through insecticides, herbicides and fungicides. For crop protection, we have launched technologically advanced products such as Goollee 3 Gr., Super Power 10 WP, Gola 48 EC, & Platinum 20 SP in 2009. These products are well accepted by the farmers, traders and agriculture scientists.

Despite the worldwide economic depression and prolonged drought situation and lower paddy price in Bangladesh, 2009 was a challenging year for ACI Crop Care and Public Health. In spite of so many barriers in the industry we maintained our market share of 20%. We are the market leader of

several molecules like Carbofuran, Butachlor, Lambda-cyhalothrin and Imidachlorpid. We are hopeful that Crop Care and Public Health will come forward and make another success story next year.

To propel this business into the future four thrust areas have been identified. They are herbicide, fungicide, rice insecticide and Sulphur. Market and factory production have been aligned to cater to the growth in these product ranges.

Agriculture contributes about 23% of the national GDP. There are big opportunities in the crop protection sector to enhance volume, value, quality and variety of production. ACI has a clear vision to avail this opportunity by introducing sustainable business model.





Logistics

The objective of the business was to establish a retail chain that would provide a modern self service option to a segment of customers who would be benefited by the convenience of their monthly household shopping needs. We would participate in the improvement of the goods market efficiency of Bangladesh. ACI was particularly suited for this activity because the company already has a grasp of several aspects of the business. This business is at its very early stages of the evolution and ACI intends to have a pioneering role.

We increased the size of our retail chain from two outlets in January 2009 to 59 outlets across the country by August 2009. We established a supply chain with five distribution centers to cater to movement of goods of over 200 suppliers. We have trained over 1200 people in the process in buying, distribution and supply chain.

Along the way we realised that the business was not achieving its desired revenue or customer footfall. Ensuring customer experience

and familiarising them with this format has proven to be difficult. As retail talent is scarce, training people has also been a difficult task while managing the fact that without a minimum level of scale the business is unviable. Many supply chain challenges were encountered and partially overcome. We went into a process of restructuring and re-organising our business model for a more long-term strategy for improvement of the overall supply chain and consequently the customer experience.

Many of the expertise within ACI are engaged to improve the different aspects of the business that include buying, supplier management, distribution, store operations, training and customer services. ACI intends to improve the quality of this business over the short-term horizon. We already have observed a significant improvement in the customer experience but expect much more in 2010.





Subsidiaries and Associated Companies

Separate reports on each of the subsidiaries, along with their accounts are provided later in this report.

ACI Godrej Agrovet Limited (ACIGAL) operations created new benchmarks in 2009. The Company achieved a growth of 54%, significantly above the industry average. The Breeding Farm doubled its capacity at Panchagarh. Hatchery expansion was done with state-of-the-art incubators, increasing the capacity by 140%. The Company has established its feed product quality, in all categories of poultry, fish and cattle feeds. With the support of latest research in animal nutrition science, the Company constantly improving its product performance and providing "value for money" to its customers.

Tetley ACI (Bangladesh) Limited sales during 2009 have grown by 64% in volume and 87% in value over the previous year primarily due to the strengthening of the newly established distribution network. We planned to launch new products with discernibly superior blends in order to gain a competitive edge in the market.

Asian Consumer Care (ACC) achieved 37% growth during 2009. Oral Care and Hair Care products performed very well and contributed to the higher growth. ACC has developed and introduced new Dabur Honey, Dabur Amla Hair Oil, Dabur Chyawanprash and Odonil in the market in 2009. More emphasis has been given on localisation of the products and focused distribution to provide fresher stock to the local market. With improved production and distribution, and innovative marketing, the company hopes to increase its market presence in the major categories.

Financial Results

In 2009, turnover reached to Tk. 7.23 billion from Tk. 5.96 billion of 2008 (ignoring Crop Care & Public Health business worth Tk. 1.4 billion), an increase of Tk. 1.27 billion, resulting into 21 percent growth over the last year. As part of direct listing decision, the entire Crop Care and Public Health business was transferred to ACI Formulations Ltd, effective 1 January 2009. The cost of sales to turnover has also increased by 21% due mainly to increased sales volume partially offset by lower raw materials cost. Higher turnover contributed to the increase in gross profit by 22% over last year. Profit after tax in totality has decreased to Tk. 987 million from Tk. 1,076 million of 2008 mainly due to lower one-off gain from partial divestment of shares of ACI Formulations Limited through direct listing in both the DSE & CSE. Earnings Per Share (EPS) has decreased by 8 percent from Tk. 55.44 to Tk. 50.85 per share with face value of Tk. 10 each. However, disregarding one off gain of Tk. 655 million from divesting, PAT comes to Tk. 332.08 million showing 12 percent increase from last year with EPS of Tk.17.11 (2008: Tk. 15.26).

Appropriation of profit

Considering the financial results of the company during the year and free reserve carried over, the Directors recommended appropriation of net profit as follows:

	2009 Taka	2008 Taka
Un-appropriated profit from previous year	1,294,074,482	409,294,197
Add: Net profit after tax for the year	986,642,683	1,075,666,883
Add: Realization of revaluation reserve	3,477,706	3,153,402
Total available for appropriation	<u>2,284,194,871</u>	<u>1,488,114,482</u>
Appropriation proposed:		
Proposed dividend:		
Cash dividend	203,742,000	161,700,000
Stock dividend	-	32,340,000
Total dividend	<u>203,742,000</u>	<u>194,040,000</u>
Balance carried forward	<u>2,080,452,871</u>	<u>1,294,074,482</u>

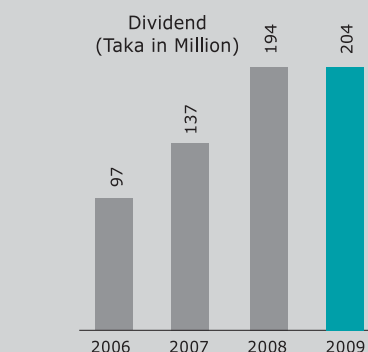
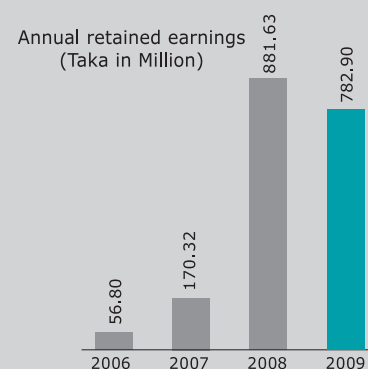
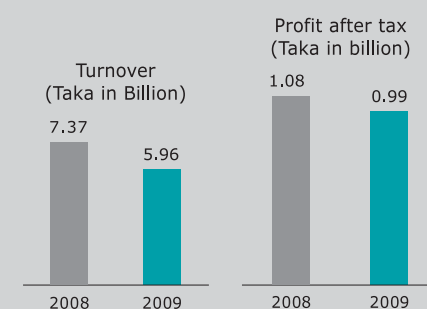
With the balance carried forward in this year and with future ploughing back of part of the profit, directors are confident that company will be able to maintain consistent dividend policy in years to come.

Dividend

The Board of Directors are pleased to recommend cash dividend @ 105% i.e Tk. 10.50 for each share for the year 2009 to those shareowners whose names will be appeared in the Share Register of Members of the Company or in the Depository on the Record Date which is Sunday, 2 May 2010.

Contribution to the National Exchequer

During 2009, the company contributed Tk. 1,263 million to the National Exchequer in the form of corporate tax, custom duty, VAT etc. This is equivalent to 17.47 percent of our net sales revenue for the year 2009.





A. Statutory Information

In compliance with the SEC guidelines' condition no.-1.4 the Directors confirm that:

- (a) The financial statements prepared by the management of the Company present fairly its state of affairs, the result of its operations, cash flows and changes in equity.
- (b) Proper books of account of the Company have been maintained.
- (c) Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgement.
- (d) International Accounting Standards, as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed.
- (e) The system of internal control is sound in design and has been effectively implemented and monitored.
- (f) There are no significant doubts upon the Company's ability to continue as a going concern.
- (g) Significant deviations from last year in operating results of the Company have been highlighted in the Report and reasons thereof have been explained.
- (h) Key operating and financial data of preceding six years has been provided.
- (i) The company is declaring the dividend regularly.
- (j) The number of Board meetings held during the year and attendance by each Director is given in annexure-I.
- (k) The pattern of share holding is given in annexure-II.

The People of ACI

Values remain the cornerstone of all ACI activities. We keep the values of the company a vibrant part of the day-to-day experience through customised communication of their application in the workplace. "Values in action" summarises our recent approach to engaging our people.

ACI is a place where passion and talent merge to create a productive workforce. Our work

environment is driven by the aspiration of the individual and their ability to explore their capabilities in the process of reaching the organisational goals. Innovation and continuous improvement are frontline values while transparency and fairness provide the foundations that unify the diverse and complex organisation together. Our corporate culture emphasises that learning and personal growth closely intertwines with the success of the company. As a result ACI

has established its position as one of the top employers of choice.

Several events have been organised to foster harmony and team building as the company develops strong interdependence between services, businesses and factories. This aspect is becoming an increasing priority as we explore more synergy between our businesses.

We continued to play an active role as the Founding Member of the Global Growth Companies as accredited by the World Economic Forum. ACI has played its part in fulfilling its Corporate Social Responsibility (CSR) by engaging in several sustainable social activities through clinical meetings, medical support groups, adopting a village and mobile medical camps. Above all, we believe ACI's biggest contribution to CSR is that all our businesses are directly aligned to fundamental and enabling aspects of the Bangladesh economy.

Moving forward, ACI expects to establish its new businesses on a strong footing, and at the same time developing the appropriate links with existing businesses. We also expect greater interdependence among our broader business themes. In the process of achieving these goals, our people will accelerate their learning through cross functional and cross business interaction.

We thank the partners of ACI, shareowners, suppliers, customers, bankers, media and all

On behalf of the Board



Dr. Arif Dowla
Managing Director

other known and unknown well wishers for their support and patronage to bring us to this level. We pray for their continued support to fulfill our mission to improve the lives of people.

Finally and most importantly, I thank the employees of ACI in factories, depots, offices and other locations throughout the country, for their untiring efforts. They have worked hard, against uncertainties and adversity to build a more powerful organisation, which can create a greater positive impact on the quality of life of people.

Election of Director


By operation of Article 120 of the Company's Articles of Association Mr. M Anis Ud Dowla, Mrs. Najma Dowla and Ms. Sheema Abed Rahman retire by rotation and being eligible, offer themselves for re-election.

Independent Director

The Board in its meeting held on Sunday, 11th October 2009 appointed Mr. Golam Mainuddin, Chairman, Board of Directors of BAT Bangladesh Limited as Independent Director of the Company in terms of the provision of SEC guidelines.

Auditors

Our Auditor Messrs Rahman Rahman Huq, Chartered Accountants has sought re-appointment for the year 2010 and the Directors recommend their re-appointment.



Mr. Waliur Rahman Bhuiyan, OBE
Director





B. Status of Compliance

The status of the compliance as per SEC guidelines' condition no.-5.0 is given in annexure - III

Annexure - I: Attendance of Board meetings

During the year seven Board meetings were held and the attendance by each Director was as follow:

Name	No. of Meeting Attended
Mr. M Anis Ud Dowla	5
Mrs. Najma Dowla	5
Mr. Syed Manzur Elahi-retired on 20 August 2009	2
Mr. Md. Ziaul Haque Knondker-retired on 19 May 2009	1
Dr. Arif Dowla	7
Ms. Shusmita Anis Salam	4
Mr. Waliur Rahman	-
Mr. Wajed Salam	1
Ms. Sheema Abed Rahman	7
Mr. Waliur Rahman Bhuiyan OBE	5
Mr. Golam Mainuddin-appointed on 11 October 2009	2
Mr. Md. Humayun Kabir-appointed on 19 May 2009	5

Annexure - II: Pattern of Shareholding

As per SEC guideline condition no-1.4(k), the pattern of share holding status as on 31 December 2009 is given below:

1.4 (K) (i) Held by Parent/ Subsidiary/ Associates and other related parties: n/a

1.4. (K) (ii) Held by Directors, Chief Executive Officer, Company Secretary, and Chief Financial Officer etc.:

Name	Position	No of shares
Mr. M Anis Ud Dowla	Chairman	4,850,954
Mrs. Najma Dowla	Director	54,264
Mr. Md. Humayunn Kabir - representing ICB	Director	-
Dr. Arif Dowla	Managing Director	222,183
Ms. Shusmita Anis Salam	Director	1,348
Mr. Waliur Rahman-representing ACI Foundation	Director	-
Mr. Waliur Rahman Bhuiyan OBE - representing ACI Foundation	Director	-
Mr. Wajed Salam - representing ACI Foundation	Director	-
Mr. Golam Mainuddin	Independent Director	-
Ms. Sheema Abed Rahman	Company Secretary and Director	9,900

1.4 (K) (iii) Held by Executive - No shares held by such executive

1.4 (K) (iv) Held by Shareowners holding ten percent or more voting right:

Name	Position	% of shares
Mr. M Anis Ud Dowla	Chairman	25

Annexure - III: Status of Compliance

Status of compliance with the condition imposed by the Commission's Notification No. SEC/CMRRCD/2006-158/Admin/ dated 20th February, 2006 issued under section 2CC of the Securities and Exchange Ordinance, 1969

Condition No	Title	Compliance Status		Explanation for non-compliance with the condition
		(Put ✓ in the appropriate column)		
		Complied	Not Complied	
1.1	Number of the Board members of the company should not be less than 5 and more than 20.	✓		
1.2(i)	Number of Independent Directors should be at least 1/10 of the total number of Company's Board of Directors.	✓		
1.2(ii)	Independent Directors should be appointed by the elected directors.	✓		
1.3	Chairman of the Board and Chief Executive Officer should preferably be filled by different individuals.	✓		
1.4(a)	Fair presentation of Financial Statements.	✓		
1.4(b)	Maintenance of Proper books of accounts.	✓		

Contd....

1.4(c)	Appropriate Accounting Policies applied consistently.	✓		
1.4(d)	International Accounting Standards, as applicable in Bangladesh have been followed in preparing the Financial Statements.	✓		
1.4(e)	Sound and Effective Internal Control System.	✓		
1.4(f)	Ability to continue as going concern.	✓		
1.4(g)	Significant deviations from last year in operating results.	✓		
1.4(h)	Summary of Key operating and financial data.	✓		
1.4(i)	If dividend has not been declared, the reasons thereof.	✓		
1.4(j)	Number of Board Meetings held during the year and attendance by each director.	✓		
1.4(k)	Pattern of share holding.	✓		
2.1	Appointment of a CFO, a Head of Internal Audit and a Company secretary.	✓		
2.2	Attend the Board meeting by CFO and Company Secretary.	✓		
3	Constitution of Audit Committee.	✓		
3.1(i)	The Audit Committee should be composed of at least 3 members.	✓		
3.1(ii)	Members of Audit Committee should be appointed by the Board who are directors and one should be Independent Director.	✓		
3.1(iii)	Board of Directors should fill up the vacancy within one month of the vacancy in the Audit Committee.	✓		
3.2(i)	Board of Directors should select one member of the Audit Committee as Chairman of the Audit Committee.	✓		
3.2(ii)	Chairman of the Audit Committee should have a professional qualification or knowledge, understanding and experience in accounting or finance.	✓		
3.3.1(i)	Activities of the audit committee to the Board of Directors.	✓		
3.3.1(ii)(a)	Report on conflict of interest.	✓		
3.3.1(ii)(b)	Report on Fraud or irregularity or material defect in internal control system.	✓		
3.3.1(ii)(c)	Report on infringement of laws, including security related laws, rules and regulations.	✓		
3.3.1(ii)(d)	Report on any other matter which should be disclosed to the Board of Directors' immediately.	✓		
3.3.2	Reporting to the Authorities: If the Audit Committee has reported to the Board of Directors about anything which has impact on the financial condition and results of operation and being ignored by the Board of Directors, the Audit Committee should report such findings to the Commission.	✓		
3.4	Reporting to the Shareholders: Report on activities carried by the Audit Committee including any report made to the Board of Directors under condition. 3.3.1 (ii) and the disclosure of which should be made in the annual report.	✓		
4.00(i)	Appraisal or valuation services or fairness opinions.	✓		
4.00(ii)	Financial information system design and implementation.	✓		
4.00(iii)	Book-keeping or other services related to the accounting records or financial statements.	✓		
4.00(iv)	Broker-dealer services.	✓		
4.00(v)	Actuarial services.	✓		
4.00(vi)	Internal audit services.	✓		
4.00(vii)	Any other service that the Audit Committee determines.	✓		

On behalf of the Board



Dr. Arif Dowla
Managing Director



Mr. Waliur Rahman Bhuiyan, OBE
Director



চেয়ারম্যানের বাণী

প্রিয় শেয়ারমালিকবৃন্দ,

এসিআই'র সুহৃদ এবং শুভাকাঙ্ক্ষীবৃন্দ,

আসসালামু ওয়ালাইকুম।

কোম্পানীর ৩৭তম বার্ষিক সাধারণ সভায় আপনাদের সবাইকে স্বাগত জানাচ্ছি। আপনাদের সাথে একত্রিত হয়ে আপনাদের কাছ থেকে বর্তমান বাজারে কোম্পানীর অবস্থান সম্বন্ধে আপনাদের মতামত এবং কোম্পানীর অর্থনৈতিক প্রতিবেদনের উপর আপনাদের ব্যাখ্যা-বিশ্লেষণ জানার জন্য আমরা এ দিনটির প্রতিক্ষায় ছিলাম।

বিশ্বব্যাপী অর্থনৈতিক মন্দা সত্ত্বেও আন্তর্জাতিক অর্থনৈতিক বাজারে অস্থিতিশীল পণ্যে আমাদের উপস্থিতি কম থাকার কারণে বাংলাদেশ ব্যাংক কর্তৃক গৃহীত দূরদর্শী রাজস্বনীতি ও মুদ্রানীতির ফলে এবং আমাদের রপ্তানীকারকদের কঠোর প্রয়াসের কারণে আমাদের সামগ্রিক অর্থনীতি তেমনভাবে ক্ষতিগ্রস্ত হয়নি। অর্থনীতির বেশীরভাগ ক্ষেত্রে মন্দা সত্ত্বেও জিডিপির প্রবৃদ্ধি ছিল ৫.৯ শতাংশ।

আমাদের পণ্যের চাহিদা ক্রমান্বয়ে বেড়েই চলছে। আপনাদের কোম্পানী প্রচলিত ব্যবসার সবক্ষেত্রেই সাফল্য অর্জন করেছে এবং প্রত্যেকটি ব্যবসা ইউনিটের নিজ নিজ ক্ষেত্রে প্রবৃদ্ধি ছিল অনেক বেশী। এর অর্থ এই যে, আমাদের মার্কেট শেয়ার বৃদ্ধি পেয়েছে এবং ঐ সকল ব্যবসা থেকে আমরা উল্লেখযোগ্য মুনাফা অর্জন করেছি।

বাজার যাচাইয়ের জন্য ২০০৮ সালে আমরা অত্যন্ত ক্ষুদ্র পরিসরে ফার্টিলাইজার ব্যবসা শুরু করি। ২০০৯ সালে বোরো মৌসুমকে সামনে রেখে আমরা প্রচুর পরিমাণে ট্রিপল সুপার ফসফেট (টিএসপি), মিউরেট অব পটাশ (এমওপি) এবং সয়েল নিউট্রিয়েন্ট মজুদ করি। বর্তমান নতুন সরকার ক্ষমতায় এসে মিউরেট অব পটাশের মূল্য আন্তর্জাতিক বাজার মূল্যের অর্ধেক নির্ধারণ করায় আমরা রাতারাতি অর্থনৈতিকভাবে ব্যাপক ক্ষতিগ্রস্ত হই। সরকারের এই আকস্মিক

ঘোষণায় আমাদেরকে চরম মূল্য দিতে হয়েছে। যাই হোক, আমরা আমাদের ফার্টিলাইজারের ব্যবসা চালিয়ে যাব।

বীজের ব্যবসায় আমরা নতুন নই, কিন্তু আমাদের নির্ভরশীলতা ছিল স্থানীয়ভাবে হাইব্রীড এবং উচ্চ ফলনশীল ধান বীজ উৎপাদনে। আমরা চীন থেকেও নতুন ধরনের হাইব্রীড ধানের বীজ আমদানী করেছি। ডিসেম্বর ২০০৮ এবং জানুয়ারী ২০০৯-এই সময়ে চালের মূল্য কম থাকতে এবং হাইব্রীড বীজের অধিক মূল্যের কারণে চাষীরা হাইব্রীড বীজ বপনের ক্ষেত্রে খুব একটা উৎসাহিত ছিল না। যার ফলশ্রুতিতে উল্লেখযোগ্য পরিমাণ হাইব্রীড ধানের বীজ অবিক্রিত থেকে যায়। জমাকৃত বীজ অংকুরোদগম ক্ষমতা এবং টিকে থাকার ক্ষমতা হারিয়ে ফেলে। যার ফলে আমরা আবারও ক্ষতির সম্মুখীন হই। তথাপি, এ ব্যবসায়ের ভাল সম্ভবনা রয়েছে এবং ব্যবসাটি চালিয়ে যাওয়াই ভাল হবে। এবছর আমরা এ ব্যবসায় মুনাফা অর্জন করব।

ত্রিপ্র প্রতিযোগিতার কারণে আমরা ফুড ব্যবসায় ক্ষতির সম্মুখীন হই। আমরা ধীরে ধীরে ব্যবসায় ফিরছি এবং আশা করি ২০১১ সাল নাগাদ আমরা ব্রেক-ইভেনে পৌছাতে পারব। ফুড ব্যবসায় বিশাল মার্কেট রয়েছে। আমরা অবশ্যই ভাল একটা মার্কেট শেয়ার অর্জনের সুযোগ নষ্ট করব না।

এসিআই লজিস্টিকস্, যে পরিকল্পনার উপর ব্যবসায়ের মডেল দাড়ানো-তা পরীক্ষা করার জন্য ২০০৮ সালে মাত্র দু'টি আউটলেটের মাধ্যমে রিটেইল চেইন ব্যবসা শুরু করে। এইক্ষেত্রে ৮৪০ মিলিয়ন টাকার সিডিক্রেট টার্ম লোন পাওয়া যায়। লোনটি অনুমোদন করবার পূর্বে আমাদের ব্যবসায়িক ধারণা ও পরিকল্পনা সম্বন্ধে সাময়িক ধারণা অর্জনের জন্য স্ট্যান্ডার্ড চার্টার্ড ব্যাংক এবং অন্যান্য ব্যাংকাররা আমাদের সাথে বেশ কয়েকটি আলোচনা সভায় বসে। ধারণা করা হয় যে, বাংলাদেশের শহুরে জনসংখ্যার গড় আয় একটি নির্দিষ্ট হারে বেড়ে এমন একটি পর্যায়ে পৌছেছে যে, তারা এখন পরিষ্কার এবং আরামদায়ক পরিবেশে নিকটবর্তী দোকানে ব্র্যান্ডের পণ্য এবং স্বল্পসময়ে পটনশীল পণ্য যেমন শাক-সবজি, মাছ, মুরগী এবং মাংস কিনতে সক্ষম।

প্রথম দুইটি আউটলেটের অভিজ্ঞতা কাজে লাগিয়ে আমরা আরও ৫৯টি আউটলেট চালু করি যার বেশীর ভাগই ঢাকায় এবং কিছু দোকান চট্টগ্রামে ও সিলেটে এবং বাকীগুলো সারাদেশে ছড়িয়ে ছিটিয়ে ছিল। কিন্তু আমাদের নির্ধারিত গ্রাহকদের কাছ থেকে প্রত্যাশিত সাড়া না পেয়ে আমরা অবাধ এবং হতাশ হই। তাছাড়া এমন কিছু সমস্যা ছিল যেগুলো সামাধান করা ছিল সত্যিই কষ্টসাধ্য, যেমন: সাপ্লাই চেইন ব্যবস্থাপনা, মাস্তানদের চাঁদাবাজি এবং কিছু গ্রাহক এবং কর্মচারী কর্তৃক মজুদকৃত দ্রব্যের চুরি। এইসব সমস্যার সাথে আরও কিছু ব্যর্থতা যেমন: কিছু স্বনামধন্য পণ্য উৎপাদনকারী প্রতিষ্ঠান কর্তৃক সময়মতো পণ্য সরবরাহ করতে না পারা, পণ্যের গুণগতমান বজায় রাখতে না পারা এবং স্বল্পস্থায়ী পণ্যের অনিয়মিত সরবরাহ-যুক্ত হয়ে সমস্যাকে আরও বাড়িয়ে তোলে। যার ফলশ্রুতিতে অধিকাংশ নির্ধারিত লক্ষ্যগুলো অর্জনের বাহিরে থেকে যায় এবং রিটেইল চেইন সপ ব্যবসা বিরাট ক্ষতির মধ্য দিয়ে যায়। কিছুদিন এই পরিস্থিতি উন্নয়নের চেষ্টা করার পর, ক্ষতির পরিমাণ কমিয়ে আনার লক্ষ্যে ২০১০ সালের ফেব্রুয়ারী মাসে ব্যবসায়টিকে ব্যাপকভাবে পুনর্গঠন করা

হয়। ব্যবসটিকে টেকসই করার জন্য ব্যবসার মডেল পরিবর্তন করা হয়েছে এবং নতুন উদ্যোগ গ্রহণ করা হয়েছে।

আমি বিশ্বাস করি, বাংলাদেশের অর্থনৈতিক সমৃদ্ধির সাথে সাথে রিটেইল চেইন সপ ব্যবসাও সমৃদ্ধি লাভ করবে। আমরা যদি সাফল্যের সাথে এগিয়ে যেতে পারি, তাহলে আমরা এই ক্ষেত্রে অগ্রদূত হিসেবে সুবিধা পাব। উল্লেখ্য যে, বাংলাদেশে ব্যবসায়িক সাফল্য লাভের জন্য যেসব ক্ষেত্রে এখনও উন্মুক্ত আছে রিটেইল চেইন ব্যবসা হল তাদের মধ্যে অন্যতম। একটি সফল রিটেইল চেইন সপ ব্যবসা যে কাষ্টমার ইকুয়িটি অর্জন করবে তা হবে কোম্পানির জন্য অত্যন্ত গুরুত্বপূর্ণ সম্পদ। আমরা অবশ্যই এ ব্যবসা চালিয়ে যাবো এবং আমাদের রিটেইল চেইন সপ ব্যবসার মডেলকে সফল রূপ দিব।

ঝুঁকি ছাড়া কোন ব্যবসা হয় না। যদি মূলনীতিগুলো ঠিক থাকে, তাহলে যথাযথ তত্ত্বাবধান এবং অভিজ্ঞতা লাভের মধ্য দিয়ে সাফল্য আসবেই। যদি নতুন ব্যবসার প্রচেষ্টা না থাকত, তবে আমরা খেমে থাকতাম এবং আমাদের প্রবৃদ্ধি ব্যাহত হত। আমরা নতুন ব্যবসার অনুসন্ধান অব্যাহত রাখব এবং সাথে সাথে এটাও স্মরণ রাখব যে, সকল নতুন ব্যবসা-ই যে সাফল্য লাভ করবে, সেটার কোন নিশ্চয়তা নাই। একটি ব্যবসার ব্যর্থতা নতুন আরেকটিতে প্রবেশের পথে বাঁধা হবেনা। বোর্ড আশা করে যে, শেয়ারমালিকগণ এটা অনুধাবন ও সমর্থন করবেন, শুধুমাত্র নতুন ব্যবসা-ই দীর্ঘ মেয়াদী প্রবৃদ্ধি নিশ্চিত করতে পারে। কাজেই আমাদের সক্ষমতার উপর আশা ও বিশ্বাস রেখেই আমরা আমাদের প্রচেষ্টা অব্যাহত রাখব।

Corporate Social Responsibilities (CSR):

আমরা বিশ্বাস করি যে, Corporate Social Responsibility (CSR)-এর অধীনে কেবল সে সমস্ত কার্যক্রম গ্রহণ করা উচিত যেগুলো আমাদের মূলদক্ষতার সাথে সামঞ্জস্যপূর্ণ। এ কারণে আমাদের CSR কার্যক্রমগুলোর নির্বাচন যেন CSR নির্দেশিকা অনুযায়ী হয় -সে ব্যাপারে আমরা বেশ সতর্ক। যেহেতু আমাদের পর্যাণ্ড সংখ্যক CSR প্রকল্প নেই এবং এব্যাপারে এখনও কোন পৃথক দলিল প্রকাশিত হয়নি, তাই বার্ষিক প্রতিবেদনে আমার বার্তায় CSR কার্যক্রমগুলো উল্লেখ করব। যখন পর্যাণ্ড CSR প্রকল্প ও কার্যক্রম থাকবে তখন শেয়ার মালিকদের অবগতির জন্য আমরা পৃথক CSR প্রতিবেদন প্রকাশ করব। ২০০৯ সালে আমরা দুটি CSR কার্যক্রম হাতে নিয়েছি। প্রথমটি হলো নারায়ণগঞ্জ ফার্মাসিউটিক্যালস ফ্যাক্টরীর আশপাশের লোকদের জন্য সামাজিক উন্নয়নমূলক পরিকল্পনা। আমরা উক্ত এলাকার সামাজিক, অর্থনৈতিক ও স্বাস্থ্যসংক্রান্ত সমস্যাগুলো চিহ্নিত করব এবং স্বচেষ্ট পদক্ষেপ পরিকল্পনার মাধ্যমে অবস্থার উন্নতি সাধন করব। আশেপাশের মানুষের অবস্থার উন্নয়নে সামাজিক ও রাজনৈতিক নেতাদের সক্রিয় সমর্থন নিয়ে আমরা আমাদের কার্যক্রম শুরু করব। পরবর্তী প্রকাশনায় আমরা অগ্রগতি সম্বন্ধে অবহিত করব।

দ্বিতীয় পদক্ষেপটিতে "Adopt a Village" নামক কর্মসূচী গ্রহণ করা হয়েছে। এজন্য গোপালগঞ্জের যোনাপাড়া নামক গ্রামটি আমরা নির্বাচিত করেছি। এখানে আমরা গ্রামের অর্থনৈতিক ও সামাজিক অবস্থার উন্নয়নে বিভিন্ন কার্যক্রম পরিচালনার উদ্যোগ নিয়েছি, যেমন:

কৃষির উৎপাদনশীলতা বৃদ্ধির ব্যাপারে কৃষকদের বৈজ্ঞানিক উপায়ে ভূমিকর্ষন শিক্ষাদান, ফসলের জন্য পুষ্টিকর উপাদানের ব্যবহার, উচ্চফলনশীল বীজের ব্যবহার, সার প্রয়োগ ও ফসল সুরক্ষার পদ্ধতির সঠিক সময় সম্পর্কে জ্ঞান দান এবং নির্দেশিত কৃষি অনুশীলনগুলোর অনুসরণের ব্যাপারে সহায়তা প্রদান। বাংলাদেশের কৃষি ব্যবসার শীর্ষস্থানীয় কোম্পানী হিসাবে আমরা জানি যে কিভাবে কৃষিতে উৎপাদনশীলতা বাড়ানো যায়।

পর্য:নিষ্কাশন, স্বাস্থ্য সচেতনতা, শিক্ষা এবং গ্রামীণ অবকাঠামোর বিষয়েও আমরা মনোযোগ প্রদান করব। জনগণকে আমরা উদ্বুদ্ধ করব তারা যেন নিজেদের প্রয়োজনেই একত্রিত হয়ে তাদের উন্নয়নে সরকার কর্তৃক প্রদত্ত তহবিল প্রয়োজনীয় অবকাঠামো তৈরীতে কাজে লাগিয়ে সর্বাধিক সুবিধা পেতে পারে। গ্রামের অর্থনৈতিক অবস্থার উন্নয়ন, পরিষ্কার-পরিচ্ছন্নতা, স্বাস্থ্যসচেতনতা, প্রাথমিক ও মাধ্যমিক শিক্ষার মান উন্নয়ন এবং ভূমির উৎপাদনশীলতা বৃদ্ধির লক্ষ্যে আমরা এসিআইতে বর্তমানে কর্মরত মাঠকর্মী ও প্রয়োগসংক্রান্ত বিশেষজ্ঞদের নিয়োজিত করব। যদি আমাদের প্রচেষ্টার ফলাফল উৎসাহব্যঞ্জক হয় তবে একই সাথে আরও কিছু গ্রামে আমরা এ কার্যক্রম পরিচালনা করব।

প্রিয় শেয়ারমালিকবৃন্দ, আমি জানি আপনারা যথেষ্ট বিচক্ষণ। কোম্পানীর সাফল্য বিচারের জন্য আপনারা পৃথকভাবে প্রতি বছরের ফলাফল বিবেচনা করবেন না। এ বছর ফার্মাসিউটিক্যালস, ক্রপ প্রটেকশন, কনজুমার গুডস্, সল্ট, ফ্লাওয়ার, খুব ভাল ব্যবসা করেছে। এই ব্যবসগুলো থেকে অর্জিত মুনাফা, ফার্টিলাইজার, ফুড এবং রিটেইল ব্যবসাতে অত্যন্ত মূল্যবান অভিজ্ঞতা অর্জনে আমাদের সহায়তা করেছে। এই নতুন ব্যবসাগুলো কোম্পানীর ভবিষ্যৎ প্রবৃদ্ধি অর্জনে সহায়তা করবে।

ভবিষ্যতে আমাদের পোর্ট-ফোলিওতে নানাবিধ পণ্য ও ব্যবসা অন্তর্ভুক্ত হবে এবং নতুন ও পুরাতন ব্যবসাগুলো থেকে আমরা প্রচুর মুনাফা অর্জন করব। বৃহৎ শিল্পপ্রতিষ্ঠানে পরিণত হতে আমরা পরিমাপকৃত ঝুঁকি নেব। ইন্ডাস্ট্রির যে যে ক্ষেত্রে আমরা ব্যবসায়িক কার্যক্রম পরিচালনা করছি সেগুলোর সবগুলোতেই আমরা নেতৃত্ব দিতে চাই।

আপনাদের কোম্পানী সুদক্ষ লোক দ্বারা পরিচালিত হচ্ছে এবং আমাদের ব্যবস্থাপনা কর্তৃপক্ষ কোম্পানীকে সাফল্যের সুউচ্চ অবস্থানে নিয়ে যাওয়ার জন্য প্রস্তুত।

পরিশেষে, সমর্থন ও পরামর্শ প্রদানের মাধ্যমে ম্যানেজমেন্টকে চ্যালেঞ্জিং উদ্যোগ গ্রহণ ও কোম্পানীর উচ্চ প্রবৃদ্ধি অর্জনে সহায়তা করার জন্য আমি পরিচালকগণকে ধন্যবাদ জানাতে চাই। শেয়ারমালিকগণের প্রত্যাশা পূরণের ব্যাপারে আমরা আত্মবিশ্বাসী।

আপনাদের বিশ্বস্ত,



এম আনিস উদ্ দৌলা
চেয়ারম্যান

শেয়ার মালিকবৃন্দের প্রতি পরিচালকমন্ডলীর প্রতিবেদন

প্রিয় শেয়ারমালিকবৃন্দ,

পরিচালকমন্ডলীর পক্ষ থেকে আমি ৩১শে ডিসেম্বর ২০০৯ তারিখে সমাপ্ত বছরের জন্য উদ্বৃত্তপত্র, লাভক্ষতি হিসাব, নগদ প্রবাহ, অডিটরবৃন্দের প্রতিবেদনসহ নিরীক্ষিত বার্ষিক হিসাব ও ব্যাখ্যা সানন্দে আপনাদের সামনে উপস্থাপন করছি।

সামগ্রিক পর্যালোচনা

২০০৯ সাল ছিল এসিআই'র জন্য একটি প্রবৃদ্ধির বছর কিন্তু এসময়ে আমরা যথেষ্ট চ্যালেঞ্জের সম্মুখীন হয়েছি। নতুন নতুন ব্যবসার সাথে অনেক নতুন নতুন পণ্য ভোক্তাদের জন্য বাজারে ছাড়া হয়েছে। পৃথিবীব্যাপী অর্থনৈতিক মন্দা এবং এর আনুষাংগিক প্রভাবের কারণে ২০০৯ সাল ছিল একটি প্রতিদ্বন্দ্বিতাপূর্ণ বছর। রিটেইল এবং ফুড ব্যবসা প্রতিষ্ঠিত করার জন্য এসিআইকে অনেক পরিশ্রম করতে হয়েছে।

২০০৯ সালে বাংলাদেশের অর্থনৈতিক প্রবৃদ্ধি ছিল ৫.৯% যা প্রমাণ করে পৃথিবীব্যাপী অর্থনৈতিক মন্দার কারণে যে আশংকা করা হয়েছিল তা বাংলাদেশের অর্থনৈতিক প্রবৃদ্ধির উপর তেমন কোন প্রভাব ফেলতে পারেনি। যাই হোক, অর্থনৈতিক প্রবৃদ্ধির ধরন ছিল ভিন্ন এবং মুনাফা অর্জনের ক্ষেত্রে অনেক ব্যবসাকে বেগ পেতে হয়েছে। মাথাপিছু জিডিপি ৬০০ ডলার ছাড়িয়ে গেছে এবং বৈদেশিক মুদ্রার রিজার্ভ ১০ বিলিয়ন ডলার অতিক্রম করেছে। মুদ্রাস্ফীতি ছিল ৫.৫% যা ছিল সহনীয় পর্যায়ে। উল্লেখযোগ্য পরিমাণ রেমিট্যান্স অর্থনীতিতে প্রবিষ্ট হয়েছে। জালানী এবং অবকাঠামোগত সীমাবদ্ধতা সত্ত্বেও অর্থনীতির সামনে এগিয়ে যাওয়ার নির্দেশক ছিল। আইনশৃংখলা পরিস্থিতি নিয়ন্ত্রনের মধ্যেই ছিল। রাজনৈতিক স্থিতিশীলতা ছিল, সাথে ছিল অগ্রগতির পথে এগিয়ে যাওয়ার আকাঙ্ক্ষা। টেলিযোগাযোগের বিশেষ সেবা এবং সহযোগিতা মানুষকে সক্ষম করে তোলার ক্ষেত্রে শক্তিশালী ভূমিকা পালন করেছে। মোবাইল ইন্টারনেট সেবার সুফল আমরা পেতে শুরু করেছি এবং এই সেবাকে তথ্যনির্ভর অর্থনীতির রূপান্তরের ক্ষেত্রে কাজে লাগানো যায়। ওয়েব নির্ভর প্রশিক্ষণ কর্মসূচী এবং নেটওয়ার্ক নির্ভর তথ্যপ্রযুক্তির ব্যাপক ব্যবহার এখনও শুরু হয়নি।

প্রত্যাশা হচ্ছে, এটাই হবে জ্ঞানভিত্তিক বাংলাদেশের মূল চালিকাশক্তি। সরকার কর্তৃক গৃহীত সামস্টিক অর্থনৈতিক সংস্কারের উদ্যোগ ভাল ফলাফল নিয়ে আসা উচিত। মন্ত্র গতির অর্থনৈতিক সংস্কার বাস্তবায়ন এবং অনিশ্চিত রাজনৈতিক পরিবেশের কারণে কম বিনিয়োগ হয়েছে যা ভবিষ্যৎ প্রবৃদ্ধির চাবিকাঠি। পাবলিক-প্রাইভেট পার্টনারশীপ (পিপিপি) এর যথাযথ বাস্তবায়ন অর্থনৈতিক উন্নয়নে গুরুত্বপূর্ণ অবদান রাখবে। বিশ্বব্যাপী অর্থনৈতিক মন্দা ব্যবসায়িক সম্প্রদায়কে আশংকায়ুক্ত

করেছে। যদিও এই অর্থনৈতিক মন্দাকে আন্তর্জাতিক বাজারে বাংলাদেশকে নতুনভাবে উপস্থাপন করার একটি ভাল সুযোগ হিসেবে বিবেচনা করা যেতে পারে। বিদেশী বিনিয়োগ বাড়ানোর জন্য 'বাংলাদেশ' কে ব্র্যান্ড হিসেবে উন্নত করা এবং স্বচ্ছ ও ধারাবাহিকভাবে তুলে ধরা উচিত।

এসিআই ব্যবসার সকল ক্ষেত্রে উল্লেখযোগ্য প্রবৃদ্ধি সাধন করেছে। ফার্মাসিউটিক্যালস্ ব্যবসা ২৪% প্রবৃদ্ধি অর্জন করেছে এবং ৩০০ কোটি টাকা বিক্রয়ের মাইল ফলক অতিক্রম করেছে। কনজুমার ব্র্যান্ডস্ ব্যবসার পরিসর ও বিক্রয়মূল্য উভয়ই বৃদ্ধি পেয়েছে। আমরা দেশব্যাপী ৫৯টি রিটেইল স্টোর প্রতিষ্ঠা করেছি। আমরা বাছাইকৃত কতগুলো প্যানাসনিক পণ্য বাজারে এনেছি। অন্যদিকে আমাদের কৃষি ব্যবসা অর্থনৈতিক ও পরিবেশগত উভয়দিক থেকে মারাত্মক প্রতিযোগিতার সম্মুখীন হয়েছে যার ফলে আমাদের সার ও বীজ ব্যবসা ক্ষতিগ্রস্ত হয়েছে। পুরো কৃষি ব্যবসা এজন্য ব্যহত হয়েছে। আমাদের রিটেইল ব্যবসা দাড়া করতে যথেষ্ট বেগ পেতে হচ্ছে যারফলে ব্যবসার মডেল পরিবর্তন করতে হয়েছে। প্রচণ্ড প্রতিযোগিতার মধ্যে পণ্যের চাহিদা তৈরী করতে সমস্যা হওয়ার কারণে এসিআই ফুডস্ আর্থিক ক্ষতির সম্মুখীন হয়েছে।

২০০৯ সালে এসিআই ফরমুলেশনস্ সরাসরি তালিকাভুক্তির মাধ্যমে এবং উল্লেখযোগ্য সংখ্যক শেয়ার বাজারে ছাড়ার ফলে একটি সাফল্যজনক বছর অতিক্রম করেছে। আমরা বিনিয়োগকারীদের কাছ থেকে অভূতপূর্ব সাড়া পেয়েছি এবং এই উদ্যোগের মাধ্যমে দুই বছরে ১.৫ বিলিয়ন টাকা সংগ্রহ করতে সক্ষম হয়েছি, যা ইতিমধ্যে আমাদের হিসাব প্রতিবেদনে প্রতিফলিত হয়েছে। দেশের পুঁজিবাজার থেকে ১ বিলিয়ন টাকা সংগ্রহ করার জন্য প্রথমবারের মত কনভার্টিবল জিরো কুপন বন্ড (ACI 20% Convertible Zero Coupon Bond) ছাড়া হয়েছে। এসিআই ফাইন্যান্স টিম কর্তৃক সৃজনশীল এই উদ্যোগ দেশের পুঁজিবাজারে বন্ডের সাফল্যের পথ প্রশস্ত করবে। বন্ডের ক্ষেত্রে যাবতীয় কার্যাবলী মার্চ ২০১০ এর মধ্যে সমাপ্ত হয়। এই সমস্ত নতুন উদ্যোগ শুধুমাত্র এসিআই'র ব্যালাস শীটকেই সমৃদ্ধ করবে না, তহবিল সংগ্রহ এবং আর্থিক খরচ কমানোর ক্ষেত্রেও নমনীয়তা নিয়ে আসবে।

হেলথ কেয়ার ডিভিশন

২০০৯ সাল ছিল এসিআই হেলথ কেয়ার ব্যবসার জন্য একটি সাফল্যমন্ডিত বছর। এ বছর হেলথ কেয়ার ব্যবসা শুধুমাত্র ২৪% বিক্রয় প্রবৃদ্ধি অর্জন করেনি বরং মারাত্মক প্রতিযোগিতা এবং উৎপাদন বাধা সত্ত্বেও একটি নির্দিষ্ট বছরে ৩০০ কোটি টাকার উপরে বিক্রয়ের মাইলফলক অতিক্রম করেছে। আমাদের হেলথ কেয়ার ব্যবসা ধারাবাহিকভাবে ভাল ব্যবসা করে যাচ্ছে এবং বিক্রয়ের ক্ষেত্রে ২৫% CAGR'র রেকর্ড অর্জন করেছে। এই সাফল্য আমাদের টিমকে উৎসাহিত করেছে এবং উদ্দীপনা যোগাচ্ছে বাজারে নতুন ধরনের চিকিৎসা সেবা নিয়ে আসার জন্য যা নিয়ত পরিবর্তনশীল বাজারের চাহিদা পূরণে সক্ষম হবে এবং কোম্পানীকে প্রতিযোগিতামূলক বাজারে একধাপ এগিয়ে রাখবে।

নতুন প্রযুক্তি, উদ্যমী ও অভিনব প্রয়াস হল আমাদের প্রবৃদ্ধি এবং সাফল্যের মূল সহায়ক শক্তি। ২০০৯ সালে আমরা ছোট ক্যাপসুল আকারে Xeldrin এর মধ্যে Potent Omeprazole Pellet (15%. w/w) বাংলাদেশের বাজারে প্রথম নিয়ে আসি। এটি অত্যন্ত প্রতিযোগিতামূলক Anti-ulcer বাজারে অনন্য ও অভিনব সংযোজন এবং সারাদেশব্যাপী Hyperacidity Disorder Patient দের জন্য অত্যন্ত সুবিধাজনক একটি ঔষধ। ইউরোপীয়ান মানের অত্যাধুনিক প্লাস্টে Brodil HFA এবং Steradin HFA উৎপাদনের মধ্যদিয়ে আমরা আধুনিক প্রযুক্তির Metered Dose Inhaler (MDI) বাজারে প্রবেশ করি। এই HFA ভিত্তিক পণ্য রোগীদের জন্য খুবই কার্যকরী এবং CFC ভিত্তিক পণ্যসমূহের তুলনায় এটি পরিবেশ বান্ধব। আমরা Acical C নামের আরও একটি উন্নতমানের effervescent প্রযুক্তির ফার্মাসিউটিক্যালস্ ফর্মুলেশন বাজারে এনেছি।

থেরাপিউটিক শাখাগুলোতে নতুন পণ্য সংযোজন আমাদের ব্যবসার পরিধি এবং প্রবৃদ্ধি সাধনে চালিকাশক্তি হিসেবে কাজ করেছে। আমরা অব্যাহতভাবে নতুন পণ্য বাজরজাতকরণের মাধ্যমে ভোক্তার চাহিদা মিটানোর চেষ্টা করছি এবং নতুন বাজার উদ্ভাবনের চেষ্টা করছি। গত বছর ৫০টিরও বেশী পণ্য বাজারে আনা হয়েছে। নতুন আসা পণ্যগুলোর মাঝে Brodil HFA Inhaler, Steraxin HFA Inhaler,

Sasolin MR capsule, Conart tablet, Clonium tablet, Minolac 60mg injection-এর বাজার সম্ভাবনাময় এবং এইপণ্যগুলো উল্লেখযোগ্য পরিমাণ বাজার দখল করতে পেরেছে। এছাড়া আরও অনেক পণ্য উন্নয়ন পর্যায়ে আছে তাদের মধ্যে Amino Acid infusion preparation, ২০১০ সাল নাগাদ বাজারজাত করার সম্ভাবনা রয়েছে।

ফার্মাসিউটিক্যালস্ ব্যবসার প্রবৃদ্ধির সাথে সামঞ্জস্য রেখে আমরা উৎপাদন ক্ষমতা বৃদ্ধির উদ্যোগ গ্রহণ করেছি। পণ্যের ক্রমবর্ধমান চাহিদাপূরণের জন্য আমরা উৎপাদন বৃদ্ধি করছি। ২০১০ সাল থেকে আমরা বিশ্বমানের cGMP complaint production facility চালু করতে যাচ্ছি যা হবে উন্নত ও উচ্চগতিসম্পন্ন যন্ত্রপাতি সমৃদ্ধ।

এসিআই হেলথ কেয়ার ব্যবসার অত্যন্ত সাফল্যজনক অংশীদার হল এসিআই NDDS (Novel Drug Delivery System)। এখন আমরা অনেক ঔষধের বিপুল পরিমাণ কাঁচামাল আমাদের নিজস্ব প্লান্টে উৎপাদন করছি যা পূর্বে আমদানী করা হতো। এই সমস্ত কাঁচামাল এসিআই'র ঔষধে ব্যবহৃত হয় এবং অন্যান্য ফার্মাসিউটিক্যালস্ কোম্পানীতে সরবারহ করা হয়। আমাদের উচ্চমান সম্পন্ন Modified release pellets ইতিমধ্যেই ক্রেতাসাধারণের কাছে ব্যাপকভাবে গ্রহণযোগ্যতা পেয়েছে এবং ক্রেতাসাধারণের সন্তুষ্টি অর্জন করতে সক্ষম হয়েছে।

এসিআই ফার্মাসিউটিক্যালস্ তার পণ্য রপ্তানির ক্ষেত্র বৃদ্ধি করেছে। ২০০৯ সালে অনেকগুলো দেশে ফার্মাসিউটিক্যালস্ পণ্য রপ্তানি করা হয়েছে তার মধ্যে মায়ানমার, শ্রীলংকা, আফগানিস্তান, গুয়েতেমালা, সোমালিয়া এবং হংকং অন্যতম। আমাদের International Marketing Division দেশের বাইরে নতুন নতুন বাজারে প্রবেশের চেষ্টা চালিয়ে যাচ্ছে এবং আমরা শীঘ্রই কিছু নতুন দেশ যেমন- কেনিয়া, কম্বোডিয়া, ইথিওপিয়া, ইয়েমেন, কলম্বিয়া, ঘানা, নেপাল এবং মঙ্গোলিয়ায় রপ্তানি করতে যাচ্ছি। উল্লেখিত দেশগুলোর রেগুলেটরী কর্তৃপক্ষের অনুমোদন পাওয়ার পরই ঐ সমস্ত দেশে পণ্য রপ্তানি শুরু হবে।

কনজুমার ব্রান্ডস্ ডিভিশন

২০০৯ সাল ছিল এসিআই কনজুমার ব্রান্ডস্ এর জন্য একটি অত্যন্ত চ্যালেঞ্জিং বছর। এ সময় আমাদের দেশে গত কয়েক বছরের তুলনায় নিম্ন প্রবৃদ্ধি লক্ষ্য করা যায়। মধ্যপ্রাচ্য এবং এশিয়ার কিছু দেশে অস্থিতিশীল চাকুরীর বাজারের কারণে প্রবাসীদের পাঠানো remittance এর পরিমাণ কমে যায়, ফলে সাধারণ জনগণের ব্যয় প্রবণতায় ভিন্নতা লক্ষ্য করা যায়। নিত্যপ্রয়োজনীয় দ্রব্যের অস্বাভাবিক মূল্য বৃদ্ধি ভোক্তাসাধারণকে নিতান্ত প্রয়োজনীয় দ্রব্য ক্রয়ের মাঝে সীমাবদ্ধ রাখে এবং গ্যাস ও বিদ্যুতের সংকটের কারণে

উৎপাদন মারাত্মকভাবে বাধাগ্রস্ত হয়। প্রতিযোগী কোম্পানীগুলো নিজেদের বাজার ধরে রাখার জন্য প্রচণ্ড প্রতিযোগিতায় লিপ্ত হয়। এসিআই কনজুমার ব্রান্ডস্ ব্যবসার সম্প্রসারণ ঘটাতে সক্ষম হয়েছে এবং উন্নত মানসম্পন্ন পণ্য ও সেবার মাধ্যমে কোটি কোটি ভোক্তার সন্তুষ্টি অর্জন করে কোম্পানীর খ্যাতি বাড়াতে সক্ষম হয়েছে।

এরোসল এবং মশার কয়েলের প্রবৃদ্ধি সামগ্রিক বাজারের প্রবৃদ্ধির চেয়ে অনেক বেশী হওয়াতে, ২০০৯ সালে মশা নিরোধক পণ্য



শ্রেনীতে বাজারে আমাদের প্রাধান্য আরও শক্তিশালী হয়েছে। বহুজাতিক কোম্পানীগুলোর প্রতিযোগিতা সত্ত্বেও এসিআই এরোসল এবং এসিআই মশার কয়েল যথাক্রমে ৮৪.৭% এবং ৩০.৩% বাজার লাভ করেছে যা নিঃসন্দেহে অত্যন্ত প্রশংসনীয়। ব্ল্যাক কয়েল শ্রেনীতে এসিআই ব্ল্যাক ফাইটার কয়েল ৫২.২% বাজার দখল করে বাজারে বিজয়ীর আসন ধরে রেখেছে।

২০০৮ সালের চেয়ে ১২.২৬% বেশী প্রবৃদ্ধি নিয়ে স্যাভলন এখনও কোম্পানীর মূল ব্র্যান্ডের সুনাম অক্ষুণ্ন রেখেছে। জীবাণুনাশক হিসেবে গুণগতমানের জন্য ব্যক্তিগত এবং প্রাতিষ্ঠানিক পর্যায়ে লক্ষ লক্ষ ভোক্তার সন্তুষ্টি অর্জনের মাধ্যমে এসিআই স্যাভলন সকলের বিশ্বস্ত ব্র্যান্ডে পরিণত হয়েছে। স্যাভলন জীবাণুনাশক লিকুইড এন্টিসেপ্টিক এবং এন্টিসেপ্টিক ক্রীমের ক্ষেত্রে যথাক্রমে ৮২.৩৩% এবং ৭৩.৪৪% বাজার দখলের মাধ্যমে অত্যন্ত সাফল্যের সাথে বছর শেষ করে। ব্যক্তিগত পরিচর্যা সামগ্রী সংযোজনের মাধ্যমে স্যাভলন তার ব্র্যান্ডকে আরও শক্তিশালী অবস্থানে নিয়ে যাবে। আমাদের নতুন স্যাভলন বার সোপ এবং হ্যান্ড ওয়াশ পণ্য ইতিমধ্যেই বাজারে ছাড়া হয়েছে এবং ভোক্তার কাছ থেকে আশাশ্রিত সাড়া পাওয়া গেছে।

ইলেকট্রিক্যাল ও ইলেকট্রনিক্স

স্পার্কল ব্র্যান্ডের অধীনে ইলেকট্রিক্যাল পণ্যের ব্যবসায় নেওয়া প্রচেষ্টা সাফল্য অর্জন করেছে। সিএফএল ক্যাটাগরির অধীনে আমাদের উদ্ভাবনী পণ্যসমূহ যেমন - মাল্টিপার্ট ডু-ইট-ইউর সেলফ (ডিআইওয়াই) এবং স্লাইডিং পণ্যসামগ্রী ট্রেডার এবং ভোক্তাদের কাছ থেকে অত্যন্ত ভাল সাড়া পেয়েছে। সামনের বছরগুলোতে কোম্পানী ব্যবসার এইক্ষেত্রে নিজেদের অবস্থানকে আরও সংহত করবে।

কনজুমার পণ্য ছাড়াও, এসিআই কনজুমার ব্র্যান্ডস বাজারে প্যানাসনিক অডিও ভিজুয়াল পণ্য নিয়ে এসেছে। ক্রেতাগণ বাজারে ইলেকট্রনিক্স পণ্যের ক্ষেত্রে বিশ্বস্ত ব্র্যান্ডের পণ্য খোঁজ করে বিধায় এই উদ্যোগ বাজারে উদ্দীপনার সৃষ্টি করেছে।

এসিআই'র নিজস্ব ব্র্যান্ড ছাড়াও এসিআই কনজুমার ব্র্যান্ডস ডিভিশন বিখ্যাত আন্তর্জাতিক ব্র্যান্ড যেমন - কোলগেট, নিভিয়া, গোল্ডরেজ কনজুমার পণ্য এবং লেজার সেভিং পণ্য সাফল্যের সাথে বাজরজাত করেছে এবং উল্লেখযোগ্য পরিমাণ প্রবৃদ্ধি অর্জন করেছে।

সল্ট (লবণ)

এসিআই পিওর সল্ট ১০০% বিশুদ্ধ, পরিচ্ছন্ন এবং আয়োডিনযুক্ত লবণ বাজারজাতকরণের মাধ্যমে মেধাবী বাংলাদেশ গঠনে ভূমিকা রেখে চলেছে। নিলসেন-এর জরিপ অনুসারে ২০০৯ সালে এসিআই পিওর সল্টের বাজার অংশীদারিত্ব ছিল ২২.৮% যা নির্দেশ করে ব্র্যান্ডটি বাজারে নেতৃস্থানীয় অবস্থানে আছে। এসিআই পিওর সল্ট এর বিজ্ঞাপনে শিশুদের বহুমাত্রিক বুদ্ধিমত্তার উন্নয়ন নিয়ে কথা বলা হচ্ছে, যা আমাদের জাতিগঠনে অত্যন্ত গুরুত্বপূর্ণ। এর মাধ্যমে ভোক্তাসাধারণের সাথে একটি শক্তিশালী সম্পর্ক গড়ে উঠবে।

ভোক্তা যোগাযোগ কর্মসূচী যা ইতিমধ্যেই মিডিয়াতে প্রচার শুরু হয়েছে, তা স্যাভলনকে ১ নম্বর ব্র্যান্ড হিসেবে অবস্থান ধরে রাখতে সাহায্য করবে।

স্যাভলন ব্র্যান্ডের অধীনে ফ্রীডম স্যানিটারী ন্যাপকিন ২০০৮ সালের তুলনায় ৬৪.১৩% প্রবৃদ্ধি অর্জন করতে সক্ষম হয়েছে। স্থানীয় এবং আন্তর্জাতিক অনেক ব্র্যান্ডের সাথে প্রতিযোগিতা করে ধারাবাহিকভাবে প্রবৃদ্ধি অর্জন করে যাচ্ছে। আমাদের পণ্যের উন্নতমান অন্যান্য পণ্যের সাথে আমাদের পণ্যের পার্থক্য তৈরী করে ভোক্তাসাধারণের মন জয় করে নিচ্ছে।

গৃহস্থালী পরিচ্ছন্নতায় আমাদের Vanish Toilet Cleaner পরপর দুই বছর ৫০% এর বেশী প্রবৃদ্ধি অর্জন করেছে। এই ব্র্যান্ডটি ২০০৯ সালে ৬৭.৬২% প্রবৃদ্ধি অর্জন করেছে এবং টয়লেট ক্লিনারের বাজারে ভ্যানিশ এর অবস্থান দ্বিতীয়। এনজেলিক এয়ার ফ্রেশনার গত বছর ২০.৭৭% প্রবৃদ্ধি অর্জন করেছে। Clean-It ব্র্যান্ডের অধীনে বাজারে নিয়ে আসা গৃহস্থালী পরিষ্কার পরিচ্ছন্নতা পণ্য সামগ্রী বাজারে ভাল অবস্থান তৈরী করেছে এবং ভোক্তাসাধারণকে একটি বসবাসযোগ্য গৃহস্থালীর পরিবেশ প্রদান করেছে।

এসিআই ফ্লাওয়ার

২০০৮ এর তুলনায় ২০০৯ সালে বিক্রয় প্রবৃদ্ধি ২০% বৃদ্ধি পেয়েছে। কার্যক্রম শুরু করার দ্বিতীয় বছরেই 'পিওর' ব্র্যান্ডটি আটা-ময়দা ব্যবসায় দ্বিতীয় বৃহত্তম ব্র্যান্ড হিসেবে আত্মপ্রকাশ করেছে এবং ১৯% বাজার অংশীদারিত্ব অর্জন করতে সক্ষম হয়েছে।

নতুন পুঁজি বিনিয়োগ না করেই পণ্য তালিকায় আরও অনেক নতুন পণ্য সংযোজন করা হয়েছে। নতুন আরও অনেক পণ্য যেমন-পিওর এগ নুডুলস, পিওর মিনিকেট চাল, পিওর সেমাই, পিওর লাচ্ছা সেমাই এবং পিওর ঘিয়ে ভাজা লাচ্ছা সেমাই পণ্য তালিকায় যুক্ত হয়ে পণ্য তালিকাকে সমৃদ্ধ করেছে। ১০০% বিশুদ্ধ ব্র্যান্ডেড পণ্য বিক্রি করে এসিআই পিওর ফ্লাওয়ার লিমিটেড ভোক্তাদের মনে পণ্যমান সমন্ধে অত্যন্ত ভাল ধারণা সৃষ্টি করেছে।

এসিআই ফুডস্

ধারাবাহিক পণ্যমান উন্নয়ন এবং আকর্ষণীয় যোগাযোগের মাধ্যমে ২০০৯ সালে আমাদের ফুডস্ ডিভিশন 'পিওর' এবং 'ফান' ভোক্তাদের কাছে পছন্দনীয় ব্র্যান্ড হিসেবে নিজেদের অবস্থান সুসংহত করেছে। এই ব্র্যান্ডগুলো স্পাইস, স্ন্যাকস্ এবং কনফেকশনারী সেকশনে সম্প্রসারিত হয়েছে। নতুন নতুন দেশে পণ্য রপ্তানীর মাধ্যমে এবং যে সকল দেশে আমাদের কার্যক্রম অব্যাহত আছে সেখানে আমাদের কার্যক্রম আরও শক্তিশালী করার মাধ্যমে আমাদের বিক্রয় প্রবৃদ্ধি বেড়েই চলেছে। আমরা বিশ্বাস করি, আমাদের এই ব্যবসা ক্ষেত্রটি এমন জায়গায় অবস্থান করছে যেখানে থেকে সামনের বছরগুলোতে উল্লেখযোগ্য পরিমাণ প্রবৃদ্ধি অর্জন করা সম্ভব হবে।

এগ্রিবিজনেসেস ডিভিশন

লাইভস্টক এন্ড ফিসারিজ

এসিআই লাইভস্টক এন্ড ফিসারিজ এর লক্ষ্য হচ্ছে আমিষের চাহিদা ও সরবরাহের মধ্যে ঘাটতি হ্রাস করা। ২০০৯ সালে লাইভস্টক এন্ড ফিসারিজ ব্যবসা ছিল সফল এবং এ ব্যবসা ১১০.৭% প্রবৃদ্ধি অর্জন করেছে, যা বিক্রয় লক্ষ্যমাত্রার চেয়েও বেশী ছিল। যদিও পোলট্রি ব্যবসা বছরজুড়ে নানা সমস্যার সম্মুখীন হয়েছিল, তবুও মার্কেট শেয়ার ১৭% বৃদ্ধি পেয়েছে। প্রয়লার এবং লেয়ারের DOC সংকট, বার্ড ফ্লুর আক্রমণ এবং মাংসের দামের উত্থান পতন আমরা সফলভাবে মোকাবেলা করতে পেরেছি। নিরবিচ্ছিন্ন প্রচারভিযান ও মাঠকর্মীদের উৎসাহ প্রদানের মাধ্যমে আমরা প্রত্যাশিত লক্ষ্যে পৌঁছাতে পেরেছি।

২০০৯ সালে আমরা অনেক নতুন পণ্য চালু করেছি, যেমন: Calvet P Oral Suspension, Acivit-DB Powder, CTC, Betamint, Growup, Tylo-Doxi Powder, Aqua C। গতবছর আমরা কিছু কিছু অসুবিধার সম্মুখীন হয়েছি যেমনঃ কাঁচামালের স্বল্পতা, উৎপাদন ও সরবরাহের সমস্যা, গুদামঘরের ধারণক্ষমতা ইত্যাদি। আমরা ২০১০ সালে ভ্যাকসিন, ক্যাটল এবং পোলট্রি ব্যবসার অধীনে ১৫টি নতুন পণ্য চালু করার পরিকল্পনা করছি।

২০১০ সালে আমাদের ব্যবসায়িক কৌশল হল স্থানীয় পণ্যের বিক্রয় বৃদ্ধির মাধ্যমে সর্বোচ্চ মুনাফা ও প্রবৃদ্ধি অর্জন করা। ব্যবসার গুণগতমান বৃদ্ধির জন্য আমরা ঋণগ্রহীতাদের মজুদ ও মুনাফার কার্যকরী ব্যবস্থাপনার উপর বিশেষ গুরুত্ব আরোপ করব। এটি আমাদের ব্যবসাকে শক্তিশালী ও ব্যবসায়িক প্রবৃদ্ধিকে সুসংহত করবে যা ব্যবসায়িক সম্প্রসারণ ধরে রাখতে সহায়তা করবে।

ফার্টিলাইজার

এসিআই ফার্টিলাইজার টেকসই কৃষিতে বিশ্বাসী আর কৃষি হল গ্রামীণ বাংলাদেশের অর্থনৈতিক সমৃদ্ধির চাবিকাঠি। এই স্লোগান প্রতিষ্ঠার জন্য কৃষি উৎপাদন বৃদ্ধি গুরুত্বপূর্ণ। ফসল উৎপাদন বৃদ্ধির লক্ষ্যে এসিআই ফার্টিলাইজার প্রযুক্তিগতভাবে উন্নত পণ্য যেমন, এক্সেল সুপার, ফ্লোরা, বাম্পার ফলন ইত্যাদির সূচনার জন্য নিরলস প্রচেষ্টা চালিয়ে যাচ্ছে। কৃষকরা ইতিমধ্যে এসকল পণ্য সাদরে গ্রহণ করেছে ফলে এসব পণ্যের সূচনা সফল হয়েছে। কৃষিকে টেকসই করতে মাটির উর্বরতার গুরুত্বপূর্ণ ভূমিকা রয়েছে। মাটির উর্বরতা শক্তি ধরে রাখতে এসিআই ফার্টিলাইজার জৈব সার এর সূচনা করেছে যা কৃষক, কৃষিবিজ্ঞানী ও কৃষির সাথে সংশ্লিষ্ট সকলের কাছে গ্রহণযোগ্যতা লাভ করেছে।

উচ্চ মজুদ খরচ, ভেজাল, আন্তর্জাতিক বাজারের উত্থান পতন এবং চালের নিম্নমূল্যের জন্য ২০০৯ সালে ফার্টিলাইজার ব্যবসা আশাব্যঞ্জক ছিল না। এ বছর স্থিতিশীল মূল্য, চালের সম্ভাব্যজনক মূল্য ও কৃষক-বান্ধব কৃষি নীতি ফার্টিলাইজার ব্যবসায় সুফল বয়ে আনবে।

সুষম সারের ব্যবহার বৃদ্ধির লক্ষ্যে এসিআই ফার্টিলাইজার অভিনব উপায়ে কৃষকদের মাঝে প্রচার অভিযান চালিয়ে যাচ্ছে। এই ব্যবসা কৃষকদের সঠিক জ্ঞান প্রদানের জন্য বিভিন্ন আধুনিক প্রযুক্তির ব্যবহার করেছে। ২০% মার্কেট শেয়ার অধিগ্রহণ করে এসিআই ফার্টিলাইজার মাইক্রো নিউট্রিয়েন্ট মার্কেটে নেতৃত্ব দিচ্ছে। এই ব্যবসার ভবিষ্যৎ আরও কিছু আধুনিক প্রযুক্তির পণ্য দ্বারা পরিচালিত হবে যা এখনও নিবন্ধনের প্রক্রিয়াধীন রয়েছে। এসব পণ্যগুলোর মধ্যে Chelated magnesium, Foliflo (40% water Soluble Zinc), Fertiplus ইত্যাদি উল্লেখ্য যা ফসলের উৎপাদন বৃদ্ধিতে উল্লেখযোগ্য ভূমিকা রাখবে।

সীড

২০০৯ সালে সীড বিজনেস লক্ষ্য মাত্রা থেকে পিছিয়ে ছিলো। এর কারণ ছিল পাবলিক সেক্টরে HYV ধান বীজের অসম প্রতিযোগিতা। অসম প্রতিযোগিতা মোকাবেলার জন্য এসিআই মূল-বীজ উৎপাদনে জোর দিয়েছিল। হাইব্রিড সীড ইন্ডাস্ট্রিতে ঋনাত্মক প্রবৃদ্ধির প্রবণতা সত্ত্বেও এসিআই মোটের উপর ২৪% শেয়ার ধরে রাখতে সক্ষম হয়েছে। ভেজিটেবল সীড ব্যবসায় উল্লেখযোগ্য প্রবৃদ্ধি ছিল, এবং গত বছরের তুলনায় প্রায় ১০০% প্রবৃদ্ধি অর্জিত হয়েছে। ২০০৯ সালে ১০টি নতুন পণ্য চালু করা হয়েছে যাদের মধ্যে ফুলকপি ও টমেটো উল্লেখযোগ্য। এই পণ্য দুটি কৃষকরা সাদরে গ্রহণ করেছে এবং এগুলো ইউরোপের অন্যতম ভেজিটেবল সীড কোম্পানী ফ্রান্সের "Clause" এর নিকট থেকে আমদানী করা হয়েছে। বিশ্ববিখ্যাত ইতালিয়ান সীড উৎপাদনকারী কোম্পানী "Ansem" এর নিকট হতে ধনিয়া বীজ আমদানী করা হয়েছে। আশা করা যাচ্ছে যে, ধনিয়া বীজ ব্যবসায় এসিআই সীড ২০১০ সালে ২০% মার্কেট শেয়ার অর্জন করবে।

রিসার্চ এন্ড ডেভেলপমেন্ট (R&D) সীড ইন্ডাস্ট্রিতে গুরুত্বপূর্ণ ভূমিকা পালন করে। ভেজিটেবল সীড ব্যবসায় এসিআই R&D ২০১০ সালে ধুন্দল (Sponge gourd) বাজারে আনবে। দেশের বিভিন্ন স্থানে পরীক্ষামূলকভাবে চিচিঙ্গা (Snake gourd) চাষ করা হচ্ছে, যার ফলাফলের ভিত্তিতে আগামী বছর এটি বাজারজাত শুরু হবে। এছাড়া লাউ বীজও (Bitter gourd) বাজারজাতের অপেক্ষায় আছে। হাইব্রিড মুলার উপর গবেষণা চলছে; ২০১১ সালে এটা বাজারে ছাড়া হবে।

ক্রপেক্স (Cropex)

কৃষকদের বিনিয়োগের উপর অধিক মুনাফা নিশ্চিতকরণের লক্ষ্যে ২০০৮ সালে এসিআই ক্রপেক্স যাত্রাশুরু করেছিল। এসিআই ক্রপেক্স কৃষকদের নিকট থেকে ন্যায্যমূল্যে কৃষিপণ্য ক্রয় করে। এসিআই ক্রপেক্স দু'টি বিভাগ পরিচালনা করছে- মানুষ উপযোগী পণ্য এবং গবাদিপশু উপযোগী পণ্য। আমরা স্থানীয় কৃষকদের নিকট থেকে ভুট্টা, আলু, ধান, গম, মসুরি ডাল, পেঁয়াজ, আদা, রসুন, হলুদ, মরিচ ও ত্রিবেরী ক্রয় করি। আমাদের আমদানীকৃত পণ্যগুলো হচ্ছে সয়াবিন খইল, রসুন, আদা, শুকনা মরিচ, হলুদ, সরিষা, খইল ইত্যাদি।



২০০৯ ছিল ক্রপেক্স ব্যবসার জন্য একটি সফল বছর। ২০০৯ সালে মোট লেনদেন ছিল ৭৭৯ মিলিয়ন টাকা। পণ্যের স্থিতিশীল মূল্য ২০১০ সালে ক্রপেক্স ব্যবসার জন্য আরও সুফল বয়ে আনবে।

মটরস্

২০০৯ সালে বিশ্ব অর্থনৈতিক মন্দার কারণে কৃষি যন্ত্রপাতি মার্কেট ক্ষতিগ্রস্ত হয়েছিল। কিন্তু এসিআই মটরস্ গতিশীল ব্যবসায়িক কৌশলের কারণে তার অবস্থান ধরে রাখতে পেরেছিল। এই সেক্টরের উন্নয়নের জন্য বাংলাদেশ সরকার কৃষি যন্ত্রপাতি ক্রয়ের উপর ২৫% ভূতকি প্রদান করেছিল।

মার্কেট যাচাই-বাছাইকরণ প্রক্রিয়ার মাধ্যমে ২০০৯ সালে এসিআই মটরস্ এর বিক্রয় বৃদ্ধি করতে সক্ষম হয়েছে। বিনামূল্যে সার্ভিস ক্যাম্প, কৃষি যন্ত্রপাতি মেলা, রোড শো, মালিক ও চালকদের জন্য প্রশিক্ষণ ব্যবস্থা, ম্যাকানিক ট্রেনিং প্রোগ্রাম ইত্যাদি প্রচার অভিযানের মাধ্যমে এসিআই মটরস্ সোনালিকা ট্রাক্টর এবং বুলপাওয়ার ট্রিলার ব্র্যান্ড এর চাহিদা সৃষ্টি করেছে। বাংলাদেশে সর্বপ্রথম হিসেবে আমরা অধিক অংশ-শক্তি সম্পন্ন DI-৯০ ট্রাক্টর বাংলাদেশ এগ্রিকালচারাল ডেভেলপমেন্ট কর্পোরেশনের (BADC) কাছে বিক্রয় করেছি। আগের চেয়ে আরও অধিক পণ্য পরিবহনের জন্য আমরা DI-745II আমদানী করেছি। আমরা সাশ্রয়ী ও স্বল্প সময়ে ধান কাঁটার যন্ত্র ও আমদানী করেছি। পরীক্ষামূলকভাবে আমরা কোরিয়া থেকে আমদানীকৃত স্প্রেয়ার মেশিনের ব্যবসা শুরু করেছি।

আমরা কমবাইন্ড হারভেস্টার, পাম্প, লুব্রিকেন্টস্ ইত্যাদি নতুন পণ্য আমদানী করব। ভবিষ্যতে আরও ভাল ব্যবসা করার ব্যাপারে আমরা আশাবাদী।

ক্রপ কেয়ার এন্ড পাবলিক হেলথ্

এসিআই ক্রপ কেয়ার এন্ড পাবলিক হেলথ্ বাংলাদেশে জাতীয় খাদ্য

নিরাপত্তায় উল্লেখযোগ্য অবদান রাখছে। কৃষকদের সমস্যার সঠিক সমাধানকল্পে আমাদের সাশ্রয়ী মূল্যের সবধরনের কীটনাশক, আগাছানাশক, ও ছত্রাকনাশক পণ্য রয়েছে। ফসল সুরক্ষার জন্য আমরা ২০০৯ সালে Goolee 3 Gr., Super Power 10 WP, Gola 48 EC, & Platinum 20 SP ইত্যাদি উন্নত প্রযুক্তির পণ্য চালু করেছি। এই পণ্যগুলো কৃষক, কৃষি ব্যবসায়ী ও কৃষিবিজ্ঞানীদের কাছে যথেষ্ট গ্রহণযোগ্যতা লাভ করেছে।

বিশ্বব্যাপী অর্থনৈতিক মন্দা, দীর্ঘ খরা ও ধানের নিম্ন মূল্যের কারণে ২০০৯ সাল এসিআই ক্রপ কেয়ার এন্ড পাবলিক হেলথ্ এর জন্য অত্যন্ত চ্যালেঞ্জিং ছিল। এত প্রতিবন্ধকতা সত্ত্বেও আমরা ২০% মার্কেট শেয়ার ধরে রাখতে পেরেছি এবং সেইসাথে Carbofuran, Butachlor, Lambda-cyhalothrin and Imidachlorpid ইত্যাদি molecules এর ক্ষেত্রে নেতৃত্ব দান করছি। আমরা যথেষ্ট আশাবাদী যে, এসিআই ক্রপ কেয়ার এন্ড পাবলিক হেলথ্ ২০১০ সালে সাহসীকতার সাথে এগিয়ে যাবে এবং আরও একটি সফলতার গল্পের সূচনা করবে।

মার্কেট শেয়ার ও বিক্রয়লব্ধ আয় বৃদ্ধির লক্ষ্যে আমরা ইতিমধ্যে তিনটি নতুন ব্যবসায়িক প্রকল্প শুরু করেছি।

ভবিষ্যতে এ ব্যবসাকে এগিয়ে নেওয়ার জন্য চারটি ক্ষেত্র আমরা চিহ্নিত করেছি। ক্ষেত্রগুলো হলঃ আগাছানাশক, ছত্রাকনাশক, ধানের কীটনাশক এবং সালফার। এই পণ্যগুলির চাহিদা মেটাতে বাজার এবং ফ্যাক্টরী উৎপাদনকে সমন্বয় করা হয়েছে।

দেশের জিডিপিতে কৃষির অবদান ২৩%। ফসল সুরক্ষা ক্ষেত্রে পণ্যের গুণগতমান ও পরিমাণ বৃদ্ধি এবং বৈচিত্র্যতা সৃষ্টিতে বিশাল সুযোগ রয়েছে। এই সুযোগকে কাজে লাগিয়ে ব্যবসার প্রবৃদ্ধি ধরে রাখতে আমাদের সুস্পষ্ট লক্ষ্য নির্ধারণ করেছি।

এসিআই লজিস্টিকস্

এই ব্যবসার উদ্দেশ্য হচ্ছে রিটেইল চেইন প্রতিষ্ঠা করা যা একটি বিশেষ শ্রেণীর ক্রেতাদেরকে সেলফ সার্ভিস সুবিধা প্রদান করবে যার মাধ্যমে তারা সুবিধাজনক মাসিক সাংসারিক কেনাকাটার সুযোগ পেতে পাবে। এসিআই নিত্যপ্রয়োজনীয় জিনিসপত্রের বাজারের দক্ষতার উন্নয়নে সাহায্য করবে। ইতিমধ্যে নানা ধরনের ব্যবসায় জড়িত থাকায় এসিআই এই কার্যক্রমের জন্য সুযোগ্য। এই ব্যবসা বিকাশ লাভের অত্যন্ত প্রাথমিক পর্যায়ে রয়েছে এবং এসিআই এক্ষেত্রে অগ্রদূত হতে চায়। ২০০৯ এর আগস্টের মধ্যে সারাদেশে আমরা রিটেইল চেইনের ৫৯ টি শাখা খুলি, জানুয়ারীতে যে সংখ্যা ছিল ২ টি। ২০০৯র অধিক সাপ্লাইয়ারের কাছ থেকে মালামাল সংগ্রহের জন্য আমরা ৫টি ডিস্ট্রিবিউশন সেন্টার প্রতিষ্ঠা করেছি। কেনাকাটা, বিতরণ ও সাপ্লাইচেইন পরিচালনার জন্য ১২০০'র বেশী লোককে আমরা প্রশিক্ষণ দান করেছি। সময়ের সাথে আমরা বুঝতে পেরেছি যে, এই ব্যবসা প্রত্যাশিত ফলাফল লাভ করতে পারছেন। ক্রেতাসাধারণকে কেনাকাটার এই সিস্টেমের সাথে পরিচিত করা এবং তাদেরকে এর সাথে যুক্ত করা বেশ কঠিন কাজ।

এই ধরনের ব্যবসায় বিশেষজ্ঞ লোকবলের অভাবে প্রশিক্ষণ দিতে বেশ কষ্ট হয়েছে। একটি নির্দিষ্ট ক্ষেত্রের বড় না হলে এ ব্যবসাতে মুনাফা অর্জন সম্ভব নয়। সাপ্লাই-চেইন ব্যবস্থা অনেক চ্যালেঞ্জের সম্মুখীন হয়েছে যার কিছু কিছু কাটিয়ে উঠা সম্ভব হয়েছে। আমরা আমাদের সাপ্লাই-চেইন ব্যবস্থার দীর্ঘমেয়াদী উন্নয়নে ব্যবসায়িক মডেল পুনর্গঠন ও পূর্ণবিন্যাস করেছি-যা আমাদের ক্রেতাসাধারণের অভিজ্ঞতার উন্নয়ন ঘটাবে।

ব্যবসার বিভিন্ন ক্ষেত্র- ক্রয়-বিক্রয়, সাপ্লাইয়ার ম্যানেজমেন্ট, বিতরণ, বিক্রয়কেন্দ্র পরিচালনা, প্রশিক্ষণ, কাস্টমার সার্ভিস ইত্যাদির উন্নয়নসাধনে এসিআই'র বিশেষজ্ঞগণ কাজ করে যাচ্ছে। এসিআই স্বল্পসময়ের মধ্যে এ ব্যবসার গুণগতমান বৃদ্ধি পাওয়ার আশা রাখে। ২০১০ সালের অল্পকয়েক দিনেই আমরা ক্রেতা সাধারণের অভিজ্ঞতার উন্নতি পর্যবেক্ষণ করছি, যা আরও ভাল হবে বলে আমরা আশা রাখি।

সাবসিডিয়ারী ও সহযোগী কোম্পানী সমূহ

লেনদেনের হিসাব সহ প্রত্যেকটি সাবসিডিয়ারী কোম্পানীর পৃথক প্রতিবেদন এই প্রতিবেদনের শেষে প্রদান করা হয়েছে।

এসিআই গোদরেজ এগ্রোভেট লিমিটেড (ACIGAL) এর কার্যক্রম ২০০৯ সালে নতুন মাইলফলক সৃষ্টি করেছে। কোম্পানী ৫৪% প্রবৃদ্ধি অর্জন করেছে যা ইন্ডাস্ট্রির প্রবৃদ্ধির চেয়ে অনেক বেশী। পঞ্চগড়ে অবস্থিত ব্রিডিং ফার্ম উৎপাদন ক্ষমতা দ্বিগুন করেছে। অত্যাধুনিক ইনকিউবেটর স্থাপন করার মাধ্যমে হ্যাচারীর প্রজনন ক্ষমতা ১৪০% বৃদ্ধি করা হয়েছে। হাসঁ-মুরগী, মাছ, গবাদী পশুর খাদ্যে কোম্পানী গুণগতমান নিশ্চিত করেছে। প্রাণী পুষ্টি বিজ্ঞানের সাম্প্রতিক গবেষণার সহায়তা নিয়ে কোম্পানী এর পণ্যের কার্যকারিতা বৃদ্ধি করে চলেছে।

টেটলি এসিআই (বাংলাদেশ) লিমিটেড বিপণন নেটওয়ার্ক শক্তিশালী করার মাধ্যমে পূর্ববর্তী বছরের তুলনায় বিক্রয় পরিমাণে ৬৪% এবং বিক্রয়মূল্যে ৮৭% বৃদ্ধি পেয়েছে। প্রতিযোগিতায় ভাল অবস্থানে থাকার জন্য আমরা আরো উন্নতমানের পণ্য বাজারে নিয়ে আসার পরিকল্পনা করছি।

এশিয়ান কনজুমার কেয়ার (ACC) ২০০৯ সালে এশিয়ান কনজুমার কেয়ার ৩৭% প্রবৃদ্ধি অর্জন করেছে। Oral Care এবং Hair Care পণ্য সামগ্রী ভাল ব্যবসা করেছে এবং উচ্চ প্রবৃদ্ধিতে অবদান রেখেছে। ACC ২০০৯ সালে Dabur Honey, Dabur Amla Hair Oil, Dabur Chyawanprash এবং Odonil বাজারে নিয়ে এসেছে। পণ্যগুলোর স্থানীয়করণের উপর জোর দেয়া হয়েছে। উন্নত উৎপাদন, বিপণন ও অভিনব পদ্ধতিতে বাজারজাতকরণের মাধ্যমে আমরা বাজারে পণ্যগুলির উপস্থিতি বৃদ্ধি করেছি।

আর্থিক ফলাফল

২০০৯ সালে কোম্পানীর বিক্রয়লব্ধ অর্থ দাঁড়িয়েছে ৭.২৩ বিলিয়ন টাকায়, যা ২০০৮ সালে ছিল ৫.৯৬ বিলিয়ন টাকা (ক্রপ কেয়ার ও পাবলিক হেলথ ব্যবসায় অর্জিত ১.৪ বিলিয়ন ব্যতিরেকে), ফলশ্রুতিতে বিক্রয়লব্ধ অর্থ বৃদ্ধি পেয়েছে ১.২৭ বিলিয়ন টাকা অর্থাৎ বিগত বছরের তুলনায় ২১% বিক্রয় প্রবৃদ্ধি অর্জিত হয়েছে। ০১ জানুয়ারী ২০০৯ হতে সরাসরি তালিকাভুক্তির সিদ্ধান্তের ফলে, সমগ্র ক্রপ কেয়ার ও পাবলিক হেলথ ব্যবসাকে এ সি আই লিমিটেড থেকে এ সি আই ফরমুলেশনস লি: এ স্থানান্তরিত করা হয়েছে। কাঁচামালের মূল্যহ্রাস বিক্রিত পণ্যের উৎপাদন ব্যয় কমাতে কিছুটা অবদান রাখলেও বিক্রয়ের হার বৃদ্ধি পাওয়ায় তা ২১% বৃদ্ধি পেয়েছে। গত বছরের তুলনায় বিক্রয় বৃদ্ধি পাওয়ায় এ বছরের মোট মুনাফা ২২% বৃদ্ধি পেয়েছে। ডিএসই এবং সিএসই-তে সরাসরি তালিকাভুক্তির অধীনে এসিআই ফরমুলেশনস এর শেয়ার বিক্রয়ের মাধ্যমে অর্জিত মূলধনী লাভ কমানোর কারণে ২০০৮ সালের কর পরবর্তী মুনাফা ১,০৭৬ মিলিয়ন টাকা হতে নেমে এ বছর ৯৮৭ মিলিয়ন টাকায় এসে দাঁড়িয়েছে। শেয়ার প্রতি আয় ৮% কমে ৫৫.৪৪ টাকা হতে নেমে ৫০.৮৫ টাকায় দাঁড়িয়েছে, যার প্রতিটির অভিহিত মূল্য ১০.০০ টাকা। শেয়ার বিক্রয়ের মাধ্যমে অর্জিত মূলধনী আয় ৬৫৫ মিলিয়ন টাকা বাদ দিলেও কর পরবর্তী মুনাফা দাঁড়ায় ৩৩২.০৮ মিলিয়ন টাকা, যা পূর্ববর্তী বছরের তুলনায় ১২% বেশী এবং এক্ষেত্রে শেয়ার প্রতি আয় ১৭.১১ টাকা (২০০৮ সালে ছিল ১৫.২৬ টাকা)।

মুনাফা বন্টনঃ বিগত বছরের অর্থনৈতিক ফলাফল এবং ফ্রি রিজার্ভের আলোকে পরিচালকমন্ডলী নীট মুনাফার বন্টনে নিম্নলিখিত সুপারিশ করেছেনঃ

	২০০৯ টাকা	২০০৮ টাকা
বিগত বছরের অবশিষ্ট মুনাফা	১,২৯৪,০৭৪,৪৮২	৪০৯,২৯৪,১৯৭
যোগ: কর পরবর্তী মুনাফা	৯৮৬,৬৪২,৬৮৩	১,০৭৫,৬৬৬,৮৮৩
যোগ: আদায়কৃত পুনঃমূল্যায়ণ সঞ্চিতি	৩,৪৭৭,৭০৬	৩,১৫৩,৪০২
সর্বমোট বন্টনযোগ্য তহবিল	২,২৮৪,১৯৪,৮৭১	১,৪৮৮,১১৪,৪৮২
প্রস্তাবিত লভ্যাংশ		
নগদ লভ্যাংশ	২০৩,৭৪২,০০০	১৬১,৭০০,০০০
বোনাস শেয়ার		৩২,৩৪০,০০০
সর্বমোট লভ্যাংশ	২০৩,৭৪২,০০০	১৯৪,০৪০,০০০
অবশিষ্ট স্থিতি	২,০৮০,৪৫২,৮৭১	১,২৯৪,০৭৪,৪৮২

এ বছরের স্থিতি এবং আগামীতে লভ্যাংশের অংশবিশেষ বিনিয়োগের মাধ্যমে কোম্পানী তাহার ধারাবাহিক ডিভিডেন্ড পলিসি বজায় রাখতে পারবে বলে পরিচালকমন্ডলী আস্থাশীল।

লভ্যাংশঃ পরিচালকমন্ডলী আনন্দের সাথে ২০০৯ সালে ১০৫% অর্থাৎ প্রতি শেয়ার ১০.৫০ টাকা হারে নগদ লভ্যাংশ প্রদানের সুপারিশ করছে। ২রা মে ২০১০ এর বুকে ক্লোজারের সময় যে সকল শেয়ারমালিকগণের নাম কোম্পানী সদস্যদের শেয়ার রেজিস্টারে বা ডিপজিটরীতে অর্ন্তভুক্ত থাকবে তারা এই লভ্যাংশ পাবে।

জাতীয় রাজস্ব আয়ে অবদানঃ কোম্পানী ২০০৯ সালে কর্পোরেট কর, আবগারী শুল্ক, উন্নয়ন সারচার্জ ও ভ্যাট বাবদ ১,২৬৩ মিলিয়ন টাকা জাতীয় রাজস্ব খাতে প্রদান করেছে। এটি বছরের মোট বিক্রয়লব্ধ আয়ের ১৭.৪৭%।



এসিআই'র মানবসম্পদ

এসিআই'র সকল কর্মকাণ্ডের মূলভিত্তি হল এর মূল্যবোধসমূহ। আমরা আমাদের দৈনন্দিন কাজে মূল্যবোধের অনুশীলন করি। কর্মীদেরকে মূল্যবোধের ব্যাপারে উৎসাহিত করার লক্ষ্যে আমাদের বর্তমান পদক্ষেপ হচ্ছে- 'কাজের মাধ্যমে মূল্যবোধের প্রকাশ'।

এসিআই এমন একটি প্রতিষ্ঠান যেখানে কর্মানুরাগ ও মেধার সমন্বয় ঘটিয়ে দক্ষ জনবল তৈরী করা হয়। প্রতিষ্ঠানের লক্ষ্যে পৌঁছার জন্য কর্মীদের আকাঙ্ক্ষা ও দক্ষতার দ্বারাই এর কাজের পরিবেশ নিয়ন্ত্রিত হয়। অভিনবত্ব ও নিয়ত উন্নতিসাধন আমাদেরকে সামনে এগিয়ে নিয়ে যায় আর স্বচ্ছতা ও যথার্থ মূল্যায়ন আমাদের এসিআই পরিবারকে একত্রিত করে রাখে। আমরা বিশ্বাস করি যে, শেখার অগ্রহ ও ব্যক্তিগত উন্নয়ন কোম্পানির উন্নতির সাথে ওতপ্রোতভাবে জড়িত। ফলশ্রুতিতে এসিআই শ্রেষ্ঠ পছন্দের প্রতিষ্ঠানগুলোর একটি হিসেবে বিবেচিত হচ্ছে। যেহেতু কোম্পানি সার্ভিস ডিপার্টমেন্ট, বিজনেস ও ফ্যাক্টরীর পারস্পরিক নির্ভরশীলতার উপর বিশ্বাসী তাই ঐক্য ও টিম গঠনের জন্য কোম্পানী বিভিন্ন অনুষ্ঠানের আয়োজন করে থাকে। এই বিষয়গুলো অধিকতর প্রাধান্য পাচ্ছে কারণ আমরা আমাদের ব্যবসাগুলোর মধ্যে আরও সমন্বয় সাধনের চেষ্টা করছি।

World Economic Forum কর্তৃক স্বীকৃত Global Growth Company এর প্রতিষ্ঠাতা সদস্য হিসেবে আমরা সক্রিয় ভূমিকা পালন করে যাচ্ছি। বিভিন্ন সামাজিক কার্যক্রমে নিয়োজিত হওয়ার মাধ্যমে এসিআই CSR পূরণ করে চলেছে। সর্বোপরি আমরা বিশ্বাস করি যে, এসিআইয়ের সকল ব্যবসা বাংলাদেশের অর্থনীতির মূলভিত্তি এবং বিকাশের সাথে সমন্বিত- আর এটাই হচ্ছে CSR এ এসিআই'র সবচেয়ে বড় অবদান।

অগ্রগতির পথে এসিআই নতুন ব্যবসাগুলোকে শক্তভিত্তির উপর দাড়া করতে চায় এবং সেইসাথে বর্তমান ব্যবসাগুলোর সাথে সংযোগ সাধন করতে চায়। আমরা আমাদের ব্যবসাগুলোর পারস্পরিক নির্ভরশীলতা আশা করছি। এইসব লক্ষ্য অর্জনের সাথে সাথে এবং

ব্যবসাগুলোর মধ্যে আন্তঃযোগাযোগের মাধ্যমে আমাদের কর্মীরা শিক্ষা অর্জন করবে।

এসিআই'র সকল অংশীদার, শেয়ারমালিক, সাপ্লাইয়ার, কাস্টমার, ব্যাংকার, মিডিয়া এবং জানা অজানা সকল শুভাকাঙ্ক্ষীদের তাদের সমর্থন ও পৃষ্ঠপোষকতার জন্য ধন্যবাদ জানাচ্ছি। 'জনগনের জীবনমানের উন্নয়ন' -আমাদের এই মিশনকে সফল করার জন্য সকলের নিরবিচ্ছিন্ন সমর্থন কামনা করছি।

পরিশেষে, দেশব্যাপী এসিআই'র সকল ফ্যাক্টরী, ডিপো, অফিস এবং অন্যান্য স্থানে কর্মরত কর্মীদের অনন্ত-পরিশ্রমের জন্য আমি তাদের আন্তরিক ধন্যবাদ জানাই। কোম্পানীকে শক্তিশালী প্রতিষ্ঠানে পরিণত করার লক্ষ্যে তারা অনিশ্চয়তা ও বিরূপ পরিস্থিতির মধ্য দিয়ে কঠোর পরিশ্রম করে যাচ্ছেন। তাদের এ পরিশ্রম জনজীবনের মান উন্নয়নে গুরুত্বপূর্ণ ভূমিকা রাখবে বলে আশা করছি।

পরিচালকমন্ডলীর নির্বাচন

কোম্পানীর আর্টিকেলস অব এসোসিয়েশন-এর ৪৭ অনুচ্ছেদ অনুসারে জনাব ওয়াজেদ সালাম এবং মিসেস্ নাজমা দৌলা পর্যায়ক্রমে অবসর গ্রহণ করেছেন এবং যোগ্যতার ভিত্তিতে তাঁদের পুনর্নির্বাচনে প্রস্তাব রাখছেন।

নিরপেক্ষ পরিচালক

SEC প্রদত্ত বীধিমালা মোতাবেক বোর্ড ১১ই অক্টোবর ২০০৯ এ অনুষ্ঠিত সভায় জনাব গোলাম মইনুদ্দিন-কে (চেয়ারম্যান এবং বোর্ড অব ডিরেক্টর বিএটি বাংলাদেশ লিঃ) নিরপেক্ষ পরিচালক হিসাবে নিয়োগ প্রদান করে।

অডিটর

আমাদের অডিটর মেসার্স রহমান রহমান হক, চার্টার্ড একাউন্ট্যান্টস ২০১০ সালের জন্য তাদের পুনর্নিয়োগ চেয়েছেন এবং পরিচালকমন্ডলী তাঁদের পুনর্নিয়োগে প্রস্তাব রাখছেন।

পরিচালকমন্ডলীর পক্ষে

ড. আরিফ দৌলা

ব্যবস্থাপনা পরিচালক

ওয়ালিউর রহমান ভূঁইয়া, OBE

পরিচালক



Advanced Chemical Industries Limited

Auditors' Report & Audited Financial Statements as at and for the year ended 31 December 2009





Advanced Chemical Industries Limited Auditors' Report to the Shareowners

We have audited the accompanying balance sheet of Advanced Chemical Industries Limited (the "Company") as at 31 December 2009 and the related income statement, statement of changes in equity and cash flow statement for the year then ended and a summary of significant accounting policies and other explanatory notes. We have also audited the attached consolidated balance sheet, income statement, statement of changes in equity, cash flow statement and a summary of significant accounting policies and other explanatory notes of Advanced Chemical Industries Limited and its subsidiaries as at 31 December 2009. The financial statements of 9 subsidiaries disclosed in note 11.1 to the financial statements, were not audited by us. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

Scope

We conducted our audit in accordance with Bangladesh Standards on Auditing (BSAs). These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

The financial statements of the Company's 9 subsidiaries disclosed in note 11.1 to the financial statements, reflect total assets of Tk 2,774,149,111 as at 31 December 2009 and total revenue Tk 3,322,714,107 for the year then ended. These financial statements have been audited by other auditors whose reports have been furnished to us and our opinion, in so far as it relates to the amounts included in respect of the Company's 9 subsidiaries, is based solely on the reports of the other auditors.

Opinion

In our opinion, the financial statements of the Company along with the notes thereon and the consolidated financial statements, drawn up on the consideration of the separate audit reports of the subsidiaries as at 31 December 2009, prepared in accordance with Bangladesh Accounting Standards (BASs) and Bangladesh Financial Reporting Standards (BFRSs), give a true and fair view of the state of the Company's affairs and of its subsidiaries, and of the results of their operations and cash flows for the year then ended and comply with the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations.

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 account as required by law have been kept by the Companies so far as it appeared from our examination of these books;
- c) the balance sheets and income statements dealt with by the report are in agreement with the books of accounts; and
- d) the expenditure incurred were for the purposes of the Companies' businesses.

Dhaka, 20 April 2010


Rahman Rahman Huq
Chartered Accountants

Advanced Chemical Industries Limited

Balance Sheet

as at 31 December 2009

<u>Assets</u>	<u>Note</u>	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Property, plant and equipment: At cost/revaluation	4	1,829,790,619	1,669,956,000
Accumulated depreciation		(654,029,893)	(549,379,587)
		1,175,760,726	1,120,576,413
Capital work-in-progress	5	106,130,728	135,098,300
		1,281,891,454	1,255,674,713
Investments	6	877,288,030	670,267,741
Total non-current assets		2,159,179,484	1,925,942,454
Inventories	7	1,596,524,690	1,838,739,417
Trade receivables	8	1,161,296,363	737,940,933
Other receivables	9	69,510,356	80,820,983
Advances, deposits and prepayments	10	368,143,911	241,051,023
Advance income tax	23.1	283,104,430	177,028,869
Inter-company receivables	11	1,169,264,620	862,058,775
Cash and cash equivalents	12	717,864,023	211,924,637
Assets held for discontinued operations	34.2	-	820,995,280
Assets classified as held for sale	13	-	18,601,750
Total current assets		5,365,708,393	4,989,161,667
Total assets		7,524,887,877	6,915,104,121
Equity			
Share capital	14	194,040,000	161,700,000
Share premium	15	250,022,474	250,022,474
Capital reserve	16.1	1,671,386	1,671,386
Revaluation surplus	16.2	300,272,175	303,147,632
Retained earnings		2,284,194,871	1,488,114,482
Total equity		3,030,200,906	2,204,655,974
Liability			
Long term liabilities	17	317,813,442	309,663,981
Total non-current liabilities		317,813,442	309,663,981
Bank overdraft	18	319,340,738	732,188,602
Short term bank loan	19	1,856,398,264	1,816,568,620
Long term bank loan- current portion	20	61,292,714	104,776,269
Trade payables		377,164,502	325,560,055
Other payables	21	1,149,121,470	391,244,398
Inter-company payables	22	57,749,189	709,609,851
Obligation under finance lease- current portion	17.2	1,839,801	5,718,892
Liabilities held for discontinued operations	34.3	-	78,567,005
Provision for taxation	23	353,966,851	236,550,474
Total current liabilities		4,176,873,529	4,400,784,166
Total liabilities		4,494,686,971	4,710,448,147
Total equity and liabilities		7,524,887,877	6,915,104,121


The annexed notes 1 to 39 form an integral part of these financial statements.



Managing Director

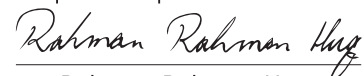


Director



Company Secretary

As per our report of same date.



Rahman Rahman Huq
Chartered Accountants

Dhaka, 20 April 2010



Advanced Chemical Industries Limited

Income Statement

for the year ended 31 December 2009

	Note	2009 Taka	2008 Taka
Continuing operations:			
Revenue	24	7,228,289,966	5,958,852,265
Cost of sales	25	(4,862,554,832)	(4,017,439,769)
Gross profit		2,365,735,134	1,941,412,496
Administrative, selling and distribution expenses	26	(1,719,222,750)	(1,324,537,151)
Operating profit		646,512,384	616,875,345
Other income	27	43,083,330	56,164,036
Profit from sale of shares	28	654,561,881	779,634,140
Finance costs	29	(1,344,157,595)	(1,452,673,521)
Provision for contribution to WPPF	21.1	(212,744,711)	(251,972,260)
Profit before tax		1,131,412,884	1,200,701,261
Income tax		(23,842,550)	(21,053,357)
Current tax expense	23	(117,416,377)	(97,719,146)
Deferred tax expense	30	(3,511,274)	(9,245,208)
Net profit after tax from continuing operations		(120,927,651)	(106,964,354)
Discontinued operations:		986,642,683	1,072,683,550
Profit from discontinued operations	34.1	-	2,983,333
Profit from total operations		986,642,683	1,075,666,883
Earnings per share			
Basic earnings per share for continuing operations	31.1	50.85	55.28
Basic earnings per share for discontinued operations		-	0.15

The annexed notes 1 to 39 form an integral part of these financial statements.

Managing Director

Director

Company Secretary

As per our report of same date.

Rahman Rahman Huq
Chartered Accountants

Dhaka, 20 April 2010

Advanced Chemical Industries Limited

Statement of Changes in Equity

for the year ended 31 December 2009

Particulars	Share capital		Share premium		Capital reserve		Revaluation surplus		Retained earnings		Total Equity	
	Taka		Taka		Taka		Taka		Taka		Taka	
Balance as at 1 January 2008	161,700,000		250,022,474		1,671,386		294,901,646		546,739,197		1,255,034,703	
Net profit after tax	-		-		-		-		1,075,666,883		1,075,666,883	
Deferred tax due to change in tax rate	-		-		-		10,532,202		-		10,532,202	
Realization of revaluation reserve	-		-		-		(2,286,216)		3,153,402		867,186	
Dividend paid	-		-		-		-		(137,445,000)		(137,445,000)	
Balance as at 31 December 2008	161,700,000		250,022,474		1,671,386		303,147,632		1,488,114,482		2,204,655,974	
Issuance of bonus shares	32,340,000		-		-		-		(32,340,000)		-	
Net profit after tax for the period	-		-		-		-		986,642,683		986,642,683	
Realization of revaluation reserve	-		-		-		(2,875,457)		3,477,706		602,249	
Dividend paid	-		-		-		-		(161,700,000)		(161,700,000)	
Balance as at 31 December 2009	194,040,000		250,022,474		1,671,386		300,272,175		2,284,194,871		3,030,200,906	

The annexed notes 1 to 39 form an integral part of these financial statements.



Advanced Chemical Industries Limited

Cash Flow Statement

for the year ended 31 December 2009

	Note	2009 Taka	2008 Taka
A) Cash flows from operating activities			
Cash received from customers		7,613,229,237	6,374,490,152
Cash received from other income		41,629,320	59,636,506
Received from other receivables		12,242,647	51,622,422
Cash flows from discontinued operations	34.4	-	1,266,225,502
		7,667,101,204	7,751,974,582
Cash paid for purchasing of inventory		(4,183,537,467)	(4,822,074,585)
Cash paid for operating expenses		(1,624,371,788)	(1,288,980,649)
Cash received from/(paid for) other payables		33,666,902	(43,888,921)
Cash paid for advances, deposits and prepayments		(106,522,543)	(87,780,912)
Cash paid for Value Added Tax (VAT)		(939,202,006)	(730,631,148)
Cash (paid for)/received from Workers' Profit Participation Fund (WPPF)		(14,208,424)	2,132,482
Cash flows from discontinued operations	34.4	-	(1,221,714,629)
		(6,834,175,326)	(8,192,938,362)
Cash generated from/(used in) operations		832,925,878	(440,963,780)
Finance costs		(212,744,712)	(251,972,260)
Income tax paid		(106,075,561)	(110,497,200)
Cash flows from discontinued operations	34.4	-	(29,803,281)
		(318,820,273)	(392,272,741)
Net cash from/(used in) operating activities		514,105,605	(833,236,521)
B) Cash flows from investing activities			
Cash paid for purchasing of property, plant and equipment		(56,093,101)	(62,173,591)
Cash paid for capital work-in-progress		(81,431,944)	(225,710,413)
Investment in shares		(203,922,466)	(178,576,000)
Proceeds from sale of fixed assets		2,278,799	1,631,300
Proceeds from sale of shares of subsidiaries		672,255,160	805,969,890
Cash flows from discontinued operations	34.4	-	(1,091,106)
Net cash from investing activities		333,086,448	340,050,080
C) Cash flows from financing activities			
Inter-company debts paid		(367,345,782)	(349,990,480)
Dividend paid		(157,425,483)	(134,219,424)
Cash paid for finance lease		(5,718,890)	(10,220,405)
Advance against Bonds		600,010,386	-
Short term bank loan (paid)/received		(3,653,911)	716,443,570
Long term bank loan received/(paid)		5,728,877	(35,090,276)
Net cash (used in)/from financing activities		71,595,197	186,922,985
D) Net increase in cash and cash equivalents (A+B+C)		918,787,250	(306,263,456)
E) Cash and cash equivalents at 1 January		(520,263,965)	(214,000,509)
F) Cash and cash equivalents at 31 December (D+E)	12	398,523,285	(520,263,965)
Cash and cash equivalents		717,864,023	211,924,637
Bank overdraft		(319,340,738)	(732,188,602)
		398,523,285	(520,263,965)

The annexed notes 1 to 39 form an integral part of these financial statements.



Advanced Chemical Industries Limited

Consolidated Balance Sheet

as at 31 December 2009

	Note	2009 Taka	2008 Taka
Assets			
Property, plant and equipment	4 (a)	4,393,880,112	3,822,413,578
At cost / revaluation		(1,092,720,946)	(846,901,870)
Accumulated depreciation		3,301,159,166	2,975,511,708
Capital work-in-progress	5 (a)	453,323,211	264,954,252
Intangible assets	5 (b)	116,314,116	108,283,142
Investments	6 (a)	186,353,100	134,462,220
Total non-current assets		4,057,149,593	3,483,211,322
Inventories	7 (a)	2,773,719,245	3,144,253,361
Trade receivables	8 (a)	2,635,022,416	1,874,694,143
Other receivables	9 (a)	76,802,771	83,780,504
Advance, deposits and prepayments	10 (a)	901,792,169	359,652,557
Advance income tax	23.1(a)	387,574,948	218,770,050
Inter-company receivables	11 (a)	13,298,128	12,959,132
Cash and cash equivalents	12 (a)	847,873,411	232,008,562
Total current assets		7,636,083,088	5,926,118,309
Total assets		11,693,232,681	9,409,329,631
Equity			
Share capital		194,040,000	161,700,000
Share premium		250,022,474	250,022,474
Capital reserve		1,671,386	1,671,386
Revaluation surplus	16.2 (a)	589,529,448	597,276,040
Retained earnings		1,906,693,594	1,493,311,739
Total equity attributable to equity holders of the company		2,941,956,902	2,503,981,639
Non-controlling interest		401,294,859	308,046,695
Total equity		3,343,251,761	2,812,028,334
Liabilities			
Long term liabilities	17 (a)	1,187,747,320	625,749,542
Total non-current liabilities		1,187,747,320	625,749,542
Bank overdraft	18 (a)	709,318,981	1,209,590,748
Short term bank loan	19 (a)	3,109,281,460	2,870,816,761
Long term bank loan- current portion	20 (a)	397,336,001	232,920,021
Trade payables		780,935,277	473,108,340
Other payables	21 (a)	1,639,823,521	840,292,792
Obligation under finance lease-current portion		1,839,803	5,718,892
Provision for tax	23 (a)	523,698,557	339,104,201
Total current liabilities		7,162,233,600	5,971,551,755
Total liabilities		8,349,980,920	6,597,301,297
Total equity and liabilities		11,693,232,681	9,409,329,631

The annexed notes 1 to 39 form an integral part of these consolidated financial statements.

Managing Director

Director

Company Secretary

As per our report of same date.

Rahman Rahman Huq
Chartered Accountants

Dhaka, 20 April 2010



Advanced Chemical Industries Limited

Consolidated Income Statement

for the year ended 31 December 2009

	<u>Note</u>	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Revenue	24(a)	12,299,717,849	10,341,425,084
Cost of sales	25(a)	(8,715,307,150)	(7,289,427,526)
Gross Profit		<u>3,584,410,699</u>	<u>3,051,997,558</u>
Administration, selling and distribution expenses	26(a)	(2,809,082,179)	(2,104,511,818)
		<u>775,328,520</u>	<u>947,485,740</u>
Other income	27(a)	56,119,657	68,088,797
Result from operating activities		<u>831,448,177</u>	<u>1,015,574,537</u>
Profit from sale of shares	28(a)	568,498,542	639,297,191
Share of profit of equity accounted investees		(2,048,586)	(898,972)
		<u>1,397,898,133</u>	<u>1,653,972,756</u>
Finance costs	29(a)	(588,106,840)	(523,780,506)
		<u>809,791,293</u>	<u>1,130,192,250</u>
Provision for contribution to WPPF	21.1(a)	(40,366,177)	(35,542,999)
Profit before income tax		<u>769,425,116</u>	<u>1,094,649,251</u>
Income tax			
Current tax expense		(187,091,812)	(194,579,195)
Deferred tax (expense)/income		(29,765,059)	32,839,852
		<u>(216,856,871)</u>	<u>(161,739,343)</u>
Profit after tax		<u>552,568,245</u>	<u>932,909,908</u>
Attributable to:			
Equity holders of the company		594,478,448	917,905,438
Non-controlling interest		(41,910,203)	15,004,470
Profit after tax		<u>552,568,245</u>	<u>932,909,908</u>
Earnings per share			
Basic earnings per share	31.2	30.64	47.30

The annexed notes 1 to 39 form an integral part of these consolidated financial statements.

Managing Director

Director

Company Secretary

As per our report of same date.

Rahman Rahman Huq
Chartered Accountants

Dhaka, 20 April 2010

Advanced Chemical Industries Limited

Consolidated Statement of Changes in Equity

for the year ended 31 December 2009

Particulars	Share capital		Share premium		Capital reserve		Revaluation reserve		Retained earnings		Total		Non-controlling interest		Total equity		
	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka	
Balance at 1 January 2008	161,700,000	250,022,474	1,671,386	600,284,264	693,691,029	1,707,369,153	92,764,072	1,800,133,225									
Net profit after tax	-	-	-	-	917,905,438	917,905,438	15,004,470	932,909,907									
Dividend paid	-	-	-	-	(137,445,000)	(137,445,000)	-	(137,445,000)									
Realization of revaluation surplus	-	-	-	(2,286,216)	3,153,402	867,186	-	867,186									
Post acquisition reserve transferred to retained earnings	-	-	-	(16,006,870)	16,006,870	-	-	-									
Deferred tax adjustment for change in tax rate	-	-	-	19,646,058	-	19,646,058	-	19,646,058									
Revaluation reserve created during the year	-	-	-	(4,361,196)	-	(4,361,196)	-	(4,361,196)									
Adjustment for sale of share of ACI Formulations Limited	-	-	-	-	-	-	-	-									
Capital paid by non-controlling interest	-	-	-	-	-	-	-	-						166,672,699		166,672,699	
Balance at 31 December 2008	161,700,000	250,022,474	1,671,386	597,276,040	1,493,311,739	2,503,981,639	308,046,696	2,812,028,335						32,240,000		32,240,000	
Net profit after tax	-	-	-	-	594,478,448	594,478,448	(41,910,203)	552,568,245									
Issuance of bonus share	32,340,000	-	-	-	(32,340,000)	-	-	-									
Dividend paid	-	-	-	-	(161,700,000)	(161,700,000)	-	(161,700,000)									
Post acquisition reserve transferred to retained earnings	-	-	-	(9,465,701)	9,465,701	-	-	-									
Realization of revaluation surplus	-	-	-	(2,875,457)	3,477,706	602,249	-	602,249									
Adjustment for sale of share of ACI Formulations Limited	-	-	-	-	-	-	-	-						101,567,267		101,567,267	
Adjustment for revaluation reserve	-	-	-	4,594,566	-	4,594,566	-	4,594,566						120,750		4,715,316	
Capital paid by non-controlling interest	-	-	-	-	-	-	-	-						42,000,000		42,000,000	
Balance at 31 December 2009	194,040,000	250,022,474	1,671,386	589,529,448	1,906,693,594	2,941,956,902	401,294,860	3,343,251,762									

The annexed notes 1 to 39 form an integral part of these consolidated financial statements.



Advanced Chemical Industries Limited

Consolidated Cash Flow Statement

for the year ended 31 December 2009

	Note	2009 Taka	2008 Taka
A Cash flow from operating activities			
Cash received from customers		12,417,414,325	10,058,175,379
Cash received as other income		68,985,383	71,561,267
Received from other receivables		12,242,647	50,207,086
		12,498,642,355	10,179,943,732
Cash paid for Inventories		(7,867,645,469)	(8,242,282,517)
Cash paid for operating expenses		(2,451,995,598)	(2,022,002,520)
Cash received from other payables		49,477,441	117,027,730
Cash paid for advances, deposits and prepayments		(525,419,259)	(124,831,054)
Cash paid for Value Added Tax (VAT)		(936,321,554)	(738,374,482)
Cash (paid to) workeres /received from WPPF		(64,642,426)	1,924,708
		(11,796,546,865)	(11,008,538,135)
Cash generated from operations		702,095,490	(828,594,403)
Finance costs		(586,140,672)	(518,576,586)
Income tax paid		(170,806,754)	(167,261,741)
		(756,947,426)	(685,838,327)
Net cash used in operating activities		(54,851,936)	(1,514,432,730)
B Cash flows from investing activities			
Cash paid for purchasing of fixed assets		(432,802,469)	(407,917,483)
Cash paid for capital work-in-progress		(343,108,643)	(521,283,902)
Investments		(53,939,466)	(73,316,000)
Proceeds from sale of fixed assets		2,278,799	1,631,300
Proceeds from sale of shares of subsidiary		672,255,160	805,969,890
Net cash from / (used in) investing activities		(155,316,619)	(194,916,195)
C Cash flow from financing activities			
Paid to non-controlling interest		(7,982,575)	-
Inter-company debts paid		(140,339)	(2,738,155)
Dividend paid		(173,895,833)	(134,219,424)
Short term bank loan received		137,876,110	973,119,339
Long term bank loan received		734,156,312	106,773,324
Advance against Bonds		600,010,386	-
Issue of shares		42,000,000	32,240,000
Cash paid for finance lease		(5,718,890)	(10,220,406)
Net cash from financing activities		1,326,305,171	964,954,678
D Net increase/(decrease) in cash and cash equivalents (A+B+C)		1,116,136,616	(744,394,247)
E Cash and cash equivalents 1 January		(977,582,186)	(233,187,939)
F Cash and cash equivalents at 31 December (D+E) 12 (a)		138,554,430	(977,582,186)

The annexed notes 1 to 39 form an integral part of these consolidated financial statements.



Advanced Chemical Industries Limited

Notes to the Financial Statements

as at and for the year ended 31 December 2009

1. Reporting entity

Advanced Chemical Industries Limited (the company) is a public limited company domiciled in Bangladesh which was incorporated on 24 January 1973 as ICI Bangladesh Manufacturers Limited. The address of the Company's registered office is 245-Tejgoan Industrial Area, Dhaka-1208. The consolidated financial statements of the company as at and for the year ended 31 December 2009 comprises the company and its subsidiaries (together referred to as the "Group" and individually as "group entities") and the Group's interest in associates and jointly controlled entities. The Group primarily is involved in the manufacture of pharmaceuticals, consumer brands, fisheries & livestock products and in marketing them along with fertilizer, seeds and other agricultural items.

As part of the strategic decision, the entire marketing & distribution business of Crop Care and Public Health was transferred to another subsidiary i.e. ACI Formulations Limited (ACIFL) at book value effective 1 January 2009. As this transfer happened within the group of companies and this has no impact on the financial results and position on group basis. However in the individual accounts of Advanced Chemical Industries Limited comparative information have been re-arranged for the purpose of disclosure and presentation only.

The company is listed with both Dhaka Stock Exchange Limited (DSE) and Chittagong Stock Exchange Limited (CSE).

1.1 Description of subsidiaries

1.1.1 ACI Formulations Limited

The company was incorporated on 29 October 1995 as a private limited company under the Companies Act 1994. The principal activities of the company are manufacturing and marketing of a number of agrochemical and consumer products. Most of its sales for the current year are to Advanced Chemical Industries Limited (ACI Limited), which is responsible for marketing these products. The company became publicly listed company through direct listing process effective from 18 November 2008 with Dhaka and Chittagong Stock Exchanges.

1.1.2 ACI Salt Limited

The company was incorporated on 13 June 2004 as a private limited company under the Companies Act 1994. The principal activity of the Company is manufacturing and marketing of edible branded salt.

1.1.3 ACI Foods Limited

The company was incorporated on 14 September 2006 as a private limited company under the Companies Act 1994. The main objectives of the company are manufacturing, processing and marketing of different food items including spices and different snacks items.

1.1.4 ACI Pure Flour Limited

The company was incorporated on 29 August 2006 as a private limited company under the Companies Act 1994. The main objectives of the company are to carry on the business of milling processing, packaging and marketing of wheat flour products.



1.1.5 Apex Leather Craft Limited

The company was incorporated on 22 May 1990 as a private limited company under the Companies Act 1994. There was no business activity of the company other than letting out its property to Advanced Chemical Industries Limited.

1.1.6 Flyban Insecticides Limited

The company was incorporated on 5 October 1991 as a private limited company under the Companies Act 1994. The Company's main function was to manufacture and sale of mosquito coil. There was no business operation of the company during the year under review.

1.1.7 ACI Agrochemicals Limited

The company was incorporated on 4 July 2006 as a private limited company under the Companies Act 1994. The main objectives of the company are to carry on the business of manufacturing, formulating and packaging of pesticide, fertilizer, plant nutrient and animal food and other nutrient products. The company is yet to start its commercial operation.

1.1.8 ACI Motors Limited

The company was incorporated on 11 December 2007 as a private limited company under the Companies Act 1994. The main objectives of the company are to carry on the business of buying, selling, importing and assembling of vehicles for both agricultural and non-agricultural use including other agricultural equipment and supplying of spare parts and providing service facilities for these vehicles and equipment.

1.1.9 Creative Communication Limited

The company was incorporated on 2 September 2007 as a private limited company under the Companies Act 1994. The principal activities of the company are managing media solutions and similar services for different clients including television commercials and other advertisement and promotion related activities.

1.1.10 Premiaflex Plastics Limited

The company was incorporated on 11 June 2007 as a private limited company under the Companies Act 1994. The main objectives of the company are to carry out the business of manufacturing and marketing of plastic products, flexible printing and other ancillary business associated with plastic and flexible printing.

1.1.11 ACI Logistics Limited

The company was incorporated on 29th April 2008 as a private limited company under the Companies Act 1994. The main objective of the company is to set-up nationwide retail outlets across the country linking ACI's strong presence in the agriculture sector.

2. Basis of preparation

2.1 Statement of compliance

The financial statements have been prepared in accordance with Bangladesh Financial Reporting Standards (BFRSs). BFRSs comprise of:

Bangladesh Financial Reporting Standards (BFRSs)
Bangladesh Accounting standards (BASs) and
Interpretations

2.2 Regulatory compliances

As required Advanced Chemical Industries Limited comply with the following major legal provisions in addition to the Companies Act 1994, the Securities and Exchange Rules 1987, and other applicable laws and regulations:

The Income Tax Ordinance 1984
The Income Tax Rules 1984
The Securities Exchange Commission Ordinance 1969
The Securities Exchange Commission Act 1993
The Value Added Tax Act 1991
The Value Added Tax Rules 1991

2.3 Date of authorization

The consolidated financial statements were authorized for issue by the Board of Directors on 20 April 2010.

2.4 Basis of measurement

The financial statements have been prepared on historical cost basis except for certain assets which are stated at revalued amount.

2.5 Functional and presentational currency

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

2.6 Use of estimates and judgment

The preparation of these financial statements, in conformity with BASs/BFRSs, requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on going basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.



In particular, information about significant areas of estimation on uncertainty and critical judgments in applying accounting policies that have the most significant affect on the amounts recognized in the consolidated financial statements are included in the following notes:

Note 7	- inventory valuation
Note 8	- bad debt provision
Note 17	- measurement of liability for staff gratuity
Note 21	- other payables
Note 23	- provision for taxation
Note 17.1	- deferred tax liabilities
Note 17.2	- lease classification
Note 37.2	- contingent liabilities

2.7 Reporting period

The financial period of the companies other than the following two associates namely Stochastic Logic Limited and Asian Consumer Care (Pvt.) Limited covers one year from 1 January to 31 December and is followed consistently:

Stochastic Logic Limited-From 1 August to 31 July

Asian Consumer Care (Pvt.) Limited- From 1 April to 31 March

The figures involved in the aforesaid two associated companies upto 31 December 2009 from the end of their accounting years are considered to be immaterial to these financial statements.

3. Significant accounting policies

The accounting policies set out below have been applied consistently (otherwise as stated) to all periods presented in these financial statements.

3.1 Basis of consolidation

3.1.1 Subsidiaries

Subsidiaries are entities controlled by ACI Limited. Control exists when ACI Limited 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 ACI Limited.

3.1.2 Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions, have been eliminated in preparing the consolidated financial statements. Unrealized gains arising from transactions with associates are eliminated against the investment to the extent of ACI Limited's interest in the investee. Unrealized losses, if any, are eliminated in the same way as unrealized gains, but only to the extent there is no evidence of impairment.

3.2 Property, plant and equipment

3.2.1 Recognition and measurement

Items of property, plant and equipment are measured at cost or revaluation less accumulated depreciation less impairment loss, if any. The items of property, plant and equipment were revalued in the year 2004 and 2007 by a firm of professional valuers on the basis of open market value. 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 2009 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 a working condition for their intended use, and the costs of dismantling and removing the items and restoring the site on which they are located.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of the property, plant and equipment disposed off and are recognized net with "other income" in income statement. When revalued assets are disposed off, the amounts included there against the revaluation surplus are transferred to retained earnings.

3.2.2 Subsequent costs

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the company and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognized in the income statement as incurred.

3.2.3 Depreciation

All items of property, plant and equipment have been depreciated on straight line basis. Depreciation on additions are charged at 50% of normal rates only in the year of acquisition and no depreciation is charged in the year of disposal. 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. The company is following this policy consistently for past years.

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

The estimated useful lives for the current and comparative periods are as follows:

Building	40 years
Plant & machinery	10 years
Furniture & fixtures	10 years
Electrical & other office appliances	10 years
Office machinery & equipment	10 years
Vehicles	5 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date. No such revisions in respect of items of property, plant and equipment were made in 2009.



3.2.4 Impairment

The carrying amount of the entity's non financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is reestimated. However, no such conditions that might be suggestive of a heightened risk of impairment of assets existed at the reporting date.

3.3 Intangible asset

3.3.1 Goodwill

Goodwill represents the excess of cost of acquisition over the Group's interest in the net value of the identifiable assets and liabilities of the acquiree on the date of acquisition.

Subsequent measurement

Goodwill is measured at cost less accumulated impairment losses.

3.3.2 Software

Software that are acquired by the Group, which have finite useful lives, are measured at cost less accumulated amortization and accumulated impairment losses.

Subsequent expenditure

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific assets to which it relates. All other expenditure is recognized in profit and loss as incurred.

3.3.3 Amortization

Amortization is calculated over the cost of the assets or other amount substituted for cost, less its residual value. Amortization is recognized in the profit or loss on a straight line basis over the estimated useful lives of intangible assets other than goodwill. Amortization on additions are charged at 50% of normal rates only in the year of acquisition. Amortization is charged at the rates of 10% depending on the estimated useful lives of assets.

The estimated useful life for the current intangible asset is as follows:

	Useful life	Normal rate
Software	10 years	10%

3.4 Non-current assets held for sale

Non-current assets that are expected to be recovered primarily through sale rather than through retaining as investment are classified as held for sale. Immediately before classification as held for sale, the assets are measured in accordance with the Group's accounting policy. Such assets are measured at the lower of their carrying amount and fair value less cost to sell.

3.5 Leased assets

3.5.1 Finance lease

Leases in terms of which the company assumes substantially all the risks and rewards of ownership are classified as finance leases. Upon initial recognition, the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset.

Depreciation

Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Company will obtain ownership by the end of the lease term. Depreciation is charged at the rate of 20% p.a.

Lease payments

Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

3.5.2 Operating lease

Payments made under operating leases are recognized in income statement on a straight line basis over the term of the lease.

3.6 Inventories

Inventories are measured at the lower of cost and net realizable value. The cost of inventories is based on the weighted average principle, 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.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion of sale and selling expenses.

Stock- in-transit represents the cost incurred up to the date of the balance sheet for the items that were not received till to the date of balance sheet. Inventory losses and abnormal losses are recognized as expenses.

3.7 Trade and other receivables

Trade and other receivables are initially recognized at cost which is the fair value of the consideration given in return. After initial recognition, these are carried at cost less impairment losses due to uncollectibility of any amount so recognized.



3.8 Advances, deposits and prepayments

Advances are initially measured at cost. After initial recognition, advances are carried at cost less deductions, adjustments or charges to other account heads such as property, plant and equipment, inventory or expenses.

Deposits are measured at payment value.

Prepayments are initially measured at cost. After initial recognition, prepayments are carried at cost less charges to income statement.

3.9 Cash and cash equivalents

Cash and cash equivalents include cash in hand, cash at banks which are held and available for use by the Group without any restriction.

3.10 Provision

A provision is recognized in the balance sheet when the Company has a legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

3.11 Contingencies

Contingencies arising from claims, litigations, assessments, fines, penalties, etc. are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated.

3.12 Income tax

Income tax expense comprises current and deferred tax. Current and deferred tax is recognized in the income statement except to the extent that it relates to items recognized directly in equity, in that case it is recognized in equity.

3.12.1 Current tax

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the reporting date, and any adjustment to tax payable in respect of previous years. The applicable tax rate for the company is 27.5%. As the company qualifies as a "publicly traded company" it is entitled to a 10% rebate if dividend declared is more than 20% of the paid up capital. Provision for taxation has been made on the basis of the Finance Act 2009.

3.12.2 Deferred tax

Deferred tax is recognized using the balance sheet method. Deferred tax arises due to temporary difference deductible or taxable for the events or transactions recognized in the income statement. A temporary difference is the difference between the tax base of an asset or liability and its carrying amount/reported amount in the balance sheet. Deferred tax asset or liability is the amount of income tax recoverable or payable in future period's recognized in the current period. The deferred tax asset /income or liability/expense does not create a legal recoverability/liability to and from the income tax authority. Deferred tax also arises due to revaluation of property, plant and equipment. The resulting impact of deferred tax assets/liabilities on revaluation surplus is included in the statement of changes in equity.

3.13 Investment in shares

In the separate financial statements of the company, all investments are carried at costs.

In the Consolidated Financial Statements of Advanced Chemical Industries Limited, following valuation principles have been used:

Investments in subsidiaries - Investment in subsidiaries has been accounted for as per BFRS-3 'Business Combination'. The investment is eliminated in full against the equity of acquiree measured at fair value at the date of acquisition.

Long term investments - These are valued at cost or revalued amounts when there is a decline in value which is not temporary. This is as per BAS 25: Accounting for Investment, applicable for periods upto those ending before 31 December 2009.

Associates and joint ventures: Associates are those entities in which the Group has significant influence, but not control, over the financial and operating policies. Significant influence is presumed to exist when the Group holds between 20 and 50 percent of the voting power of another entity. Joint ventures are those entities over whose activities the Group has joint control, established by contractual agreement and requiring unanimous consent for strategic financial and operating decisions.

Investments in associates and jointly controlled entities are accounted for using the equity method (equity accounted investees) and are recognised initially at cost. The Group's investment includes goodwill identified on acquisition, net of any accumulated impairment losses. The consolidated financial statements include the Group's share of the income and expenses and equity movements of equity accounted investees, after adjustments to align the accounting policies with those of the Group, from the date that significant influence or joint control commences until the date that significant influence or joint control ceases. When the Group's share of losses exceeds its interest in an equity accounted investee, the carrying amount of that interest, including any long-term investments, is reduced to nil, and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the investee.

3.14 Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the period, adjusted for effective interest and payments during the period, and the amortised cost in foreign currency translated at the exchange rate at the end of the reporting period. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Foreign currency differences arising on retranslation are recognised in 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 the transaction.



3.15 Revenue recognition

3.15.1 Revenue arising from sale of goods

a) Goods sold

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates. Revenue is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably.

b) Cash on delivery sales

Revenue is recognized when delivery is made and cash is received by the seller.

3.15.2 Revenue arising from services

Revenue from services rendered is recognized in income statement in proportion to the stage of completion of the transaction at the reporting date. The stage of completion is assessed by reference to surveys of work performed.

3.15.3 Revenue arising from commission

When the Group acts in the capacity of an agent rather than as the principal in a transaction, the revenue is recognized in the net amount of commission made by the Group.

3.15.4 Finance income

Finance income comprises of interest income of fund invested. Interest income is recognized on accrual basis.

3.15.5 Dividend income

Dividend income is recognized when right to receive payment of such dividend is established.

3.16 Finance expense

Finance expenses comprise interest expense on bank loan, finance lease and other borrowings. Borrowing costs that are not directly attributable to the acquisition, construction are recognized in the income statement.

3.17 Cash flow statement

Cash flow from operating activities have been presented under direct method.

3.18 Workers' Profit Participation Fund (WPPF)

The company had created a fund for workers as 'Workers' Profit Participation Fund' and 5% of the profit before charging such expense has been transferred to this fund.

3.19 Employee benefits

The company operates an unfunded gratuity scheme, provision in respect of which is made annually covering all its permanent eligible employees. This scheme is qualified as a defined benefits scheme. There are two recognized provident funds for all employees of the company. These also qualify as defined contribution scheme. The company also has a group insurance policy for all management staff. Actuarial valuation of gratuity scheme was last made in 2009 to assess the adequacy of the liabilities provided for the schemes as per BAS 19: Employee Benefits.

3.19.1 Defined contribution plan (provident fund)

Defined contribution plan is a post employment benefit plan under which the company provides benefits to one or more employees. The recognized Employees' Provident Fund is being considered as defined contribution plan as it meets the recognition criteria specified for this purpose. All permanent employees contribute 10% of their basic salary to the Provident Fund and the Company also makes equal contribution.

The company recognizes contribution to defined contribution plan as an expense when an employee has rendered services in exchange for those contribution. The legal and constructive obligation is limited to the amount it agrees to contribute to the fund.

3.19.2 Defined benefit plan (gratuity)

Defined benefit plan is a retirement benefit plan under which amounts to be paid as retirement benefits are determined by reference to employees' earnings and/or year of services. The recognized Employees' Gratuity Fund is being considered as defined benefit plan as it meets the recognition criteria. The company's obligation is to provide the agreed benefits to current employees as per condition of the fund.

Present value of defined benefit obligation and the fair value of the plan assets were determined by professional actuary. Projected Unit Credit method is used to measure the present value of defined benefit obligations and related current and past service cost and mutually compatible actuarial assumptions about demographic and financial variables were used. The difference between fair value of the plan assets and present value of obligation is recognized as a liability or an asset in the balance sheet.

The rate used to discount post employment benefit obligations is determined by reference to the rate stated in the actuarial report. The expected return on plan assets is based on market expectation and is one of the component of expenses recognized in the income statement. Total expenses recognized in the income statement comprise of current service cost, interest cost, expected return on plan assets.

3.19.3 Leave encashment

The company makes provision for annual leave encashment based on latest basic salary as allowed by the Company policy.



3.19.4 Short-term benefit

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

3.20 Earnings per share

The Company and the Group (which is made up of ACI Limited and its subsidiaries and associates) present its basic earnings per share (EPS) data 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 the profit or loss account attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, if any. This has been shown on the face of income statement and computation of EPS is stated in note 31.

3.21 Segment reporting

A segment is a distinguishable component of the Company that is engaged either in providing related products or services (business segment), or in providing products or services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments. The Company's primary format for segment is based on business segments. Segment information is presented only on the basis of the consolidated financial statements.

3.22 New standards and interpretations yet to be applicable

A number of new standards, amendments to standards and interpretations not made effective for the year ended 31 December 2009, have not been applied in preparing these consolidated financial statements.

Bangladesh Financial Reporting Standards (BFRS)-3 'Business Combinations' (Revised)

Revised BFRS-3, which becomes mandatory for the Group's 2010 consolidated financial statements, will be applied prospectively and therefore there will be no impact on prior periods in the Group's 2010 consolidated financial statements.

Bangladesh Financial Reporting Standards (BFRS)-7 'Financial Instruments Disclosures'

BFRS-7 is effective from 2010. The Company will disclose information about financial assets and financial liabilities in the 2010 financial statements as per BFRS-7.

Bangladesh Financial Reporting Standards (BFRS)-8 'Operating Segments'

BFRS-8 'Operating Segments' introduces the "management approach" to segment reporting. BFRS 8 which becomes mandatory for the company's 2010 financial statements, will require a change in the presentation and disclosure of segment information based on the internal reports regularly reviewed by the ACI Group's chief operating decision maker in order to assess each segment's performance and to allocate resources to them.

Bangladesh Accounting Standards (BAS)-32 'Financial Instruments: Presentation' and Bangladesh Accounting Standards (BAS)-39 'Financial Instruments: Recognition and Measurements'

BAS 32 and 39 are effective from January 2010, which require to adopt policy and disclosure for financial assets and financial liabilities.

4. Property, plant and equipment

a) Own assets

i) Cost

Particulars	Cost						Depreciation						Written down value as at 31 December 2009
	As at 1 January 2009	Additions during the year	Transferred from CWIP	Disposal during the year	Adjustment during the year	As at 31 December 2009	Rate	As at 1 January 2009	Charged during the year	Disposal during the year	Adjustment during the year	As at 31 December 2009	
Land	46,318,282	-	-	-	-	46,318,282	-	-	-	-	-	-	46,318,282
Building	155,876,881	798,934	35,281,308	-	-	191,957,123	2.5%	25,271,665	4,347,925	-	-	29,619,590	162,337,533
Plant & machinery	727,812,642	16,870,844	66,538,038	(2,430,406)	-	808,791,118	10.0%	259,653,812	64,210,742	(2,430,390)	-	321,434,164	487,356,954
Furniture & fixtures	59,753,922	13,363,141	6,772,290	-	(1,948,546)	77,940,807	10.0%	30,843,396	6,435,406	-	(138,126)	37,140,676	40,800,131
Electrical & other appliances	58,917,467	5,795,061	1,807,880	-	(2,089,358)	64,431,050	10.0%	34,785,522	4,465,031	-	(940,093)	38,310,460	26,120,590
Office machinery & equipment	47,189,749	6,114,775	-	-	(2,228,108)	51,076,416	10.0%	27,254,129	3,813,973	-	(940,222)	30,127,880	20,948,536
Vehicles	116,692,066	17,464,062	-	(2,944,600)	(602,000)	130,609,528	20.0%	79,535,305	11,725,348	(2,944,594)	(601,999)	87,714,060	42,895,468
Total (i)	1,212,561,009	60,406,817	110,399,516	(5,375,006)	(6,868,012)	1,371,124,324		457,343,829	94,998,425	(5,374,984)	(2,620,440)	544,346,830	826,777,494

ii) Revaluation

Particulars	Revaluation						Depreciation						Written down value as at 30 December 2009
	As at 1 January 2009	Additions during the year	Transferred from CWIP	Disposal during the year	Adjustment during the year	As at 31 December 2009	Rate	As at 1 January 2009	Charged during the year	Disposal during the year	Adjustment during the year	As at 31 December 2009	
Land	284,047,862	-	-	-	-	284,047,862	-	-	-	-	-	-	284,047,862
Building	39,764,561	-	-	-	-	39,764,561	2.5%	9,800,750	994,114	-	-	10,794,864	28,969,697
Plant & machinery	70,428,288	-	-	(1,388,771)	-	69,039,517	10.0%	31,692,999	6,903,952	(624,947)	-	37,972,004	31,067,513
Furniture & fixtures	(703,383)	-	-	-	(15,481)	(718,864)	10.0%	(316,521)	(71,886)	-	-	(395,373)	(323,491)
Electrical & other appliances	(1,572,866)	-	-	-	11,463	(1,561,403)	10.0%	(707,792)	(156,140)	-	5,158	(858,774)	(702,629)
Office machinery & equipment	1,350,619	-	-	-	(34,425)	1,316,194	10.0%	607,775	131,618	-	(15,491)	723,902	592,292
Vehicles	22,568,833	-	-	(2,088,935)	(449,999)	20,029,899	20.0%	20,311,953	2,002,936	(1,880,042)	(404,999)	20,029,848	51
Total (ii)	415,883,914	60,406,817	110,399,516	(8,852,712)	(7,356,454)	1,783,042,090		61,389,164	9,804,594	(2,504,989)	(422,298)	68,266,471	343,651,295
Total assets (i+ii)	1,628,444,923	60,406,817	110,399,516	(8,852,712)	(7,356,454)	1,783,042,090		518,732,993	104,803,019	(7,879,973)	(3,042,738)	612,613,301	1,170,428,789

b) Leased assets

Vehicles	46,748,529	-	-	-	-	46,748,529	20.0%	33,607,232	7,809,360	-	-	41,416,592	5,331,937
Total 2009 (a+b)	1,675,193,452	60,406,817	110,399,516	(8,852,712)	(7,356,454)	1,829,790,619		552,340,225	112,612,379	(7,879,973)	(3,042,738)	654,029,893	1,175,760,726

Property, plant and equipment-comparative-2008

a) Freehold assets

i) Cost

Particulars	Cost						Depreciation						Written down value as at 31 December 2008
	As at 1 January 2008	Additions during the year	Transferred from CWIP	Disposal during the year	Adjustment during the year	As at 31 December 2008	Rate	As at 1 January 2008	Charged during the year	Disposal during the year	Adjustment during the year	As at 31 December 2008	
Land	46,318,282	-	-	-	-	46,318,282	-	-	-	-	-	-	46,318,282
Building	143,065,832	-	12,811,049	-	-	155,876,881	2.5%	21,534,881	3,736,784	-	-	25,271,665	130,605,216
Plant & machinery	435,101,146	2,210,134	291,671,287	(1,019,925)	(150,000)	727,812,642	10.0%	213,804,885	46,373,286	(486,859)	(37,500)	259,653,812	468,158,830
Furniture & fixtures	43,380,122	16,377,300	-	-	(3,500)	59,753,922	10.0%	25,955,279	4,888,292	-	(175)	30,843,396	28,910,526
Electrical & other appliances	48,032,874	10,884,593	-	-	-	58,917,467	10.0%	30,533,747	4,251,775	-	-	34,785,522	24,131,945
Office machinery & equipment	41,342,842	6,289,507	-	-	(442,600)	47,189,749	10.0%	23,395,903	3,880,356	-	(22,130)	27,254,129	19,935,620
Vehicles	104,124,365	27,503,163	-	(2,061,759)	(12,873,703)	116,692,066	20.0%	77,108,298	8,748,189	(1,988,750)	(4,332,432)	79,535,305	37,156,761
Total (i)	861,365,463	63,264,697	304,482,336	(3,081,684)	(13,469,803)	1,212,561,009		392,332,993	71,878,682	(2,475,609)	(4,392,237)	457,343,829	755,211,180

ii) Revaluation

Particulars	Revaluation						Depreciation						Written down value as at 30 December 2008
	As at 1 January 2008	Additions during the year	Transferred from CWIP	Disposal during the year	Adjustment during the year	As at 31 December 2008	Rate	As at 1 January 2008	Charged during the year	Disposal during the year	Adjustment during the year	As at 31 December 2008	
Land	284,047,862	-	-	-	-	284,047,862	-	-	-	-	-	-	284,047,862
Building	39,764,561	-	-	-	-	39,764,561	2.5%	8,806,636	994,114	-	-	9,800,750	29,963,811
Plant & machinery	70,435,559	-	-	(7,271)	-	70,428,288	10.0%	24,652,715	7,042,829	(2,545)	-	31,692,999	38,735,289
Furniture & fixtures	(703,383)	-	-	-	-	(703,383)	10.0%	(246,183)	(70,338)	-	-	(316,521)	(386,862)
Electrical & other appliances	(1,572,866)	-	-	-	-	(1,572,866)	10.0%	(550,505)	(157,287)	-	-	(707,792)	(865,074)
Office machinery & equipment	1,350,619	-	-	-	-	1,350,619	10.0%	472,714	135,061	-	-	607,775	742,844
Vehicles	25,714,964	-	-	(1,068,897)	(2,077,234)	22,568,833	20.0%	18,000,474	4,513,767	(748,225)	(1,454,063)	20,311,953	2,256,880
Total (ii)	419,037,316	-	-	(1,076,168)	(2,077,234)	415,883,914		51,135,851	12,458,146	(750,770)	(1,454,063)	61,389,164	354,494,750
Total assets (i+ii)	1,280,402,779	63,264,697	304,482,336	(4,157,852)	(15,547,037)	1,628,444,923		443,468,844	84,336,828	(3,226,379)	(5,846,300)	518,732,993	1,109,711,930

b) Leased assets

Vehicles	46,748,529	-	-	-	-	46,748,529	-	24,257,525	9,349,707	-	-	33,607,232	13,141,297
Total 2008 (a+b)	1,327,151,308	63,264,697	304,482,336	(4,157,852)	(13,469,803)	1,675,193,452		467,726,369	93,686,535	(3,226,379)	(5,846,300)	552,340,225	1,122,853,227

Allocation of property, plant and equipment

Continuing operations
Discontinued operations

Cost/ revalued cost	Accumulated depreciation	Written down value
5,237,452	2,960,638	2,276,814
1,669,956,000	549,379,587	1,120,576,413
1,675,193,452	552,340,225	1,122,453,227

4(a) Consolidated property plant and equipment

a) Freehold assets

i) Cost

Particulars	Cost						Depreciation						Written down value as at 31 December 2009
	As at 1 January 2009	Additions during the year	Transferred from CWIP	Disposal during the year	Adjustment during the year	As at 31 December 2009	Rate	As at 1 January 2009	Charged during the year	Disposal during the year	Adjustment during the year	As at 31 December 2009	
	Taka	Taka	Taka	Taka	Taka	Taka		Taka	Taka	Taka	Taka	Taka	
Land	261,274,018	5,128,174	1,524,949	-	-	267,927,141		-	-	-	-	-	267,927,141
Building	691,300,426	3,261,325	87,307,784	-	-	781,869,535	2.5%	74,494,142	15,446,741	-	-	-	89,940,883
Plant & machinery	1,666,823,132	26,752,777	165,564,680	(2,430,406)	-	1,856,710,183	10.0%	450,539,690	150,567,942	(2,430,390)	-	-	598,677,242
Furniture & fixtures	112,802,990	17,206,825	110,205,894	-	(1,288,562)	238,927,147	10.0%	40,279,104	21,594,831	-	-	-	61,873,935
Electric & other appliances	111,601,525	9,061,581	66,822,906	-	(830,439)	186,655,573	10.0%	45,769,184	12,834,735	-	(82,101)	-	58,521,818
Office machinery & equipment	76,854,001	8,409,525	45,063,012	-	-	130,326,538	10.0%	34,798,609	13,913,307	-	-	-	48,711,916
Vehicles	142,913,115	28,432,363	8,085,000	(2,944,600)	(388,548)	176,097,330	20.0%	88,456,594	17,598,777	(2,944,594)	(38,855)	-	103,071,922
Total (i)	3,063,569,207	98,252,570	484,574,225	(5,375,006)	(2,507,549)	3,638,513,447		734,337,323	231,956,333	(5,374,984)	(120,956)	-	960,797,716

ii) Revaluation

Particulars	Revaluation						Depreciation						Written down value as at 30 December 2009
	As at 1 January 2009	Additions during the year	Transferred from CWIP	Disposal during the year	Adjustment during the year	As at 31 December 2009	Rate	As at 1 January 2009	Charged during the year	Disposal during the year	Adjustment during the year	As at 31 December 2009	
	Taka	Taka	Taka	Taka	Taka	Taka		Taka	Taka	Taka	Taka	Taka	
Land	524,624,489	-	-	-	-	524,624,489		-	-	-	-	-	524,624,489
Building	56,637,466	-	-	-	-	56,637,466	2.5%	9,840,889	1,673,124	-	-	-	11,514,013
Plant & machinery	102,428,766	-	-	(1,388,771)	-	101,039,995	10.0%	45,976,290	9,750,127	(624,947)	-	-	55,101,470
Furniture & fixtures	2,241,373	-	-	-	-	2,241,373	10.0%	671,618	145,018	-	-	-	816,636
Electric & other appliances	1,059,947	-	-	-	-	1,059,947	10.0%	323,737	26,094	-	-	-	349,831
Office machinery & equipment	1,350,619	-	-	-	-	1,350,619	10.0%	885,352	175,145	-	-	-	1,060,497
Vehicles	23,753,182	-	-	(2,088,935)	-	21,664,247	20.0%	21,259,429	2,284,804	(1,880,042)	-	-	21,664,191
Total (ii)	712,095,842	-	-	(3,477,706)	-	708,618,136		78,957,315	14,054,312	(2,504,989)	-	-	90,506,638
Total assets (i + ii)	3,775,665,049	98,252,570	484,574,225	(8,852,712)	(2,507,549)	4,347,131,583	-	813,294,638	246,010,645	(7,879,973)	(120,956)	-	1,051,304,354

b) Leased assets

Vehicles	46,748,529	-	-	-	-	46,748,529	20%	33,607,232	7,809,360	-	-	-	41,416,592
Total 2009 (a+b)	3,822,413,578	98,252,570	484,574,225	(8,852,712)	(2,507,549)	4,393,880,112		846,901,870	253,820,005	(7,879,973)	(120,956)	-	1,092,720,946

Consolidated property plant and equipment-comparative-2008

a) Freehold assets

i) Cost

Particulars	Cost						Depreciation						Written down value as at 31 December 2008
	As at 1 January 2008	Additions during the year	Transferred from CWIP	Disposal during the year	Adjustment during the year	As at 31 December 2008	Rate	At 1 January 2008	Charged during the year	Disposal during the year	Adjustment during the year	As at 31 December 2008	
	Taka	Taka	Taka	Taka	Taka	Taka		Taka	Taka	Taka	Taka	Taka	
Land	205,109,868	22,496,472	33,667,678	-	-	261,274,018		-	-	-	-	-	261,274,018
Building	513,140,440	46,189,887	131,825,621	-	144,478	691,300,426	2.5%	58,664,220	15,829,922	-	-	74,494,142	616,806,284
Plant & machinery	830,393,874	188,648,825	647,291,040	(1,019,925)	1,509,318	1,666,823,132	10.0%	336,667,645	114,396,404	(486,859)	(37,500)	450,539,690	1,216,283,442
Furniture and fixtures	54,297,248	57,994,041	26,484	-	485,217	112,802,990	10.0%	29,969,943	10,309,336	-	(175)	40,279,104	72,523,886
Electric and other appliances	76,379,911	26,606,341	10,907,786	-	(2,292,513)	111,601,525	10.0%	36,861,900	8,907,284	-	-	45,769,184	65,832,341
Office machinery and equipment	53,743,924	23,457,047	95,630	-	(442,600)	76,854,001	10.0%	27,739,618	7,081,121	-	(22,130)	34,798,609	42,055,392
Vehicles	113,514,551	42,557,401	-	(2,061,759)	(11,097,078)	142,913,115	20.0%	81,712,572	11,466,241	(1,988,750)	(2,733,469)	88,456,594	54,456,521
Total (i)	1,846,579,816	407,950,013	823,814,240	(3,081,684)	(11,693,178)	3,063,569,207		568,794,805	167,990,308	(2,475,609)	(2,793,274)	734,337,323	2,329,231,884

ii) Revaluation

Particulars	Revaluation						Depreciation						Written down value as at 31 December 2008
	As at 1 January 2008	Additions during the year	Transferred from CWIP	Disposal during the year	Adjustment during the year	As at 31 December 2008	Rate	At 1 January 2008	Charged during the year	Disposal during the year	Adjustment during the year	As at 31 December 2008	
	Taka	Taka	Taka	Taka	Taka	Taka		Taka	Taka	Taka	Taka	Taka	
Land	524,624,489	-	-	-	-	524,624,489		-	-	-	-	-	524,624,489
Building	56,637,466	-	-	-	-	56,637,466	2.5%	7,402,570	2,438,319	-	-	9,840,889	46,796,577
Plant & machinery	102,436,037	-	-	(7,271)	-	102,428,766	10.0%	35,728,959	10,249,876	(2,545)	-	45,976,290	56,452,476
Furniture & fixtures	2,241,373	-	-	-	-	2,241,373	10.0%	248,116	423,502	-	-	671,618	1,569,755
Electric & other appliances	1,059,947	-	-	-	-	1,059,947	10.0%	264,187	59,550	-	-	323,737	736,210
Office machinery & equipment	1,350,619	-	-	-	-	1,350,619	10.0%	596,366	288,986	-	-	885,352	465,267
Vehicles	26,899,313	-	-	(1,068,897)	(2,077,234)	23,753,182	20.0%	18,711,080	4,750,637	(748,225)	(1,454,063)	21,259,429	2,493,753
Total (ii)	715,249,244	-	-	(1,076,168)	(2,077,234)	712,095,842		62,951,278	18,210,870	(750,770)	(1,454,063)	78,957,315	633,138,527
Total assets (i + ii)	2,561,829,060	407,950,013	823,814,240	(4,157,852)	(13,770,412)	3,775,665,049		631,746,083	181,671,301	(3,226,379)	(4,247,337)	813,294,638	2,962,370,411

b) Leased assets

Vehicles	48,525,154	-	-	-	(1,776,625)	46,748,529	20%	25,856,488	9,349,707	-	(1,598,963)	33,607,232	13,141,297
Total 2008 (a+b)	2,610,354,214	407,950,013	823,814,240	(4,157,852)	(15,547,037)	3,822,413,578		657,602,571	191,021,008	(3,226,379)	(5,846,300)	846,901,870	2,975,511,708

5. Capital work-in-progress-2009

	Balance as at 1 January	Additions during the year	Transferred to fixed assets	Balance as at 31 December
	Taka	Taka	Taka	Taka
Building	31,419,637	45,975,542	35,281,308	42,113,871
Plant & machinery	101,275,403	29,279,492	66,538,038	64,016,857
Furniture & fixtures	755,430	6,016,860	6,772,290	-
Electrical & other office appliances	1,647,830	160,050	1,807,880	-
	<u>135,098,300</u>	<u>81,431,944</u>	<u>110,399,516</u>	<u>106,130,728</u>

Capital work-in-progress-comparative-2008

Building	28,207,698	16,022,988	12,811,049	31,419,637
Plant & machinery	185,662,526	207,284,164	291,671,287	101,275,403
Furniture & fixtures	-	755,430	-	755,430
Electrical & other office appliances	-	1,647,830	-	1,647,830
	<u>213,870,224</u>	<u>225,710,412</u>	<u>304,482,336</u>	<u>135,098,300</u>

5 (a) Consolidated Capital work-in-progress-2009

Land	1,246,175	278,774	1,524,949	-
Building	47,907,242	114,788,189	87,307,785	75,387,646
Plant & machinery	213,355,546	214,832,194	161,315,312	266,872,428
Furniture & fixtures	795,430	128,883,387	110,205,894	19,472,923
Gas line	-	4,249,368	4,249,368	-
Electrical and other office appliances	1,649,859	66,505,552	66,822,906	1,332,505
Software	-	9,412,328	8,853,129	559,199
Office machinery & equipment	-	134,761,522	45,063,012	89,698,510
Vehicles	-	8,085,000	8,085,000	-
	<u>264,954,252</u>	<u>681,796,314</u>	<u>493,427,355</u>	<u>453,323,211</u>

Consolidated capital work-in-progress-comparative-2008

Land	308,658	34,605,195	33,667,678	1,246,175
Building	78,010,642	101,722,221	131,825,621	47,907,242
Plant & machinery	486,102,013	374,544,573	647,291,040	213,355,546
Furniture & fixture	21,882	800,032	26,484	795,430
Pantoon & gangway	2,648,109	323,840	2,971,949	-
Electrical & other office appliances	393,285	9,192,411	7,935,837	1,649,859
Office machinery & equipment	-	95,630	95,630	-
	<u>567,484,589</u>	<u>521,283,902</u>	<u>823,814,239</u>	<u>264,954,252</u>

5(b) Consolidated intangible assets

	Balance as at 1 Jan 2009	Additions during the year	Retirement and disposal	Balance as at 31 Dec 2009
	Taka	Taka	Taka	Taka
Goodwill on acquisition	104,677,902	-	-	104,677,902
Software	3,794,990	8,853,129	-	12,648,119
Cost	<u>108,472,892</u>	<u>8,853,129</u>	<u>-</u>	<u>117,326,021</u>
Accumulated amortization and impairment losses	(189,750)	(822,155)	-	(1,011,905)
Carrying amounts	<u>108,283,142</u>	<u>8,030,974</u>	<u>-</u>	<u>116,314,116</u>



6. Investments

	2009					2008
	No. of shares	Face value	Called and	Share-holding	Value	Value
		per share	paid up capital per share			
	Taka	Taka	%	Taka	Taka	
Investment in subsidiaries						
Flyban Insecticides Limited	25,500	100	100	51.00	2,550,000	2,550,000
ACI Formulations Limited	16,050,070	10	10	53.50	66,872,823	63,775,000
ACI Salt Limited	78,000	1,000	1,000	78.00	78,000,000	78,000,000
ACI Foods Limited	380,000	100	100	95.00	38,000,000	38,000,000
ACI Pure Flour Limited	380,000	100	100	95.00	38,000,000	38,000,000
Apex Leather Crafts Limited	365,700	100	100	100.00	79,984,291	79,984,291
ACI Agrochemicals Limited	180	100	100	90.00	18,000	18,000
Creative Communication Limited	6,000	100	100	60.00	600,000	600,000
ACI Motors Limited	7,500	100	100	75.00	750,000	750,000
Premiaflex Plastic Limited	32,000	1,000	1,000	80.00	32,000,000	32,000,000
ACI Logistics Limited	273,600	1,000	1,000	76.00	273,600,000	105,260,000
					610,375,114	438,937,291
Investment in Associates and Joint Ventures						
Asian Consumer Care (Pvt.) Limited	2,399,445	10	10	24.00	23,994,450	10,794,450
ACI Godrej Agrovet (Pvt.) Limited	1,550,000	100	100	50.00	155,000,000	135,000,000
Computer Technology Limited	200	100	100	40.00	20,000	20,000
Stochastic Logic Limited	2,000	100	100	20.00	200,000	200,000
Tetley ACI (Bangladesh) Limited	550,000	100	100	50.00	55,000,000	55,000,000
					234,214,450	201,014,450
Investment in others						
Mutual Trust Bank Limited	498,960	100	100	3.33	28,316,000	28,316,000
Central Depository Bangladesh Limited	4	1,000,000	1,000,000	0.58	2,000,000	2,000,000
FDR with Bank Asia Limited					2,382,466	
					32,698,466	30,316,000
Total investments					877,288,030	670,267,741

6(a). Consolidated Investment

	2009					2008
	No. of shares	Face value	Called and	Share-holding	Value	Value
		per share	paid up capital per share			
	Taka	Taka	%	Taka	Taka	
Investment valued at cost:						
Mutual Trust Bank Limited	498,960	100	100	1	28,316,000	28,316,000
Central Depository Bangladesh Limited	2	1,000,000	1,000,000	1	2,000,000	2,000,000
Computer Technology Limited	200	100	100	40	20,000	20,000
Investment in FDR					20,739,466	
					51,075,466	30,336,000
Investment valued under equity method:						
Tetley ACI (Bangladesh) Limited	550,000	100	100	50	(21,307,579)	(1,059,354)
Asian Consumer Care (Pvt) Limited	1,079,445	10	10	24	5,485,410	(5,631,037)
ACI Godrej Agrovet (Pvt.) Limited	1,350,000	100	100	50	152,197,441	111,630,417
Stochastic Logic Limited	2,000	100	100	20	(1,097,638)	(813,806)
					135,277,634	104,126,220
Total carrying amount of investment					186,353,100	134,462,220

7. Inventories

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Finished goods	700,562,703	1,223,602,498
Work-in-process	67,141,154	84,741,942
Raw materials	520,303,261	690,497,438
Packing materials	167,786,667	113,365,639
Stores and spares	15,220,146	10,578,583
Stock in transit	250,883,006	67,593,045
	<u>1,721,896,937</u>	<u>2,190,379,145</u>
Provision for slow moving and damaged goods and write down to NRV	<u>(125,372,247)</u>	<u>(105,325,895)</u>
	<u>1,596,524,690</u>	<u>2,085,053,250</u>
Allocation of Inventories:		
Continuing operations	1,596,524,690	1,838,739,417
Discontinued operations	-	246,313,833
	<u>1,596,524,690</u>	<u>2,085,053,250</u>

In view of innumerable items of inventory and diversified quantities, it is not practical to disclose quantities against each item of inventory.

7 (a) Consolidated inventories

Finished goods	1,398,939,413	1,452,324,575
Work-in-process	77,783,705	88,794,787
Raw materials	861,325,583	1,254,127,400
Packing materials	269,352,307	262,084,178
Stores & spares	46,171,421	42,349,436
Stock in transit	340,900,620	158,031,685
	<u>2,994,473,049</u>	<u>3,257,712,061</u>
Provision for slow moving and damaged goods and write down to NRV	<u>(220,753,804)</u>	<u>(113,458,700)</u>
	<u>2,773,719,245</u>	<u>3,144,253,361</u>

8. Trade receivables

	<u>2009</u>			<u>2008</u>
	<u>Dues over</u> <u>6 months</u>	<u>Dues below</u> <u>6 months</u>	<u>Total</u>	<u>Total</u>
	<u>Taka</u>	<u>Taka</u>	<u>Taka</u>	<u>Taka</u>
Pharmaceuticals	19,529,293	301,137,479	320,666,772	214,191,138
Livestock & fisheries	13,466,101	131,945,442	145,411,543	90,317,206
Consumer brands	25,780,391	220,629,621	246,410,012	145,711,762
Seeds	10,217,430	132,236,594	142,454,024	89,508,071
Fertilizer	24,453,528	119,139,403	143,592,931	169,792,709
Cropex	-	192,148,151	192,148,151	59,480,835
	<u>93,446,743</u>	<u>1,097,236,690</u>	<u>1,190,683,433</u>	<u>769,001,721</u>
Provision for doubtful debts			<u>(29,387,070)</u>	<u>(31,060,788)</u>
			<u>1,161,296,363</u>	<u>737,940,933</u>



8 (a) Consolidated trade receivables

	2009 Taka	2008 Taka
Pharmaceuticals	325,062,609	214,191,138
Crop care & public health	765,740,183	593,113,816
Consumer brands	246,410,012	145,711,762
Livestock & fisheries	145,411,543	90,317,206
Seeds	142,454,024	89,508,071
Fertilizer	143,592,931	169,792,709
Cropex	192,148,151	59,480,835
Salt	5,134,286	7,042,852
Foods	45,873,056	52,701,814
Flour	57,953,672	41,462,365
Premiaflex	79,367,186	11,798,171
Motors	527,037,147	456,438,388
	<u>2,676,184,800</u>	<u>1,931,559,127</u>
Provision for doubtful debts	(41,162,384)	(56,864,984)
	<u>2,635,022,416</u>	<u>1,874,694,143</u>
Debts due over six months	180,158,943	51,087,501
Debts due below six months	<u>2,454,863,473</u>	<u>1,823,606,642</u>
	<u>2,635,022,416</u>	<u>1,874,694,143</u>

9. Other receivables

	2009			2008
	Dues over 6 months	Dues below 6 months	Total	Total
	Taka	Taka	Taka	Taka
Novartis (Bangladesh) Limited	-	1,727,682	1,727,682	606,178
Oram Limited	2,262,050	-	2,262,050	2,262,050
EAC Industrial Ingredients Pvt. Limited	-	-	-	973,554
Labx Biotechnology (Pvt.) Limited	438,856	-	438,856	938,856
Les Laboratories Servier	-	31,424,048	31,424,048	37,213,012
Bank guarantee margin	7,607,018	-	7,607,018	6,700,095
Other receivables	8,405,077	17,645,625	26,050,702	32,127,238
	<u>18,713,001</u>	<u>50,797,355</u>	<u>69,510,356</u>	<u>80,820,983</u>

9 (a) Consolidated other receivables

Debts due over six months	18,713,001	9,303,053
Debts due below six months	<u>58,089,770</u>	<u>74,477,451</u>
	<u>76,802,771</u>	<u>83,780,504</u>

10. Advances, deposits and prepayments

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Advances:		
Loans and advances to staff	99,492,185	92,603,253
Advances to C & F agents and others	194,149,185	62,340,846
Advance for rent and others	11,313,909	40,922,149
VAT current account	50,497,776	34,673,374
	<u>355,453,055</u>	<u>230,539,622</u>
Deposits:		
Deposits for utilities	4,482,773	3,188,723
Tender deposit	6,672,352	5,820,952
	<u>11,155,125</u>	<u>9,009,675</u>
Prepayments	<u>1,535,731</u>	<u>1,501,726</u>
	<u>368,143,911</u>	<u>241,051,023</u>

10(a) Consolidated advances, deposits and prepayments

Advances:		
Advance to staff	118,280,981	92,603,253
Advance to C & F agent and others	195,274,185	110,182,491
Advance for rent and others	481,056,952	80,308,873
Vat current account	53,554,774	42,197,388
	<u>848,166,892</u>	<u>325,292,005</u>
Deposits:		
Deposits for utilities	18,541,122	15,316,311
Tender deposit	25,948,337	12,435,590
L/C margin	-	5,008,216
	<u>44,489,459</u>	<u>32,760,117</u>
Prepayments	<u>9,135,818</u>	<u>1,600,435</u>
	<u>901,792,169</u>	<u>359,652,557</u>

11. Inter-company receivables

Flyban Insecticides Limited	985,313	976,125
Apex Leather Craft Limited	50,459,089	52,119,777
Computer Technology Limited	30,000	30,000
Tetley ACI (Bangladesh) Limited	862,852	437,294
Asian Consumer Care (Pvt.) Limited	6,860,403	7,555,218
ACI Salt Limited	42,929,354	161,993,597
ACI Godrej Agrovvet (Pvt.) Limited	869,726	869,726
ACI Foods Limited	264,294,183	300,914,860
ACI Pure Flour Limited	57,912,158	53,175,971
ACI Agrochemical Limited	86,892	54,638
Stochastic Logic Limited	4,675,147	4,066,894
Premiaflex Plastics Limited	212,575,941	77,866,482
ACI Motors Limited	111,016,001	175,217,496
ACI Logistics Limited	415,707,561	26,780,697
	<u>1,169,264,620</u>	<u>862,058,775</u>



11(a) Consolidated inter company receivables

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Tetley ACI (Bangladesh) Limited	862,852	437,294
Asian Consumer Care (Pvt.) Limited	6,860,403	7,555,218
Computer Technology Limited	30,000	30,000
ACI Godrej Agrovvet (Pvt.) Limited	869,726	869,726
Stochastic Logic Limited	4,675,147	4,066,894
	<u>13,298,128</u>	<u>12,959,132</u>

11.1 Name of auditors of the group companies

<u>Name of the company</u>	<u>Relationship</u>	<u>Auditors</u>
ACI Formulations Limited	Subsidiary	Rahman Rahman Huq
ACI Logistics Limited	"	Rahman Rahman Huq
ACI Godrej Agrovvet (Pvt.) Limited	Joint venture	Rahman Rahman Huq
Tetley ACI (Bangladesh) Limited	"	Rahman Rahman Huq
ACI Salt Limited	Subsidiary	Hoda Vasi Chowdhury & Co.
ACI Foods Limited	"	M. J. Abedin & Co.
ACI Pure Flour Limited	"	M. J. Abedin & Co.
Apex Leather Craft Limited	"	M. J. Abedin & Co.
Creative Communication Limited	"	Ashraful Haque Nabi & Co.
ACI Motors Limited	"	Ashraful Haque Nabi & Co.
Premiaflex Plastics Limited	"	Ashraful Haque Nabi & Co.
Flyban Insecticides Limited	"	Shiraz Khan Bashak & Co.
ACI Agrochemical Limited	"	Shiraz Khan Bashak & Co.
Asian Consumer Care (Pvt.) Limited	Associate	Ahmed Mashuque & Co.
Stochastic Logic Limited	Associate	Shiraz Khan Bashak & Co.

12. Cash and cash equivalents

	2009 Taka	2008 Taka
Cash in hand	11,671,285	10,775,189
Collection in hand	25,270,822	67,769,455
Cash at bank *	680,921,916	133,379,993
Cash and cash equivalents	<u>717,864,023</u>	<u>211,924,637</u>
Bank overdrafts used for cash management purposes (Note-18)	(319,340,738)	(732,188,602)
Cash and cash equivalents in the cash flow statement	<u>398,523,285</u>	<u>(520,263,965)</u>

* Cash and cash equivalents includes Tk. 601,443,082 as subscription money of ACI Limited 20% Convertible Zero Coupon Bonds received from the investors under the category of Private Placement.

12(a) Consolidated cash and cash equivalents

Cash in hand	30,880,254	12,165,386
Cash at bank (in current accounts)	791,722,335	152,073,721
Collection in hand	25,270,822	67,769,455
Cash and cash equivalents	<u>847,873,411</u>	<u>232,008,562</u>
Bank overdrafts used for cash management purposes (Note-18-a)	(709,318,981)	(1,209,590,748)
Cash and cash equivalents in the cash flow statement	<u>138,554,430</u>	<u>(977,582,186)</u>

13 Non-current assets held for sale

Non-current assets held for sale in 2008 represents investment in shares of ACI Formulations Ltd. amounting to Taka 18,601,750 (3,720,350 shares at carrying value of Tk. 5 per share with a face value of Tk. 10 each). The decision to sell this asset was taken in 132nd board meeting dated 2 July 2008. This investment is measured at cost as per BAS-25: Investments. All the shares (other than the bonus shares credited from those shares) have been sold in 2009.

14. Share capital

Authorised:

<u>50,000,000</u>	Ordinary shares of Tk. 10 each	<u>500,000,000</u>	<u>500,000,000</u>
Issued and paid up:			
1,680,700	Ordinary shares of Tk. 10 each	16,807,000	16,807,000
1,049,300	Ordinary shares of Tk. 10 each issued for consideration other than cash	10,493,000	10,493,000
9,324,000	Bonus shares of Tk. 10 each	93,240,000	60,900,000
7,350,000	Right shares of Tk. 10 each	73,500,000	73,500,000
<u>19,404,000</u>		<u>194,040,000</u>	<u>161,700,000</u>



The aforesaid share capital is subscribed as under :

	Number of shares	Percentage %
Directors/Sponsors	7,134,377	36.77
Institutions	5,925,651	30.54
General shareholders	6,343,972	32.69
	<u>19,404,000</u>	<u>100.00</u>

A distribution schedule of the above shares is given below as required by the Listing Rules:

Number of shareholders	Shareholdings	No of shares	Percentage of total shareholdings
16,019	Less than 500 shares	1,975,842	10.18
1,918	501- 5,000 shares	2,442,869	12.59
81	5,001- 10,000 shares	596,819	3.08
51	10,001- 20,000 shares	735,376	3.79
19	20,001- 30,000 shares	468,706	2.42
12	30,001- 40,000 shares	418,250	2.16
6	40,001- 50,000 shares	262,446	1.35
11	50,001- 100,000 shares	868,326	4.47
11	100,001- 1,000,000 shares	3,362,581	17.33
3	Over 1,000,000 shares	8,272,785	42.63
<u>18,131</u>		<u>19,404,000</u>	<u>100.00</u>

15. Share premium-Tk. 250,022,474

This represents the amount received against issue of shares at premium in the years 1995 and 1998.

16. Capital reserve and revaluation surplus

16.1 Capital reserve-Tk. 1,671,386

This represents the total grant received from Imperial Chemical Industries plc, London towards the cost of fixed assets in 1994.

16.2 Revaluation surplus

	2009 Taka	2008 Taka
Opening balance as at 1 January	303,147,632	294,901,646
Addition during the year	-	-
Realized during the year due to disposal of fixed assets	(2,875,457)	(2,286,216)
Adjustment due to change in tax rate	-	10,532,202
	<u>300,272,175</u>	<u>303,147,632</u>

16.2(a) Consolidated revaluation surplus

	2009 Taka	2008 Taka
Opening balance as at 1 January	597,276,040	600,284,264
Adjustment of revaluation reserve	4,594,566	(4,361,196)
Realized during the year due to disposal of fixed assets	(2,875,457)	(2,286,216)
Adjustment due to change in tax rate	-	19,646,057
Post acquisition reserve transferred to retained earnings	(9,465,701)	(16,006,869)
	<u>589,529,448</u>	<u>597,276,040</u>

17. Long term liabilities

	Notes	2009 Taka	2008 Taka
Staff gratuity provision		118,136,465	96,922,813
Other long term employee benefits		31,139,233	27,457,642
Deferred tax liabilities	17.1	130,638,040	128,217,456
Employees group insurance fund		400,000	400,000
Loan from other sources - unsecured		215,245	215,245
Obligation under finance lease	17.2	523,990	2,363,791
Long term bank loan	17.3	36,760,469	54,087,034
		<u>317,813,442</u>	<u>309,663,981</u>
17 (a) Consolidated long term liabilities			
Staff gratuity provision		123,079,642	96,922,813
Other long term employee benefits		31,139,233	27,457,642
Deferred tax liabilities		158,433,972	129,625,281
Employees group insurance fund		400,000	400,000
Loan from other sources - unsecured		55,631,573	55,631,573
Obligation under finance lease		523,990	2,363,791
Long term bank loan	17.3 (a)	818,538,910	313,348,442
		<u>1,187,747,320</u>	<u>625,749,542</u>
17.1 Deferred tax liabilities			
(a) Deferred tax on temporary differences			
(i) Taxable temporary differences			
fixed assets		333,774,662	301,696,063
lease obligation		-	5,058,609
Total taxable temporary differences		<u>333,774,662</u>	<u>306,754,672</u>
(ii) Deductible temporary difference			
Stock		125,372,226	105,325,895
Debtors		29,387,070	56,395,333
Gratuity		118,136,465	96,922,813
Total deductible temporary difference		<u>272,895,761</u>	<u>258,644,041</u>
Net taxable temporary differences		<u>60,878,901</u>	<u>48,110,631</u>
Tax rate		27.5%	27.5%
Deferred tax liability		16,741,698	13,230,424
(b) Deferred tax liability on revaluation surplus			
		113,896,342	114,987,032
(a+b) Closing balance			
		<u>130,638,040</u>	<u>128,217,456</u>
17.2 Obligation under finance lease			
Payment due within one year		1,839,801	5,718,892
Payment due within 5 years but later than one year		523,990	2,363,791
		<u>2,363,791</u>	<u>8,082,683</u>
17.3 Long term bank loan			
The Hongkong and Shanghai Banking Corporation Limited	19.3.5	5,169,797	10,774,685
Standard Chartered Bank	19.1.5	31,590,672	43,312,349
		<u>36,760,469</u>	<u>54,087,034</u>
17.3(a) Consolidated long term bank loans			
Standard Chartered Bank		31,590,672	43,312,349
The Hongkong and Shanghai Banking Corporation Limited		105,156,014	84,049,143
Citi Bank N.A.		550,647,364	95,789,976
Eastern Bank Ltd.		13,685,902	34,296,600
Bank Asia Limited		40,791,915	-
National Bank Limited		16,875,000	-
The City Bank Limited		59,792,043	55,900,374
		<u>818,538,910</u>	<u>313,348,442</u>



18. Bank overdraft

	Notes	2009 Taka	2008 Taka
Standard Chartered Bank	19.1	83,401,799	98,533,776
Commercial Bank of Ceylon Plc	19.2	39,698,248	13,522,009
The Hongkong and Shanghai Banking Corporation Limited	19.3	(379,967)	18,139,778
Citibank, N.A.	19.4	29,606,837	126,217,600
Dhaka Bank Limited		(1,345)	(1,345)
The City Bank Limited	19.5	88,376,495	196,512,607
Eastern Bank Ltd.	19.6	10,574,274	13,097,718
Bank Alfalah Limited	19.7	24,339,881	59,927,779
BRAC Bank Limited	19.8	1,539,343	57,389,094
AB Bank Limited	19.9	39,804,076	78,156,441
Mercantile Bank Limited	19.10	-	70,693,145
Bank Asia Limited	19.12	1,623,392	-
The Premier Bank Limited	19.11	757,705	-
		<u>319,340,738</u>	<u>732,188,602</u>

18(a) Consolidated Bank Overdraft

Standard Chartered Bank	109,939,041	162,126,004
Commercial Bank of Ceylon Plc	50,781,693	31,091,261
The Hongkong and Shanghai Banking Corporation Limited	27,813,708	44,218,473
Citibank N.A.	38,975,605	167,990,308
The City Bank Limited	88,376,495	196,512,607
Mercantile Bank Limited	-	70,693,145
Dhaka Bank Limited	206,571	136,284,129
Eastern Bank Ltd.	10,664,069	32,581,430
Bank Alfalah Limited	24,339,881	59,927,779
BRAC Bank Limited	1,539,343	57,389,094
AB Bank Limited	39,804,076	78,156,441
Bangladesh Krishi Bank	250,500,665	171,178,594
Prime Bank Limited	29,828,273	-
National Bank Limited	9,027,039	1,441,483
The Premier Bank Limited	757,705	-
Bank Asia Limited	26,764,817	-
	<u>709,318,981</u>	<u>1,209,590,748</u>

19. Short term bank loan

Standard Chartered Bank	19.1	431,363,615	319,575,174
Commercial Bank of Ceylon Plc	19.2	329,325,000	236,640,000
The Hongkong and Shanghai Banking Corporation Limited	19.3	355,446,024	351,469,364
Citibank, N.A.	19.4	256,958,559	283,736,166
AB Bank Limited	19.9	-	77,620,000
The City Bank Limited	19.5	44,457,722	182,947,266
Eastern Bank Ltd.	19.6	321,677,312	183,686,243
BRAC Bank Limited	19.8	105,080,645	180,894,407
Bank Asia Limited	19.10	2,907,324	-
Bank Alfalah Limited	19.7	9,182,063	-
		<u>1,856,398,264</u>	<u>1,816,568,620</u>

19(a) Consolidated short term bank loans

Notes	2009 Taka	2008 Taka
Standard Chartered Bank	787,719,639	640,008,223
Commercial Bank of Ceylon plc	508,704,000	347,764,000
The Hongkong and Shanghai Banking Corporation Limited	776,511,711	651,721,239
Citibank N.A.	382,560,648	403,819,499
AB Bank Limited	-	108,620,000
The City Bank Limited	44,457,722	182,947,266
Eastern Bank Ltd.	370,327,501	355,042,127
Bank Alfalah Limited	9,182,063	-
Bank Asia Limited	24,737,531	-
National Bank Limited	100,000,000	-
BRAC Bank Limited	105,080,645	180,894,407
	3,109,281,460	2,870,816,761

19.1 Standard Chartered Bank

The company is enjoying following facilities from Standard Chartered Bank (SCB) under the following terms and conditions.

19.1.1 Overdraft

Limit : Tk. 100,000,000
 Purpose : Working capital financing
 Tenure : On demand

19.1.2 Letters of Credit

Amount : Tk. 600,000,000
 Purpose : To open Letters of Credit and subsequent retirement through the Standard Chartered Bank (SCB).
 Tenure : 180 days

19.1.2(a) Loan Against Trust Receipt (LATR)

Amount : Tk. 600,000,000 (inner limit under Note: 19.1.2)
 Purpose : To open Letters of Credit and subsequent retirement through the Standard Chartered Bank (SCB).
 Tenure : 120 days

19.1.2(b) Short term bank loan

Amount : Tk. 70,000,000 (inner limit under Note: 19.1.2)
 Purpose : To finance import of machinery and equipment through the Standard Chartered Bank (SCB).
 Tenure : 1 Year
 Repayment : 12 equal monthly installment

19.1.2(c) Short term bank loan

Amount : Tk. 300,000,000 (inner limit under Note: 19.1.2)
 Purpose : To finance payment of duty and local purchase
 Tenure : 120 days



19.1.3 Guarantees

Amount : Tk 20,000,000
Purpose : To issue guarantee for tender and utility facilities
Tenure : 365 days

19.1.4 Term loan-1 (Run down basis)

Amount : Tk 59,595,000
Purpose : To retire L/C opened for capital machinery
Tenure : 4 Years
Payment : 16 equal quarterly installments

19.1.5 Term loan-2 (Run down basis)

Amount : Tk 52,385,000
Purpose : To retire L/C opened for capital machinery
Tenure : 4 Years
Payment : 16 equal quarterly installments

Securities for the facilities mentioned under notes 19.1.1, 19.1.2, 19.1.3, 19.1.4 and 19.1.5 are as follows:

- i) Demand promissory note and letter of continuation for Tk 904,000,000 each.
- ii) Registered hypothecation over Stock and Book debts on pari-passu basis with other lenders where Standard Chartered Bank's share should be at least Tk 920,000,000 [Held for Tk 1,000,000,000 dtd. 06.06.06].
- iii) Registered hypothecation over Plant & Machinery on pari-passu basis with other lenders where Standard Chartered Bank's should be at least Tk 565,000,000 [Held for Tk 1,000,000,000 dtd. 06.06.06].
- iv) Registered hypothecation over specific Plant & Machinery imported through Standard Chartered Bank for Tk.53,000,000.
- v) Equity Mortgage over land & building thereon of the factory property of Advanced Chemical Industries Limited at Godnail, Narayanganj (Held for Tk 318,042,000 dated 11.08.1998).
- vi) Board resolution of the company covering entire facility.

19.2 Commercial Bank of Ceylon Plc

The Company is enjoying following facilities from Commercial Bank of Ceylon Plc under the following terms and conditions.

19.2.1 Overdraft

Limit : Tk 50,000,000
Purpose : Working capital financing
Tenure : On demand

19.2.2 Short term bank loan

Amount : Tk 150,000,000
Purpose : Working capital finance
Tenure : 180 days

19.2.3 Letters of Credit

Amount : Tk 90,000,000
Purpose : For import of raw materials
Tenure : 180 days

19.2.3 (a) Loan Against Trust Receipt (LATR)

Amount : Tk 60,000,000 (inner limit under Note: 19.2.3)
 Purpose : For retirement of imported raw materials
 Tenure : 180 days

Securities for the facilities mentioned under notes 19.2.1, 19.2.2 and 19.2.3 are as follows:

- i) Demand promissory notes and letter of continuation for Tk 290,000,000.
- ii) Registered first hypothecation charge over stocks and book debts on pari-passu basis with other lenders where Commercial Bank of Ceylon Plc's should have at least Tk. 290,000,000.

19.3 The Hongkong and Shanghai Banking Corporation Limited

The Company is enjoying following facilities from The Hongkong and Shanghai Banking Corporation Limited (HSBC) under the following terms and conditions:

19.3.1 Overdraft

Limit : Tk 30,000,000
 Purpose : To support collection/payment and daily overhead expenses.
 Tenure : On demand

19.3.2 Letters of Credit / Loan Against Trust Receipt (LATR) / Short term bank loan

Amount : Tk 590,000,000
 Purpose : To open Letters of Credit and their subsequent retirement through the Hongkong and Shanghai Banking Corporation Limited (HSBC)
 Tenure : 180 days

19.3.3 Short Term bank Loan

Amount : Tk 300,000,000 (inner limit of Letters of Credit for Tk. 590,000,000 under Note: 19.3.2)
 Purpose : Working Capital financing
 Tenure : 180 days

19.3.4 Term Loan

Amount : Tk 13,300,000
 Purpose : To import capital machinery and issue shipping guarantee
 Tenure : 4 Years
 Payment : 16 equal quarterly installments

19.3.5 Guarantees

Amount : Tk 10,000,000
 Purpose : To issue guarantee favouring various Government Bodies and Utility companies
 Tenure : 1 year/5 years for utility companies

Securities for the facilities mentioned under notes 19.3.1, 19.3.2, 19.3.3, 19.3.4 and 19.3.5 are as follows:

- i) Demand promissory notes of Tk 675,000,000 with letters of revival and continuity.
- ii) First pari-passu charge with other lenders over the stock of raw materials, work-in-progress, finished goods and book debts/receivables where HSBC's share will be Tk 1,000,000,000.
- iii) First pari-passu charge with other lenders over the borrower's plant and machinery on pari-passu basis where HSBC's share should be at least Tk. 455,000,000.
- iv) Power of Attorney for hypothecated Goods.
- v) Trade Financing General Agreement for trade facilities.



19.4 Citibank, N.A.

The Company is enjoying following facilities from Citibank, N.A. under the following terms and conditions:

19.4.1 Overdraft

Limit : Tk 70,000,000
Purpose : Working capital financing
Tenure : On demand

19.4.2 Letters of Credit/Loan Against Trust Receipts/ Short term bank loan

Amount : Tk 400,000,000
Purpose : For import of raw materials, spares and finished goods.
Tenure : 120 days (360 days for machinery LC)

19.4.3 Short term bank loan

Amount : Tk 250,000,000 (inner limit of Letters of Credit for Tk. 400,000,000 under Note: 19.4.2)
Purpose : Local purchase loan/duty/VAT payment
Tenure : 90 days

Securities for the facilities mentioned under notes 19.4.1, 19.4.2 and 19.4.3 are as follows:

- i) First registered hypothecation charge on a Pari-Passu basis with other lenders of ACI Ltd. on stocks and book debts where Citibank, N.A.'s share should be at least Tk 470,000,000.
- ii) Cross corporate guarantee from ACI Limited and ACI Formulations Limited. The agreement permits the use of funds by both ACI Limited and ACI Formulations Limited. However the joint utilization limit is capped to Tk.400,000,000.

19.5 The City Bank Limited

The Company is enjoying following facilities from The City Bank Limited under the following terms and conditions:

19.5.1 Overdraft

Limit : Tk 200,000,000
Purpose : Working capital financing
Tenure : On demand
Repayment : Through internal cash generation/own sources

19.5.2 Letters of Credit/Loan Against Trust Receipts

Amount : Tk 250,000,000
Purpose : To import raw material
Tenure : 120 Days

Securities for the facilities mentioned under notes 19.5.1 and 19.5.2 are:

1st ranking pari-passu Charge on all floating assets including stock, book debts of ACI Limited with other lenders.

19.6 Eastern Bank Ltd.

The Company is enjoying following facilities from Eastern Bank Ltd. under the following terms and conditions.

19.6.1 Overdraft

Limit : Tk 40,000,000
 Purpose : Working capital financing
 Tenure : On demand
 Repayment : From own cash flow / sales proceeds of the business.

19.6.2 Letters of Credit/Import Loan

Amount : Tk 560,000,000
 Purpose : To import raw materials, finished goods, spare parts and others to be used in the product and sale by the company
 Tenure : 180 days
 Repayment : Letters of Credit will be adjusted upon receipt of shipping documents, Letters of Credit liability will be switched over to import loan liability. Import Loan will be repaid from own cash flow/sales proceeds of its products.

19.6.3 Demand Loan 1

Amount : Tk 150,000,000
 Purpose : For local procurement / Duty / Tax / VAT
 Tenure : 150 days
 Repayment : To be repaid in equal quarterly installments

19.6.4 Demand Loan 2

Amount : Tk 25,000,000 (inner limit of Tk. 150,000,000 under Note: 19.6.3)
 Purpose : For local procurement / Duty / Tax / VAT
 Tenure : 150 days
 Repayment : To be repaid in equal quarterly installments

Securities for the facilities mentioned under notes 19.6.1, 19.6.2, 19.6.3 and 19.6.4 are:

Registered (1st charge pari-passu) hypothecation over entire stock and book debts with other lenders where Eastern Bank Limited's share should be at least Tk. 470,000,000 on pari-passu basis.

19.7 Bank Alfalah Limited

The company is enjoying following facilities from Bank Alfalah Limited under the following terms and conditions:

19.7.1 Overdraft

Limit : Tk 100,000,000
 Purpose : Working capital financing
 Tenure : On demand
 Repayment : From own cash flow / sales proceeds of the products.

19.7.2 Letters of Credit

Amount : Tk 120,000,000
 Purpose : To import raw material
 Tenure : 180 days



19.7.3 Loan Against Trust Receipts

Amount : Tk 120,000,000 (inner limit under Note: 19.7.2)
Purpose : To retire LC for raw material
Tenure : 150 days

Securities for the facilities mentioned under notes 19.7.1, 19.7.2 and 19.7.3 are as follows:

- i) First registered hypothecation charge on a Pari-Passu basis with other lenders of Advanced Chemicals Industries Limited on Stocks and Book Debts where Bank Alfalah Limited's share should be at least Tk. 220,000,000.
- ii) Trust Receipt

19.8 BRAC Bank Limited

The company is enjoying following facilities from BRAC Bank Limited under the following terms and conditions:

19.8.1 Overdraft

Limit : Tk 60,000,000
Purpose : Working capital financing
Tenure : On demand

19.8.2 Letters of Credit

Amount : Tk 500,000,000
Purpose : To import raw materials, finished products and other items for various business division of Advanced Chemicals Industries Limited.
Tenure : 180 days

19.8.2(a) Loan Against Trust Receipts

Amount : Tk 500,000,000 (inner limit under Note: 19.8.2)
Purpose : Working capital financing
Tenor : 120 days

19.8.2(b) Short term bank loan

Amount : Tk 250,000,000(inner limit under Note: 19.8.2)
Purpose : To finance local purchases and other various trading items of Advanced Chemicals Industries Limited.
Tenure : 120 days

19.8.2(C) Guarantees

Amount : Tk 10,000,000 (inner limit under Note: 19.8.2)
Purpose : To meet various contractual obligations
Tenure : 5 years for utilities company/one year for other companies

Securities for the facilities mentioned under notes 19.8.1 and 19.8.2 are as follows:

- i) Registered (1st charge pari-passu) hypothecation with other lenders over entire stock of Advanced Chemicals Industries Limited where BRAC Bank Limited should have a share of Tk 610,000,000 on Pari-Passu basis.
- ii) Other usual charge documents (DP notes, Letter of Continuity, Letter of Agreement, General Loan Agreement, Letter of Counter Guarantee etc.)

19.9 AB Bank Limited

The Company is enjoying following facilities from AB Bank Limited under the following terms and conditions:

19.9.1 Overdraft

Amount : Tk 80,000,000
 Purpose : Working capital financing
 Tenure : On demand

19.9.2 Letters of Credit

Amount : Tk 500,000,000
 Purpose : To import raw materials, finished goods, additives etc.
 Tenure : 120 days

19.9.2(a) Loan Against Trust Receipts

Amount : Tk 500,000,000 (inner limit under Note: 19.9.2)
 Purpose : To retire LC for raw materials, finished goods, additives etc.
 Tenure : 120 days

19.9.3 Time Loan -1

Amount : Tk 100,000,000
 Purpose : To procure raw material/finished goods
 Tenure : 120 days

19.9.4 Time Loan -2

Amount : Tk 200,000,000
 Purpose : To pay duty/VAT for LC
 Tenure : 120 days

19.9.5 Bank Guarantees

Amount : Tk 10,000,000
 Purpose : To issue guarantee for tender and utility facilities
 Tenure : 1 year

Securities for the facilities mentioned under notes 19.9.1, 19.9.2, 19.9.3, 19.9.4 and 19.9.5 are as follows:

- i) Registered (1st charge pari-passu) hypothecation over all floating assets of the company under Pari-passu security share agreement with other lenders where AB Bank should have a minimum share of Tk. 710,000,000.
- ii) Corporate guarantee of ACI Formulations Limited, ACI Pure Flour Limited and ACI Foods Limited.

19.10 Mercantile Bank Limited

The Company is enjoying following facilities from Mercantile Bank Limited under the following terms and conditions:



19.10.1 Overdraft

Limit	: Tk 75,000,000
Purpose	: Working capital financing
Tenure	: On demand

19.10.2 Letters of Credit

Amount	: Tk 200,000,000
Purpose	: To import raw materials, finished goods, additives etc.
Tenure	: 180 days

19.10.2(a) Loan Against Trust Receipts

Amount	: Tk 200,000,000 (inner limit under Note: 19.10.2)
Purpose	: To retire LC for raw materials, finished goods, additives etc.
Tenure	: 120 days

Securities for the facilities mentioned under notes 19.10.1 and 19.10.2 are as follows:

- i) Registered (1st charge pari-passu) hypothecation over all floating assets of the company under pari-passu security share agreement with other lenders where Mercantile Bank Limited's should have a minimum share of Tk 275,000,000.
- ii) Corporate guarantee of ACI Formulations Limited, ACI Pure Flour Limited, ACI Foods Limited.

19.11 The Premier Bank Limited

The Company is enjoying following facilities from Premier Bank Limited under the following terms and conditions:

19.11.1 Overdraft

Limit	: Tk 200,000,000
Purpose	: Working capital financing
Tenure	: On demand

19.11.2 Letters of Credit

Amount	: Tk 100,000,000
Purpose	: To import raw materials, finished goods, additives etc.
Tenure	: 120 days

19.11.2(a) Loan Against Trust Receipts

Amount	: Tk 100,000,000 (inner limit under Note: 19.11.2)
Purpose	: To retire LC for raw materials, finished goods, additives etc.
Tenure	: 120 days

Securities for the facilities mentioned under notes 19.11.1 and 19.11.2 are as follows:

- i) Corporate guarantee from any one subsidiary concerns.
- ii) Lien of import documents.

19.12 Bank Asia Limited

The Company is enjoying following facilities from Bank Asia Limited under the following terms and conditions:

19.12.1 Overdraft

Limit : Tk 15,000,000
 Purpose : Working capital financing
 Tenure : On demand

19.12.2 Letters of Credit

Amount : Tk 200,000,000
 Purpose : To import raw materials, finished goods, additives etc.
 Tenure : 360 days

19.12.3 Loan Against Trust Receipts

Amount : Tk 200,000,000
 Purpose : To retire LC for raw materials, finished goods, additives etc.
 Tenure : 120 days

19.12.4 Guarantees

Amount : Tk 20,000,000
 Purpose : To meet various contractual obligations
 Tenure : 120 days

Securities for the facilities mentioned under notes 19.12.1, 19.12.2, 19.12.3 and 19.12.4 are as follows:

- i) Corporate guarantee of ACI Motors Limited and ACI Foods Limited
- ii) Hypothecation of stocks for a sum of 10% above the sanctioned limit
- iii) Irrevocable power of Attorney for hypothecated Goods
- iv) Hypothecation of book debts and receivables of the companies

20. Long term Bank loan - Current portion

	Note	2009 Taka	2008 Taka
Standard Chartered Bank	19.1.5	55,687,827	99,171,382
The Hongkong and Shanghai Banking Corporation Limited	19.3.5	5,604,887	5,604,887
		<u>61,292,714</u>	<u>104,776,269</u>

20(a) Consolidated long term loans- current portion

Standard Chartered Bank	55,687,827	99,171,382
The Hongkong and Shanghai Banking Corporation Limited	52,534,148	23,127,235
Citibank N.A.	85,814,853	53,333,304
The City Bank Limited	21,355,408	5,183,939
Eastern Bank Ltd.	181,943,765	52,104,161
	<u>397,336,001</u>	<u>232,920,021</u>

21. Other payables

Creditors for expenses		272,929,594	163,815,456
Security money received from customers		50,545,617	36,794,121
Workers profit participation fund (WPPF)	21.1	87,846,858	78,212,732
Unclaimed dividend		18,407,827	14,133,311
Tax deducted at source		17,590,944	10,083,431
Employees welfare fund		92,059,716	72,950,623
Right share deposit to be refunded		563,722	563,722
Family day fund		4,277,523	4,212,869
Non-management staff provident fund		2,208,580	2,378,529
Advance against Bonds		600,010,386	-
Godrej consumer product advertisement and promotional fund		(3,247,377)	3,628,267
Management staff provident fund		79,046	1,769,687
Laser advertisement and promotional fund		4,290,550	2,701,650
Electronics advertisement and promotional fund		1,558,484	
		<u>1,149,121,470</u>	<u>391,244,398</u>



21.1 Workers' Profit Participation Fund (WPPF)

	Note	2009 Taka	2008 Taka
Opening balance		78,212,735	55,026,894
Interest		7,074,153	5,300,163
Fund received		12,800,000	-
Addition during the year		23,842,550	21,261,132
		<u>121,929,438</u>	<u>81,588,189</u>
Paid during the year		(34,082,577)	(3,375,454)
Closing Balance		<u>87,846,861</u>	<u>78,212,735</u>

21(a) Consolidated other payables

Creditors for expenses		732,144,536	553,600,009
Security money received from customers		62,274,455	45,623,960
Workers' profit participation fund(WPPF)	21.1(a)	104,370,484	128,646,734
Unclaimed dividend		18,954,902	14,133,311
Provident fund		79,046	1,769,687
Tax deducted from suppliers and employees		20,278,513	10,083,431
Employees welfare fund		92,059,716	72,950,623
Right share deposit to be refunded		563,723	563,722
Family day fund		4,277,523	4,212,869
Non-management staff provident fund		2,208,580	2,378,529
Advance against Bonds		600,010,386	-
Godrej consumer product advertisement and promotional fund		(3,247,377)	3,628,267
Laser advertisement and promotional fund		4,290,550	-
Electronics advertisement and promotional fund		1,558,484	-
Laser advertisement and promotional fund		-	2,701,650
		<u>1,639,823,521</u>	<u>840,292,792</u>

21.1(a) Consolidated Workers' Profit Participation fund (WPPF)

Opening balance		128,646,736	91,179,028
Interest		7,074,153	5,300,163
Fund received		12,800,000	-
Addition during the year		40,366,177	35,542,999
		<u>188,887,066</u>	<u>132,022,190</u>
Paid during the year		(84,516,582)	(3,375,454)
Closing Balance		<u>104,370,484</u>	<u>128,646,736</u>

22. Inter-company payables

ACI Formulations Limited		45,923,542	698,672,186
Creative Communication Limited		11,825,647	10,937,665
		<u>57,749,189</u>	<u>709,609,851</u>

23. Provision for taxation

	<u>Note</u>	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Opening balance		236,550,474	277,961,183
Provision made during the year		117,416,377	98,683,532
		<u>353,966,851</u>	<u>376,644,715</u>
Adjustment of advance payment of tax		-	(140,094,241)
Closing balance		<u><u>353,966,851</u></u>	<u><u>236,550,474</u></u>

23(a) Consolidated provision for tax

Opening balance	339,104,201	328,246,138
Provision for the year	187,086,812	194,579,195
	<u>526,191,013</u>	<u>522,825,333</u>
Adjustment of advance payment of tax	(2,492,456)	(183,721,132)
Closing balance	<u><u>523,698,557</u></u>	<u><u>339,104,201</u></u>

23.1 Advance Income Tax

Opening Balance	177,028,869	205,661,524
Paid during the year	106,075,561	111,461,586
	<u>283,104,430</u>	<u>317,123,110</u>
Adjustment during the year	-	(140,094,241)
Closing Balance	<u><u>283,104,430</u></u>	<u><u>177,028,869</u></u>

23.1(a) Consolidated advance income tax

Opening Balance	218,770,050	234,733,841
Paid during the year	171,297,354	167,757,341
	<u>390,067,404</u>	<u>402,491,182</u>
Adjustment during the year	(2,492,456)	(183,721,132)
Closing Balance	<u><u>387,574,948</u></u>	<u><u>218,770,050</u></u>



24. Revenue

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Pharmaceuticals*	3,070,584,729	2,450,979,832
Livestock & fisheries	614,186,622	432,506,569
Consumer brands	2,096,979,846	1,816,932,587
Seeds	269,470,464	346,403,255
Fertilizer	400,957,763	580,258,469
Cropex	776,110,542	331,771,553
	<u>7,228,289,966</u>	<u>5,958,852,265</u>
Allocation of		
Revenue from continuing operations	7,228,289,966	5,958,852,265
Revenue from discontinued operations (Note-34)	-	1,406,251,276
	<u>7,228,289,966</u>	<u>7,365,103,541</u>

*Pharmaceuticals turnover includes sales of the following in units:

	<u>Quantity</u>	<u>Quantity</u>
Tablets (Pcs)	11,488,150	9,143,122
Capsules (Pcs)	2,657,563	3,009,865
Injection (Pcs)	3,475,951	2,853,647
Bottled products (Pcs)	17,893,967	16,193,958
Creams (Pcs)	4,803,191	2,553,883
Inhaler	29,424	-

The rest relates to livestock & fisheries, seeds, fertilizer, Cropex and consumer goods.

24 (a) Consolidated revenue

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Gross sales	13,248,996,259	12,427,075,182
Inter-company sales	(949,278,410)	(2,085,650,098)
Net sales	<u>12,299,717,849</u>	<u>10,341,425,084</u>

25. Cost of sales

Particulars	2009						2008	
	Pharmaceuticals	Crop care & public health	Livestock & fisheries	Consumer brands	Seeds	Fertilizer	Cropex	Total
	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka
Raw and packing materials :								
Opening stock	370,496,254	-	67,502,095	27,452,867	3,148,200	335,263,661	-	803,863,077
Purchase	1,312,326,013	-	144,130,464	19,831,998	19,336,707	36,834,614	-	1,532,459,796
Closing stock	(372,022,991)	-	(82,398,436)	(12,999,788)	(8,499,142)	(212,169,571)	-	(688,089,928)
Manufacturing expenses	1,310,799,276	-	129,234,123	34,285,077	13,985,765	159,928,704	-	1,648,232,945
Quality control and development expenses	236,194,760	-	8,042,055	10,316,084	29,729,855	5,005,843	-	289,288,597
Cost of samples, product bonus and stock write off	45,616,938	-	2,965	-	-	-	-	45,619,903
Opening work-in-process	(28,272,248)	-	(5,398,126)	9,645,913	42,722,810	(46,494,738)	-	(27,796,390)
Closing work-in-process	58,282,519	-	4,733,030	-	21,726,393	-	-	84,741,942
	(50,363,081)	-	(4,567,553)	-	(12,210,520)	-	-	(67,141,153)
Cost of goods manufactured/sold	1,572,258,164	-	132,046,494	54,247,074	95,954,303	118,439,809	-	1,972,945,844
Finished goods:								
Opening stock	151,577,835	247,080,950	105,046,068	259,965,699	92,409,714	367,085,357	436,875	1,223,602,498
Purchase	48,054,307	(247,080,950)	210,688,285	1,411,724,617	160,887,690	35,260,629	747,034,615	2,366,569,193
Closing stock	(193,325,006)	-	(117,837,089)	(246,062,290)	(89,938,083)	(53,400,235)	-	(700,562,703)
Inter business adjustment	(141,517,228)	-	39,066,653	102,450,575	-	-	-	-
	(135,210,092)	-	236,963,917	1,528,078,601	163,359,321	348,945,751	747,471,490	2,889,608,988
Cost of sales	1,437,048,072	-	369,010,411	1,582,325,675	259,313,624	467,385,560	747,471,490	4,862,554,832

Allocation of cost of sales:

Continuing operations
Discontinued operations (Note-34)

Continuing operations	4,862,554,832	4,017,439,769
Discontinued operations (Note-34)	-	1,069,871,955
	<u>4,862,554,832</u>	<u>5,087,311,724</u>

As per Part II of Schedule XI of the Companies Act 1994, the quantities of raw materials, purchases and stocks should be expressed in quantitative denomination, however this could not be provided as the company deals with large number of products both local

Raw and packing materials have been procured from local sources and also imported from the following countries:

China	India	Malaysia
France	Pakistan	Germany
USA	Italy	Korea
UK	Japan	Singapore

Raw and packing materials consumed are 54% (approximately) imported.

25(a) Consolidated cost of sales

Opening stock	3,145,494,919	1,454,820,172
Purchase	7,076,562,121	8,357,928,759
Closing stock	10,222,057,040	9,812,748,931
Manufacturing expenses	(2,284,878,009)	(3,135,786,405)
	<u>7,937,179,031</u>	<u>6,676,962,526</u>
	778,128,119	612,465,000
	<u>8,715,307,150</u>	<u>7,289,427,526</u>



26. Allocation of expenses

Particulars	2009						2008
	Administrative expenses	Distribution expenses	Manufacturing expenses	QC and development expenses	Selling expenses	Total	Total
	Taka (A)	Taka (A)	Taka (B)	Taka (C)	Taka (A)	Taka	Taka
Salary and wages	101,547,606	44,190,398	124,915,397	30,474,750	514,836,626	815,964,777	718,580,029
Traveling and conveyance	3,085,680	34,011,604	1,067,253	531,587	166,531,627	205,227,751	190,398,797
Rent and rates	6,433,102	15,401,665	12,560,656	-	11,934,309	46,329,732	34,032,082
Repair and maintenance	5,936,565	3,548,574	27,506,513	2,016,541	2,872,105	41,880,297	30,455,125
Fuel and power	2,151,562	2,232,931	16,491,727	-	2,273,026	23,149,247	20,168,088
Postage	5,256,581	1,574,182	934,543	133,950	12,509,614	20,408,869	17,743,769
Printing and stationery	3,321,699	5,155,058	972,626	141,752	17,010,079	26,601,214	23,260,069
Promotional expenses	3,295,647	3,488,057	14,376,291	-	522,353,242	543,513,237	535,076,264
Entertainment	1,740,981	1,907,932	564,423	-	3,993,444	8,206,780	7,018,153
Vehicle maintenance	5,316,162	33,366,697	2,501,299	226,184	14,991,862	56,402,204	59,489,241
Bad debts	-	-	-	-	3,769,375	3,769,375	14,923,181
Truck and handling	-	13,802,872	1,888,448	-	45,647,303	61,338,623	72,275,080
Legal and professional charges	1,883,802	5,475	20,000	-	1,081,627	2,990,904	2,500,246
Audit fees	400,000	-	-	-	-	400,000	300,000
Insurance	127,115	7,630,458	6,047,930	107,573	5,752,503	19,665,579	11,449,958
Directors' fees	19,500	-	-	-	-	19,500	24,000
Bank charges	95,154	1,953,398	1,831	-	8,460,189	10,510,572	12,173,391
Sundry expenses	15,000	62,292	18,000	-	-	95,292	244,552
Product development expenses	-	-	34,147	766,450	3,333,716	4,134,313	3,530,951
Training expenses	457,195	72,725	76,816	1,758,789	4,628,897	6,994,423	9,051,744
Depreciation	11,510,383	7,084,079	78,201,436	3,115,123	12,701,359	112,612,380	93,686,535
Lab chemical and apparatus	-	-	1,107,261	6,347,203	-	7,454,464	7,375,280
Quality Control research and development	-	-	2,000	-	-	2,000	-
Meeting expenses	665,851	25,360	-	-	13,468,431	14,159,642	18,721,408
Share department expenses	4,806,512	-	-	-	-	4,806,512	3,444,108
Export expenses	-	-	-	-	6,342,081	6,342,081	3,863,944
ISO/TQM related expenses	484,933	-	-	-	-	484,933	441,031
Market research	-	-	-	-	10,666,549	10,666,549	5,508,105
	158,551,030	175,513,756	289,288,597	45,619,903	1,385,157,964	2,054,131,250	1,895,735,131

(A) Administrative, selling and distribution expenses

1,719,222,750 1,629,967,083

(B) Manufacturing expenses

289,288,597 228,767,218

(C) Quality control and development expenses

45,619,903 37,000,831

2,054,131,251 1,895,735,131

Allocation of administrative, selling and distribution expenses:

Continuing operations

1,719,222,750 1,324,537,151

Discontinued operations (Note-34)

- 305,429,932

1,719,222,750 1,629,967,083

26 (a) Consolidated administrative, selling and distribution expenses

Administrative expenses

568,782,364 321,801,962

Distribution expenses

578,583,678 277,057,578

Selling expenses

1,661,716,137 1,505,652,278

2,809,082,179 2,104,511,818

27. Other income

	2009 Taka	2008 Taka
Service charges	13,153,606	13,458,272
Dividends received	17,170,350	28,275,726
Rental income	2,388,000	3,116,000
Gain from sale of fixed assets	1,306,060	699,827
Gain from foreign currency translations	628,872	962,374
Proceeds from scrap sales	4,403,048	4,087,096
Miscellaneous income	4,033,394	7,609,741
	<u>43,083,330</u>	<u>58,209,036</u>
Allocation of other income:		
Continuing operations	43,083,330	56,164,036
Discontinued operations	-	2,045,000
	<u>43,083,330</u>	<u>58,209,036</u>

27(a) Consolidated other income

Service charges	15,454,781	13,458,272
Dividend received	700,000	28,275,726
Agency commission from Creative Communication Limited	6,192,675	-
Agency commission from Tetley ACI (Bangladesh) Ltd	-	2,801,803
Rental income	2,388,000	3,116,000
Sales proceeds of scrap	22,019,627	9,270,250
Gain from foreign currency transactions	796,823	962,374
Profit from sale of fixed assets	1,306,060	699,827
Miscellaneous income	7,261,691	9,504,545
	<u>56,119,657</u>	<u>68,088,797</u>

28 Profit from sale of shares

The company off-loaded 24% shares of ACI Formulations Limited numbering to 5,267,150 shares out of its total holding of 21,742,500 shares (21.07% of total shares of ACI Formulations Limited) through direct listing with both DSE and CSE in November 2008. During the year 2009, the company off-loaded another 3,720,350 shares.

Sale proceeds	672,255,160	812,323,176
Less: cost of investment	15,503,928	26,335,750
: cost to sales	2,189,351	6,353,286
	<u>17,693,279</u>	<u>32,689,036</u>
	<u>654,561,881</u>	<u>779,634,140</u>

28(a) Profit from sale of shares to group

Net sales proceeds	670,065,809	805,969,890
Less: Carrying amount of investment	101,567,267	166,672,699
Profit from sale of shares of subsidiary	<u>568,498,542</u>	<u>639,297,191</u>



29. Financing cost

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Interest expenses on		
Bank loan	309,236,495	319,095,946
Employee welfare fund	9,056,776	6,933,017
Finance lease	1,085,121	1,950,098
Security deposit	3,047,502	3,023,211
Workers' profit participation fund	7,074,153	5,300,163
Other funds/borrowings	378,446	2,110,258
	<u>329,878,493</u>	<u>338,412,693</u>
Interest income from		
Investment/intercompany	(117,075,885)	(55,779,740)
Bank	(10,702)	(677,902)
Suppliers/others	(47,195)	(1,143,896)
	<u>(117,133,782)</u>	<u>(57,601,538)</u>
	<u>212,744,711</u>	<u>280,811,155</u>
Allocation of interest expenses:		
Continuing operations	212,744,711	251,972,260
Discontinued operations	-	28,838,895
	<u>212,744,711</u>	<u>280,811,155</u>

29(a) Consolidated finance expense

Interest expense on:		
Bank loan	569,604,847	508,716,737
Employee welfare fund	9,056,776	6,933,017
Lease	1,085,121	1,950,098
Security deposit	3,047,502	3,023,211
Workers' profit participation fund	7,074,153	5,300,163
Other funds/borrowings	378,446	2,110,258
	<u>590,246,845</u>	<u>528,033,484</u>
Income from:		
Investment/inter company	(1,619,196)	(943,334)
Bank	(313,033)	(1,143,896)
Suppliers	(207,776)	(2,165,748)
	<u>(2,140,005)</u>	<u>(4,252,978)</u>
	<u>588,106,840</u>	<u>523,780,506</u>

30 Deferred tax expenses

Net taxable temporary differences	60,878,901	48,110,631
Tax rate	27.50%	27.50%
Deferred tax liability as at 31 December	16,741,698	13,230,424
Opening balance as at 1 January	(13,230,424)	(3,985,216)
	<u>3,511,274</u>	<u>9,245,208</u>

31. Earnings per share

31.1 Basic earnings per share

The calculation of basic earnings per share at 31 December 2009 was based on the profit attributable to ordinary shareholders as follows:

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Profit for the year for continuing operations	986,642,683	1,072,683,550
Weighted average number of shares outstanding during the year	<u>19,404,000</u>	<u>19,404,000</u>
Basic earnings per share	<u>50.85</u>	<u>55.28</u>
Profit for the year for discontinued operations	-	2,983,333
Weighted average number of shares outstanding during the year	<u>19,404,000</u>	<u>19,404,000</u>
Basic earnings per share	<u>-</u>	<u>0.15</u>

31.2 Consolidated basic earnings per share

The calculation of consolidated basic earnings per share at 31 December 2009 was based on the consolidated profit attributable to ordinary shareholders as follows:

Consolidated profit for the year	594,478,448	917,905,438
Weighted average number of shares outstanding during the year	<u>19,404,000</u>	<u>19,404,000</u>
Basic earnings per share	<u>30.64</u>	<u>47.30</u>

31.3 Diluted EPS

No diluted EPS was required to be calculated for the year since there was no scope for dilution of share during the year under review.

32 Operating leases-lessee

Cancelable operating lease rentals are payable as follows:

Less than one year	34,495,688	29,191,626
Between one and five years	104,146,733	90,630,816
More than five years	<u>29,964,650</u>	<u>6,147,495</u>
	<u>168,607,071</u>	<u>125,969,937</u>

The Company obtained leases of 55 Depots and 9 warehouses and 1 office premises under operating leases. The leases typically run for 3-7 years, with an option to renew the leases after that date. Lease payments are increased at the time of renewal of the rent agreements to reflect market rental.

During the year ended 31 December 2009 Tk 34,032,081 was recognized as expense in the income statement in respect of operating leases (2008: 34,032,081).



33. Sale/adjustment of fixed assets

Particulars	Original cost	Accumulated depreciation	Book value	Sale value	Mode of disposal/adjustment
	<u>Taka</u>	<u>Taka</u>	<u>Taka</u>	<u>Taka</u>	
Covered Van	887,199	847,198	40,001	210,500	Sold through tender
Covered Van	999,999	949,998	50,001	352,900	Sold through tender
Covered Van	901,739	879,904	21,835	452,900	Sold through tender
Covered Van	804,999	759,998	45,001	250,500	Sold through tender
Motor car	953,999	913,998	40,001	324,000	Sold through tender
Motor car	485,600	473,539	12,061	258,000	Sold through tender
Plant & Machinery	3,819,177	3,055,337	763,840	430,000	Sold through tender
	<u>8,852,712</u>	<u>7,879,972</u>	<u>972,740</u>	<u>2,278,800</u>	

34 Discontinued operations

As part of the strategic decision, the entire marketing & distribution business of Crop Care and Public Health was transferred to another subsidiary i.e. ACI Formulations Limited (ACIFL) at book value effective 1 January 2009. As ACIFL was the manufacturer of Crop Care products, transfer of marketing and distribution of the business gives full control of this business to ACIFL.

As Advanced Chemical Industries Limited is no longer going to deal with Crop Care business effective 1 January 2009, this particular line of business is qualified as discontinued business for Advanced Chemical Industries Limited effective 1 January 2009.

34.1 Profit from discontinued operations

	<u>2008</u> <u>Taka</u>
Revenue	1,406,251,276
Cost of sales	<u>(1,069,871,955)</u>
Gross profit	336,379,321
Administration, selling and distribution expenses	<u>(305,429,932)</u>
Operating profit	30,949,389
Other income	2,045,000
Finance cost	<u>(28,838,895)</u>
	4,155,494
Contribution to WPPF	<u>(207,775)</u>
Profit before tax	3,947,719
Tax expenses	<u>(964,386)</u>
Profit after tax from discontinued operations	<u><u>2,983,333</u></u>

34.2 Assets held for discontinued operations

Property, plant and equipment- net	2,276,814
Inventories- net of provision for slow moving and damaged goods	246,313,833
Trade receivables- net of provision for doubtful debts	566,874,620
Other receivables	784,070
Advances, deposits and prepayments	4,745,943
	<u><u>820,995,280</u></u>



	<u>2008</u>
	<u>Taka</u>
34.3 Liabilities held for discontinued operations	
Other payable	<u>78,567,005</u>
34.4 Cash flows from discontinued operations	
A Cash flows from operating activities:	
Cash received from customers	1,264,964,572
Cash received from other income	2,045,000
Paid to other receiveables	(784,070)
	<u>1,266,225,502</u>
Cash paid for purchasing of inventory	(930,476,879)
Cash paid for operating expenses	(304,950,936)
Cash received from other payables	15,436,682
Cash paid for advances, deposits and prepayments	(1,515,721)
Cash paid to Workers' Profit Participation Fund(WPPF)	(207,775)
Cash generated from operating activities	<u>(1,221,714,629)</u>
Finance costs	(28,838,895)
Income tax paid	(964,386)
	<u>(29,803,281)</u>
Net cash used in operating activities	<u>14,707,592</u>
B Cash flows from investing activities:	
Cash paid for purchasing of property, plant and equipment	(1,091,106)
Net cash used in investing activities	<u>(1,091,106)</u>
C Cash flows from financing activities:	
Net cash flows from financing activities	<u>-</u>
D Total cash flows from discontinued operations-(A+B+C)	<u>13,616,486</u>

35. Subsequent events

The Board of Directors of ACI Limited has recommended cash dividend of Tk. 203,742,000 for the year 2009 in its 144th meeting held on Tuesday, 20 April 2010 subject to approval of the shareholders in the Annual General Meeting scheduled to be held on 16 June 2010.

The company has raised Tk. 1 billion (face value of Tk. 1.34 billion) through issuing "ACI 20% Convertible Zero Coupon Bonds" with a maturity of five years. The Bonds have been listed with both of the bourses of the country namely Dhaka Stock Exchange and Chittagong Stock Exchange and trading has been started from 22 March 2010.

There are no events identified after the balance sheet date which might be material.

36. Consolidated segment reporting - business segment

Particulars	2009										2008	
	Reportable business segment										Unallocated	Total
	Pharmaceuticals	Crop Care and Public Health	Livestock & Fisheries	Consumer brands		ACI Salt	ACI Motors	ACI Pure Flour	Non-reportable segments			
				Taka	Taka				Taka	Taka	Taka	Taka
Segment revenue:												
To external customers	3,070,584,729	1,256,925,063	614,186,622	2,096,979,846	765,908,946	730,560,953	1,373,912,204	2,390,659,487	-	12,299,717,850	10,341,425,084	
Total revenue	3,070,584,729	1,256,925,063	614,186,622	2,096,979,846	765,908,946	730,560,953	1,373,912,204	2,390,659,487	-	12,299,717,850	10,341,425,084	
Cost of sales	(1,437,048,072)	(700,353,232)	(369,010,411)	(1,582,325,675)	(567,393,782)	(587,977,020)	(1,213,164,606)	(2,258,034,353)	-	(8,715,307,151)	(7,288,498,997)	
Gross profit	1,633,536,657	556,571,831	245,176,211	514,654,171	198,515,164	142,583,933	160,747,598	132,625,134	-	3,584,410,699	3,052,926,087	
Selling expenses	(884,705,692)	(107,316,093)	(112,040,968)	(264,874,245)	-	(34,940,281)	-	(257,838,858)	-	(1,661,716,137)	(1,505,652,278)	
Distribution expenses	(78,076,248)	(26,045,744)	(15,526,343)	(55,361,834)	(85,106,617)	(38,230,774)	(78,068,899)	(202,167,218)	-	(578,583,677)	(277,057,579)	
Administrative (expenses)/income	(79,330,223)	(36,447,684)	(15,766,056)	(83,483,829)	(5,217,835)	(5,390,613)	(6,571,183)	(368,414,684)	(11,839,743)	(612,461,850)	(321,801,963)	
Other income/(expense)	11,563,417	6,311,439	7,113,079	4,094,972	196,293	2,150,614	10,714,712	8,182,584	5,792,548	56,119,658	68,088,797	
Segment result	602,987,911	393,073,749	108,955,923	115,029,235	108,387,005	66,172,879	86,822,228	(687,613,042)	(6,047,195)	787,768,693	1,016,503,064	
Segment assets	2,784,956,198	1,658,026,140	507,044,351	1,319,205,235	375,781,516	613,560,257	525,457,789	3,604,657,025	2,148,139,400	13,536,827,911	11,633,757,285	
Segment equity and liabilities	1,303,854,257	230,051,942	383,467,049	610,973,495	375,781,516	613,560,257	525,457,789	3,395,823,684	6,097,857,931	13,536,827,920	11,633,757,285	

37. Related party transactions

During the year, the company carried out a number of transactions with related parties in the normal course of business. The names of the related parties and nature of these transactions have been set out in accordance with the provisions of BAS 24: Related Party Disclosure.

(a) Name of related party	Relationship	Nature of transactions	Transactions value during the year		Outstanding balance as at 31 December	
			2009 Taka	2008 Taka	2009 Taka	2008 Taka
ACI Formulations Limited	Subsidiary	Purchase of products	823,019,180	2,039,016,708	(45,923,542)	(698,672,186)
ACI Salt Limited	Subsidiary	Providing working capital finance	1,702,515,352	773,379,596	42,929,354	161,993,597
Apex Leather Craft Limited	Subsidiary	Lease of corporate office	7,755,712	9,416,400	50,459,089	52,119,777
Flyban Insecticides Limited	Subsidiary	Providing working capital finance	9,188	5,000	985,313	976,125
ACI Pure Flour Limited	Subsidiary	Providing working capital finance	802,203,672	984,104,646	57,912,158	53,175,971
ACI Foods Limited	Subsidiary	Providing working capital finance	142,122,368	487,817,693	264,294,183	300,914,860
ACI Agrochemicals Limited	Subsidiary	Providing working capital finance	32,254	27,340	86,892	54,638
Creative Communications Limited	Subsidiary	Providing working capital finance	21,441,361	47,582,792	(11,825,647)	(10,937,665)
ACI Motors Limited	Subsidiary	Providing working capital finance	268,543,974	677,730,831	111,016,001	175,217,496
Premiaflex Plastic Limited	Subsidiary	Providing working capital finance	284,957,739	229,614,527	212,575,941	77,866,482
ACI Logistics Limited	Subsidiary	Providing working capital finance	1,013,578,092	205,230,678	415,707,561	26,780,697
Tetley ACI (Bangladesh) Limited	Joint Venture	Purchase of products	1,731,765	2,222,544	862,852	437,294
Asian Consumer Care (Pvt.) Limited	Associate	Promotional expenses	1,591,426	4,244,254	6,860,403	7,555,218
ACI Godrej Agrovet Bangladesh (Pvt.) Limited	Joint Venture	Providing working capital finance	-	448,418	869,726	869,726
(b) Director's emoluments						
Salary					2009 Taka	2008 Taka
Benefits					11,459,920	8,606,492
Provident fund contribution					6,687,058	4,480,240
					849,492	636,738
					<u>18,996,470</u>	<u>13,723,470</u>

38. Off balance sheet items

38.1 Commitments

On the balance sheet date, the company was enjoying unfunded credit facilities from the following banks:

Letters of credit

	2009 Taka	2008 Taka
Standard Chartered Bank	188,917,448	64,838,451
Commercial Bank of Ceylon Plc.	17,724,439	-
The Hongkong and Shanghai Banking Corporation Limited	223,969,919	292,107,556
Citibank N.A.	100,397,173	-
BRAC Bank Limited	63,466,750	7,022,500
Eastern Bank Ltd.	34,141,131	9,680,822
The City Bank Limited	1,836,678	-
Bank Alfalah Limited	12,753,439	-
	<u>643,206,977</u>	<u>373,649,329</u>

38.2 Contingent liabilities

Bank guarantees

Standard Chartered Bank	3,274,731	-
The Hongkong and Shanghai Banking Corporation Limited	6,043,134	-
	<u>9,317,865</u>	<u>-</u>

Shipping guarantees

Standard Chartered Bank	10,147,482	13,698,277
The Hongkong and Shanghai Banking Corporation Limited	19,925,404	33,684,252
	<u>30,072,886</u>	<u>47,382,529</u>

Bills receivable

Standard Chartered Bank	-	-
	<u>-</u>	<u>-</u>

39 General

39.1 Production capacity

Production capacity of Pharmaceuticals, Consumer Brand and Fisheries & Livestock business was 4,554,623 unit packs per 8 hr/month and current utilization was 117%. It was 3,875,514 unit packs per 8 hr/month in 2008 with utilization of 114%.



39.2 Capital expenditure commitment

There is a capital expenditure commitment of Tk.566 million in respect of import of plant and machinery, building renovation, central warehouse and laboratory.

39.3 During the year under audit, following payments were made in foreign currencies :

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Raw and packing materials	919,672,072	840,988,609
Finished goods	741,492,357	956,656,825
	<u>1,661,164,429</u>	<u>1,797,645,434</u>

39.4 The number of employees drawing Tk 3,000 or more per month was 3,552.(2008:3,339) during the year.

39.5 Figures have been rounded off to the nearest Taka and previous year's figures have been rearranged to conform to current year's presentation.

39.6 Going concern assumptions

ACI Logistics Limited

During the year under review, the company incurred a net loss of Tk 486,835,632 making an accumulated loss at the balance sheet date amounting to Tk. 567,409,659. The company's current liabilities exceeded its current assets by Tk.255,222,828. The management is however confident that the company will continue in operational existence for a foreseeable future on the basis of continued support of the company's banks and shareholders.



Advanced Chemical Industries Limited

Report of the Directors and Audited Financial Statements of the Subsidiary Companies for the year 2009





ACI Formulations Limited Report to the Directors

Sales

The company performance both in sales and manufacturing has been commendable. The sales and expenses are not comparable because last year the arrangement with ACI Ltd. was finalized after a few month of start of the year. The total turnover of the Company was Tk. 2,080 million and the previous year turnover was Tk. 2,093 million. The turnover growth was not positive due to prolonged draught and low paddy price, for which the farmers took less care of their crop. However, we maintained market share of over 20% and retained market leadership of several major products.

New Products

The Company has registered several new compounds which have been necessary to complete our range of insecticides, pesticides and fungicides to cover all types of pests. A complete range will enable us to buy competitively and service all types of customer.

New Project: Sulphur Plant

The Company has started Sulphur 80WG Plant which is the first and only plant in the country ready for commercial production, of Sulphur 80WG. The annual capacity of the plant is 3000 MT per year which is 40% of the national requirement. The quality of the product from the trial production is superior compared to imported product and has been well received by the farmers. This plant will deliver higher gross profit because of local production.

New Project: Public Health

Vectors for disease transmission are a big problem in South - East Asia and Bangladesh is one of the worst victims. Malaria due to mosquito and Kal-azor due to sand fly are spreading fast. The Government has initiated a project to manage and minimizes infestation. Deltamethrin is the proven solution for vector control. ACI Formulations Limited (ACI FL) has partnered with Director General of Health department to conduct broad-based trial to find out the efficacy of Deltamethrin of different formulations. We look forward to a positive conclusion. This product has big potential to control vector in Bangladesh.

Research & Development

We have extensive R&D activities to try new compounds and study their suitability in different environments and locations within Bangladesh. The Company is testing 6 new compounds under the Herbicide portfolio, 7 new compounds under Fungicide portfolio, 4 new compounds under Rice Liquid Insecticide portfolio and 3 new compounds under Solid Insecticide portfolio.

In addition we are conducting trial production of a variety of vegetable seeds and we hope to enter the vegetable seed market in a big way. One success story of our R&D is introduction of a variety of Cauliflower which grows in summer.

Manufacturing

ACI FL factory is manufacturing several domestic hygiene and domestic pest control products for ACI Consumer Brand Division and meeting their total requirements. The Factory is maintaining very high level of quality control and efficiency in production. The requirement of the products has increased significantly compared to last year and we have sufficient machine capacity to meet the additional requirement.

Safety, Health and Environment

Considering the nature of the products we deal in and the potential hazard to the workers, the Company regularly conducts safety training sessions and regular medical checkup of the factory workers. The factory has conducted training on safe handling in pesticide plant, fire fighting, materials handling, role of good housekeeping in accident prevention, usage of personal protective equipment (PPE), productivity improvement and good manufacturing practices. The marketing team has conducted training on product stewardship through overseas trainer.

People

We have a competent marketing and sales team who are knowledgeable and hardworking. Our relationship with distributors, retailers and the farmers is supportive and friendly. Members of our field force are helpful to the farmers and maintain close contacts with them.

Workers in our factory are hardworking and efficient. Their knowledge and skills are being upgraded through training and on-the-job supervision.

On behalf of the Shareowners we thank all our employees for their devotion, loyalty and diligence.

Prospects

Agriculture is the backbone of our economy. We have many opportunities for expansion of the existing products and diversification in related fields. We also have good scope for improvement of our market share. We are studying opportunities in the chemical sector to see if local value edition is possible and we hope to come to some conclusion to expand in chemical field next year. We believe that the Company has a very good future and that the investors will gain significantly from our future growth.



Financial Results

In 2009, turnover decreased marginally to Tk. 2,079.94 million from Tk. 2,093.47 million of 2008, a decrease of Tk. 13.43 million or 0.64% over the last year. The cost of sales to turnover has decreased by 4.12% due to improved margin in sales price in Crop Care & Public Health business (as ACIFL is now directly marketing Crop Care & Public Health products instead of previous arrangements of marketing these products through Advanced Chemical Industries Limited effective 1 January 2009) and drop in major raw materials prices. Higher sales price coupled with lower cost of sales partially offset by lower sales volume contributed to the increase of gross profit by 20.50% over the last year. Profit after tax has however decreased to Tk. 159.15 million from Tk. 203.29 million of 2008, lower by 21.70% mainly due to lower sales of Crop Care & Public Health's products and increased administrative & selling expenses due to transfer of entire Crop Care & Public Health's marketing and field force expenses from Advanced Chemical Industries Limited to ACI Formulations Limited effective 1 January 2009 as per business plan decided earlier. Earning Per Share (EPS) has also decreased by 21.70% to Tk. 5.30 from Tk. 6.78 (2008).

Appropriation of profit

Considering the financial results of the company during the year and free reserve carried over, the Directors recommended appropriation of net profit as follows:

	<u>2009</u>	<u>2008</u>
	<u>Taka</u>	<u>Taka</u>
Un-appropriated profit from previous year	407,061,059	278,771,668
Add: Net profit after tax for the year	<u>159,145,096</u>	<u>203,289,391</u>
Total available for appropriation	566,206,155	482,061,059
Appropriation proposed:		
Proposed dividend:		
Cash dividend	75,000,000	25,000,000
Stock dividend	-	50,000,000
Total dividend	<u>75,000,000</u>	<u>75,000,000</u>
Balance carried forward	<u>491,206,155</u>	<u>407,061,059</u>

With the balance carried forward in this year and with future ploughing back of part of the profit, directors are confident that company will be able to maintain consistent dividend policy in years to come.

Dividend

The Board of Directors is pleased to recommend declaration of cash dividend @ 25% or Tk. 2.50 per share of Taka 10 each for the year 2009 to those shareowners whose names will appear in the Share Register of Members of the Company or in the Depository on the Record Date which is Monday, 2nd May 2010.

Contribution to the National Exchequer

During 2009, the company contributed Tk. 109.09 million to the National Exchequer in the form of corporate tax, custom duty, VAT etc. This is equivalent to 5 percent of our net sales revenue for the year.

Election of Director

By operation of Article 47 of the Company's Articles of Association Mr. Wajed Salam retire by rotation and being eligible, offer himself for re-election.

Auditors

Our Auditor Messrs Rahman Rahman Huq, Chartered Accountants has sought re-appointment for the year 2010 and the Directors recommend their re-appointment.

On behalf of the Board

Dr. Arif Dowla

Director

Dr. F H Ansarey

Director



ACI Formulations Limited Auditors' Report to the Shareowners

We have audited the accompanying balance sheet of ACI Formulations Limited ("the Company") as at 31 December 2009 and the related income statement, statement of changes in equity and cash flow statement for the year then ended and a summary of significant accounting policies and other explanatory notes thereon. The preparation of these financial statements is the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

Scope

We conducted our audit in accordance with Bangladesh Standards on Auditing (BSA). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.

Opinion

In our opinion, the financial statements prepared in accordance with Bangladesh Financial Reporting Standards (BFRS) and Bangladesh Accounting Standards (BAS), give a true and fair view of the state of the affairs of the Company as at 31 December 2009 and of the results of its operations and its cash flows for the year then ended and comply with the Companies Act, 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations.

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 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 balance sheet and income statement dealt with by the report are in agreement with the books of account; and
- d. the expenditure incurred were for the purpose of the Company's business.

Dhaka, 19 April 2010


Rahman Rahman Huq
Chartered Accountants



ACI Formulations Limited

Balance Sheet

as at 31 December 2009

Assets

Non-current assets

Property, plant and equipment
At cost/revaluation
Less: Accumulated depreciation and impairment loss

Capital work-in-progress

Investment

Total non-current assets

Current assets

Inventories
Trade debtors
Other receivables
Advances, deposits and prepayments
Inter-company receivables
Cash and cash equivalents

Total current assets

Total assets

Equity and liabilities

Shareholders' equity

Share capital
Revaluation reserve
Retained earnings

Total equity

Liabilities

Long term liabilities

Current liabilities

Bank overdraft
Short term bank loan
Long term bank loan- current portion
Withholding tax and VAT
Trade creditors
Other creditors
Inter company liabilities
Provision for taxation

Total equity and liabilities

	2009 Taka	2008 Taka
Property, plant and equipment At cost/revaluation Less: Accumulated depreciation and impairment loss	553,568,716 172,440,389 381,128,327	446,624,282 138,009,528 308,614,754
Capital work-in-progress	132,343,330	109,005,278
Investment	1,557,000	-
Total non-current assets	515,028,657	417,620,032
Inventories	602,249,737	720,061,303
Trade debtors	758,121,806	435,000
Other receivables	70,108	1,603,146
Advances, deposits and prepayments	110,175,865	66,335,533
Inter-company receivables	47,088,314	701,581,460
Cash and cash equivalents	53,221,622	4,780,393
Total current assets	1,570,927,452	1,494,796,835
Total assets	2,085,956,109	1,912,416,867
Share capital	300,000,000	250,000,000
Revaluation reserve	76,329,119	75,974,999
Retained earnings	566,206,155	482,061,059
Total equity	942,535,274	808,036,058
Long term liabilities	125,779,924	113,410,497
Bank overdraft	48,766,928	84,311,411
Short term bank loan	636,784,579	696,967,334
Long term bank loan- current portion	21,355,408	5,183,939
Withholding tax and VAT	879,813	-
Trade creditors	85,269,838	39,212,138
Other creditors	80,197,931	74,078,046
Inter company liabilities	8,623,510	7,736,772
Provision for taxation	135,762,904	83,480,672
Total current liabilities	1,017,640,911	990,970,312
Total equity and liabilities	2,085,956,109	1,912,416,867

Managing Director

Director

Company Secretary

As per our report of same date.

Rahman Rahman Huq
Chartered Accountants

Dhaka, 19 April 2010



ACI Formulations Limited Income Statement

for the year ended 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Revenue	2,079,944,243	2,093,473,935
Cost of sales	(1,591,474,136)	(1,688,011,551)
Gross profit	488,470,107	405,462,384
Administrative, selling and distribution expenses	(197,211,475)	(46,931,876)
Results from operating activities	291,258,632	358,530,508
Other income	8,989,690	4,872,573
Finance costs	(74,114,019)	(77,765,721)
	226,134,303	285,637,360
Provision for contribution to WPPF	(11,306,715)	(14,281,868)
<i>Profit before taxation</i>	<i>214,827,588</i>	<i>271,355,492</i>
Current tax expense	(52,282,232)	(76,863,992)
Deferred tax income/(expense)	(3,400,260)	8,797,891
Taxation	(55,682,492)	(68,066,101)
<i>Profit for the year</i>	<i>159,145,096</i>	<i>203,289,391</i>
Earnings per share (EPS)		
Basic earnings per share (per value Tk. 10)	5.30	6.78

Managing Director

Director

Company Secretary

As per our report of same date.

Rahman Rahman Huq
Chartered Accountants

Dhaka, 19 April 2010



ACI Formulations Limited Cash Flow Statement

for the year ended 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
A) Cash flows from operating activities		
Cash received from customers	2,008,990,186	2,125,721,949
Cash received from other income	8,989,689	4,872,573
Cash received/(paid) from/(for) other debtors	1,533,039	(1,603,146)
Cash paid for purchase of inventory	(1,397,683,704)	(2,014,547,502)
Cash paid for operating expenses	(146,515,139)	(46,931,876)
Cash paid for workers from WPPF	(50,434,002)	-
Cash received/(paid) from/(for) other creditors	1,864,248	12,352,063
Cash received/(paid) from/(for) advances, deposits and prepayments	4,016,932	(7,451,287)
Cash generated from operating activities	<u>430,761,249</u>	<u>72,412,774</u>
Finance costs	(74,114,019)	(77,765,721)
Income tax	(47,857,264)	(51,596,597)
<i>Net cash inflows/(outflows) from operating activities</i>	<u>(121,971,283)</u>	<u>(129,362,318)</u>
	<u>308,789,966</u>	<u>(56,949,544)</u>
B) Cash flows from investing activities		
Acquisition of property, plant and equipment	(17,439,169)	(3,317,258)
Investment in FDR	(1,557,000)	-
Payments for capital work in progress	(109,882,678)	(109,808,836)
<i>Net cash used in investing activities</i>	<u>(128,878,847)</u>	<u>(113,126,094)</u>
C) Cash flows from financing activities		
Inter-company debts received/(paid)	(31,352,865)	7,736,772
Dividend paid	(24,452,925)	-
Short term bank loan received/(paid)	(60,182,755)	33,776,923
Long term bank loan received/(paid)	20,063,138	61,084,313
<i>Net cash from/(used in) financing activities</i>	<u>(95,925,407)</u>	<u>102,598,008</u>
D) Net increase/(decrease) in cash and cash equivalents (A+B+C)	83,985,712	(67,477,630)
E) Cash and cash equivalents at 1 January	(79,531,018)	(12,053,388)
F) Cash and cash equivalents at 31 December (D+E)	<u>4,454,694</u>	<u>(79,531,018)</u>

ACI Formulations Limited

Statement of Changes in Equity

for the year ended 31 December 2009

<u>Particulars</u>	<u>Share capital</u>	<u>Revaluation reserve</u>	<u>Retained earnings</u>	<u>Total equity</u>
	<u>Taka</u>	<u>Taka</u>	<u>Taka</u>	<u>Taka</u>
Balance at 31 December 2007	250,000,000	65,495,689	278,771,668	594,267,357
Net profit after tax	-	-	203,289,391	203,289,391
Deferred tax adjustment for changes in tax rate	-	10,479,310	-	10,479,310
Balance at 31 December 2008	250,000,000	75,974,999	482,061,059	808,036,058
Net profit after tax	-	-	159,145,096	159,145,096
Dividend paid for 2008	-	-	(25,000,000)	(25,000,000)
Issuance of bonus share for 2008	50,000,000	-	(50,000,000)	-
Revaluation reserve on fixed assets transfer	-	354,120	-	354,120
Balance at 31 December 2009	300,000,000	76,329,119	566,206,155	942,535,274



ACI Logistics Limited Directors' Report

ACI Logistics Limited is a subsidiary of ACI Limited with ACI's shareholding of 76%. The company was formed in 2008 and started its commercial operation in 2009. The objective of this company is to set up nationwide retail outlets using ACI's strong presence in agriculture and consumers products sectors and through application of world class supply chain management. 2009 was the first full year of the company's operation.

In the first year of its operation, company could not perform to its expectation due to various reasons. Plans are underway to enhance the performance and it is expected that situation will improve in coming periods.

Key Financial Results for the year ended 31 December 2009

	<u>Taka</u>
Sales	491,788,713
Gross Profit	60,593,734
Operating loss	(418,579,352)
Loss before tax	<u>(486,830,632)</u>

On behalf of the Board

Dr. Arif Dowla
Managing Director

Mrs. Nazma Dowla
Director

Dhaka, 20 April 2010



ACI Logistics Limited

Auditors' Report to the Shareowners

We have audited the accompanying balance sheet of the ACI Logistics Limited (the "Company") as of 31 December 2009 and the related income statement, statement of changes in equity, cash flow statement for the year then ended and a summary of significant accounting policies and other explanatory notes thereon. The preparation of these financial statements is the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

Scope

We conducted our audit in accordance with Bangladesh Standards on Auditing(BSA). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

Opinion

In our opinion, the financial statements prepared in accordance with Bangladesh Financial Reporting Standards(BFRS) and Bangladesh Accounting Standards(BAS), give a true and fair view of the state of the Company's affairs as of 31 December 2009 and of the results of its operations and its cash flows for the year then ended and comply with the Companies Act 1994 and other applicable laws and regulations.

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 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; and
- c) the Company's balance sheet and income statement dealt with by the report are in agreement with the books of account;

Without qualifying our opinion above, we draw readers' attention to note 3.15 to the financial statements where in the management explains, how the company will continue for foreseeable future inspite of the losses incurred since commencement of business, on the basis of continued support from it's bankers and shareholders.

Dhaka, 11 April 2010


Rahman Rahman Huq
Chartered Accountants



ACI Logistics Limited

Balance Sheet

as at 31 December 2009

Assets

Property, plant and equipment:
At cost
Accumulated depreciation

Intangible asset:
At cost
Accumulated amortisation

Capital-work-in progress
Investments

Total non-current assets (A)

Inventory
Sundry debtors
Advances, deposits and prepayments
Other receivables
Cash and cash equivalents
Total current assets (B)

Total assets (A+B)

Shareholder's equity:

Share capital
Share money deposit
Accumulated net loss after tax
Total equity

Liabilities :

Long-term liabilities :

Long-term bank loan

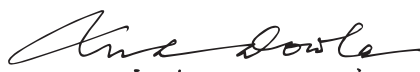
Current liabilities:

Trade creditors
Other creditors
Short term bank loan
Current account with ACI Limited

Total liabilities

Total equity and liabilities

	2009 Taka	2008 Taka
Property, plant and equipment: At cost	286,104,755	68,675,320
Accumulated depreciation	(34,535,816)	(6,016,780)
	251,568,939	62,658,540
Intangible asset: At cost	12,648,118	3,794,990
Accumulated amortisation	(1,011,905)	(189,750)
	11,636,213	3,605,240
Capital-work-in progress	111,063,137	-
Investments	16,800,000	-
Total non-current assets (A)	391,068,289	66,263,780
Inventory	277,372,952	7,884,180
Sundry debtors	1,996,683	321,330
Advances, deposits and prepayments	462,968,762	41,421,656
Other receivables	742,510	-
Cash and cash equivalents	22,061,180	(3,626,538)
Total current assets (B)	765,142,087	46,000,628
Total assets (A+B)	1,156,210,376	112,264,408
Shareholder's equity: Share capital	347,840,000	1,000,000
Share money deposit	-	136,500,000
Accumulated net loss after tax	(567,409,659)	(80,574,027)
Total equity	(219,569,659)	56,925,973
Liabilities : Long-term liabilities : Long-term bank loan	355,415,120	-
Current liabilities: Trade creditors	120,351,440	11,982,970
Other creditors	197,974,116	16,621,274
Short term bank loan	287,365,987	-
Current account with ACI Limited	414,673,372	26,734,191
	1,020,364,915	55,338,435
Total liabilities	1,020,364,915	55,338,435
Total equity and liabilities	1,156,210,376	112,264,408



Chairman




Director



Company Secretary

As per our report of same date.



Rahman Rahman Huq
Chartered Accountants

Dhaka, 11 April 2010

ACI Logistics Limited Income statement

for the year ended 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Revenue	491,788,713	11,371,922
Cost of sales	(431,194,979)	(9,382,295)
Gross profit	<u>60,593,734</u>	<u>1,989,627</u>
Pre-operating expenses	-	(45,084,434)
Administrative expenses	(324,605,378)	(35,884,335)
Marketing, selling and distribution expenses	(154,567,708)	(1,653,992)
Operating profit/(loss)	<u>(418,579,352)</u>	<u>(80,633,134)</u>
Finance cost	(69,346,023)	(70,673)
Other income	1,094,743	129,780
Profit /(loss) before tax	<u>(486,830,632)</u>	<u>(80,574,027)</u>
Income tax expenses:		
Current tax	(5,000)	-
Net Profit /(loss) after tax	<u><u>(486,835,632)</u></u>	<u><u>(80,574,027)</u></u>


Chairman


Director


Company Secretary

As per our report of same date.


Rahman Rahman Huq
Chartered Accountants

Dhaka, 11 April 2010



ACI Logistics Limited Cash Flow Statement

for the year ended 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
A) Cash flows from operating activities		
Cash receipts from customers	491,788,712	11,371,922
Cash receipts from other income	1,094,743	129,780
	492,883,455	11,501,702
Cash paid for:		
Purchase of inventory	(592,315,281)	(5,283,505)
Operating expenses	(270,149,406)	(60,186,959)
Payments for advances, deposits and prepayments	(422,294,616)	-
Financing cost	(69,346,023)	-
Income tax paid	(5,000)	(41,421,656)
	(1,354,110,326)	(106,892,120)
Net cash used in operating activities	(861,226,871)	(95,390,418)
B) Cash flows from investing activities		
Purchase of property, plant and equipment	(337,345,700)	(68,675,320)
Purchase of software	-	(3,794,990)
Investment in fixed deposits	(16,800,000)	-
Net cash used in investing activities	(354,145,700)	(72,470,310)
C) Cash flows from financing activities		
Inter-company payables	387,939,181	26,734,191
Proceeds from issuance of share capital	-	1,000,000
Proceeds from share money deposit	210,340,000	136,500,000
Long term bank loan received	355,415,120	-
Short term bank loan received	287,365,987	-
Net cash from financing activities	1,241,060,288	164,234,191
D) Net decrease in cash and cash equivalent (A+B+C)	25,687,717	(3,626,537)
E) Cash and cash equivalent at 01 January 2009	(3,626,537)	-
F) Cash and cash equivalent at 31 December 2009 (D+E)	22,061,180	(3,626,537)

ACI Logistics Limited

Statement of changes in equity

for the year ended 31 December 2009

<u>Particulars</u>	<u>Share capital</u>	<u>Share money deposit</u>	<u>Retained earnings</u>	<u>Total</u>
	<u>Taka</u>	<u>Taka</u>	<u>Taka</u>	<u>Taka</u>
Balance as at 01 January 2008	-	-	-	-
Issuance of share capital	1,000,000	-	-	1,000,000
Share money deposit	-	136,500,000	-	136,500,000
Net loss after tax	-	-	(80,574,027)	(80,574,027)
Balance as at 01 January 2009	1,000,000	136,500,000	(80,574,027)	56,925,973
Net loss after tax	-	-	(486,835,632)	(486,835,632)
Issuance of share capital	346,840,000	(136,500,000)	-	210,340,000
Balance as at 31 December 2009	347,840,000	-	(567,409,659)	(219,569,659)



ACI Pure Flour Limited Directors' Report

ACI Pure Flour Limited, a subsidiary of ACI Limited is a private limited company which was incorporated in 2006 having 95% shares owned by ACI Limited. The company has started its full fledged operations in the middle of 2008. Within this short span of time the company has established strong brand image in the wheat flour category.

ACI Pure Flour Limited has shown a positive net profit in its full 1st year operation. The key financials of this company are as follows:

Key Financial Results for the year ended 31 December 2009	<u>Taka</u>
Sales	1,373,912,204
Gross Profit	160,747,598
Operating Profit	76,107,516
Profit before tax	26,245,729
Net profit after tax	<u>16,070,376</u>

On behalf of the Board

Dr. Arif Dowla
Managing Director

Mr. Syed Alamgir
Director

Dhaka, 20 April 2010



ACI Pure Flour Limited Auditors' Report to the Shareowners

We have audited the accompanying balance sheet of ACI Pure Limited as at 31 December 2009 and the related income statement, statement of changes in shareowners' equity and statement of cash flows for the year then ended. The preparation of these financial statements is the responsibility of the Company's management. Our responsibility is to express an independent opinion on these financial statements based on our audit.

We conducted our audit in accordance with Bangladesh Standards on Auditing and those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, based on our audit, the financial statements, prepared in accordance with Bangladesh accounting Standards (BASs), give a true and fair view of the state of the company's affairs as of 31 December 2009 and its cash flows for the year then ended and comply with the Companies Act, 1994 and other applicable laws and regulations.

We also report that:

- a) we have obtained all the information and explanations which were necessary for the purposes of our audit;
- b) in our opinion, proper books of account maintained by the company so far as it appeared from our examination of those books;
- c) the balance sheet, income statement and statement of cash flows dealt with by the report are in agreement with the books of account maintained by the company and examined by us and
- d) the expenditure incurred was for the purpose of the company's business.

Dhaka, 19 April 2010

A handwritten signature in black ink, appearing to read 'M. J. Abedin', is written over a horizontal line.

M. J. Abedin & CO
Chartered Accountants



ACI Pure Flour Limited Balance Sheet

as at 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Non current assets:		
Tangible fixed assets - at cost less accumulated depreciation	407,198,453	422,394,505
Capital work-in-progress	-	27,425
Deferred tax assets	5,223,538	15,398,891
Total noncurrent assets	<u>412,421,991</u>	<u>437,820,821</u>
Current assets:		
Inventories	44,517,499	28,971,396
Advances, deposits and prepayments	4,148,018	2,798,690
Accounts receivable	57,953,672	41,462,365
Advance tax	11,086,829	1,727,184
Receivable from inter-company	245,100	4,502,046
Other receivable	89,402	193,305
Cash and bank balances	218,816	705,664
Total assets	<u>530,681,327</u>	<u>518,181,471</u>
Shareholders' equity:		
Share capital	40,000,000	40,000,000
Accumulated loss	(10,094,443)	(26,164,819)
	29,905,557	13,835,181
Long term bank loan	195,232,244	95,789,976
Current liabilities:		
Bank overdraft	9,904,064	184,115,960
Short term bank loan	100,568,763	96,000,000
Long term bank loan- current portion	85,814,853	53,333,304
Trade creditors	35,829,852	3,755,442
Other creditor	14,901,371	18,175,637
Inter-company liabilities	58,524,623	53,175,971
	305,543,526	408,556,314
Total equity and liabilities	<u>530,681,327</u>	<u>518,181,471</u>

Shaema Akhmed Rahman

Company Secretary

[Signature]

Director

[Signature]

Managing Director

As per our separate report of even date annexed.

[Signature]

M. J. Abedin & CO
Chartered Accountants

Dhaka, 19 April 2010

ACI Pure Flour Limited

Income statement

for the year ended 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Turnover	1,373,912,204	1,132,311,665
Cost of goods sold	(1,213,164,606)	(1,026,605,698)
Gross profit	160,747,598	105,705,967
Operating expenses	(84,640,082)	(92,059,737)
Operating profit	76,107,516	13,646,230
Financial expenses	(59,195,145)	(56,596,689)
Other income	10,714,712	1,386,749
	27,627,083	(41,563,710)
Provision for contribution to WPPF	(1,381,354)	-
Net Profit (loss) before tax	26,245,729	(41,563,710)
Income tax expenses:		
Current tax expenses	-	-
Deferred tax income/(expenses)	(10,175,353)	15,398,891
	(10,175,353)	15,398,891
Net profit/ (loss) after tax	16,070,376	(26,164,819)

Shoema Akhmed Rahman

Company Secretary

[Signature]

Director

[Signature]

Managing Director

As per our separate report of even date annexed.

[Signature]

M. J. Abedin & CO
Chartered Accountants

Dhaka, 19 April 2010



ACI Pure Flour Limited Statement of Cash Flows

for the year ended 31 December 2009

	2009 Taka	2008 Taka
A Cash flows from operating activities		
Cash received from customer	1,357,420,897	1,090,849,300
Cash received from other income	10,714,712	1,386,749
	<u>1,368,135,609</u>	<u>1,092,236,049</u>
Cash paid for:		
Purchase and production	(1,178,976,706)	(1,006,933,378)
Operating expenses	(88,600,250)	(82,668,455)
Financing cost	(59,195,145)	(56,596,689)
Other receivable	103,903	(100,174)
Payments for advances, deposits and prepayments	(1,349,328)	383,031
Advance income tax	(9,359,645)	(1,727,184)
	<u>(1,337,377,171)</u>	<u>(1,147,642,849)</u>
Net cash flow from/(used in) operating activities	30,758,438	(55,406,800)
B Cash flows from investing activities		
Acquisition of fixed assets	(3,158,993)	(378,545,211)
Advance for capital expenditures	-	23,905,251
Capital work-in-progress	27,425	294,844,356
Net cash used in investing activities	<u>(3,131,568)</u>	<u>(59,795,604)</u>
C Cash flows from financing activities		
Intercompany debts(paid)/received	9,605,598	(77,402,570)
Short term loan (paid)/received	4,568,763	71,135,000
Long term loan (paid)/received	131,923,817	(43,102,609)
Net cash flows provided by financing activities	<u>146,098,178</u>	<u>(49,370,179)</u>
D Net cash flow (A+B+C)	173,725,048	(164,572,583)
E Cash and bank balances at the beginning of the year	(183,410,296)	(18,837,713)
F Cash and bank balances at the end of the year	<u>(9,685,248)</u>	<u>(183,410,296)</u>
Closing Balance represents:		
Cash in hand and at bank	218,816	705,664
Bank overdraft	9,904,064	184,115,960
	<u>(9,685,248)</u>	<u>(183,410,296)</u>


Company Secretary


Director


Managing Director

As per our separate report of even date annexed.



M. J. ABEDIN & CO.
Chartered Accountants

Dhaka, 19 April 2010

ACI Pure Flour Limited

Statement of Changes in Shareowners' Equity

for the year ended 31 December 2009

<u>Particulars</u>	<u>Share Capital</u>	<u>Accumulated Loss</u>	<u>Total</u>
	<u>Taka</u>	<u>Taka</u>	<u>Taka</u>
Balance at 31 December 2007	40,000,000	-	40,000,000
Net loss for the year 2008	-	(26,164,819)	(26,164,819)
Balance at 31 December 2008	40,000,000	(26,164,819)	13,835,181
Net profit for the year 2009	-	16,070,376	16,070,376
Balance at 31 December 2009	40,000,000	(10,094,443)	29,905,557

Sheema Akmal Rahman

 Company Secretary

[Signature]

 Director

[Signature]

 Managing Director

As per our separate report of even date annexed.

[Signature]

 M. J. ABEDIN & CO.
 Chartered Accountants

Dhaka, 19 April 2010



ACI Foods Limited Directors' Report

ACI Foods Limited is a private limited company incorporated in 2006, a subsidiary with 95% shares owned by Advanced Chemical Industries (ACI) Limited. The company is engaged in manufacturing, marketing and distribution of various branded food products and condiments.

The company started its commercial operations in 2008 and still now not been able to generate profit due to stiff competition in the products categories it operates. The Company has recently embarked into different new SKUs along with focused attention in exports and expect that there will be significant improvement in performance in the coming periods

Key Financial Results for the year ended 31 December 2009

	<u>Taka</u>
Sales	250,092,179
Gross Profit	36,540,297
Operating expenses	(158,422,398)
Operating loss	(117,797,575)
Loss before tax	<u>(165,943,356)</u>

On behalf of the Board

Dr. Arif Dowla
Managing Director

Mr. Syed Alamgir
Director

Dhaka, 20 April 2010



ACI Foods Limited Auditors' Report to the Shareowners

We have audited the accompanying balance sheet of ACI Foods Limited as at 31 December 2009 and the related income statement, statement of changes in shareowners' equity and statement of cash flows for the year then ended. The preparation of these financial statements is the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Bangladesh Standards on Auditing. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes, examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements of the company along with the notes thereon as at 31 December 2009, prepared in accordance with Bangladesh Accounting Standards (BASs) and Bangladesh Financial Reporting Standards (BFRSs), give a true and fair view of the state of the Company's affairs and of the result of operations and its cash flow for the year then ended and comply with the Companies Act 1994 and other applicable laws and regulations.

We also report that:

- a) we have obtained all the information and explanations which were necessary for the purposes of our audit;
- b) in our opinion, proper books of accounts were maintained by the company so far as it appeared from our examination;
- c) the balance sheet, income statement and cash flow statement dealt with by the report are in agreement with the books of account maintained by the company and examined by us and
- d) the expenditure incurred was for the purpose of the company's business.

A handwritten signature in black ink, appearing to read 'M. J. ABEDIN & CO.', is written over a horizontal line.

M. J. ABEDIN & CO.
Chartered Accountants

Dhaka, 19 April 2010



ACI Foods Limited

Balance Sheet

as of 31 December 2009

Assets

Property, plant and equipments:

At cost

Accumulated depreciation

Capital work-in-progress

Total non-current assets

Deferred tax asset

Inventories

Trade debtors

Advances, deposits and prepayments

Advance income tax

Inter-company receivable

Cash and cash equivalents

Total current assets

Total assets

Equity and liabilities

Equity

Share capital

Accumulated loss

Total equity

Liability

Long term loan

Total non-current liabilities

Bank overdraft

Short term bank loan

Long term bank loan - current portion

Trade creditors

Sundry creditors

Inter-company liabilities

Total current liabilities

Total liabilities

Total equity and liabilities

	2009 Taka	2008 Taka
Property, plant and equipments:		
At cost	252,947,984	241,409,507
Accumulated depreciation	(28,769,339)	(11,666,018)
	224,178,645	229,743,489
Capital work-in-progress	-	138,581
Total non-current assets	224,178,645	229,882,070
Deferred tax asset	10,788,502	4,374,757
Inventories	45,037,442	95,065,915
Trade debtors	44,873,056	52,701,814
Advances, deposits and prepayments	2,524,410	1,384,204
Advance income tax	346,304	61,759
Inter-company receivable	16,140	807,999
Cash and cash equivalents	592,951	720,042
Total current assets	93,390,303	150,741,733
Total assets	328,357,450	384,998,560
Equity and liabilities		
Equity		
Share capital	40,000,000	40,000,000
Accumulated loss	(248,170,748)	(88,641,137)
Total equity	(208,170,748)	(48,641,137)
Liability		
Long term loan	36,230,989	53,249,668
Total non-current liabilities	36,230,989	53,249,668
Bank overdraft	41,649,823	8,178,289
Short term bank loan	100,249,992	10,852,171
Long term bank loan - current portion	19,511,480	17,522,348
Trade creditors	29,444,276	22,589,209
Sundry creditors	39,486,708	22,295,552
Inter-company liabilities	269,954,930	298,952,460
Total current liabilities	500,297,209	380,390,029
Total liabilities	536,528,198	433,639,697
Total equity and liabilities	328,357,450	384,998,560

Managing Director

Director

Company Secretary

As per our separate report of even date annexed.

M. J. ABEDIN & CO.
Chartered Accountants

Dhaka, 19 April 2010



ACI Foods Limited Income Statement

for the year ended 31 December 2009

	2009 Taka	2008 Taka
Revenue	250,092,179	274,225,820
Cost of sales	(213,551,882)	(213,500,177)
Gross profit	36,540,297	60,725,643
Administration, selling and distribution expenses	(158,442,398)	(123,089,464)
	(121,902,101)	(62,363,821)
Other income	4,104,526	521,474
Result from operating activities	(117,797,575)	(61,842,347)
Finance cost	(48,145,781)	(31,173,547)
Profit / (loss) before income tax	(165,943,356)	(93,015,894)
Income tax:		
Current tax	-	-
Deferred tax	6,413,745	4,374,757
	6,413,745	4,374,757
Net profit / (loss) after tax	(159,529,611)	(88,641,137)

Managing Director

Director

Company Secretary

As per our separate report of even date annexed.

M. J. ABEDIN & CO.
Chartered Accountants

Dhaka, 19 April 2010



ACI Foods Limited Statement of Cash Flows

for the year ended 31 December 2009

	2009 Taka	2008 Taka
A) Cash flows from operating activities		
Cash receipts from customers	257,920,938	221,524,006
Cash receipts from other income	4,104,526	521,474
	262,025,464	222,045,480
Cash paid for:		
Purchase of inventory	(140,825,486)	(271,865,089)
Operating expenses	(157,181,934)	(122,432,846)
Receipts from/(payments to) other creditors	17,023,698	21,064,203
Advances, deposits and prepayments	(1,140,206)	(564,770)
Advance income tax	(284,545)	(61,759)
Cash generated from operations	(282,408,473)	(373,860,261)
Financing cost	(48,145,781)	(32,465,800)
Net cash used in operating activities	(68,528,790)	(184,280,581)
B) Cash flows from investing activities		
Purchase of property, plant and equipment	(8,911,713)	(110,703,199)
Payment for capital work-in-progress	(737,007)	-
Net cash from (used in) investing activities	(9,648,720)	(110,703,199)
C) Cash flows from financing activities		
Inter-company debts (paid)/received	(29,789,389)	251,853,932
Short term bank loan (paid)/received	91,386,953	22,288,338
Long term bank loan (paid)/received	(17,018,679)	17,456,345
Net cash flows from financing activities	44,578,885	291,598,615
D) Net increase in cash and cash equivalent (A+B+C)	(33,598,625)	(3,385,165)
E) Cash and cash equivalent at 1 January	(7,458,247)	(4,073,082)
F) Cash and cash equivalent at 31 December (D+E)	(41,056,872)	(7,458,247)
Closing balance represents:		
Cash in hand and at bank	592,951	720,042
Bank overdraft	(41,649,823)	(8,178,289)
	(41,056,872)	(7,458,247)

Managing Director

Director

Company Secretary

As per our separate report of even date annexed.

M. J. ABEDIN & CO.
Chartered Accountants

Dhaka, 19 April 2010

ACI Foods Limited

Statement of Changes in Shareowners' Equity

for the year ended 31 December 2009

<u>Particulars</u>	<u>Share Capital</u> <u>Taka</u>	<u>Accumulated Loss</u> <u>Taka</u>	<u>Total</u> <u>Taka</u>
Balance on 01 January 2008	40,000,000	-	40,000,000
Net loss for the year	-	(88,641,137)	(88,641,137)
Balance at 31 December 2008	40,000,000	(88,641,137)	(48,641,137)
Balance on 01 January 2009	40,000,000	(88,641,137)	(48,641,137)
Net loss for the year	-	(159,529,611)	(159,529,611)
Balance at 31 December 2009	40,000,000	(248,170,748)	(208,170,748)



Managing Director



Director



Company Secretary

As per our separate report of even date annexed.



M. J. ABEDIN & CO.
Chartered Accountants

Dhaka, 19 April 2010



ACI Salt Limited Directors' Report

ACI Salt Limited is a private limited company incorporated in 2004, a subsidiary of ACI with 78% shareholding.

ACI Salt is already the number one company in packaged edible salt category in Bangladesh. The company has a strong prospect to grow further in the coming years. The plant capacity has been fully utilized and a second plant will be purchased soon.

Key Financial Results for the year ended 31 December 2009

	<u>Taka</u>
Sales	773,136,464
Gross Profit	198,515,164
Operating Profit	108,190,712
Profit before tax	59,073,163
Net profit after tax	<u>42,985,038</u>

On behalf of the Board

Dr. Arif Dowla
Managing Director

Mr. Syed Alamgir
Director

Dhaka, 20 April 2010



ACI Salt Limited Auditors' Report to the Shareowners

We have audited the accompanying balance sheet of ACI Salt Limited as of 31 December 2009 and the related income statement, statement of changes in equity and statement of cash flows for the year then ended. The preparation of these financial statements is the responsibility of the company's management. Our responsibility is to express an independent opinion on these financial statements based on our audit.

We conducted our audit in accordance with Bangladesh Standards on Auditing (BSA). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements prepared in accordance with Bangladesh Financial Reporting Standards (BFRSs) and Bangladesh Accounting Standards (BASs), give a true and fair view of the state of the company's affairs as of 31 December 2009 and of results of its operations and its cash flows for the year then ended and comply with the Companies Act, 1994 and other applicable laws and regulations.

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 account as required by law have been kept by the company so far as it appeared from our examination of those books; and
- c) the company's balance sheet and income statement along with the annexed notes 1 to 24 dealt with by the report are in agreement with the books of account.

Dhaka, 19 April 2010

A handwritten signature in black ink, reading 'Hoda Vasi Chowdhury & Co', is positioned above a horizontal line.

Hoda Vasi Chowdhury & Co.
Chartered Accountants



ACI Salt Limited Balance Sheet

as at 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Assets		
Property, plant and equipment At cost/revaluation	386,759,795	367,839,405
Accumulated depreciation	(113,686,691)	(86,914,545)
	273,073,104	280,924,860
Capital work-in-progress	-	14,522,339
Deferred tax asset	16,295,103	32,383,228
Total non-current assets	<u>289,368,207</u>	<u>327,830,427</u>
Inventories	50,107,431	78,328,830
Trade debtors	4,934,286	7,042,852
Other debtors	9,227	-
Advances, deposits and prepayments	10,914,422	10,907,905
Inter-company receivables	-	4,138,710
Cash and cash equivalents	36,743,045	15,815,626
Total current assets	<u>102,708,411</u>	<u>116,233,923</u>
Total assets	<u>392,076,618</u>	<u>444,064,350</u>
Equity		
Share capital	100,000,000	100,000,000
Accumulated loss	(39,225,677)	(82,210,715)
	60,774,323	17,789,285
Liabilities		
Bank overdraft	250,500,665	171,178,594
Short term bank loan	-	79,072,753
Trade creditors	3,191,633	5,400,071
Other creditors	26,449,894	7,625,595
Inter-company liabilities	51,160,103	162,998,052
Total current liabilities	<u>331,302,295</u>	<u>426,275,065</u>
Total liabilities	<u>331,302,295</u>	<u>426,275,065</u>
Total equity and liabilities	<u>392,076,618</u>	<u>444,064,350</u>

Sheema Akhmed Rahman
Company Secretary

[Signature]
Director

[Signature]
Managing Director

Auditors report to the shareholders
See annexed report of date

[Signature]

Hoda Vasi Chowdhury & Co.
Chartered Accountants

Dhaka, 19 April 2010



ACI Salt Limited Income Statement

for the year ended 31 December 2009

	2009 Taka	2008 Taka
Revenue	773,136,464	685,430,712
Cost of sales	(574,621,300)	(562,167,610)
Gross profit	198,515,164	123,263,102
Administrative, selling and distribution expenses	(90,324,452)	(66,126,926)
Operating profit	108,190,712	57,136,176
Other income	196,293	2,969,185
	108,387,005	60,105,361
Financing cost	(45,878,791)	(53,912,563)
	62,508,214	6,192,798
Provision for contribution to Workers Profit Participation Fund (WPPF)	(3,435,051)	-
Profit before tax	59,073,163	6,192,798
Income tax expenses		
Current tax expenses	-	-
Deferred tax income/(expenses)	(16,088,125)	9,568,100
	(16,088,125)	9,568,100
Net profit after tax for the year	42,985,038	15,760,898

Sheema Akhmed Rahman

Company Secretary

[Signature]

Director

[Signature]

Managing Director

Auditors report to the shareholders
See annexed report of date

Hoda Vasi Chowdhury

Hoda Vasi Chowdhury & Co.
Chartered Accountants

Dhaka, 19 April 2010



ACI Salt Limited Statement of Cash Flows

for the year ended 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
A Cash flow from operating activities		
Cash receipts from customers	775,245,030	686,205,569
Cash receipts from other income	196,293	2,969,185
	775,441,323	689,174,754
Cash paid for:		
Purchase of inventory	(521,851,674)	(528,839,649)
Operating expenses	(71,500,416)	(69,032,346)
Financing cost & WPPF	(49,313,842)	(53,912,563)
	<u>(642,665,932)</u>	<u>(651,784,558)</u>
Cash generated from operations	132,775,391	37,390,196
B Cash flow from investing activities		
Purchase of property plant and equipments	(4,398,051)	(20,579,973)
Net cash from (used in) investing activities	(4,398,051)	(20,579,973)
C Cash flow from financing activities		
Payment of long term loan	-	(36,373,839)
Payment of short term loan	(79,072,753)	(5,506,534)
Proceed/(Payment) of intercompany loan	(107,699,239)	(137,320,937)
Net cash used in financing activities	(186,771,992)	(179,201,310)
D Net increase in cash and cash equivalent (A+B+C)	(58,394,652)	(162,391,087)
E Cash and cash equivalent at 1 January	(155,362,968)	7,028,119
F Cash and cash equivalent at 31 December (D+E)	<u>(213,757,620)</u>	<u>(155,362,968)</u>
Closing balance represents:		
Cash in hand and at bank	36,743,045	15,815,626
Bank overdraft	(250,500,665)	(171,178,594)
	<u>(213,757,620)</u>	<u>(155,362,968)</u>



Company Secretary



Director



Managing Director

Dhaka, 19 April 2010

ACI Salt Limited

Statement of Changes in Equity

for the year ended 31 December 2009

<u>Particulars</u>	<u>Share capital</u> <u>Taka</u>	<u>Accumulated loss</u> <u>Taka</u>	<u>Total</u> <u>Taka</u>
Balance at 01 January 2008	100,000,000	(97,971,613)	2,028,387
Net profit for the year 2008	-	15,760,898	15,760,898
Balance at 31 December 2008	100,000,000	(82,210,715)	17,789,285
Net profit for the year 2009	-	42,985,038	42,985,038
Balance at 31 December 2009	100,000,000	(39,225,677)	60,774,323

Shaema Akhmed Rahman

Company Secretary

[Signature]

Director

[Signature]

Managing Director

Dhaka, 19 April 2010



ACI Motors Limited Directors' Report

ACI Motors Limited is a private limited company incorporated in 2007, a subsidiary with 75% shares owned by Advanced Chemical Industries (ACI) Limited. The company was established with an objective to market high quality agri-machineries and light commercial vehicles.

The company markets various models of tractors and power tillers. Recently, the company has embarked into marketing harvester, rice cutter, diesel engine etc. which are required by our farming community. The business has considerable potential in contributing to the increased agricultural productivity of our country.

Key Financial Results for the year ended 31 December 2009

	<u>Taka</u>
Sales	730,560,953
Gross Profit	142,583,933
Operating Profit	64,022,265
Profit before tax	34,423,883
Net profit after tax	<u>19,991,975</u>

On behalf of the Board

Dr. Arif Dowla
Managing Director

Dr. F H Ansarey
Director

Dhaka, 20 April 2010



ACI Motors Limited

Auditors' Report to the Shareowners

We have audited the accompanying balance sheet of ACI Motors Limited as at 31 December 2009 and the related income statement, statement of changes in equity and statement of cash flows for the year then ended and summary of significant accounting policies and other explanatory notes. These financial statements are the responsibility of the Company's management. Our responsibility is to express an independent opinion on these financial statements based on our audit.

We conducted our audit in accordance with Bangladesh Standards on Auditing (BSA). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements prepared in accordance with Bangladesh Accounting Standards (BASs) and Bangladesh Financial Reporting Standards (BFRSs), give a true and fair view of the state of the company's affairs as of 31 December 2009 and of results of its operations and its cash flows for the year then ended and comply with the Companies Act, 1994 and other applicable laws and regulations.

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 account as required by law have been kept by the company so far as it appeared from our examination of those books;
- c) the Company's balance sheets and Income statement along with the annexed notes 01 to 22 dealt with by the report are in agreement with the books of accounts; and
- d) the expenditure incurred were for the purpose of the Company's businesses.

Dhaka, 25 March 2010

Ashraful Haque Nabi & Co.
Chartered Accountants.
Signed by: Md. Shahidun Nabi FCA



ACI Motors Limited

Balance Sheet

as at 31 December 2009

	2009 Taka	2008 Taka
Assets		
Property, plant and equipment- at cost	4,734,299	4,231,834
Accumulated depreciation	(1,059,229)	(344,702)
	3,675,070	3,887,132
Capital work-in-progress	-	40,000
Total non- current assets	3,675,070	3,927,132
Inventories	52,812,637	162,681,674
Advances, deposits and prepayments	17,832,447	12,239,844
Trade debtors	524,080,211	456,438,388
Other debtors	2,119,554	-
Advance income tax	1,189,614	1,019,238
Cash and bank balance	11,850,724	60,000
Total current assets	609,885,187	632,439,144
Total assets	613,560,257	636,366,276
Equity:		
Share capital	1,000,000	1,000,000
Retained earnings	44,800,798	24,808,823
Total Equity	45,800,798	25,808,823
Liability:		
Long term bank loan	54,477,817	34,296,600
Current liabilities		
Bank overdraft	800,951	19,483,712
Short term bank loan	70,480,396	171,355,882
Long term bank loan-current portion	181,943,764	52,104,161
Other creditors	26,197,786	21,942,285
Intercompany liabilities	112,180,774	176,022,798
Trade creditors	90,706,848	118,812,800
Provision for tax	30,971,123	16,539,215
Total current liabilities	513,281,642	576,260,853
Total liabilities	567,759,459	610,557,453
Total equity and liabilities	613,560,257	636,366,276

Sheema Akmal Rahman
Company Secretary

[Signature]
Director

[Signature]
Managing Director

Auditors' Report to the Shareowners
See annexed report of date.

Ashrafal Haque Nabi & Co.

Ashrafal Haque Nabi & Co.
Chartered Accountants

Dhaka, 25 March 2010

ACI Motors Limited Income Statement

for the year ended 31 December 2009

	<u>2009</u> Taka	<u>2008</u> Taka
Revenue	730,560,953	799,008,299
Cost of Sales	<u>(587,977,020)</u>	<u>(675,559,757)</u>
Gross profit	142,583,933	123,448,542
Administrative / selling and distribution expenses	<u>(78,561,668)</u>	<u>(66,192,667)</u>
Operating profit	64,022,265	57,255,875
Other income	<u>2,150,614</u>	<u>-</u>
Profit before interest & tax	66,172,879	-
Financing cost	<u>(31,748,996)</u>	<u>(15,907,837)</u>
Profit before income tax	34,423,883	41,348,038
Income tax expenses		
Current tax expenses	<u>(14,431,908)</u>	<u>(16,539,215)</u>
Deferred tax income/(expenses)	<u>-</u>	<u>-</u>
	<u>(14,431,908)</u>	<u>(16,539,215)</u>
Net profit / (loss) after tax	<u>19,991,975</u>	<u>24,808,823</u>

Sheema Akmal Rahman

Company Secretary

[Signature]

Director

[Signature]

Managing Director

Auditors' Report to the Shareowners
See annexed report of date.

Ashrafal Haque Nabi & Co.

Ashrafal Haque Nabi & Co.
Chartered Accountants

Dhaka, 25 March 2010



ACI Motors Limited Statement of Cash Flows

for the year ended 31 December 2009

	2009 Taka	2008 Taka
A) Cash flows from operating activities		
Cash receipts from customers	662,919,130	342,569,911
Advance from customer	-	448,320
Security money	-	98,500
	662,919,130	343,116,731
Cash paid for:		
Purchase of inventory	(506,213,935)	(715,616,504)
Operating expenses	(73,560,580)	(48,187,974)
Financing cost	(31,748,996)	(15,907,837)
Advances, deposit and prepayments	(5,592,603)	(12,239,844)
Advance tax	(170,376)	(1,019,238)
	(617,286,490)	(792,971,397)
Net cash flow from/(used in) operating activities	45,632,640	(449,854,666)
B) Cash flows from investing activities		
Purchases of property, plant and equipment	(502,465)	(4,231,834)
Payments for capital work in progress	40,000	(40,000)
Net cash used in investing activities	(462,465)	(4,271,834)
C) Cash flows from financing activities		
Long term bank loan (paid)/ received	150,020,820	86,400,761
Short term bank loan (paid)/ received	(100,875,486)	171,355,882
Payments to inter-company	(63,842,024)	176,696,145
Net cash flows provided by financing activities	(14,696,690)	434,452,788
D) Net cash inflows/(outflows) from total activities (A+B+C)	30,473,485	(19,673,712)
E) Opening balance	(19,423,712)	250,000
F) Closing balance (D+E)	11,049,773	(19,423,712)
Closing balance represents:		
Cash in hand and at bank	11,850,724	60,000
Bank overdraft	(800,951)	(19,483,712)
	11,049,773	(19,423,712)

ACI Motors Limited

Statement of Changes in Equity

for the year ended 31 December 2009

<u>Particulars</u>	<u>Share capital</u> <u>Taka</u>	<u>Accumulated loss</u> <u>Taka</u>	<u>Total</u> <u>Taka</u>
Balance as at 1 January 2008	1,000,000	-	1,000,000
Net profit for the year 2008	-	24,808,823	24,808,823
Balance as at 31 December 2008	1,000,000	24,808,823	25,808,823
Net profit for the year 2009	-	19,991,975	19,991,975
Balance as at 31 December 2009	1,000,000	44,800,798	45,800,798

Sheema Akhmed Rahman
Company Secretary

[Signature]
Director

[Signature]
Managing Director

Auditors' Report to the Shareowners
See annexed report of date.

Ashrafal Haque Nabi & Co.

Ashrafal Haque Nabi & Co.
Chartered Accountants

Dhaka, 25 March 2010



Creative Communication Limited Directors' Report

Creative Communication Limited is a private limited company incorporated in 2007 having 60% shares owned by Advanced Chemical Industries (ACI) Limited. The company is an integrated communication house staffed by dedicated and creative specialists working as a team. As a forward-thinking marketing and advertising firm, Creative Communication Limited is a solid partner at both strategic and tactical levels and has developed several partnerships with the most state-of-the-art players in numerous fields.

The principal business of the Company is to provide result-oriented advertisement, public relation and complete corporate communication solutions and has acquired experience in handling outdoors, events and project management along with strong rapport with the electronic and press media.

Key Financial Results for the year ended 31 December 2009

	Taka
Revenue	19,174,321
Expenses	(10,657,023)
Net Profit after tax	<u>5,061,003</u>

On behalf of the Board

Dr. Arif Dowla
Director

Bilkis Mansoor
Director

Dhaka, 20 April 2010

Creative Communication Limited

Auditors' Report to the Shareowners

We have audited the accompanying balance sheet of Creative Communication Limited as at 31 December 2009 and the related income statement, statement of changes in equity and statement of cash flows for the year then ended and summary of significant accounting policies and other explanatory notes. These financial statements are the responsibility of the Company's management. Our responsibility is to express an independent opinion on these financial statements based on our audit.

We conducted our audit in accordance with Bangladesh Standards on Auditing (BSA). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements prepared in accordance with Bangladesh Accounting Standards (BASs) and Bangladesh Financial Reporting Standards (BFRSs), give a true and fair view of the state of the company's affairs as of 31 December 2009 and of results of its operations and its cash flows for the year then ended and comply with the Companies Act, 1994, and other applicable laws and regulations.

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 account as required by law have been kept by the company so far as it appeared from our examination of those books;
- c) the company's balance sheets and income statement along with the annexed notes 01 to 13 dealt with by the report are in agreement with the books of accounts; and
- d) the expenditure incurred were for the purposes of the company's business.

Dhaka, 25 March 2010



Ashraf Haque Nabi & Co.
Chartered Accountants



Creative Communication Limited

Balance Sheet

as at 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Assets		
Property, plant and equipment	820,870	622,778
Accumulated depreciation	(103,322)	(31,139)
	717,548	591,639
Current Assets:		
Advance, deposit and prepayments	125,000	75,000
Other debtors	1,503,079	57,660
Advance income tax	1,084,041	150,143
Inter-company receivable	11,825,647	10,937,665
Cash and bank balance	-	26,070
	14,537,767	11,246,538
Total Assets	<u>15,255,315</u>	<u>11,838,177</u>
Equity and liabilities		
Shareholders' equity:		
Share capital	1,000,000	1,000,000
Retained earnings	9,348,399	4,287,396
	10,348,399	5,287,396
Current liabilities		
Creditors for expenses	1,950,621	4,058,325
Provision for taxation	2,956,295	2,492,456
	4,906,916	6,550,781
Total equity and liabilities	<u>15,255,315</u>	<u>11,838,177</u>

Director

Director

Company Secretary

Auditors' Report to the Shareowners
See annexed report of date.

Ashraf Haque Nabi & Co.
Chartered Accountants

Dhaka, 25 March 2010

Creative Communication Limited Income Statement

for the year ended 31 December 2009

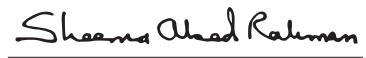
	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Income	19,174,321	15,225,026
Cost of service	(10,657,023)	(8,105,174)
Gross profit	8,517,298	7,119,852
Administrative expenses	(500,000)	(340,000)
Profit before tax	8,017,298	6,779,852
Income tax expenses		
Current tax expenses	(2,956,295)	(2,492,456)
Profit after tax	5,061,003	4,287,396



Director



Director



Company Secretary

Auditors' Report to the Shareowners
See annexed report of date.



Ashrafal Haque Nabi & Co.
Chartered Accountants

Dhaka, 25 March 2010



Creative Communication Limited Statement of Cash Flows

for the year ended 31 December 2009

	2009 Taka	2008 Taka
A) Cash Flows from Operating Activities		
Cash receipts from income	17,728,902	15,167,366
	17,728,902	15,167,366
Cash paid for:		
Operating expenses	(13,192,544)	(8,414,035)
Income tax	(3,426,354)	(150,143)
Payments for advances, deposits and prepayments	(50,000)	10,270
Receipts from/(payment to) other creditors	4,050,825	4,050,825
	(16,668,898)	(4,503,083)
Net cash flow/(used in) operating activities	1,060,004	10,664,283
B) Cash flows from investing activities		
Purchase of property, plant and equipment	(198,092)	(622,778)
Issue of shares	-	-
Net cash flow/(used in) investing activities	(198,092)	(622,778)
C) Cash flows from financing activities		
Inter-company debts	(887,982)	(10,415,435)
Net cash flow/(used in) financing activities	(887,982)	(10,415,435)
D) Net cash inflows/(outflows) from total activities (A+B+C)	(26,070)	(373,930)
E) Opening balance	26,070	400,000
F) Closing balance (D+E)	-	26,070
Closing balance represents:		
Cash in hand	-	-
Cash at Bank	-	26,070
	-	26,070

Creative Communication Limited Statement of Changes in Equity

for the year ended 31 December 2009

<u>Particulars</u>	<u>Share capital</u> <u>Taka</u>	<u>Retained Earnings</u> <u>Taka</u>	<u>Total</u> <u>Taka</u>
Balance as at 1 January 2008	1,000,000	-	1,000,000
Net profit/(loss) for the year 2008		4,287,396	4,287,396
Balance as at 31 December 2008	1,000,000	4,287,396	5,287,396
Net profit for the year 2009		5,061,003	5,061,003
Balance as at 31 December 2009	1,000,000	9,348,399	10,348,399



Director



Director



Company Secretary

Auditors' Report to the Shareowners
See annexed report of date.



Ashraful Haque Nabi & Co.
Chartered Accountants

Dhaka, 25 March 2010



Premiaflex Plastics Limited Directors' Report

Premiaflex Plastics Limited is a private Limited company incorporated in 2007 having 80% shares held by ACI Limited. The principal activities of the company are manufacturing and marketing of plastic products, flexible printing and other ancillary business associated with plastic and flexible printing.

The factory of the company is located at Sreepur, Gazipur which has started its operation in the later part of 2008. 2009 was the first full year of its operations. The indications are that the company will enter into profit soon.

Key Financial Results for the year ended 31 December 2009

	<u>Taka</u>
Sales	292,185,216
Gross Profit	55,105,708
Profit before tax	7,609,607
Profit after tax	<u>4,756,005</u>

On behalf of the Board

Dr. Arif Dowla
Managing Director

Dr. F H Ansarey
Director

Dhaka, 20 April 2010



Premiaflex Plastics Limited

Auditors' Report to the Shareowners

We have audited the accompanying balance sheet of Premiaflex Plastics Limited as at 31 December 2009 and the related income statement, statement of changes in equity and statement of cash flows for the year then ended and summary of significant accounting policies and other explanatory notes. These financial statements are the responsibility of the Company's management. Our responsibility is to express an independent opinion on these financial statements based on our audit.

We conducted our audit in accordance with Bangladesh Standards on Auditing (BSA). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements prepared in accordance with Bangladesh Accounting Standards (BASs) and Bangladesh Financial Reporting Standards (BFRSs), give a true and fair view of the state of the company's affairs and as of 31 December 2009 and of results of its operations and its cash flows for the year then ended and comply with the Companies Act, 1994, and other applicable laws and regulations.

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 account as required by law have been kept by the company so far as it appeared from our examination of those books;
- c) the company's balance sheets and income statement along with the annexed notes 01 to 22 dealt with by the report are in agreement with the books of accounts; and
- d) the expenditure incurred were for the purpose of the Company's businesses.

Dhaka 25 March, 2010

Ashraf Haque Nabi & Co.
Chartered Accountants



Premiaflex Plastics Limited

Balance Sheet

as at 31 December 2009

	2009 Taka	2008 Taka
Assets		
Property, plant and equipment-at cost	279,818,520	221,824,595
Accumulated depreciation	27,157,746	8,399,555
	252,660,774	213,425,040
Capital work-in-progress	103,786,016	6,122,329
Total non-Current assets	356,446,790	219,547,369
Deferred tax assets		
	1,091,819	3,945,421
Inventories	111,479,887	41,176,641
Advances, deposits and prepayments	9,281,998	14,673,085
Trade debtors	79,367,186	11,798,171
Other receivable	761,852	-
Advance income tax	4,873,243	1,245,234
Receivable from inter-company	26,227,880	-
Cash and bank balance	5,317,722	150,000
Total current assets	237,309,768	69,043,131
Total assets	594,848,377	292,535,921
Equity		
Share capital	40,000,000	40,000,000
Retained earnings	(2,019,698)	(6,775,703)
Total equity	37,980,302	33,224,297
Long term loan	80,630,228	20,024,790
Current liabilities		
Bank overdraft	38,355,812	8,692,696
Intercompany liabilities	212,575,941	80,927,819
Short term bank loan	57,433,479	-
Long term bank loan-current portion	27,417,781	-
Trade Creditors	38,976,891	35,451,737
Creditors and accruals	101,477,943	114,214,582
Total current liabilities	476,237,847	239,286,834
Total liabilities	556,868,075	259,311,624
Total equity and liabilities	594,848,377	292,535,921

Managing Director

Director

Company Secretary

Auditors' Report to the Shareowners
See annexed report of date.

Ashraf Haque Nabi & Co.
Chartered Accountants

Dhaka, 25 March 2010

Premiaflex Plastics Limited

Income Statement

for the year ended 31 December 2009

	<u>2009</u> Taka	<u>2008</u> Taka
Revenue	292,185,216	10,788,665
Cost of sales	(237,079,508)	(19,696,881)
Gross profit	55,105,708	(8,908,216)
Administrative, selling and distribution expenses	(7,819,802)	(696,087)
Operating profit	47,285,906	(9,604,303)
Other income	2,256,100	-
	49,542,006	(9,604,303)
Financing cost	(41,531,894)	(1,116,821)
	8,010,112	(10,721,124)
Provision for contribution to WPPF	(400,505)	-
Profit before income tax	7,609,607	(10,721,124)
Income tax expenses		
Curren tax expenses	-	-
Deferred tax income/ (expenses)	(2,853,602)	3,945,421
	(2,853,602)	3,945,421
Net profit/ (loss) after tax	4,756,005	(6,775,703)



Managing Director



Director



Company Secretary

Auditors' Report to the Shareowners
See annexed report of date.



Ashraful Haque Nabi & Co.
Chartered Accountants

Dhaka, 25 March 2010



Premiaflex Plastics Limited Statement of Cash Flows

for the year ended 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
A) Cash Flows from Operating Activities		
Cash receipts from customers	269,349,624	600,411
Cash receipts from other income	2,256,100	-
	<u>271,605,724</u>	<u>600,411</u>
Cash paid for:		
Purchase of inventory	(285,607,625)	(16,546,831)
Operating expenses	(8,798,644)	1,969,983
Receipts from/(payments to) other creditors	(3,077,407)	111,807,870
Financing cost	(41,531,894)	(1,116,821)
Payments for advances, deposits and prepayments	5,876,160	(9,024,740)
Income tax	(3,628,009)	(1,245,234)
Value Added Tax (VAT)	2,880,452	(7,743,334)
	<u>(333,886,967)</u>	<u>78,100,893</u>
Net cash used in operating activities	<u>(62,281,243)</u>	<u>78,701,304</u>
B) Cash flows from investing activities		
Purchases of property, plant and equipment	(4,533,174)	(151,634,500)
Payments for capital work in progress	(151,124,438)	(75,900,102)
Net cash used in investing activities	<u>(155,657,612)</u>	<u>(227,534,602)</u>
C) Cash flows from financing activities		
Receipts from inter-company	105,420,242	112,178,362
Long term bank loan (paid)/ received	88,023,219	20,024,790
Net cash from financing activities	<u>193,443,461</u>	<u>132,203,152</u>
D) Net increase in cash and cash equivalent (A+B+C)	(24,495,394)	(16,630,146)
E) Cash and cash equivalent at 1 January	(8,542,696)	8,087,450
F) Cash and cash equivalent at 31 December (D+E)	<u>(33,038,090)</u>	<u>(8,542,696)</u>

Premiaflex Plastics Limited

Statement of Changes in Equity

for the year ended 31 December 2009

<u>Particulars</u>	<u>Share capital</u> <u>Taka</u>	<u>Accumulated loss</u> <u>Taka</u>	<u>Total</u> <u>Taka</u>
Balance at 01 January 2008	40,000,000		40,000,000
Net profit/ (loss) for the year		(6,775,703)	(6,775,703)
Balance at 31 December 2008	40,000,000	(6,775,703)	33,224,297
Net profit for the year	-	4,756,005	4,756,005
Balance at 31 December 2009	40,000,000	(2,019,698)	37,980,302



Managing Director



Director



Company Secretary

Auditors' Report to the Shareowners
See annexed report of date.



Ashraful Haque Nabi & Co.
Chartered Accountants

Dhaka 25 March, 2010



ACI Agrochemicals Limited Directors' Report

ACI Agrochemicals Limited is a private limited company incorporated in 2006, a subsidiary with 90% shares owned by Advanced Chemical Industries (ACI) Limited.

The principal activities of the company are to deal with agro-chemical and related products. The company is yet to start its operation.

Key Financial Results

	<u>Taka</u>
Revenue	-
Expenses	(34,254)
Net loss	<u>(34,254)</u>

On behalf of the Board

Dr. Arif Dowla
Managing Director

Dr. F H Ansarey
Director

Dhaka, 20 April 2010



ACI Agrochemicals Limited Auditors' Report to the Shareowners

We have audited the accompanying balance sheet of ACI Agrochemicals Limited as at 31 December 2009 and the related income statement and notes to the accounts for the year then ended. The preparation of these financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Bangladesh Standards on Auditing. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, based on our audit, the financial statements, prepared in accordance with Bangladesh Accounting Standards (BASs), give a true and fair view of the state of the company's affairs as of 31 December 2009 and of the results of its operations for the year then ended and comply with the Companies Act 1994 and other applicable laws and regulations.

We also report that:

- a) we have obtained all the information and explanations which were necessary for the purposes of our audit;
- b) in our opinion, proper books of accounts were maintained by the company so far as it appeared from our examination;
- c) the balance sheet and income statement dealt with by the report are in agreement with the books of account maintained by the company and examined by us; and
- d) the expenditure incurred was for the purposes of the company's business.

Dated, 19 February 2010

A handwritten signature in black ink, appearing to read 'Shiraz Khan Basak', is positioned above a horizontal line.

Shiraz Khan Basak & Co.
Chartered Accountants



ACI Agrochemicals Limited Balance Sheet

as at 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
<u>Assets</u>		
<u>Current assets</u>		
Cash in hand	-	2,000
	-	2,000
<u>Equity and liabilities</u>		
Share capital	20,000	20,000
Accumulated loss	(111,892)	(77,638)
	(91,892)	(57,638)
<u>Current liabilities</u>		
Current Account with ACI Limited	86,892	54,638
Audit fee payable	5,000	5,000
	91,892	59,638
	-	2,000

Managing Director

Director

Company Secretary

Dated, 19 February 2010

Shiraz Khan Basak & CO.
Chartered Accountants



ACI Agrochemicals Limited Income Statement

For the year ended 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Revenue	-	-
Less expenses:		
Amortization of preliminary expenses	-	20,020
Amortization of pre-operating expenses	-	35,320
Office stationery	2,000	-
Audit Fee	5,000	5,000
Govt tax & license fee	27,254	17,298
	<u>34,254</u>	<u>77,638</u>
Net Profit/(Loss)	<u>(34,254)</u>	<u>(77,638)</u>

Managing Director

Director

Company Secretary

Shiraz Khan Basak & CO.
Chartered Accountants

Dated, 19 February 2010



Flyban Insecticides Limited Directors' Report

Flyban Insecticides Limited is a private limited company incorporated in 1991, a subsidiary with 51% shares owned by Advanced Chemical Industries (ACI) Limited.

The company has been dormant for the last ten years. The principal business of the company was manufacturing and marketing of Mosquito coils.

Key Financial Results for the year ended 31 December 2009

	<u>Taka</u>
Revenue	-
Expenses	(9,188)
Net loss	<u><u>(9,188)</u></u>

On behalf of the Board

Dr. F H Ansarey
Managing Director

Sheema Abed Rahman
Director

Dhaka, 20 April 2010

Flyban Insecticides Limited Auditors' Report to the Shareowners

We have audited the accompanying balance sheet of Flyban Insecticides Limited as at 31 December 2009 and the related income statement and notes to the accounts for the year then ended. The preparation of these financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

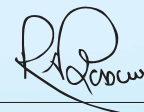
We conducted our audit in accordance with Bangladesh Standards on Auditing. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, based on our audit, the financial statements, prepared in accordance with Bangladesh Accounting Standards (BASs), give a true and fair view of the state of the company's affairs as of 31 December 2009 and of the results of its operations for the year then ended and comply with the Companies Act 1994 and other applicable laws and regulations.

We also report that:

- a) we have obtained all the information and explanations which were necessary for the purposes of our audit;
- b) in our opinion, proper books of accounts were maintained by the company so far as it appeared from our examination;
- c) the balance sheet and income statement dealt with by the report are in agreement with the books of account maintained by the company and examined by us; and
- d) the expenditure incurred was for the purposes of the company's business.

Dhaka, 19 February 2010



Shiraz Khan Basak & Co.
Chartered Accountants



Flyban Insecticides Limited

Balance Sheet

as at 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Assets		
Property, plant and equipment:		
At cost	6,349,299	6,349,299
Total assets:	<u>6,349,299</u>	<u>6,349,299</u>
Equity and liabilities		
Shareholders' equity:		
Share capital	5,000,000	5,000,000
Accumulated loss	(446,180)	(436,992)
	4,553,820	4,563,008
Current liabilities:		
Current Account with ACI Limited	985,314	976,126
Other liabilities	810,165	810,165
	1,795,479	1,786,291
Total equity and liabilities	<u>6,349,299</u>	<u>6,349,299</u>

Sheema Akhmed Rahman
Company Secretary

[Signature]
Managing Director

As per our report of same date.

[Signature]
Shiraz Khan Basak & CO.
Chartered Accountants

Dhaka, 19 February 2010

Flyban Insecticides Limited Income Statement

for the year ended 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Revenue	-	-
Less : Expenses		
Amortization of deferred revenue expenses	-	431,992
Rent rates and taxes	4,188	-
Audit fee	5,000	5,000
	<u>9,188</u>	<u>436,992</u>
Net Profit / (Loss)	<u>(9,188)</u>	<u>(436,992)</u>

Sheema Akhmed Rahman
Company Secretary

Shiraz Khan Basak
Managing Director

As per our report of same date.

Shiraz Khan Basak & CO.
Chartered Accountants

Dhaka, 19 February 2010



Apex Leathercraft Limited Directors' Report

Apex Leathercraft Limited is a private limited company incorporated in 1990 having 100% shares owned by ACI Limited. The company's main revenue comes from rental of its property-ACI Center.

Key Financial Results for the year ended 31 December 2009

	<u>Taka</u>
Revenue	9,912,000
Expenses	(1,509,933)
Change in Fair Value of investment property	(4,126,238)
Profit before interest and tax	4,275,829
Loss before tax	<u>(1,125,651)</u>

On behalf of the Board

Dr. Arif Dowla
Managing Director

Mr. Syed Alamgir
Director

Dhaka, 20 April 2010

Apex Leathercraft Limited Auditors' Report to the Shareowners

We have audited the accompanying balance sheet of Apex Leathercraft Limited as at 31 December 2009 and the related income statement, statement of changes in equity and statement of cash flows for the year then ended. The preparation of these financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Bangladesh Standards on Auditing. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes, examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, based on our audit the financial statements prepared in accordance with Bangladesh Accounting Standards (BAS), give a true and fair view of the state of the company's affairs as at 31 December 2009 and of the results of its operation and cash flows for the year then ended and comply with the Companies Act, 1994 and other applicable laws and regulations.

We also report that:

- a) we have obtained all the information and explanations which were necessary for the purposes of our audit;
- b) in our opinion, proper books of accounts were maintained by the company so far as it appeared from our examination;
- c) the balance sheet and income statement dealt with by the report are in agreement with the books of account maintained by the company and examined by us and
- d) the expenditure incurred was for the purposes of the company's business.

Dhaka, 19 April 2010



M. J. ABEDIN & CO.
Chartered Accountants



Apex Leathercraft Limited Balance Sheet

as at 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
<u>Assets</u>		
Investment property	327,347,287	331,251,514
<u>Current assets</u>		
Advance income tax	1,361,151	871,408
Cash at bank (in operative)	1,357,823	862,223
Cash in hand	3,328	3,328
	-	5,857
Security deposit	210,000	210,000
Total assets	<u>328,918,438</u>	<u>332,332,922</u>
<u>Capital and Liabilities</u>		
<u>Shareholders' equity</u>		
Share capital	222,630,937	223,756,588
Share money deposit	37,010,000	37,010,000
Accumulated profit	25,325,000	25,325,000
	160,295,937	161,421,588
<u>Loan from ACI Limited (Unsecured)</u>		
Non interest bearing	55,416,328	55,416,328
Interest bearing	50,459,089	52,119,777
<u>Current liabilities</u>		
Accrued expenses	412,084	1,040,229
Income tax payable	370,700	998,845
	41,384	41,384
Total liabilities and shareholders' equity	<u>328,918,438</u>	<u>332,332,922</u>

Managing Director

Director

Company Secretary

As per our separate report of even date annexed.

M. J. ABEDIN & CO.
Chartered Accountants

Dhaka, 19 April 2010

Apex Leathercraft Limited

Income Statement

for the year ended 31 December 2009

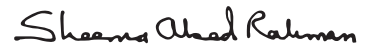
	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
Revenue from		
Investment property rentals	9,912,000	9,912,000
Less : Expenses		
Municipal and land revenue tax	1,084,074	161,448
Audit fee	21,800	20,000
Legal charge	-	20,000
Insurance premium	394,732	552,216
Other expenses	9,327	126,848
	(1,509,933)	(880,512)
Change in fair value of investment property	(4,126,238)	(4,361,196)
Profit/(loss) before interest and tax	4,275,829	4,670,292
Financing cost	(5,401,480)	(6,496,173)
Profit/(loss) before tax	(1,125,651)	(1,825,881)
Provision for tax	-	-
Net profit/(loss) after tax transferred to statement of changes in equity	(1,125,651)	(1,825,881)



Managing Director



Director



Company Secretary

As per our separate report of even date annexed.



M. J. ABEDIN & CO.
Chartered Accountants

Dhaka, 19 April 2010



Apex Leathercraft Limited Statement of Cash Flows

for the year ended 31 December 2009

	<u>2009</u> <u>Taka</u>	<u>2008</u> <u>Taka</u>
A. Cash flows from operating activities		
Cash received from customer	9,912,000	9,912,000
Payment of cost & expenses	(8,035,158)	(7,930,119)
Net cash provided by operating activities	<u>1,876,842</u>	<u>1,981,881</u>
B. Cash flows from investing activities		
Payments for fixed assets	(222,011)	(120,000)
Net cash used in investing activities	<u>(222,011)</u>	<u>(120,000)</u>
C. Cash flows from financing activities		
Interest bearing loan received	(1,660,688)	(1,861,881)
Net cash flows from financing activities	<u>(1,660,688)</u>	<u>(1,861,881)</u>
D. Net cash flow from total activities (A+B+C)	(5,857)	-
Cash balance as at 01 January	9,185	9,185
Cash balance as at 31 December	<u><u>3,328</u></u>	<u><u>9,185</u></u>

Managing Director

Director

Company Secretary

As per our separate report of even date annexed.

M. J. ABEDIN & CO.
Chartered Accountants

Dhaka, 19 April 2010

Apex Leathercraft Limited

Statement of Changes in Shareowners' Equity

for the year ended 31 December 2009

	Share Capital	Share Money Deposit	Accumulated Profit/(loss)	Total
	Taka	Taka	Taka	Taka
Opening balance at 01 January 2008	37,010,000	25,325,000	163,247,469	225,582,469
Net Profit/ (loss) for the year 2008	-	-	(1,825,881)	(1,825,881)
31 December 2008	37,010,000	25,325,000	161,421,588	223,756,588
Net Profit/(loss) for the Year 2009	-	-	(1,125,651)	(1,125,651)
31 December 2009	37,010,000	25,325,000	160,295,937	222,630,937



Managing Director



Director



Company Secretary

Dhaka, 19 April 2010

M. J. ABEDIN & CO.
Chartered Accountants

As per our separate report of even date annexed.







Corporate Directory

Registered Office

ACI Centre
245 Tejgaon Industrial Area
Dhaka 1208
Phone : (8802) 9885694
Fax : (8802) 9884784, 9886029

Share Office

9 Motijheel C/A
Dhaka 1000
Phone : (8802) 9556254
Fax : (8802) 9565257

Manufacturing Facilities

1. **Pharmaceuticals Plant**

7 Hajiganj Road, Narayanganj
Phone : (8802) 7630496, 7630525, 7630493
Fax : (8802) 7630524

2. **ACI Salt Limited**

Murapara, Rupganj, Narayanganj
Phone : (06725) 56028
Fax : (06725) 56017

3. **ACI Foods Limited**

Kutirchar, Bhadrachhat
Kamarkhand, Sirajgonj
Phone : 01730024407

4. **ACI Pure Flour Limited**

6/3 Dewli Chowrapara,
Bondor, Narayanganj
Phone : 7661419
Fax : 7661420

5. **ACI Napkin Plant**

Nil Nagar, Konabari, Gazipur
Phone : 01730007780

6. **Premiaflex Plastics Limited**

Kewa Poschim Khondo,
Mouna, Sreepur, Gazipur
Phone : 01730028466



Advanced Chemical Industries Limited

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

PROXY FORM

I/We _____
of _____
being a Member of Advanced Chemical Industries 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 37th Annual General Meeting of the Company to be held on Wednesday, 16 June 2010 at 9:00 a.m. and/or at any adjournment thereof.

As witness my hands this _____ day of _____ 2010.

Signature on
Tk. 10
Revenue Stamp

(Signature of the Proxy)

(Signature of the Shareowner)

Registered Folio / BO ID No. _____

No. of Shares held _____

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.



Quality Policy

One of our important vision is to provide products and services of high and consistent quality, ensuring value for money to its customers.

To attain the Vision ACI will:

Aim to achieve business excellence by understanding, accepting, meeting and exceeding customer expectations.

Follow International Standards on Quality Management System to ensure consistent quality of products and services to achieve customer satisfaction. ACI will also meet all national and regulatory requirements relating to its current businesses and ensure that current Good Manufacturing Practice (cGMP) as recommended by World Health Organisation is followed for its pharmaceutical operations and all other guidelines and best practices relating to its other businesses.

Commit itself to quality as the prime consideration in all its business decisions. All employees of ACI must follow documented procedures to ensure compliance with quality standards.

Develop the pool of human resources of the Company to their full potential and harnessed through regular training and their participation in seeking continual improvement of the Quality Management System.



Environmental Policy

ACI Limited is committed to formulate and conduct all its operation in an environmentally friendly manner ensuring continual improvement in the utilisation of resources and prevention of pollution or degradation of the environment.

In pursuit of this Goal, ACI will:

- Comply with all local and national legislations.
- Conserve natural resources like water and energy for sustainable development, and adopt environmentally safe processes.
- Ensure appropriate treatment of all effluents prior to discharge.
- Ensure appropriate communication with internal and external interested parties on environmental issues.
- Create awareness on environmental issues among our employees and contractors.
- Ensure waste management in an environmentally responsible manner through continuous upgradation of technology.

Safety, Health and Environment (SHE) Policy

ACI is committed to conduct all its operations in a manner that is protective of the environment, health and safety of employees, customers and the community. To this end, the company has already obtained ISO 14001 Certification for Environmental Management System. ACI will provide the resources to educate and involve every individual in the Company in achieving this objective. In fulfillment of this commitment, we shall maintain a continuing effort to adhere to the following principles.

Principles

- We believe that all accidents, incidents and work-related ill health are preventable and we will manage our business with this aim including the provision of adequate resources for the prevention and control of major accident.
- We will investigate all workplace accidents and illnesses in order to promptly correct any unsafe conditions or practices, and to prevent repetition of these occurrences.
- As an absolute minimum we will comply with all national regulations but in addition will set our own stringent internal corporate standards on matters relating to safety, health and the environment, and endeavour to strictly adhere to them.
- We will continue to improve communication and exchange views with employees, employee representatives, customers, contractors, suppliers, neighbours and any other individual or organisation affected by our business.
- We will integrate SHE considerations into business planning and decision-making.
- We will continue to innovate in order to improve our products and processes so that their effect on safety, health and the environment is reduced.
- We will increase shareowner value through SHE excellence.

Issued by ACI SHE Committee



Advanced Chemical Industries Limited
ACI Centre, 245 Tejgaon Industrial Area, Dhaka 1208



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