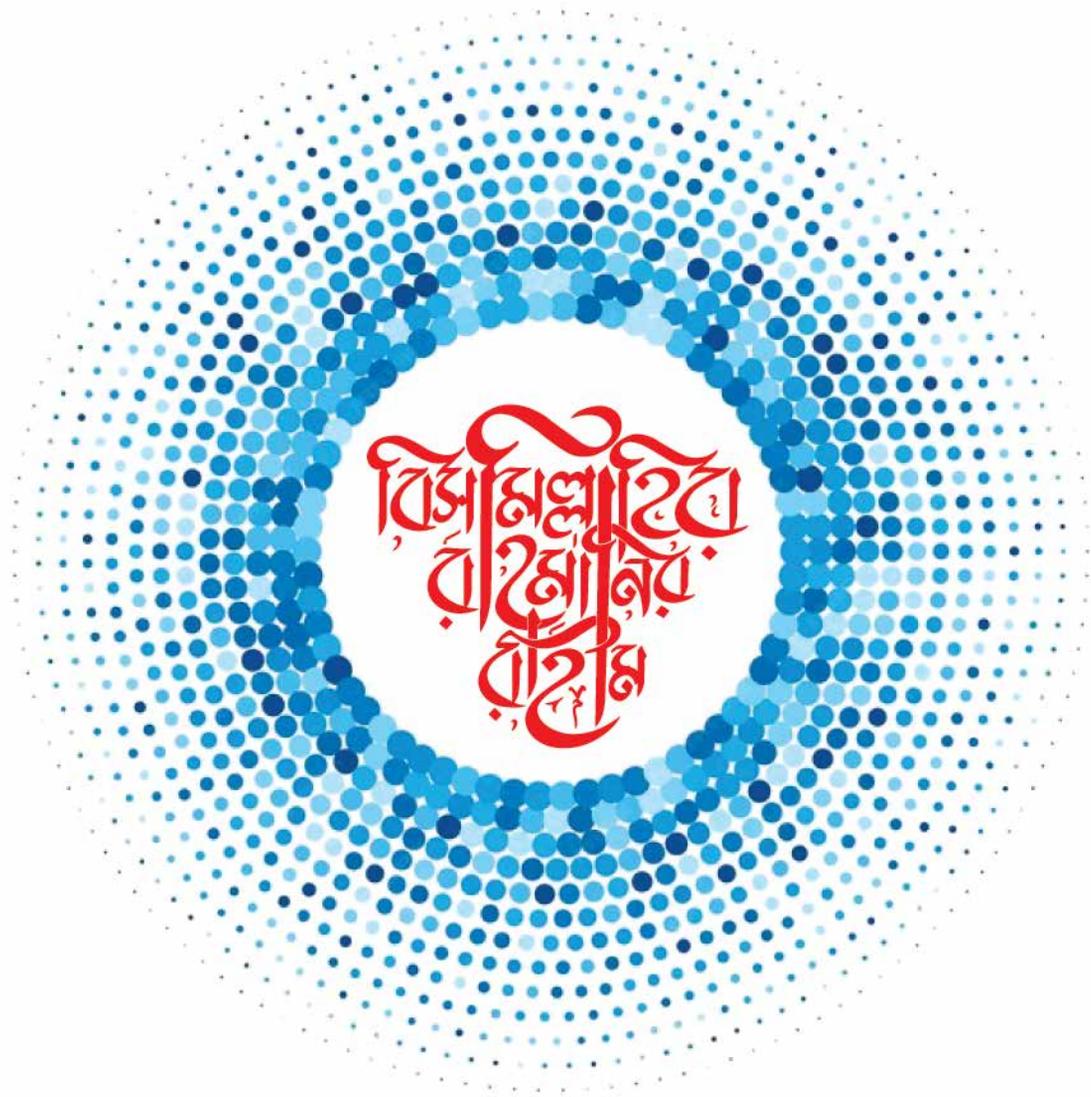


# ANNUAL | 2023 REPORT | 2024



**SILCO PHARMACEUTICALS LIMITED**

[www.silcopharma.com](http://www.silcopharma.com)





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LETTER OF TRANSMITTAL

To Shareholders

Bangladesh Securities and Exchange Commission (BSEC)

Registrar of Joint Stock Companies & Firms (RJSC)

Dhaka Stock Exchange Ltd. (DSE)

Chittagong Stock Exchange PLC

All other stakeholder

**Subject: Annual Report for the year ended June 30, 2024**

Dear Sir(s)

We are pleased to enclose a copy of Annual Report together with Audited Financial statements of the company including Statement of Financial Position as at 30 June 2024, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year ended 30 June 2024 along with notes to the Financial Statements thereon for your necessary measures and record.

Sincerely Yours,

Sd/-

**Tingku Ranjan Sarker**

Company Secretary



To. \_\_\_\_\_

**SILCO PHARMACEUTICALS LIMITED**  
Head Office: 41, Nurani, Ban Kalapara, Subid Bazar, Sylhet-3100



**Mission:**

We are committed to developing safe and effective pharmaceuticals products for the people.

**Vision:**

To discover, develop and deliver innovative Medicines that help patients prevail over serious diseases.

# Notice of the 29<sup>th</sup> Annual General Meeting

## Silco Pharmaceuticals Limited

41, Nurani, Ban Kalapara, Subid Bazar, Sylhet-3100.

Notice is hereby given to all the Shareholders of **Silco Pharmaceuticals Limited** that, the 29<sup>th</sup> Annual General Meeting (AGM) of the Company will be held on **Thursday, 16<sup>th</sup> January 2025 at 11:30 A.M.** by Hybrid System in combination of both online (using digital platform through the link <https://silcophl29.hybridagmbd.net>) and physical presence at **Registered office: 41, Nurani Ban Kalapara, Subid Bazar, Sylhet -3100** as per BSEC order BSEC/CMRRCR/2009-193/08 dated: March 10, 2021 and to transact the following business.

### AGENDA:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 30 June 2024, together with the report of the Directors' and Auditors' thereon;
2. To declare dividend for the year ended June 30, 2024 as recommended by Board of Directors;
3. To appoint Statutory Auditors for the financial year 2024-2025 and to fix their remuneration;
4. To appoint Compliance Auditors for the financial year 2024-2025 and to fix their remuneration;
5. To elect/re-elect the Directors who will retire by rotation as per relevant provisions of Article of Association;
6. To transact any other business with the permission of the Chair.

By order of the Board

Sd/-

Dated: Dhaka  
December 24, 2024

**TingkuRanjanSarker**  
Company Secretary

### Notes:

1. The Shareholders whose names will appear in the Share Register of the Company or Depository Register of CDBL as on the **Record Date i.e. December 08, 2024** will be eligible to attend the 29<sup>th</sup> Annual General Meeting (AGM) and qualify for the dividend
2. A member entitled to attend and vote at the Annual General Meeting may appoint a Proxy to attend and vote in his/her behalf. Proxy form must be affixed with requisite revenue stamp of Tk.20 and must be submitted at the registered office of the Company or through e-mail: [info@silcopharma.com](mailto:info@silcopharma.com), not more than 48 hours before the time fixed for the meeting.
3. Written queries, if any, expected to be replied at the 29<sup>th</sup> Annual General Meeting on the Directors' and Auditors' Reports and Audited Accounts for the year ended June 30, 2024 should reach at the share department of the company at least 3 days before the meeting for the sake of convenience of appropriate explanation.
4. The member will be able to submit their question/ comments through virtual link 24 hours before commencement of the AGM and during the AGM. For logging into the system, the members need to put their 16-digit beneficiary owner (BO) ID/Folio number and other credentials as proof of their identity by visiting the link <https://silcophl29.hybridagmbd.net>
5. Shareholders bearing BO ID are requested to update the particulars of Bank A/C, e-mail address, change of address and 12-digit Tax payers' identification number (e-Tin) through their depository participant (DP) to avoid deduction of 15% tax instead of 10% for individuals as per Section 117 of the Income Tax Act 2023.
6. As per notification of BSEC, the soft copy of Annual Report will be sent to the shareholders' e-mail address available in their BO Accounts maintained by the Depository Participant (DP). The soft copy of Annual Report Financial Year 2023-2024 and Proxy Form will also be available in the company's website at <http://www.silcopharma.com>. The shareholders may also collect the printed copy of Annual Report Financial Year 2023-2024 from the registered office of the company.
7. The concerned brokerage Houses/DP's are requested to provide us a statement with the details (shareholders' Names, BO ID Numbers, Client-wise shareholding position, Gross Dividend Receivables, applicable tax rate and Net Dividend Receivables) of their Margin Loan Holders who hold company's share, as on the 'Record Date' along with the name of the contact Person in this connection, to the company's share/registered office on or before 5<sup>th</sup> January 2025. The Merchant Banks and Depository Participants (DP) are also requested to provide us with their Bank Names, Account Numbers and Routing Numbers etc. The brokerage Houses/DP's are requested to provide us with the record date shareholding/margin statement via e-mail [cfo.silcopharma@gmail.com](mailto:cfo.silcopharma@gmail.com) /[info@silcopharma.com](mailto:info@silcopharma.com) and hard copy courier to the company office. **Please contact at +8801623618639 for any queries.**

**N.B.** In compliance with the Bangladesh Securities and Exchange Commission's circular no. SEC/CMRRCD/2009-193/154 dated October 24, 2013, and the listing Regulations of Stock Exchanges, no gift/gift coupon/food box/benefit in cash or in kind shall be distributed/ paid to the shareholders for attending the ensuing 29<sup>th</sup> Annual General meeting.

Profile of Board of Directors



Mrs. Naim Fatema  
Chairman



Dr. Md. Badrul Haque Rukan  
Managing Director



Prof. Dr. Md. Azizur Rahman  
Director



Dr. Gulshan-E-Jahan  
Director



Prof. Dr. Md Harunur Rashid  
Director



Prof. Dr. Faisal Ahmed  
Director



Dr. Mahmudul Majid Chowdhury  
Director



Prof. Dr. Aminur Rahman  
Lasker  
Independent Director



Dr. Syed Borhan Uddin  
Independent Director

## **DIRECTORS BACKGROUND:**

### **Mrs. Naim Fatema**

Chairman, Silco Pharmaceuticals Ltd.

Mrs. Naim Fatema is the Chairman of Silco Pharmaceuticals Ltd. She was born in a respectable Muslim family at Sylhet in 1954. Mrs. Fatema completed her BA (Hons) and MA in Sociology and started her professional career in the field of teaching profession and now she is the Head Mistress of M.C College Shisu Biddaloy, Sylhet. Mrs. Fatema is also a Director of North East Medical College. She visited many countries including UK, USA, India, Bangkok, Malaysia etc. on business and personal tour.

### **Dr. Md. Badrul Haque Rukan**

Managing Director, Silco Pharmaceuticals Ltd.

Prof. Dr. Md. Badrul Haque Rukan, is the Director of the company since inception. He was born in a respectable Muslim family at Sylhet in 1953. He is employed as a Managing Director of the company. Mr. Rukan is a prominent Child Specialist in Sylhet city; completed his MBBS, DCH from DUB, also achieved MRSH degree from London. After obtaining his MBBS Degree he engages himself in his own profession and simultaneously engages in relevant business sector and serving efficiently in medical, Pharmaceuticals industry and profession for more than 39 years. He has long experience involving in Pharmaceuticals industry with particular experience in product development and marketing. Dr. Rukan is also involved with many social organizations and visited many countries including UK, USA, India, Bangkok, Malaysia, Singapore etc. on business and personal purpose. He is also the director of Park View Medical College and National Diagnostic Centre situated in Sylhet.

### **Prof. Dr. Md. Azizur Rahman**

Director, Silco Pharmaceuticals Ltd.

Dr. Azizur Rahman is a Director Silco Pharmaceuticals Ltd. and he has extensive experience working with pharmaceuticals Industry. He was born in a respectable Muslim family at Sreemangal in 1947. He is a professor of Child Health of North East Medical College & Hospital. Dr. Azizur Rahman is also a sitting Chairman and Director of Al-Amin Dental College, Sylhet. During his career as a medical professional he has awarded many degrees in Bangladesh and overseas. He completed his MBBS and DTM & H from Dhaka Medical College & Hospital and achieved MRSH degree from London, UK.

### **Dr. Gulshan-E-Jahan**

Director, Silco Pharmaceuticals Ltd.

Dr. Gulshan-E-Jahan, aged is the Director of the company. She was born in a respectable Muslim family at Sylhet in 1965. She has completed her MBBS degree from Bangladesh and subsequently achieved FCPS. She is employed in North East Medical College & Hospital as an Assistant Professor in Department.

### **Prof. Dr. Md. Harunur Rashid**

Director, Silco Pharmaceuticals Ltd.

Prof. Dr. Md. Harunur Rashid is one of the renowned and famous ENT specialists in Bangladesh, born in 1955. He has completed MBBS and DLO from Dhaka Medical. He is involved in Silco Pharmaceuticals Ltd. since inception of the Company and advising in product & market development. He is a former Vice Principal and head of the ENT department of Sylhet MAG Osmani Medical College, Sylhet. Prof. Dr. Md. Harunur Rashid visited many countries including UK, USA, Japan, China, India, Thailand, Malaysia and many others.

**Dr. Mahmudul Majid Chowdhury**

Director, Silco Pharmaceuticals Ltd.

Dr. Mahmudul Majid Chowdhury is a Medicine Specialist trained from overseas countries. He was born in a respectable Muslim family at Sylhet in 1953. He has completed his MBBS and DIM in Internal Medicine from Bangladesh and subsequently trained from Royal Post Graduate Medical College. Dr. Chowdhury also received Specialist Training in Medicine from London Hammersmith Hospital, UK. He has vast experience and knowledge about Internal Medicine. He also worked as a Medicine specialist in Sylhet MAG Osmani Medical College Hospital, Sylhet.

**Prof. Dr. Faisal Ahmed**

Director, Silco Pharmaceuticals Ltd.

Prof. Dr. Faisal Ahmed has completed MBBS and FCPS in Medicine. He was born in a respectable Muslim family at Sylhet in 1954. He is currently employed as a Professor and Head of Medicine Department in Sylhet Women's Medical College, Sylhet. He is also a Director of Sylhet Women's Medical College, National Diagnostic Centre and Mount Adora Hospital. He has 33 years of experience in Medicine.

**Dr. Syed Burhan Uddin,**

Independent Director, Silco Pharmaceuticals Ltd.

Dr. Syed Burhan Uddin (MBBS), DPH (London), he is an Independent Director of Silco Pharmaceuticals Ltd, born in 1948. He has more than 35 years' experience working with pharmaceuticals Industry and he has also long experience in business sector. He is holding the position of Director of Parkview Health Care (Pvt.) Ltd. & Shahjalal Medical Services. He has been awarded many degrees in Bangladesh and overseas. Dr. Burhan Uddin visited the USA, Canada, India, Malaysia and many other countries.

**Prof. Dr. Md. Aminur Rahman Laskar,**

Independent Director, Silco Pharmaceuticals Ltd.

Dr. Md. Aminur Rahman Laskar is an Independent Director of Silco Pharmaceuticals Ltd. Born in 1953. Dr. Rahman is ex-professor of Department of Cardiology in MAG Osmani Medical College Sylhet and he has more than 34 years' experience working with business and pharmaceuticals Industry. Dr. Rahman is holding a position of General Secretary of National Heart Foundation Sylhet, Director of Al Haramain (Pvt.) Hospital Limited & Mount Adora Hospital Sylhet. During his career as a medical professional, he has been awarded many degrees in Bangladesh and overseas. Dr. Rahman visited the UK, USA, India, Thailand, and many other countries.

### Corporate Directory

Name of the company	Silco Pharmaceuticals Limited
Company Logo	
Legal Position	Public Limited Company
Date of Incorporation	January 25, 1995
Company Registration Number	C-27781(1627)/95
Commencement of Commercial Operations	October 30, 2003
Corporate & Registered Office	41, Nurani Ban Kalapara, Subid Bazar, Sylhet -3100
Factory Address	BSCIC Industrial Estate, Khadimnagar, Sylhet -3103, Bangladesh.
Website address	www.silcopharma.com
E-mail Address	info@silcopharma.com
Nature of Business	Silco Pharmaceuticals limited has engaged in manufacturing and marketing of pharmaceuticals finished product in the categories of Antibiotics, Analgesics, Anti diabetics, Narcotics, Antipyretics, Anti -inflammatory Drugs, Antiulcerants, Multi medicines which are sold in local market and in international market respectively
Convert into Public Limited Company	N/A (Incorporated as a public limited company)
Opening date of Subscription on IPO	March 07, 2019
Closing date of Subscription on IPO	March 19, 2019
Listing in DSE & CSE	25 April 2019 & 30 <sup>th</sup> April 2019
Trading started on DSE & CSE	June 13, 2019
Electronic Shares	Yes
Face Value	Taka 10.00
Authorized Capital	Taka 1,050,000,000 divided into 105,000,000 ordinary shares of Taka 10 each.
Paid up capital	Taka 1,038,070,000 divided into 103,807,000 ordinary shares of Taka 10 each.
Import Registration Certificate	260391120003220
Export Registration Certificate	260391210010120
Trading Code	SILCOPHL
Total Directors	9 (Nine ) Directors including 02 (two) independent Directors
Chairman	Mrs. Naim Fatema
Managing Director	Dr. Md. Badrul Haque Rukan
Company Secretary	Mr. Tingku Ranjan Sarker
Chief financial Officer	Mr. Monjur Alam
Statutory Auditor	Islam Quazi Shafique & Co., Chartered Accountants Principal office: Al-Haj Shamsuddin (4 <sup>th</sup> Floor), Room # C, 17, New Eskaton Road, Mogbazar, Dhaka-1000.
Compliance Auditor	FAMES & R, Chartered Accountants Hossain Tower (11 <sup>th</sup> floor), 116 Naya Paltan, Box Culvert Road, Dhaka-1000
Membership	Bangladesh Association of Publicly Listed Company ( BAPLC) Bangladesh Association of Pharmaceuticals Industries (BAPI)

## Corporate Review

### (a) Board of Directors

Mrs. Naim Fatema	: Chairman
Dr. Md. Badrul Haque Rukan	: Managing Director
Prof. Dr. Md. Azizur Rahman	: Director
Dr. Gulshan-E-Jahan	: Director
Prof. Dr. Md. Harunur Rashid	: Director
Dr. Mahmudul Majid Chowdhury	: Director
Prof. Dr. Md. Faisal Ahmed	: Director
Prof. Dr. Aminur Rahman Laskar	: Independent Director
Dr. Syed Burhan Uddin	: Independent Director

### (b) Audit Committee:

Dr. Syed Burhan Uddin	: Chairman
Prof. Dr. Md. Harunur Rashid	: Member
Prof. Dr. Md. Azizur Rahman	: Member
Mr. Tingku Ranjan Sarker	: Secretary of the Committee

### (c) Nomination & Remuneration Committee:

Prof. Dr. Aminur Rahman Laskar	: Chairman
Prof. Dr. Md. Faisal Ahmed	: Member
Dr. Mahmudul Majid Chowdhury	: Member
Tingku Ranjan Sarker	: Secretary of the Committee

### (d) Bankers to the Company:

The City Bank Limited  
The Pubali Bank Limited  
The Prime Bank Limited  
The Bank Asia Limited  
The AB Bank Limited  
Dutch-Bangla Bank Limited  
Al-Arafah Islami Bank Limited





## MESSAGE FROM THE CHAIRMAN

Bismillahir Rahmanir Rahim

Respected Members, Shareholders and Other stakeholder,

Assalamualaikum

It is a great honour and privilege to welcome you on behalf of the board of the directors to the 29th Annual General Meeting of the Silco pharmaceuticals limited and submits before you the annual report containing audited financial statement and reports for the year ended 30 June 2024 for the year consideration and approval.

You are all aware that, all the activities of the company are success to depends on the financial stability of the nationally and globally but the present situation are not well. During the financial year 2023-2024, we are passing very worse situation nationally and globally due to Russia-Ukraine war. In consequence of we were falling under economic crisis nationally and globally. We hope to overcome this global unstable situation very soon.

Besides you know that, due to the dollar crisis and Russia-Ukraine war has seriously affected globally and nationally. In this reason, our company has decreased its turnover to Taka 410.10 million up by 11.75% from the previous year but non-operating income has decreased compared to previous year. The net profit after tax has to taka 45.87 million which 33.72% lower than previous year.

Even after a hundred adversities, it has performed to well comparatively our business for the year 2023-2024. We believe that our endeavors and teamwork have enabled the Company to maintain its profitability under competitive industry scenario. Our relentless endeavor is to create value for investment of the shareholders who have pledged their trust on us over the years.

During the year 2023-2024, the Company has maintained its stable profit from operation. It is expected that positive trend will continue in the upcoming years. Based on performance and business results the Board has recommended 1% Cash dividend for all the general shareholders, independent directors & sponsors except the directors for the year 2023-2024.

Silco Pharmaceuticals Limited recognizes that its people are its most valuable asset. Accordingly, company continued its programs for development of its human resources being the key contributor to company's success. We value the contributions of our employees to the organization and adopted policy to reward them accordingly.

While concluding, I express my gratitude to the dedicated workforce and management team of your company for their dedication and commitments towards customers which added value in the successful performance 2023-2024. I also believe that your management team and your people are always ready to meet the challenges ahead. I would also like to thank the members of the Board of Directors for their continued support to the Management of the Company. I express my sincere thanks to all of the Shareholders of the company for their continued trust and confidence on us.

We are grateful to our valued customer, Suppliers , well-wishers, Bangladesh Securities and Exchange commission (BSEC), Dhaka stock exchange Limited (DSE), Chittagong Stock Exchange Limited (CSE), Central depository Bangladesh Limited (CDBL), Registrar of joint stock companies and Firms (RJSCF), National Board of Revenue (NBR), Bangladesh Association of Publicly Listed Company (BAPLC) other relevant authorities of Government, Bank & Financial Institutions, and other service agencies and stakeholders for their decent support and cooperation for achieving the results of the company

Thanking you all with wishes of a peaceful prosperity and good health. Lastly, I pray to the almighty Allah to bless us with success and help us in our endeavor marching towards a bright future and benevolence to our people as a whole.

Sincerely Yours,

নাইম ফাতেমা

**Mrs. Naim Fatema**

Chairman

## MANAGING DIRECTOR STATEMENT.

Bismillahir Rahmanir Rahim  
Respected Shareholders and Other Stakeholders,



Assalamualaikum

This is a great moment for me to be here with you at the 29<sup>th</sup> Annual General Meeting of Silco Pharmaceuticals Ltd. On behalf of the Board of Directors and myself, I express my earnest appreciations and profound gratitude to you for your enormous support and coordination. It is also my privilege to present you Company's Annual Report for the year ended June 30, 2024 along with our business performance. We are always trying to create the value for investment of the shareholders who have pledge their trust on us over the years.

You are all aware that most of the companies in the country's manufacturing sector are passing challenging time .our company is not an exception to this; it is struggling hard in doing good business due to multifaceted crises like rising raw material prices, production costs, higher electricity and fuel costs and high inflation. The sales of the company have decreased and profits have also been affected due to the excessive increase in production costs. Most of the companies are conservative position to reinvest now because of reduced profits viewing the probable uncertainties.

Pharmaceutical sector is one the fastest growing industry and creating the enormous scope for better economic development of the country. Whereas economic development is undoubtedly a key determinant of market growth, it is not upfront to quantify the relationship of an exogenous factor such as GDP growth rate, with market growth because of the multitude of a variety of factors influencing performance.

Dear valued shareholders, the Earnings per Share (EPS) for the year 2023-2024 is BDT 0.44 compared to previous year's EPS of BDT 0.67 During the year Return on Equity (ROE) is 1.95% and previous year the Return on Asset (ROA) is 1.63%. Taking into account the financial performance of the company this year, our Board has recommended 1% Cash Dividend to be appropriated from the profits to the shareholders for the financial year 2023-2024. An analysis of the Company's financial position as a standalone position indicates a satisfactory growing position while the total assets have increased during 2023-2024 over the previous year by 1.95%. The company has no short- & long-term loan. The liquidity position as determined by the current ratio remains highly comfortable at above 3.39% during the year.

Regarding the fiscal year 2023-2024 we are pleased with our overall performance of pharmaceutical business. In June 2019 year, we have become a publicly listed company of Dhaka and Chittagong Stock Exchange Ltd. with gratitude to all respect personnel related to stock exchanges, banks, auditors, issue managers, media and specially the investors of all over Bangladesh having faith and showing keen interest to have share with our company. Looking at the performance of each molecule, it is clear that the prospects of endogenous growth remain good in Bangladesh. The examples of relatively old molecules which have experienced growth spurts in the local market simply because of the backing of strong and sustained promotional programs.

As we have mentioned in the last few years, achieving growth year after year in the pharmaceutical business is becoming unite a challenge due to the scarcity of new pharmaceutical products in the world. We have also stressed that in this environment of low R&D productivity, it has become increasingly important to efficiently utilize the full potential of existing product portfolio. We believe that our endeavors and team work have enabled the Company to maintain its profitability under competitive industry scenario.

Silco Pharmaceuticals Ltd. truly believes that its people are its most valuable assets. Accordingly, the Company continued its programs for development of its human resources being the key contributor to Company's success. We value the contributions of our employees to the organization and adopted policy to reward them accordingly.

At Silco Pharmaceuticals Ltd. we are working for a better future for our stakeholders, buyers, employees and society at large. At this occasion, I would like to thank the employees, without their efforts and commitments we would not have earned such a strong business position. I would also like to extend my gratitude to the Bangladesh Securities & Exchange Commission, Dhaka Stock Exchange Limited, Chittagong Stock Exchange Limited, Registrar of Joint Stock Companies and Firms, National Board of Revenue, Central Depository Bangladesh Limited, Bangladesh Association of Publicly Listed Company (BAPLC) and our numerous shareholders for their valuable guidance, support and cooperation at the time of our needs. Our commitment is to attain our cherished mission through execution of prudent business strategies while ensuring that we contribute positively towards the furtherance of our national economy.

Sincerely Yours



**Dr. Md. Badrul Haque Rukan**  
Managing Director

## Director's Report to the Shareholders

Bismillahir Rahmanir Rahim

Respected Shareholders

Assalamualaikum,

On behalf of the Board of Directors of Silco Pharmaceuticals Limited (SPL), I welcome you all to the 29<sup>th</sup> Annual General Meeting (AGM). It is our pleasure to appear before you the Audited Financial Statements of the Company for the year ended June 30, 2024, Auditors' Report and the Directors' Report thereon along with Company's performance and other matters in terms of Companies Act 1994, listing regulations of DSE and CSE, the guidelines issued by Bangladesh Securities and Exchange Commission (BSEC) and International Accounting Standards and other applicable rules & regulations.

### Background

Silco Pharmaceuticals Limited was incorporated as a public limited company on 25<sup>th</sup> January, 1995 Vide Registration No. C-27781(1627)/95 with Register of Joint Stock Companies and Firms (RJSC) in Bangladesh under the Companies Act, 1994 and started its commercial operation on 30<sup>th</sup> October, 2003. Silco Pharmaceuticals Limited has engaged in manufacturing and marketing of pharmaceuticals finished products in the categories of Antibiotics, Analgesics, Anti diabetics, Narcotics, Antipyretics, Anti-inflammatory Drugs, Antiulcer ants, Multi medicines which are sold in local market & International market. The Company went for Initial Public Offering of shares in 10<sup>th</sup> April 2019. The Company was listed with Dhaka Stock Exchange Limited (DSE) on 25 April 2019 and Chittagong Stock Exchanges Limited (CSE) on 30 April 2019. The Authorized capital of the company is Tk. 1050 million and paid-up capital Tk. 1038.07 million as at June 30, 2024.

### Main objective of the company

The Company's main objective is to play the role usually offering the healthcare service of highest standard through production and marketing of quality pharmaceuticals finished products in Bangladesh and Abroad.

### Business Activities

During the reporting period, there is any changes haven't been occurred that effect on the financial performance or result and financial position. During the reporting year EPS is Tk. 0.44 which was Tk. 0.67 in last year, revenue Tk. 410.10 million which was Tk. 464.69 million in last year, NOCFPS is Tk. 0.81 which was Tk. 1.74 in last year and NAV is Tk. 22.66 which was Tk. 22.35 in last year.

The operating financial results of the Company for the year 2023-2024 as compared to previous year are summarized hereunder

Particular	2023-2024	2022-2023
Turnover	410,102,396	464,695,705
Gross Profit	132,240,384	146,306,046
Financial Expenses	110,663	126,299
Non-Operating Income	1,213,812	22,384,901
Net Profit Before Tax (NPBT)	59,349,778	89,244,217
Provision for Taxation	13,470,721	20,022,933
Net Profit After Tax (NPAT)	45,879,058	69,221,284
Gross Margin (Turnover)	32.25%	31.48%
Net Margin Before Tax	14.47%	19.20%
Net Margin After Tax	11.19%	14.90%
Earnings Per Share (EPS) BDT	0.44	0.67
Number of Shares used to compute EPS	103,807,000	103,807,000

## **The Board of Directors**

The Board of Directors is the highest governance body of the Company and represents the interests of all shareholders and stakeholders, irrespective of who elected its directors. The Board of the company comprises with 9 (Nine) Directors, of whom 7 (seven) directors and 2 (Two) independent directors. Corporate Governance Code of Bangladesh Securities and Exchange Commission (BSEC) vide reference no. BSEC CMRRCD 2006-158/207/Admin/80, dated 03 June, 2018. The Board's essential role is to approve the Company's strategy and oversee compliance.

## **Industrial Prospects**

Silco Pharmaceuticals Limited tried to maintain the continuity of its productivity and best ethical standard of business affairs preferring the principles of sustainable development in the year under review. Alhamdulillah

The Company has been able to hold its customer satisfaction upright providing the quality products with competitive price in the competitive business environment. The Company gives the utmost importance in extending business activities through supply of products as per demand keeping in view of future challenge depending on the modern technology.

## **Pharmaceuticals Market of our Country**

The pharmaceutical industry in Bangladesh is moving forward with great potential as 98% of the country's total demand for medicine is being met by domestic pharma industries. In addition to meeting the domestic demand, the companies also export medicines to several countries of the world. Besides, Bangladesh ranks 71st out of 134 countries in the world in terms of global pharmaceutical exports. As per market analysis by the Bangladesh Investment Development Authority (BIDA), the demand for healthcare services is growing of about 10% annually.

## **Business Analysis**

During the year 2020-2024 was a challenging year not only for the company but also for the entire world affected by the Coronavirus (COVID-19) & Russia-Ukraine war. The COVID-19 outbreak has greatly impacted the macroeconomic performance of the country as well as its operation and financial position.

The year under review, in spite of severe competition and distresses of Russia-Ukraine war prevailed in the national and international business area, we have been able to maintain an overall Progressive growth trend due to timely action taken by the Board of Directors, managing the finance efficiently through visionary steps and ensuring proper investment procedures.

As a result, it becomes easy and usual to produce quality medicine and deliver the same at the doorsteps of the customers. The company has played a significant role in applying modern technology ensuring quality control, smooth distribution, and delivery of the medicine to the patients and customers.

In the year 2023-2024 EPS stood Tk. 0.44 which was Tk. 0.67 in 2022-2023. In the year 2023-2024 under review Net Asset Value (NAV) per share is Tk. 22.66 which was Tk. 22.35 in the year 2022-2023 and NOCFPS per share stood Tk. 0.81 in the current year which was Tk.1.74 in the year 2022-2023. It is mentionable here that the decrease NOCFPS arose due to decrease of net cash flows from operating activities in the current year. Net Asset Value (NAV) increase in during the year compare to previous year due to increase of shareholders equity. EPS decrease in during the year compare to previous year due to decrease net profit after tax

## **Dividend Distribution Policy of the Company**

The Board of directors of the company of Silco pharmaceuticals Ltd. sincerely believes that at the end of annual operation of the company, the benefit of dividend is given to the shareholders after retaining a portion of earnings so that the company can maintain the ability for future expansion and also extending facilities to the shareholders in future. The Board of director of the company keeping this policy in mind, the company management has declared the dividend giving importance on a balance between the present expectation of the shareholders and of potential beneficiaries considering all relevant applicable laws and best practices in this connection.

Pursuant to the Dividend related Directive issued by Bangladesh Securities and Exchange Commission (BSEC) on January 14, 2021, the Company has adopted the Dividend Distribution Policy. The Dividend Distribution Policy is stated of the Annual Report 2024 and is also uploaded in our Company's website.

**Unpaid or Unclaimed Dividend:**

The following summary of the unpaid or unclaimed dividends;

Pursuant to the Bangladesh Securities and Exchange Commission's (BSEC) Directive no. BSEC/CMMRCD/2021-386/03 dated January 14, 2021 and Bangladesh Securities and Exchange Commission Capital Market Stabilization Fund (CSMF) Rules, 2021, the company has required transfer amount of Taka to this fund, since the company unclaimed/unpaid dividend start from the year 2019.

Year wise unclaimed/undistributed/unsettled dividend amount is stated bellows:

Up to June 30, 2023	
Years	Unpaid or Unclaimed Dividend Amount
2023	Taka 486,727.90
2022	Taka 533,693.11
2021	Taka 801,879.00
2020	Transferred to CMSF
2019	Transferred to CMSF

**Appointment of Statutory Auditors**

M/s Islam Quazi Shafique & Co., Chartered Accountants, existing statutory auditors of the company, audited the Accounts for the year 2023-2024, M/s Islam Quazi Shafique & Co., Chartered Accountants will retire at the 29<sup>th</sup> Annual General Meeting. The board of directors has recommended a board of directors meeting held on October 31 2024 for new appointments as statutory auditors Islam Jahid & Co., Chartered Accountants, Dhaka office-1: Hassan Plaza, (ATN News Building), 53, Kawran Bazar C/A, (5<sup>th</sup> & 10<sup>th</sup> Floor), 5-C & 11-A, Dhaka-1215 has given their expression of interest to be new appointed as statutory auditors for the financial year 2024-2025.

The Audit Committee reviewed the performance of audit acted in the last year and profile of the said audit firms and recommended in favour of Islam Jahid & Co. Chartered Accountants, for new appointment as Statutory Auditors of the company for the next financial year.

Being eligible as per Law, the Board of Directors has concurred with the recommendation of the audit committee to be new appointed Islam Jahid & Co., Chartered Accountants Dhaka office-1: Hassan Plaza, (ATN News Building), 53, Kawran Bazar C/A, (5<sup>th</sup> & 10<sup>th</sup> Floor), 5-C & 11-A, Dhaka-1215, as statutory auditors of the company for the financial year 2024-2025 at a remuneration of BDT 3,00,000.00 (Three Lac) including VAT subject to the approval of the shareholders in its forthcoming 29<sup>th</sup> Annual General Meeting.

**Appointment of Compliance Auditor**

The existing compliance Auditors of the Company FAMES & R, Chartered Accountants has conducted their compliance audit during the year 2023-2024 and retires at this Annual General Meeting and being eligible have offered themselves for re-appointment as Compliance Auditors of the Company for the year 2024-2025 with a remuneration of BDT 40,000 (Taka Forty Thousand only) including VAT, subject to the approval of the Shareholders in its forthcoming 29<sup>th</sup> Annual General Meeting.

**Appointment of Independent Scrutinizer**

The BSEC, Condition no 9. Directive, dated March 10, 2021 Ref no. BSEC/CMRRC/2009-193/08-. The company to be recruited an Independent Scrutinizer for observed the election and detailed information of voting results to Annual General Meeting (AGM) of the company to be held on 16<sup>th</sup> January 2025. As proposed by the Board of Directors at its meeting dated October 31, 2024, the matter for re-appointment of The ManConBD, Chartered Secretary, for the financial year 2023-2024 as Independent Scrutinizer of the company and to fix their remuneration of Tk. 25,000/- (Twenty Five Thousand Taka) including VAT & AIT. Independent Scrutinizer to be reported of the same to the BSEC within the stipulated time of conclusion of AGM.

## Implementation of IAS, IFRS and Other Applicable Law and Regulations

The Management of the Company is entrusted to ensure the disclosure of the financial statements & preparation and maintenance of all types of Statutory Statements as per the Bangladesh Securities and Exchange Commission (BSEC), the Companies Act-1994 and Bangladesh Financial Reporting Act (FRA)-2015. The Board of Director's is absolutely responsible to prepare all types of financial reports in line with International Accounting Standards (IAS), International Financial Reporting Standards (IFRS) and other applicable rules and regulations.

## Financial Report and Accountability

The Board of Directors discharged their due responsibilities through timely preparation and publication of first quarter, half yearly, third quarter and annual financial report at the end of each financial period and the affairs of the company performed in the year under review. Audit Committee, sub-committee of Board examined the fairness, exactness and transparency and completeness of these reports before placement of the same to the Board of their approval.

The Company Published the report (un-audited financial statements) of first Quarter, half yearly and third Quarter Financial statements as per notification of Bangladesh Securities and Exchange Commission (BSEC) and Listing rules 2015 of Dhaka Stock Exchange Ltd. (DSE) and Chittagong Stock Exchange Ltd. (CSE) through Company's Website, Newspapers and online News portal and submitted the same timely to BSEC, DSE, CSE and other regulatory authorities.

## Maintaining a website

The company maintains an official website, [www.silcopharma.com](http://www.silcopharma.com)  
Compliance of Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 Dated June 03, 2018

## Board Size

The Board of Directors is the highest governance body of the Company and represents the interests of all shareholders and stakeholders, irrespective of who elected its directors. The Board of the Company comprises with 09 (nine) Directors including 2 (two) Independent Directors. Independent Directors are appointed as per provision of the Corporate Governance Code of Bangladesh Securities and Exchange Commission (BSEC). The Board's essential role is to approve the Company's strategy and oversee the compliance.

## Independent Directors.

As per notification of BSEC and the Corporate Governance Guidelines of Bangladesh Securities and Exchange Commission (BSEC), the Company's existing two Independent Directors namely- Dr. Syed Burhan Uddin and Prof. Dr. Aminur Rahman Lasker. The roles & responsibility of the Independent Directors clearly mentioned the CGC.

## Directors Involved In Other Companies:

SI No.	Name	Position in DSBSL	Involvement	
			Name of the Company	Position
1	Mrs. Naim Fatema	Chairman	North East Medical College & Hospital	Director
2	Dr. Badrul Haque Rukan	Managing Director	Park View Medical College & Hospital	Director
3	Prof. Dr. Md. Azizur Rahman	Director	Al-Amin Dental College	Director
4	Dr. Gulshana-E-Jahan	Director	North East Medical College & Hospital	Director
5	Prof. Dr. Md. Harunur Rashid	Director	North East Medical College & Hospital	Director
6	Dr. Mahmudul Majid Chowdhury	Director	Sylhet Women's Medical College	Director
7	Prof. Dr. Faisal Ahmed	Director	Sylhet Women's Medical College	Director
8	Dr. Syed Burhan Uddin	Independent Director	Parkview Health Care (Pvt.) Ltd.	Director
9	Prof. Dr. Aminul Rahman Lasker	Independent Director	Al Haramain (Pvt.) Hospital Limited	Director

## **Chief Financial officer, Company Secretary, Head of Internal Audit**

As per corporate governance guidelines of BSEC, the company has allocated the responsibilities of the officials as follows:

Company Secretary	: Mr. Tingku Ranjan Sarker
Chief Financial Officer	: Mr. Monjur Alam
Head of Internal Audit	: Abu Khaled Md. Masum

## **Audit Committee Report (ACR)**

The Audit Committee, as a sub-committee of the Board, has been constituted with the Independent Directors as Chairman and other Directors. The Company Secretary acts as Secretary to the Audit Committee. This committee assists the Board in ensuring that the financial statements reflect a true and fair view of the state of affairs of the company. The audit committee is responsible to the Board of Directors and its roles and responsibilities are clearly set forth. The role of the Audit Committee has been stated in the annual report.

## **Nomination and Remuneration Committee Report (NRC)**

In accordance with the condition of Bangladesh Securities and Exchange Commission's Code of Corporate Governance, BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018, the Board formed the Nomination and Remuneration Committee (NRC). The report of the Nomination and Remuneration Committee (NRC) about their activities performed during the year under review is mentioned of the Annual Report.

## **Corporate Governance Code (CGC)**

Corporate Governance is the practice of good citizenship, through which the company is governed by the board, keeping in view its accountability to the shareholders and to the society. A statement in pursuance of clause 1.5, The Directors Report to Shareholders. 3.5, Reporting to the Shareholders and General Investors, Certificate from the CEO and CFO to the Board as per clause 6, a certificate from a professional accountant as per clause 7(I), and status of compliance with the conditions imposed by the Commission's Notification No. SEC/CMRRCD/ 2006-158/207/Admin/80, dated 3 June 2018 issued by Bangladesh Securities & Exchange Commission is depicted in Annexure-I, II, IV, VI, and VII respectively.

## **Management Appreciation**

The Board of Director's record with deep appreciation the performance of the management, the officers, status and workers whose relentless effort helped increase the productivity despite the natural and unnatural adverse factors of production and marketing throughout the country and the world. It is expected the employees and the management will continue to improve the results for the interest of shareholders whose unwavering trust in management has always been an inspiration to the Board of Directors

## **Subsidiary Company**

The company has no subsidiary company.

## **Duties of Managing Director**

The provision of BSEC regulations has been complied in the annual report

## **Dividend Declaration**

Based on performance and business results the Board has recommended 1% Cash Dividend for the financial year 2023-2024.

## I) Industry outlook and possible future developments in the industry

The Pharmaceutical sector is one of the most developed among the manufacturing industries in Bangladesh although it is still small compared to other comparable sectors. The increase in awareness about healthcare, higher income and increasing government expenditure have resulted in higher demand for medicine.

As mentioned earlier, the Company is engaged in manufacturing, marketing and distribution of generic pharmaceuticals products which include human drugs dosages form such as tablet, capsule, syrup, oral saline, suspension and powder for suspension etc. The products of the Company are sold in domestic and international markets. The company production and selling of veterinary medicine also. As one of the pioneer pharmaceuticals manufacturers in Bangladesh, we try to make full use of the market scope, our business potentials and dynamics to benefit the best interests of our shareholders.

The company has been operating its operation for a long time with reputation and commitment. With vast experience in pharmaceuticals manufacturing, we are confident and believe that we can hold on our reputation as a quality manufacturer. We have plans to add other items of pharmaceuticals in our product line.

## II) Segment wise Reporting

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

## III) Risk and concerns

Changes in the existing global or national policies can have either positive or negative impacts for the company. Any insufficiency or price hike of raw materials due to change in policy in the international market might hamper the production and profitability. Changes in currency exchange rates might also affect the pricing and thereby the profitability of the Company.

The performance of the company has also affected negatively by the Russia-Ukraine war & economic instability in Bangladesh and worldwide.

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

### Cost of goods sold:

In the year 2023-2024 cost of goods sold was Tk. 277.86 million (67.75% of Sales) as compared to last year 2022-2023 Cost of goods sold of Tk. 318.38 million (68.52% of Sales). Due to proper utilization of production capacity, use of new infrastructure facilities and good management policies for reducing the overall manufacturing overhead cost.

### Gross profit:

Gross profit earned during the year 2023-2024 was Tk. 132.24 million as against last year's gross profit of Tk. 146.30 million. Gross profit decreases because of decreasing of sales compare to last year.

### Net Profit:

The company earned net profit after tax during the year 2023-2024 amounting to Tk. 45.87 million as compared to previous year net profit after tax of Tk. 69.22 million. The Net profit after tax has decreased during the year due to decrease of sales volume compare to previous year.

## V) Continuity of any Extra-Ordinary Gain or Loss

Silco Pharmaceuticals Limited has no any Extra-Ordinary Gain or Loss excepts others income for the year ended 30<sup>th</sup> June, 2024.

## VI) Related Party Transaction

The Directors and other key management personnel are very much cautious to avoid any conflicts of interest inconformity with the prevailing rules and regulations. Related party transactions, when undertaken, are carried out on an arm's length basis without any special benefit to the related party. All such transaction has been approved unanimously by the other Directors of the company. A statement of all related party transactions is mentioned under notes 32.01 of the audited financial statements as per IAS-24.

## **VII) Utilization of Proceeds from Public Issues, Right Shares and/or through any Other Instrument**

Initial Public Offering (IPO) of Silco Pharmaceuticals Limited was made in 2019 and the fund raised thereby has already been utilized and reported accordingly to the regulators. No further issue of any instrument was during the year.

## **VIII) Explanation if Financial Results Deteriorate after the Company Goes for IPO, RPO, Right Share Offer, Direct Listing**

As stated above, Silco Pharmaceuticals Limited went for IPO in 2019 and after that the company did not raise any fund by any sort of offerings till now. Therefore, no explanation is required in this connection.

## **IX) Explanation on any Significant Variance between Quarterly and Annual Financial Statements**

No significant variation has occurred between the quarterly and annual financial statements of the Company during the reporting financial year.

## **X) Remuneration to the Directors including Independent Directors**

The company has paid to remuneration only Managing Director for the year ended June 30, 2024 but not paid any other directors including independent directors which a disclosure is given under notes 32.01 of the audited financial statements.

## **XI) A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity.**

The financial statement of Silco Pharmaceuticals Limited prepared by the management and present fairly its state of affairs, result of its operations, cash flows and changes in equity.

## **XII) Maintenance of proper book of accounts**

The Books of accounts of the company has been maintained properly.

## **XIII) Adoption of Appropriate Accounting Policies and Estimates**

The Appropriate accounting policies have been consistency applied in preparation of company's financial statements and the accounting estimate are based on reasonable and prudent judgment.

## **XIV) Compliance with IAS and IFRS in preparation of Financial Statements**

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

## **XV) The system of internal control**

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

## **XVI) A statement that minority shareholder have been protected from abusive actions by or in the interest of controlling shareholders acting either directly or indirectly and have effective means of redress;**

The Board of Directors of Silco Pharmaceuticals Limited very concerns about minority shareholders interest in this regard the Board has appointed Independent Directors to protect interest of minority shareholders.

## **XVII) Ability to continue as a going concern**

The company has adequate resources to continue in operation for foreseeable future and hence, the financial statements have been prepared on going concern basis. As per management assessment there is no material uncertainties related to event or condition which may cast significant doubt upon the company's ability to continue as a going concern.

## **XVIII) Significant variance over the last year's operating profit**

There is significant deviation in the current year from occurred over the last years operating profit. The disclosed of financial statements note no.41.

## XIX) Summary of key operating and financial data preceding 5 (Five) years

The statement of key operating and financial data for last preceding 5 (Five) years of the company have been presented as follows:

Operating Result	Amount in Taka				
	30 June 2024	30 June 2023	30 June 2022	30 June 2021	30 June 2020
Turnover	410,102,396	464,695,705	559,469,717	601,061,104	733,651,005
Gross Profit	132,240,384	146,306,046	187,274,092	168,394,645	212,726,144
Profit from Operation	62,080,081	70,523,580	102,929,209	83,870,675	116,445,754
Net Profit before tax	59,349,778	89,244,217	108,958,832	89,631,449	110,900,718
Net Profit after Tax	45,879,058	69,221,284	84,451,216	84,647,417	83,175,539

Financial Position	Amount in Taka				
	30 June 2024	30 June 2023	30 June 2022	30 June 2021	30 June 2020
Non-Current Assets	1,767,324,096	1,762,417,380	1,670,995,957	1,643,359,449	1,333,906,074
Current Assets	1,054,936,740	1,004,930,028	1,048,739,867	1,052,230,886	1,324,761,125
Shareholder's Equity	2,352,439,767	2,319,852,389	2,278,623,335	2,268,018,123	2,246,499,254
Current Liability	310,799,133	295,760,714	290,905,236	282,961,209	259,863,784
Non-Current Liability	159,021,936	151,734,305	150,207,253	144,611,002	152,304,164

Financial Ratio	Amount in Taka				
	30 June 2024	30 June 2023	30 June 2022	30 June 2021	30 June 2020
Current Ratio	3.39	3.40	3.61	3.72	5.10
Quick Ratio	1.45	1.44	1.56	2.13	2.96
Debt to Equity Ratio	N/A	N/A	N/A	N/A	N/A
Net Income Ratio (%)	11.19%	14.90%	15.09%	14.08%	11.34%
Return on Equity (%)	1.96%	2.98%	3.71%	3.73%	3.76%
Earnings Per Share	0.44	0.67	0.81	0.82	0.80
Net Operating Cash Flow per Share	0.81	1.74	1.63	2.48	1.41

### XX) Reason for not declaring dividend

Not applicable because the Board of Directors of company has recommended 1% cash dividend for all shareholders, independent director and sponsor director excluding Directors.

### XXI) Board statement regarding interim dividend

No bonus share or stock dividend has been declared as interim dividend by board of directors of the company during the year 2023-2024.

### XXII) The total number of board meeting held during the year and attendance by each director

During the year ended June 30, 2024 there were 06 (Six) Board Meetings held. The attendance status of the meeting as follows:

Board Members	Designation	Meeting Held	Attendance
Mrs. Naim Fatema	Chairman	6	6
Dr. Md. Badrul Haque Rukan	Managing Director	6	6
Prof. Dr. Md. Azizur Rahman	Director	6	6
Dr. Gulshana-E-Jahan	Director	6	5
Prof. Dr. Md. Harunur Rashid	Director	6	6
Dr. Mahmudul Majid Chowdhury	Director	6	6
Prof. Dr. Faisal Ahmed	Director	6	6
Dr. Syed Burhan Uddin	Independent Director	6	6
Prof. Dr. Aminur Rahman Laskar	Independent Director	6	6

### XXIII) A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by: -

A report on the pattern of shareholding as on 30 June 2024 disclosing the aggregate numbers of shares (along with name-wise details) are stated below:

#### a. Parent or Subsidiary or associated Companies and other related parties:

The Silco pharmaceuticals Limited does not have any Parent or Subsidiary or associated Companies as on 30 June 2024. However, other related parties do not hold any shares of the company.

**b. Directors, Chief Executive officer, Company Secretary , Chief Financial officer, Head of Internal Audit and compliance and their spouses and minor children ( name-wise –details)**

SI No	Name of the Shareholder	Position	Shares Held	%
i	Mrs. Naim Fatema	Chairman	5,951,000	5.73
	Dr. Md. Badrul Haque Rukan	Managing Director	13,930,543	13.42
	Prof. Dr. Md. Azizur Rahman	Director	3,317,457	3.20
	Dr. Gulshana-E-Jahan	Director	3,476,000	3.35
	Prof. Dr. Md. Harunur Rashid	Director	3,498,000	3.37
	Dr. Mahmudul Majid Chowdhury	Director	3,245,000	3.13
	Prof. Dr. Faisal Ahmed	Director	3,197,370	3.08
	Dr. Syed Burhan Uddin	Independent Director	Nil	Nil
	Prof. Dr. Aminur Rahman Laskar	Independent Director	200,000	0.19
ii	<b>Office Staffs</b>			
	Mr. Tingku Ranjan Sarker	Company Secretary	Nil	Nil
	Mr. Monjur Alam	Chief Financial Officer	Nil	Nil

**c) Executives**

SI No	Name of the Shareholder	Position	Shares Held	%
i	Brig. Gen. (Ret.) Khademul Insan Md. Iqbal	Head of HR	10,000	0.009

**d) Shareholders holding 10% or more voting interest in the company (name-wise-details)**

SI No	Name of the Shareholder	Position	Shares Held	%
i	Dr. Md. Badrul Haque Rukan	Managing Director	13,930,543	13.42

**XXIV) To elect/re-elect/ resign by Rotation of Directors**

As per Articles of Association of the company, Dr. Md. Badrul Haque Rukan, Prof. Dr. Md. Harunur Rashid & Dr. Mahmudul Majid Chowdhury honorable directors of the company will resign from the Board and they are interested to re-elect as directors as they are eligible. Under the circumstances, present all members recommended their re-elect and subject to the approval with the consent of honorable shareholders in the upcoming Annual General Meeting of the Company.

**XXV) Management Discussion and Analysis.**

A detailed management's discussion and analysis is given of this Annual Report which is signed by Managing Director of the company.

**XXVI) Declaration or Certification by the Managing Director and the Chief Financial Officer**

The declaration or certification by the Managing Director and the Chief Financial Officer disclosed in **Annexure A** of this annual report

**XXVII) The report of Compliance on the Corporate Governance Code**

The report of compliance on the corporate governance code audited by compliance auditor has been incorporated as per performance prescribed in **Annexure-B** and **Annexure-C** of the notification of BSEC has been disclosed in the annual report.

**Recognition and Compliments**

The Board of Directors extends its heart felt gratefulness to the Ministry of Health, Directorate General of Drug Administration, respected Doctors, Chemists, Patrons and all concerned with the pharmaceuticals industry for their all-out support to us. The Board of Directors remembers the co-operation of Bangladesh Securities and exchanges Commission (BSEC), Dhaka Stock Exchanges Ltd. (DSE), Chittagong Stock Exchanges Ltd. (CSE), Central Depository Bangladesh Limited (CDBL) & Bangladesh Association of Publicly Listed Company (BAPLC) gratefully. The Board thanks the banks and the financial institutions for their support.

The board of Directors wishes all levels of officers, employees, buyers, consumers, patrons, well-wishers and all concerned for their sincere contribution towards our business success, we are also grateful to our beloved shareholder for their comprehensive support to the company.

The shareholders trustworthiness to the Board of Directors makes them confident and deeply inspired. The management and employee of all levels are committed to uphold this.

May Allah accept all our efforts for the development of our company, nation and the country at large. We pray to the Almighty Allah for his blessing for continual overall progress and prosperity of our beloved country People's Republic of Bangladesh.

For and on behalf of Silco Pharmaceuticals Limited

নাইম ফাতেমা

**Mrs. Naim Fatema**

Chairman

Silco Pharmaceuticals Limited

## Management Discussion and Analysis Signed by the Managing Director

Dear Shareholders,

Assalamu Alaikum Wa Rahmatullah

I am pleased to present the Statement of the managing director of Silco Pharmaceuticals Limited for the year ended June 30, 2024 on behalf of the management. We acknowledge with gratitude the continued trust and support of our valued shareholders, patrons, physicians, regulatory authorities and the end users of company's products. In this statement, may I take the opportunity to share with you some facts and figures of our company as follows.

As per condition no. 1 (5)(xxv) of the corporate governance Code 2018 issued by the BSEC, the management's discussion and analysis representing detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements for the year 2023-2024 among others.

### Accounting policies and estimation for preparation of financial statements:

Dear shareholders, the preparation and presentation of the Financial Statements and the relevant disclosures therein have been made in accordance with the requirements of the Companies Act 1994, the Securities and Exchange Rules 2020, the Listing Regulations of Stock Exchanges as applicable and International Accounting Standards (IAS) and international Financial Reporting Standards (IFRS) adopted by the Financial Reporting Council (FRC) as applicable to the company. The details description regarding the issues described in the note no. 2.00 and 3.00 of the financial statements.

### Changing in accounting policies and estimation, if any:

Silco Pharmaceuticals Limited has been following consistent policies and estimation and there is no such change in accounting policies or estimation which has material impact on the financial statements and the description on the issue is stated in the Annual Report

### Comparative analysis of financial performance:

Dear shareholders, please allow me to take you all through the comparative analysis of the financial performance and financial position of our company. In line with the growth of the Pharmaceutical market in the country, the financial performance or results and financial position of the company are also growing. The related financial data for immediate preceding five years are stated in the Annual Report.

### Comparison of financial performance or results and financial position as well as cash flows With the peer industry:

Particulars	Amount in Taka				
	Silco Pharmaceuticals Limited as on June 30, 2024	Silva Pharmaceuticals Limited as on June 30, 2024	Square Pharmaceuticals PLC as on June 30, 2024	Navana Pharmaceuticals Limited as on June 30, 2024	ACME Laboratories Ltd. as on June 30, 2024
Total Assets	2,822,260,837	2,414,228,424	112,009,914,748	11,303,703,819	55,622,164,386
Non-Current Assets	1,767,324,096	1,474,712,706	42,273,928,338	5,823,314,091	31,759,350,787
Current Assets	1,054,936,740	939,515,718	69,735,986,410	5,480,389,728	23,862,813,599
Paid up Capital	1,038,070,000	1,365,000,000	8,864,510,100	1,074,162,170	2,116,017,000
Total shareholder equity	2,352,439,767	2,255,949,495	105,795,119,620	4,561,095,560	25,051,830,131
Non-current Liabilities	159,021,936	84,114,522	625,749,549	447,824,832	9,039,412,648
Current Liabilities	310,799,133	74,164,407	5,589,045,579	6,294,783,427	21,530,921,607
Net Revenue	410,102,396	599,659,109	59,794,584,816	6,898,218,852	31,931,630,396
Gross Profit	132,240,384	162,901,006	27,267,821,084	3,144,843,953	13,254,795,938
Profit from Operation	62,080,081	(48,248,090)	15,960,600,763	1,017,650,651	5,684,246,937

Net Profit before tax	59,349,778	(46,496,645)	19,887,843,068	516,250,650	3,203,717,701
Net profit after tax	45,879,058	(64,484,814)	15,591,371,906	404,633,879	2,456,181,308
Net cash flows from Operating cash flows	84,310,173	3,418,815	17,697,083,579	707,303,804	1,954,988,238
Earnings Per Share (EPS)	0.44	(0.47)	17.59	3.77	11.61
Net Operating Cash flows per share (NOCFPS)	0.81	0.03	19.96	6.58	9.24
NAV Per Share	22.66	16.53	119.35	42.46	118.39

### Financial and Economic Scenario of Bangladesh and the Globe:

The global economic scenery is expected to observe a decline in inflation during the years 2023 and 2024. Projections indicate a decrease in global growth from an estimated 3.4 percent in 2022 to 2.9 percent in 2023, followed by a modest rebound to 3.1 percent in 2024. Although the 2023 forecast is marginally higher by 0.2 percentage points compared to the October 2022 World Economic Outlook (WEO), it remains below the historical average of 3.8 percent observed from 2000 to 2019. Contributing factors include the implementation of bank rates to combat inflation and the lingering impact of Russia's conflict in Ukraine, both of which continue to exert downward pressure on economic activity.

The rapid spread of COVID-19 in China in 2022 initially hampered global growth, but the subsequent re-opening has set the stage for a faster-than-expected recovery. Projections indicate a decline in global inflation from 8.8 percent in 2022 to 6.6 percent in 2023 and a further decrease to 4.3 percent in 2024. Despite this decrease, inflation is expected to remain above pre-pandemic levels (2017-19) of approximately 3.5 percent.

In light of a cost-of-living crisis in most economies, the primary focus remains on achieving sustained disinflation. With tighter monetary conditions and lower growth potentially affecting financial and debt stability, it is necessary to deploy macroprudential tools and strengthen debt restructuring frameworks.

Bangladesh made a strong recovery from the COVID-19 pandemic, but the post-pandemic recovery was disrupted in Financial Year 2023 with challenges due to growing global economic uncertainties stemming from the war in Ukraine, intense pressure on the balance of payments, sharp depreciation of the exchange rate, rationing of electricity supply, and upward revision of fuel and energy prices in the domestic market. These unfavorable developments hindered growth momentum and led to persistently high inflation in Financial Year 2023-2024.

The pharmaceutical sector stands out as one of the most technologically advanced industries currently thriving in Bangladesh. The revenue generated by the pharmaceutical industry in Bangladesh primarily stems from domestic sales and exports. Remarkably, Bangladesh holds the unique distinction of being the only least developed country (LDC) meeting nearly 98 percent of its domestic demand for pharmaceutical products.

According to the IQVIA 2nd quarter report for the Financial Year 2023-2024, the domestic market size is estimated at approximately \$2.8 billion, marking a notable 15.29% increase compared to the previous year. This growth underscores the industry's resilience and potential for further expansion on the home front. Furthermore, Bangladeshi pharmaceutical products are widely exported to approximately 150 countries, contributing significantly to the industry's global footprint. However, it's noteworthy that in the fiscal year 2023-2024, the export earnings amounted to \$175.42 million, reflecting a modest decline of 7.08% compared to the previous year.

### Risks and concerns issues related to the financial statements, explaining such risk and Concerns mitigation plan of the company:

Currently Bangladesh along with other parts of the globe is passing through a tunnel of crisis in terms of health management, social as well as financial for the pandemic of COVID-19 and ongoing Russia-Ukraine war. The company has been monitoring the impact of COVID-19 and ongoing Russia-Ukraine war on all aspects of its business. The management has exercised due care, in concluding on significant accounting judgments, policies and estimates while preparing the Financial Statements for the year ended 30 June 2024.

Besides, organizations are not free from risks that might arise both from internal and external fronts. Like any other business or industry, Silco Pharmaceuticals Limited operating in a dynamic and competitive market is exposed to risks that may affect its business.

Efficient and effective Risk management is the integral part and parcel of today's business. As such, Silco Pharmaceuticals Limited would be subject to systematic risks of the industry and market as well. The risks and concerned issues related to the financial statements explaining such risk and mitigation plan.

#### Future Plan

Dear Shareholders, I am pleased to inform you that the utilization of IPO funds of the company, civil construction of our new factory building and other utilization are nearly completed; necessary relevant machinery and equipment already imported. This new facility with expanded capacity will cater to our growing demands in the coming days and will also help to maintain a new backbone towards sustainable growth.

We have recruited technically skilled & professional sales and marketing people in the coming year aiming to keep a strong position and wide coverage in the prescription front. We have already launched 05 most potential and revenue earning new products under RVN tablet, Bisofar a tablet, LG-M tablet, Zinc AG 1 syrup & D-set segments in the previous year and planned to launch another 04 (approx.) new products under different segments by upcoming year. We believe, along with facility expansion, addition of qualified manpower and time demanding new products will boost our future growth.

Lastly, we would like to express my sincere thanks to all of our valued shareholders, customers, suppliers, bankers, the healthcare professionals and our regulatory authorities for their confidence in us and would also like to acknowledge the helpful guidance from our Board of Directors has always been instrumental in shaping the success of Silco Pharmaceuticals Limited. I would like to thank all of Silco Pharmaceuticals Limited's employees and partners for their hard work throughout the preceding financial years. I look forward to your continued support with the hope of a successful year ahead.



**Dr. Md. Badrul Haque Rukan**  
Managing Director

**SILCO PHARMACEUTICALS LTD.**

BSCIC Industrial Estate, Khadinagar, Sylhet

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Sl. No.	Brand Name	Generic Name	Strength	MA/DAR No.
01	Silmet Suspension	Metronidazole Benzoate BP	Metronidazole BP 200mg/ 5ml	311-01-027
02	Silaron Syrup	Ferrous Sulphate BP	Ferrous Sulphate BP 200mg/5ml	311-02-045
03	Antismin Syrup	Chlorpheniramine Maleate BP	Chlorpheniramine Maleate BP 2.0mg/5ml	311-03-021
04	Helmin Suspension	Mebendazole USP	Mebendazole USP 100mg/ 5ml	311-05-008
05	Silcane Suspension	Aluminium Hydroxide Compressed Gel Ph.Grade (containing 10% Al <sub>2</sub> O <sub>3</sub> ), Magnesium Hydroxide Paste BP {containing 30% Mg(OH) <sub>2</sub> }	(Aluminium Oxide Ph.Grade 200mg + Magnesium Hydroxide BP 125mg) / 5ml	311-06-007
06	Silpol Suspension	Paracetamol BP	Paracetamol BP 120mg/5ml	311-07-006
07	Salbusol Syrup	Salbutamol Sulphate BP	Salbutamol BP 2mg /5ml	311-08-044
08	Viton Syrup	Thiamine HCl (B <sub>1</sub> ) BP, Riboflavin 5-Phosphate Sodium (B <sub>2</sub> ) BP, Pyridoxine HCl (B <sub>6</sub> ) BP, Nicotinamide BP	{Thiamine HCl (B <sub>1</sub> ) BP 5mg + Riboflavin 5-Phosphate Sodium (B <sub>2</sub> ) BP 2.74mg + Pyridoxine HCl (B <sub>6</sub> ) BP-2mg+ Nicotinamide BP 20mg}/5ml	311-09-078
09	Polyviton Drop	Vit. A (water miscible) BP + Vit. D <sub>3</sub> BP + Thiamine HCl (B <sub>1</sub> ) BP + Riboflavin-5-Phosphate Sodium (B <sub>2</sub> ) BP + Pyridoxine HCl (B <sub>6</sub> ) BP + Calcium-D-Pantothenate USP + Nicotinamide BP + Ascorbic Acid USP	{Vit. A (water miscible) BP 2500 IU + Vit. D <sub>3</sub> BP 500 IU + Thiamine HCl (B <sub>1</sub> ) BP 8mg + Riboflavin 5- Phosphate Sodium (B <sub>2</sub> ) BP 5mg + Pyridoxine HCl (B <sub>6</sub> ) BP 5mg + Calcium-D-Pantothenate USP 25mg + Nicotinamide BP 500mg + Ascorbic Acid USP 250mg}/5ml	311-10-078
10	Octafen-100 Tablet	Ketoprofen BP	Ketoprofen BP 100mg/ Tablet	311-11-65
11	Trisium Tablet	Clobazam BP	Cobazam BP 10.0 mg/ Tablet	311-12-09
12	Silpol Tablet	Paracetamol BP	Paracetamol BP 500mg/ Tablet	311-13-006
13	Silatrol Tablet	Cetirizine Dihydrochloride BP	Cetirizine Dihydrochloride BP 10mg/Tablet	311-14-021
14	Silflox 500 Tablet	Ciprofloxacin Hydrochloride BP	Ciprofloxacin BP 500mg/ Tablet	311-17-023
15	Viton B Tablet	Thiamine HCl (B <sub>1</sub> ) BP, Pyridoxine HCl (B <sub>6</sub> ) BP, Riboflavin (B <sub>2</sub> ) BP, Nicotinamide BP	{Thiamine HCl (B <sub>1</sub> ) BP 5mg + Pyridoxine HCl (B <sub>6</sub> ) BP 2mg + Riboflavin (B <sub>2</sub> ) BP 2mg + Nicotinamide BP 20mg}/ Tablet	311-18-077
16	Polyrex-500 Capsule	Cephalexin Monohydrate (Comp.) BP	Cephalexin BP 500mg/Capsule	311-19-60
17	Selium 5 Tablet	Diazepam BP	Diazepam BP 5mg/Tablet	311-20-057
18	Silben Tablet	Albendazole USP	Albendazole USP 400mg/ Tablet	311-22-008
19	Silmet 400 Tablet	Metronidazole BP	Metronidazole BP 400mg/ Tablet	311-23-027
20	Salbusol 2 Tablet	Salbutamol Sulphate BP	Salbutamol BP 2mg / Tablet	311-24-044
21	Trifenac-50 Tablet	Diclofenac Sodium BP	Diclofenac Sodium BP 50mg/	311-25-65



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Sl. No.	Brand Name	Generic Name	Strength	MA/DAR No.
			Tablet	
22	Tensin-50 Tablet	Atenolol BP	Atenolol BP 50mg/Tablet	311-28-022
23	Silcona-50 Capsule	Fluconazole INN	Fluconazole INN 50mg/ Capsule	311-29-020
24	Silcard Tablet	Isosorbide Mononitrate (50% dilution with Lactose) BP	Isosorbide Mononitrate BP 20 mg/ Tablet	311-30-21
25	Polylac Syrup	Lactulose Solution BP (containing 67% Lactulose)	Lactulose BP 3.35gm/ 5ml	311-31-060
26	Mycostat Oral Drop	Nystatin BP	Nystatin BP 90.25mg/ 5ml	311-32-60
27	Viton M Tablet	Multivitamins + Multiminerals	{Vit. A USP 1.500mg + Vit.D <sub>3</sub> USP 10.000mcg + Vit. E BP 15.00mg + B <sub>1</sub> USP 1.500mg + B <sub>2</sub> USP 1.700mg+ B <sub>6</sub> USP 2.00mg+ Nicotinamide USP 20.00mg + B <sub>12</sub> USP 6.00mcg + Calcium Pantothenate USP 10.920mg + Folic Acid USP 0.400mg + Dried FeSO <sub>4</sub> BP 50.000mg + CuSO <sub>4</sub> BP 2.00mg + MnSO <sub>4</sub> BP 1.000mg + K <sub>2</sub> SO <sub>4</sub> BP 11.141mg + Ascorbic Acid USP 60.00mg + KI USP (10%) 1.960mg + ZnSO <sub>4</sub> BP 37.030mg}/ Tablet	311-33-078
28	Seofol Plus TR Capsule	Ferrous Sulphate BP, Folic Acid BP	(FeSO <sub>4</sub> BP 150mg + Folic Acid BP 0.500mg)/ Capsule	311-34-045
29	Bactacef 500 Capsule	Cefradine (Compacted) BP	Cephadrine BP 500mg/ Capsule	311-35-023
30	Peplo 20 Capsule	Omeprazole USP	Omeprazole USP 20mg / Capsule	311-38-067
31	Silcane Tablet	Al(OH) <sub>3</sub> Dried Gel BP , Mg(OH) <sub>2</sub> BP	{Al(OH) <sub>3</sub> Dried Gel BP 250mg + Mg(OH) <sub>2</sub> BP 400mg} / Tablet	311-41-007
32	Samprid Tablet	Gliclazide BP	Gliclazide BP 80mg/ Tablet	311-42-015
33	Losart P Tablet	Losartan Potassium BP	Losartan Potassium BP 50mg/ Tablet	311-43-022
34	Alopin 5 Tablet	Amlodipine Besilate BP	Amlodipine BP 5mg / Tablet	311-44-022
35	Silcane Plus Tablet	Al(OH) <sub>3</sub> Dried Gel BP, Mg(OH) <sub>2</sub> BP, Simethicone USP	{Al(OH) <sub>3</sub> Dried Gel BP 400mg + Mg(OH) <sub>2</sub> BP 400mg+ Simethicone USP 30mg}/ Tablet	311-45-077
36	Peristal Tablet	Domperidone Maleate BP	Domperidone BP 10mg / Tablet	311-46-018
37	Bactacef PFS	Cefradine (Micronised) BP	Cephadrine BP 125mg/ 5ml	311-47-023
38	Erosil PFS	Erythromycin Ethyl Succinate BP	Erythromycin BP 125mg / 5ml	311-48-023
39	Bactazim Capsule	Cefixime Trihydrate (Comp.) USP	Cefixime USP 200mg / Capsule	311-49-023

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Sl. No.	Brand Name	Generic Name	Strength	MA/DAR No.
40	Peristal Suspension	Domperidone BP	Domperidone BP 5mg/5ml	311-50-018
41	Bactazim PFS	Cefixime Trihydrate (Micronised) USP	Cefixime USP 100mg /5ml	311-51-023
42	Silcal 500 Tablet	Calcium Carbonate USP	Calcium USP 500mg / Tablet	311-52-062
43	Silfenac Tablet	Aceclofenac BP	Aceclofenac BP 100mg/ Tablet	311-53-064
44	Flutracen Tablet	Flupenthixol Dihydrochloride BP, Melitracen Hydrochloride INN	(Flupenthixol BP 0.50mg + Melitracen INN 10.00mg)/ Tablet	311-54-028
45	Deslosil Tablet	Desloratadine INN	Desloratadine INN 5mg/ Tablet	311-55-021
46	Leosil 500 Tablet	Levofloxacin Hemihydrate INN	Levofloxacin INN 500mg /Tablet	311-57-023
47	Azosil 500 Tablet	Azithromycin Dihydrate USP	Azithromycin USP 500mg / Tablet	311-58-023
48	Zinc AG Syrup	Zinc Sulphate Monohydrate USP	Elemental Zinc USP 20mg /5ml	311-60-062
49	Esonam 20 Capsule	Esomeprazole Magnesium Trihydrate INN	Esomeprazole INN 20mg/ Capsule	311-61-067
50	Esonam 40 Capsule	Esomeprazole Magnesium Trihydrate INN	Esomeprazole INN 40mg/ Capsule	311-62-067
51	Panosa 20 Tablet	Pantoprazole Sodium Sesquihydrate BP	Pantoprazole BP 20mg / Tablet	311-63-067
52	Panosa 40 Tablet	Pantoprazole Sodium Sesquihydrate BP	Pantoprazole BP 40mg / Tablet	311-64-067
53	Silcona 150 Capsule	Fluconazole INN	Fluconazole INN 150mg/ Capsule	311-65-020
54	Metfosil 500 Tablet	Metformin Hydrochloride BP	Metformin Hydrochloride BP 500mg/Tablet	311-66-015
55	Metfosil 500 XR Tablet	Metformin Hydrochloride BP	Metformin Hydrochloride BP 500mg/Tablet	311-67-015
56	Slona 0.5 Tablet	Clonazepam USP	Clonazepam USP 0.5mg/ Tablet	311-68-046
57	Tifsi Syrup	Ketotifen Fumarate BP	Ketotifen BP 1mg / 5ml	311-69-021
58	Tifsi Tablet	Ketotifen Fumarate BP	Ketotifen BP 1mg/ Tablet	311-70-021
59	Silcal D Tablet	Calcium Carbonate USP, Vitamin D <sub>3</sub> USP	(Calcium USP 500mg +Vit.D <sub>3</sub> USP 200 IU)/ Tablet	311-71-062
60	Viton Z Tablet	Thiamine Mononitrate (B <sub>1</sub> ) BP, Riboflavin (B <sub>2</sub> ) BP, Pyridoxine HCl (B <sub>6</sub> ) BP, Nicotinamide BP, ZnSO <sub>4</sub> .H <sub>2</sub> O USP	{Thiamine Mononitrate (B <sub>1</sub> ) BP 5mg + Riboflavin (B <sub>2</sub> ) BP 2mg + Pyridoxine HCl (B <sub>6</sub> ) BP 2mg + Nicotinamide BP 20mg + Elemental Zn USP 10.0mg}/Tablet	311-72-078
61	Viton Z Syrup	Thiamine HCl (B <sub>1</sub> ) BP, Riboflavin 5-Phosphate Sodium (B <sub>2</sub> ) BP, Pyridoxine HCl (B <sub>6</sub> )	{Thiamine HCl (B <sub>1</sub> ) BP 5mg + Riboflavin (B <sub>2</sub> ) BP 2mg + Pyridoxine HCl (B <sub>6</sub> ) BP 2mg +	311-73-078

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Sl. No.	Brand Name	Generic Name	Strength	MA/DAR No.
		BP, Nicotinamide BP, ZnSO <sub>4</sub> .H <sub>2</sub> O USP	Nicotinamide BP 20mg + Elemental Zinc USP 10.0mg/5ml	
62	Azosil PFS.	Azithromycin Dihydrate (Micronised) USP	Azithromycin USP 200mg/ 5ml	311-74-023
63	Bactacef DS PFS	Cefradine (Micronised) BP	Cefradine BP 250mg/ 5ml	311-75-023
64	Sitova 10 Tablet	Atorvastatin Calcium Trihydrate BP	Atorvastatin BP 10mg / Tablet	311-76-061
65	Sitova 20 Tablet	Atorvastatin Calcium Trihydrate BP	Atorvastatin BP 20mg / Tablet	311-77-061
66	Moneka 10 Tablet	Montelukast Sodium BP	Montelukast BP 10mg / Tablet	311-78-044
67	Silgin Tablet	Tiemonium Methylsulphate INN	Tiemonium Methylsulphate INN 50mg/ Tablet	311-79-011
68	Silclog Tablet .	Clopidogrel Bisulphate USP	Clopidogrel USP 75mg/ Tablet	311-80-026
69	Cefusil 125 Tablet	Cefuroxime Axetil BP	Cefuroxime BP 125mg /Tablet	311-81-60
70	Cefusil 250 Tablet	Cefuroxime Axetil BP	Cefuroxime BP 250mg / Tablet	311-82-023
71	Cefusil 500 Tablet	Cefuroxime Axetil BP	Cefuroxime BP 500mg /Tablet	311-83-023
72	Neurogin Tablet	Thiamine HCl (B <sub>1</sub> ) BP, Pyridoxine HCl (B <sub>6</sub> ) BP, Cyanocobalamin (B <sub>12</sub> ) BP	{Thiamine HCl (B <sub>1</sub> ) BP 100mg + Pyridoxine HCl (B <sub>6</sub> ) BP 200mg + Cyanocobalamin (B <sub>12</sub> ) BP 200mcg}/ Tablet	311-84-078
73	Fusino 20 Tablet	Furosemide USP, Spironolactone USP	(Furosemide USP 20mg + Spironolactone USP 50mg) / Tablet	311-85-42
74	Fusino 40 Tablet	Furosemide USP, Spironolactone USP	(Furosemide USP 40mg + Spironolactone USP 50mg) / Tablet	311-86-42
75	SRS Saline	Sodium Chloride BP, Potassium Chloride BP, Sodium Citrate BP, Glucose Anhydrous BP	(NaCl BP 1.30gm + KCl BP 0.75gm + Sodium Citrate BP 1.45gm + Glucose Anhydrous BP 6.75gm) / Sachet	311-87-079
76	Bactazim 400 Capsule	Cefixime Trihydrate USP	Cefixime USP 400mg / Capsule	311-88-023
77	Metfosil 850 Tablet	Metformin HCl BP	Metformin HCl BP 850mg/ Tablet	311-89-015
78	Baclax 10 Tablet	Baclofen BP	Baclofen BP 10mg/ Tablet	311-90-070
79	Ambrosia Syrup	Ambroxol HCl BP	Ambroxol HCl BP 15 mg/ 5ml	311-91-031
80	KTM 10 Tablet	Ketorolac Trometamol BP	Ketorolac Trometamol BP 10mg/ Tablet	311-92-064
81	ZFC Capsule	Carbonyl Iron INN, Folic Acid BP, ZnSO <sub>4</sub> .H <sub>2</sub> O USP	Carbonyl Iron INN 51mg + Folic Acid BP 0.500mg + ZnSO <sub>4</sub> .H <sub>2</sub> O USP 61.76mg	311-93-045
82	Moneka 5 Tablet	Montelukast Sodium BP	Montelukast BP 5mg/ Tablet	311-94-044

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Sl. No.	Brand Name	Generic Name	Strength	MA/DAR No.
83	Taspia Capsule	Tamsulosin Hydrochloride INN	Tamsulosin Hydrochloride INN 0.4mg/ Capsule	311-95-049
84	MV-COD Syrup	Vitamin A Propionate BP, Vitamin D BP, Vitamin E Acetate BP, Ascorbic Acid BP, Thiamine HCl (B <sub>1</sub> ) BP, Riboflavin 5- Phosphate Sodium (B <sub>2</sub> ) BP, Pyridoxine HCl BP, Nicotinamide BP, Cod Liver Oil BP	{Vitamin A Propionate BP 2000 IU + Vitamin D 200 IU + Vitamin E Acetate BP 1.5 mg, Ascorbic Acid BP 17.5 mg, Thiamine HCl (B <sub>1</sub> ) BP 0.7 mg, Riboflavin (B <sub>2</sub> ) BP 0.85 mg + Pyridoxine HCl BP 0.35 mg + Nicotinamide BP 9 mg + Cod Liver Oil BP 0.1 g}/5 ml	311-96-078
85	Fexsil 120 Tablet	Fexofenadine HCl BP	Fexofenadine HCl BP 120 mg/ Tablet	311-97-021
86	Fexsil 180 Tablet	Fexofenadine HCl BP	Fexofenadine HCl BP 180 mg/ Tablet	311-98-021
87	Fexsil Suspension	Fexofenadine HCl BP	Fexofenadine HCl BP 30mg /5 ml	311-99-021
88	Neocliz Tablet	Meclizine HCl USP, Pyridoxine HCl BP	{Meclizine HCl USP 25 mg + Pyridoxine HCl BP 50 mg}/ Tablet	311-100-018
89	MQ-4 Tablet	Moxifloxacin HCl BP	Moxifloxacin BP 400 mg/ Tablet	311-101-023
90	Naxsil 500 Tablet	Naproxen Sodium USP	Naproxen USP 500 mg/ Tablet	311-102-064
91	Naxsil E 375 Tablet	Naproxen Sodium USP, Esomeprazole Magnesium Trihydrate BP	{Naproxen USP 375 mg + Esomeprazole BP 20 mg}/ Tablet	311-103-064
92	Naxsil E 500 Tablet	Naproxen Sodium USP, Esomeprazole Magnesium Trihydrate BP	{Naproxen USP 500 mg + Esomeprazole BP 20 mg}/ Tablet	311-104-064
93	Cefusil CV 500 Tablet	Cefuroxime Axetil BP, Diluted Clavulanate Potassium with Avicel (1:1) BP	{Cefuroxime BP 500 mg + Clavulanic Acid BP 125 mg} /Tablet	311-105-023
94	Cefusil CV 250 Tablet	Cefuroxime Axetil BP, Diluted Clavulanate Potassium with Avicel (1:1) BP	{Cefuroxime BP 250 mg + Clavulanic Acid BP 62.50 mg} /Tablet	311-106-023
95	Slona 2 Tablet	Clonazepam BP	Clonazepam BP 2.0 mg/ Tablet	311-107-046
96	Peplo 40 Capsule	Omeprazole BP	Omeprazole BP 40 mg/ Capsule	311-108-067
97	Silcal-O 400 Tablet	Calcium Orotate Dihydrate INN	Calcium Orotate INN 400 mg/ Tablet	311-109-062
98	Silcal-O 740 Tablet	Calcium Orotate Dihydrate INN	Calcium Orotate INN 740 mg/ Tablet	311-110-062
99	Rabsil 20 Tablet	Rabeprazole Sodium INN	Rabeprazole INN 20 mg/ Tablet	311-111-067



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Sl. No.	Brand Name	Generic Name	Strength	MA/DAR No.
100	DFN 400 Tablet	Doxofylline INN	Doxofylline INN 400 mg	311-112-044
101	Oltan A 20 Tablet	Amlodipine Besilate BP & Olmesartan Medoxomil INN	(Amlodipine BP 5 mg + Olmesartan Medoxomil INN 20 mg)/Tablet	311-113-022
102	Oltan A 40 Tablet	Amlodipine Besilate BP & Olmesartan Medoxomil INN	(Amlodipine BP 5 mg + Olmesartan Medoxomil INN 40 mg)/Tablet	311-114-022
103	Rebalin 75 Capsule	Pregabalin INN	Pregabalin INN 75 mg/ Capsule	311-115-046
104	Cefusil CV Powder for Suspension	Cefuroxime Axetil BP & Clavulanate Potassium USP	(Cefuroxime BP 125 mg + Clavulanic Acid USP 31.25 mg) / 5 ml PFS	311-116-023
105	Bisofar 2.5 Tablet	Bisoprolol Fumarate USP	Bisoprolol Fumarate USP 2.5 mg/Tablet	311-117-022
106	Bisofar 5 Tablet	Bisoprolol Fumarate USP	Bisoprolol Fumarate USP 5 mg/Tablet	311-118-022
107	RVN 5 Tablet	Rosuvastatin Calcium BP	Rosuvastatin Calcium BP 5 mg/Tablet	311-119-061
108	RVN 10 Tablet	Rosuvastatin Calcium BP	Rosuvastatin Calcium BP 10 mg/Tablet	311-120-061
109	Oltan 20 Tablet	Olmesartan Medoxomil INN	Olmesartan Medoxomil INN 20 mg)/Tablet	311-121-022
110	Rebalin 25 Capsule	Pregabalin BP	Pregabalin BP 25 mg/ Capsule	311-122-046
111	Rebalin 50 Capsule	Pregabalin BP	Pregabalin BP 50 mg/ Capsule	311-123-046
112	Savesol HR Hand Rub Solution	Chlorhexidine Gluconate (20%) Solution BP	Chlorhexidine Gluconate BP 0.5 gm/100 ml	311-124-071
113	Savesol Hand Sanitizer Gel	Ethanol 96 % BP + Isopropyl Alcohol BP	Ethanol BP 66.00 gm + Isopropyl Alcohol BP 3.500 gm /100 ml	311-125-071
114	RVN 20 Tablet	Rosuvastatin Calcium BP	Rosuvastatin Calcium BP 20 mg/Tablet	311-126-061
115	D-Set 2000 IU Tablet	Cholecalciferol (Vitamin D3) USP	Cholecalciferol USP 2000 IU/Tablet	311-127-078
116	D-Set 20000 IU Capsule	Cholecalciferol (Vitamin D3) USP	Cholecalciferol USP 20000 USP IU/Capsule	311-128-078
117	D-Set 40000 IU Capsule	Cholecalciferol (Vitamin D3) USP	Cholecalciferol USP 40000 IU/Capsule	311-129-078
118	Zinc AG-1 Syrup 100 ml	Zinc Sulphate Monohydrate USP	Elemental Zinc USP 10mg /5ml	311-130-062
119	LG-M 500 Tablet	Linagliptin INN + Metformin Hydrochloride BP	Linagliptin INN 2.5 mg + Metformin Hydrochloride BP 500 mg/Tablet	311-131-015

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Sl. No.	Brand Name	Generic Name	Strength	MA/DAR No.
120	LG-M 850 Tablet	Linagliptin INN + Metformin Hydrochloride BP	Linagliptin INN 2.5 mg + Metformin Hydrochloride BP 850 mg/Tablet	311-132-015
121	Silginate Suspension 100ml/200 ml	Sodium Alginate BP + Potassium Bicarbonate BP	Sodium Alginate BP 500 mg + Potassium Bicarbonate BP 100 mg/5 ml	311-133-007
122	Bisofar-A 2.5/5 Tablet	Bisoprolol Fumarate USP + Amlodipine Besilate BP	Bisoprolol Fumarate USP 2.5 mg + Amlodipine BP 5 mg/Tablet	311-134-022
123	Tonasil 200 Tablet	Tolfenamic Acid BP	Tolfenamic Acid BP 200 mg/Tablet	311-135-047
124	TBFIN 250 Tablet	Terbinafine Hydrochloride USP	Terbinafine Hydrochloride USP 250 mg/Tablet	311-136-020
125	GVSIL Suspension	Sodium Alginate BP + Sodium Bicarbonate BP + Calcium Carbonate BP	Sodium Alginate BP 500 mg + Sodium Bicarbonate BP 267 mg + Calcium Carbonate BP 160 mg/10 ml	311-137-007

## Report of the Audit Committee (ACR)

The Audit Committee, as a sub-committee of the Board has been constituted with 1 (one) Independent Director as Chairman and 2 (two) other Non-Executive Directors as members. The Company Secretary acts as Secretary to the Audit Committee. This committee assists the Board of the company in ensuring that the financial statements reflect true and fair view of the state of affairs of the Company. Audit Committee is responsible to the Board of Directors and its roles and responsibilities are clearly set forth.

Silco Pharmaceuticals Limited established an audit committee as a sub-committee of the Board of Directors. The committee supports the Board in fulfilling its oversight responsibilities.

The audit committee of Silco Pharmaceuticals Limited of the following Board members:

Dr Syed Burhan Uddin	: Chairman
Prof. Dr Md Harunur Rashid	: Member
Prof. Dr. Md Azizur Rahman	: Member
Tingku Ranjan Sarker	: Secretary of the Committee

## Meeting and Attendance

During the year 2023-2024, under review the Audit Committee of Silco Pharmaceuticals Limited met 4 (four) times.

Audit committee Meeting Attended by Members		
Name	Position	Meeting Attended
Dr Syed Burhan Uddin	Chairman	4
Prof. Dr Md Harunur Rashid	Member	4
Prof. Dr. Md Azizur Rahman	Member	4
Tingku Ranjan Sarker	Secretary of the Committee	4

## The Role and Responsibilities of the Audit Committee

The Role and Responsibilities of the Audit committee are clearly mentioned in the Compliance of Corporate Governance Code of Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 condition no 5.5.

The key responsibilities of the Audit committee are as follows.

- (a) Oversee the financial reporting process;
- (b) monitor choice of accounting policies and principles;
- (c) monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;
- (d) oversee hiring and performance of external auditors;
- (e) hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;
- (f) review along with the management, the annual financial statements before submission to the Board for approval;
- (g) review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;
- (h) review the adequacy of internal audit function;
- (i) review the Management's Discussion and Analysis before disclosing in the Annual Report;
- (j) review statement of all related party transactions submitted by the management;

- (k) review Management Letters or Letter of Internal Control weakness issued by statutory auditors;
- (l) oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and

The Committee during the period under report met four times and its activities includes the followings:

- The financial statements of the quarterly, half yearly and the full year were reviewed by the committee and subsequently recommended to the Board for adoption consideration and circulation as per the requirement of Bangladesh Securities & Exchange Commission.
- The committee also reviewed the audited financial statements of the Company for the year ended June 30, 2023 these reviews incorporated the accounting policies and key judgments and estimates underpinning financial statements as disclosed in Notes to the Accounts.
- The committee also reviewed the work of the internal audit department and made suggestions for improvement.
- The committee reviewed the compliance with existing laws and regulation.
- Approved the internal audit plan.
- Reviewed the effectiveness and independence of the Statuary auditors and recommended re-appointment of external auditors.

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**Dr. Syed Burhan Uddin**  
Chairman of the Committee

## Report of the Nomination and Remuneration Committee (NRC)

The Nomination and Remuneration Committee (NRC), as a sub-committee of the Board of Director has been constituted with 3 (three) board of non-executive directors including 1 (one) Independent director as a chairman. The company Secretary acts as Secretary to the Committee. The Nomination and Remuneration Committee assists the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top-level executive as well as a policy for formal process of considering remuneration of directors, top level executive of the company. NRC is responsible to the Board of Directors and its roles and responsibilities are clearly set forth. Since the corporate governance code has been adopted on 03 June, 2018, we have been taking necessary steps to comply with. The Terms of Reference (ToR) of the NRC is clearly set forth in writing covering the areas stated as Corporate Governance Code at the condition No. 6(5)(b).

### Constitution of the NRC:

The NRC committee has been constituted as per Corporate Governance Code 6 (2)(3) as follows:

Name	Position
Prof. Dr Aminul Rahman Laskar	Chairman
Prof. Dr. Md. Faisal Ahmed	Member
Dr. Mahmudul Majid Chowdhury	Member
Tingku Ranjan Sarker	Secretary to the committee

### Role of the NRC:

As per Corporate Governance Code 6(5) the role of the NRC

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

### Objectives of NRC

The objectives of the NRC are as follows:

- I) To ensure the remuneration of the top-level management if satisfied with their activities.
- II) The directors and top-level management working activities evaluation, accountability and reporting efficiency impact on economic decision of the company.

#### Appointment and removal of Director, Top Level Executives and Senior Management

- I) The committee identifies the qualification, efficiency, experience and expertise who appointed as director, top level management and senior management.
- II) The committee shall evaluate of his experience and expertise for the position.
- III) The Committee shall also exercise the appropriate experience and educational qualification for the said position.

#### Meeting of NRC

During the reporting period the NRC arranged 01 (One) meeting and observed, discussed and advice on the following issues:

- Reviewed and approved the Code of Conduct to members of the Board and key management personnel or top-level executives which was adopted by the Board;
- Reviewed the human resources principles of the Company including recruitment, performance evaluation across all levels of members and skill value proposition of the Company.
- Reviewed the appointment and removal of Director, Independent Directors and their remuneration.



**Prof. Dr. Aminur Rahman Laskar**

Chairman of the Committee

### **Code of Conduct for the Board**

Our Code of Conduct is based on our values of integrity, respect and trust and the purpose of these codes is to ensure that all the Board Members and other acting on behalf of the Company to act in accordance with this values and principles respecting the core values of the Company. These codes are designed in such a way as to give a clear perception about what is expected from the people inside the Company. All of them are always committed to conduct the business in an ethical, legal and responsible way.

The codes are as follows:

1. Meetings of the Board of Directors and General Meetings, notices, agenda, minutes of the meetings shall be in accordance with the Companies Act, 1994.
2. In the event that a director is of the view that his dissenting note has not been satisfactorily recorded in the minutes of a meeting of the Board, he may refer the matter to the Company Secretary. The relevant Director may require the note to be appended to the minutes during confirmation of the minutes.
3. The Directors shall ensure that the company abides by all the provisions of securities laws, rules and regulations framed there under and circulars, directions issued by the BSEC, DSE, CSE and other authorities as the case may be.
4. The Directors shall not support any decision in the meeting of the Board which may adversely affect the interest of shareholders or company.
5. The Directors shall ensure performing activities of the company to uphold the interest of general shareholders, and give priority to the interest of the company and its shareholders; even it appears to be conflicting with the interest of the company or its shareholders.
6. The Directors will carry out their fiduciary duties with a sense of objective judgment and independence in the best interests of the company and its shareholders.
7. The Directors shall submit necessary disclosures/statement of holdings/dealings in securities as required by the Commission and the Exchanges from time to time as per their rules, regulations and bye-laws.
8. The Directors shall unless otherwise required by law, maintain confidentiality and shall not divulge/disclose any information obtained in discharging their duties. The board of Directors shall have authority to remove and appoint any member of the Committee
9. A Director shall not use any confidential information for his personal gain, directly or indirectly, received or obtained by him in his capacity as a member of the Board.
10. The company always striving to move forward and value each employee as their contribution is what is driving the Company ahead. The Company encourages its employees to share ideas and knowledge with management as well as between themselves. This enables a great culture of idea sharing inside the Company which brought forward many new business activities.
11. The company ensures that, the workplace and its environment do not endanger the physical integrity or health of the employees. Training programs to reduce accidents and improving working conditions with additional safety gears is an ongoing process. Employees have access to drinking water, sanitary equipped social rooms, built and maintained in accordance with applicable legal requirements.
12. The company ensures an exciting and progressive working environment for its employees who are free from all type of discriminations and harassment. The company ensures that, all the employees act professionally and refrain frauds, dishonesty, deceit or any act that violates the core value of the Company.

## Director's Responsibilities for Financial Report

The Directors are responsible for ensuring that the company keeps proper books of accounts of all the transactions and the financial statements for the year from 01 July, 2023 to 30 June, 2024 and gives a true and fair view of the state of affairs and profit for the year.

The directors also ensure that the financial statements have been prepared and presented in accordance with the International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS) as adopted by the Financial Reporting Council (FRC), Bangladesh and provide the information as required by the Company Act 1994 (Amended in 2020), Bangladesh Labour Act 2006 (Amendment-2013), Income Tax Act 2023, VAT & Supplementary Act 2012, Bangladesh Securities and Exchange Ordinance 1969, Bangladesh Securities and Exchange Rules 2020 and The Dhaka Stock Exchange Ltd. and Chittagong Stock Exchange Ltd. Regulations 2015.

It ensures that the estimates and judgments relating to the financial statements were made on a prudent and reasonable basis, so that they reflect in a true and fair manner and reasonably present the Company's true state of affairs.

The Company has taken proper and sufficient care in installing a system of internal control, which is reviewed, evaluated and updated on regular basis. To augment those objectives, the Board of Directors has formed an Audit Committee as per code of Corporate Governance of Bangladesh Securities and Exchange Commission (BSEC). They have performed their responsibilities without any undue interface from any of the Directors.

Internal Audit and Compliance Department of the Company conducts periodic audits to provide reasonable assurance that the established policies and procedures of the Company are consistently followed.

The Company has adequate resources to continue operational existence for the foreseeable future and therefore, has continued to adopt the going concern basis in preparing the Accounts.

The Board of Directors confirms that International Accounting Standards (IAS) as adopted in Bangladesh by the Financial Reporting Council (FRC), have been adhered to, subject to any material departure being disclosed and explained in the notes to the accounts.

The Directors also confirm that the annual reports together with Director's Report and the Financial Statements have been prepared in compliance with the law, rules and regulatory guidance.

The Auditors of the Company, Islam Quazi Shafique & Co. Chartered Accountants, had carried out the Annual Audit to review on the system of internal controls, as they consider appropriate and necessary, for expressing their opinion on the financial statements. They have also examined the financial statements made available by the management together with all the financial records, related data and minutes of the Board, relevant policies and expressed opinion thereon.

**Dated: December 1, 2024**  
The Board of Directors  
Silco Pharmaceuticals Limited.  
41, Nurani, Bankalapara, Subid Bazar,  
Sylhet-3100

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

Dear Sirs,

Pursuant to the condition No. 1(5) (xxvi) imposed vide the Commission's Notification No. BSEC/CMRRCD/2006-158/2017/Admin/80 Dated 03 June 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

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

In this regard, we also certify that: --

- (i) We have reviewed the financial statements for the year ended on 30 June 2023 and that to the best of our knowledge and belief:
  - (a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (b) These statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- (ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,



**Dr. Md. Badrul Haque Rukan**  
Managing Director



**Monjur Alam**  
Chief Financial Officer (CFO)

**Silco Pharmaceuticals Limited**  
**Dividend Distribution Policy**

[As per Directive No. BSEC/CMRRCD/2021-386/03, Dated: January 14, 2021 issued by the Bangladesh Securities and Exchange Commission (BSEC)]

**Disclaimer**

The Policy does not constitute a commitment by the company or the Board regarding the future dividend of the company, but only represents a general guidance to Shareholders regarding dividend policy. The statement of the policy does not in any way restrict the right of the Board to use its discretion in the recommendation of the dividend to be distributed in the year and the Board reserves the right to depart from the policy as and when circumstances so warrant.

Given the aforementioned uncertainties, prospective or present investors are cautioned not to place any reliance on any of the forward-looking statements in the policy or the principles and guidance outlined in this Policy.

**Dividend Distribution Policy**

This Policy is called “**Silco Pharmaceuticals Limited-Dividend Distribution Policy**” hereinafter referred to as the “Policy” and has been framed by Silco Pharmaceuticals Limited (the “Company”) pursuant to Bangladesh Securities and Exchange Commission (BSEC) Directive No. BSEC/CMRRCD/2021-386/03 dated January 14, 2021.

The objective of this policy is to lay down the criteria to be considered by the Board of Directors of the Company before recommending dividend to its shareholders for a financial year. The policy is framed in compliance with the Bangladesh Securities and Exchange Commission’s Directive dated January 14, 2021.

The Board of Directors of Silco Pharmaceuticals Limited has established a dividend policy, which forms the basis for the proposals on dividend payments that it makes to the Shareholders taking into consideration the business performance of the Company and its strategic initiatives. The Board believes that it is in the best interest of Silco Pharmaceuticals Limited to draw up a long-term and predictable dividend policy. The Board has approved the following dividend policy:

The Company’s Dividend payout will be determined based on available financial resources, investment requirements, long term growth strategies, internal and external factors and taking into account optimal shareholder return. The Board of Directors shall refer to the policy while declaring/recommending dividends on behalf of the Company.

Silco Pharmaceuticals Limited shall aim for as yearly dividend distribution as possible. The company can consider special dividend payments such as interim dividend subject to the company’s business performance and cash availability.”

**Dividend Distribution:**

- Company shall pay off the dividend (cash/stock) to the shareholders within 30 days of declaration or approval as the case may be.
- Company shall pay off the cash dividend to the bank account of the entitled shareholder as available in the BO account maintained with the depository participant (DP), through Bangladesh Electronic Funds Transfer Network (BEFTN) or through bank transfer or any electronic payment system as recognized by the Bangladesh Bank, if not possible through BEFTN.
- Dividend of the margin client of stock broker or merchant banker shall pay off to the Consolidated Customer’s Bank Account (CCBA) of the stock broker or to the separate bank account of the merchant banker or portfolio manager through BEFTN.
- In case of non-availability of bank account information or not possible to distribute cash dividend through BEFTN or any electronic payment system, shall issue cash dividend warrant and shall send it by post to the shareholder.
- Company shall credit the stock dividend to the BO account of the entitled shareholder.
- In case of invalidation of the BO account, stock dividend will be kept in the suspense BO Account of the company for future distribution.
- Company shall follow the directives/circulars in force of the Securities and Regulators related to dividend distribution from time to time.



















**Annexure-B**

**REPORT TO THE SHAREHOLDERS OF SILCO PHARMACEUTICALS LTD.  
ON COMPLIANCE OF  
THE CORPORATE GOVERNANCE CODE**

We have examined the compliance status to the Corporate Governance Code of **Silco Pharmaceuticals Ltd.** for the year ended 30 June 2024.

This Code relates to the Notification No. BSEC/CMMRRCD/2006-158/207/Admin/80 dated: 3 June 2018 of the Bangladesh Securities and Exchange Commission.

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

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

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

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



Fouzia Haque, FCA  
Partner  
**FAMES & R**  
Chartered Accountants

Dated : November 10, 2024  
Place : Dhaka

**Silco Pharmaceuticals Ltd.**

Status of Compliance with the Corporate Governance Guideline (CGC)

Status of compliance with the conditions imposed by the Commission's Notification No.SEC/CMRRC/2006-158/207/Admin/80 dated 3 June 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969 is as follows:

**(Report under Condition No. 9)**

<b>Condition No.</b>	<b>Title</b>	<b>Complied</b>	<b>Not Complied</b>	<b>Remarks (IF ANY)</b>
<b>1</b>	<b>Board of Directors</b>			
<b>1(1)</b>	<b>Size of the Board of Directors</b>			
	The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	√		There are 09 (Nine) members in the Board.
<b>1(2)</b>	<b>Independent Directors</b>			
	All companies shall have effective representation of independent directors on their Boards, so that the Board, as a group, includes core competencies considered relevant in the context of each company; for this purpose, the companies shall comply with the following:-			
1(2)(a)	At least 2(two) directors or one-fifth (1/5) of the total number of directors in the company's Board, whichever is higher, shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s);"  "Provided that the Board shall appoint at least 1(one) female independent director in the Board of Directors of the company;	√		There are 02 (two) male Independent Directors in the Board & the appointment of a female Independent Director will be complied in due time.
1(2)(b)	<b>'independent director' means a director-</b>			
1(2)(b)(i)	Who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company;	√		
1(2)(b)(ii)	who is not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members shall not hold above mentioned shares in the company;  Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members;	√		

1(2)(b)(iii)	who has not been an executive of the company in immediately preceding 2 (two) financial years;	√		
1(2)(b)(iv)	who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	√		
1(2)(b)(v)	who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	√		
1(2)(b)(vi)	who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	√		
1(2)(b)(vii)	who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;	√		
1(2)(b)(viii)	who is not independent director in more than 5 (five) listed companies;	√		
1(2)(b)(ix)	who has not been reported as a defaulter in the latest Credit Information Bureau (CIB) report of Bangladesh Bank for non-payment of any loan or advance or obligation to a bank or a financial institution; and"	√		
1(2)(b)(x)	who has not been convicted for a criminal offence involving moral turpitude;	√		
1(2)(c)	The independent director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM): "Provided that the Board shall appoint the independent director, subject to prior consent of the Commission, after due consideration of recommendation of the Nomination and Remuneration Committee (NRC) of the company;"	√		
1(2)(d)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days;	√		No Vacancy occurred
1(2)(e)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only. Provided that a former independent director may be considered for reappointment for another tenure after a time gap of one tenure, i.e., three years from his or her completion of consecutive two tenures [i.e. six years]: Provided further that the independent director shall not be subject to retirement by rotation as per Companies Act 1994.	√		

1(3)	<b>Qualification of Independent Director</b>			
1(3)(a)	Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to business;	√		
1(3)(b)	<b>Independent Director shall have following qualifications</b>			
1(3)(b)(i)	Business Leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk.100.00 million or any listed company or a member of any national or international chamber of commerce or registered business association; or”	√	-	
1(3)(b)(ii)	Corporate leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid up capital of Tk. 100.00 million or of a listed company.	N/A	-	
1(3)(b)(iii)	Former or existing official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or Law: Provided that in case of appointment of existing official as independent director, it requires clearance from the organization where he or she is in service; or”	N/A	-	
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law;	N/A	-	
1(3)(b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;	N/A	-	
1(3)(c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	√	-	-
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission;	N/A		No such issue arose

<b>1(4)</b>	<b>Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer</b>			
1(4)(a)	The positions of the Chairperson of the Board and the Managing Director and/ or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	√		There are different individuals
1(4)(b)	The Managing Director (MD) and/ or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	√		
1(4)(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	√		
1(4)(d)	The Board shall clearly define respective roles and responsibilities of the chairperson and the Managing Director and/ or Chief Executive Officer;	√		
1(4)(e)	In the absence of the chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	-	-	No Such issue arose during the year.
<b>1(5)</b>	<b>The Directors' Report to Shareholders:</b>			
	The Board of the company shall include the following additional statements or disclosures in the Directors' Report prepared under section 184 of the companies Act, 1994 (Act No. XVIII of 1994):-			Disclosed in the Directors' Report
1(5)(i)	An industry outlook and possible future developments in the industry;	√		
1(5)(ii)	The Segment-wise or product-wise performance;	√		
1(5)(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	√		
1(5)(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	√		
1(5)(v)	A discussion on continuity of any Extra-Ordinary activities and their implications (gain or loss);	-	-	No such issue arose
1(5)(vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	√		
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;	√		
1(5)(viii)	An explanation if the financial results deteriorate after the company goes for Initial	-	-	No such issue arose

1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performance and Annual Financial statements;	√		
1(5)(x)	A statement of remuneration paid to the directors including independent directors	√		
1(5)(xi)	A statements that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	√		
1(5)(xii)	A statements that Proper books of account of the issuer company have been maintained;	√		
1(5)(xiii)	A statements that Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;	√		
1(5)(xiv)	A statement that international Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;	√		
1(5)(xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	√		
1(5)(xvi)	A statement that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress;	√		
1(5)(xvii)	A statement that there is no significant doubt upon the issuer company's ability to continue as a going concern, if the issuer company is not considered to be a going concern, the fact along with reasons there of shall be disclosed;	√		
1(5)(xviii)	An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	√		
1(5)(xix)	A statement that key operating and financial data of at least preceding 5 (five) years shall be summarized;	√		
1(5)(xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;	-	-	The board of directors has recommended 1% cash Dividend for the year ended June 30, 2024.
1(5)(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	√		Disclosed in the Directors' Report

1(5)(xxii)	The total number of Board meetings held during the year and attendance by each director;	√		6 (six) Meetings held during the year 2023-2024 & attendance disclosed in the Directors' Report.
1(5)(xxiii)	<b>A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:-</b>			
1(5)(xxiii)(a)	Parent or Subsidiary or Associated Companies and other related parties (name-wise details);	N/A		
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details);	√		
1(5)(xxiii)(c)	Executives; and	√		
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details);	√		
1(5)(xxiv)	<b>In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders:-</b>			
1(5)(xxiv)(a)	a brief resume of the director	√		
1(5)(xxiv)(b)	nature of his or her expertise in specific functional areas;	√		
1(5)(xxiv)(c)	names of companies in which the person also holds the directorship and the membership of committees of the Board;	√		
1(5)(xxv)	<b>Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:</b>			
1(5)(xxv)(a)	accounting policies and estimation for preparation of financial statements;	√		
1(5)(xxv)(b)	changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	√		
1(5)(xxv)(c)	comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	√		
1(5)(xxv)(d)	compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	√		
1(5)(xxv)(e)	briefly explain the financial and economic scenario of the country and the globe;	√		
1(5)(xxv)(f)	risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company;	√		

1(5)(xxv)(g)	future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	√		
1(5)(xxvi)	Declaration or certification by the CEO "and" the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A;	√		Declaration included in the Annual Report.
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per <b>Annexure-B</b> and <b>Annexure-C</b> .	√		Certificate included in the Annual Report.
1(5)(xxviii)	The Directors' report to the shareholders does not require to include the business strategy or technical specification related to products or services, which have business confidentiality."	N/A		
<b>1(6)</b>	<b>Meetings of the Board of Directors:</b>			
	The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.	√		Conducting of meetings and keeping of records are done as per the provisions of the Bangladesh Secretarial Standards of ICSB.
<b>1(7)</b>	<b>Code of Conduct for the Chairperson, other Board members and Chief Executive Officer</b>			
1(7)(a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;	√		Code of conduct recommended by NRC and approved by the Board is in place
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.	√		
<b>2</b>	<b>Governance of Board of Directors of Subsidiary Company ( The company has no Subsidiary)</b>			
2(a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;	N/A	-	
2(b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;	N/A	-	

2(c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;	N/A	-	
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;	N/A	-	
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	N/A	-	
<b>3</b>	<b>Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS)</b>			
<b>3(1)</b>	<b>Appointment</b>			
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	√		
3(1)(b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	√		There are different individuals.
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time: Provided that CFO or CS of any listed company may be appointed for the same position in any other listed or non-listed company under the same group for reduction of cost or for technical expertise, with prior approval of the Commission: Provided further that the remuneration and perquisites of the said CFO or CS shall be shared by appointing companies proportionately;”	√		They did not hold any executive position in any other company at the same time. CFO and CS do not hold same position in any other listed or non-listed under the same group.
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	√		
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).	√		No such case in the reporting year
<b>3(2)</b>	<b>Requirement to attend Board of Directors' Meetings:</b>			
	The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board: Provided that CS, CFO and HIAC shall not attend such part of a meetings of the Board relating to their personal matter.	√		In practice

<b>3(3)</b>	<b>Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)</b>			
3(3)(a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:	√		
3(3)(a)(i)	these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	√		
3(3)(a)(ii)	these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	√		
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	√		
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	√		
<b>4</b>	<b>Board of Directors' Committee:-</b>			
	For ensuring good governance in the company, the Board shall have at least following sub-committees:			
4(i)	Audit Committee ; and	√		
4(ii)	Nomination and Remuneration Committee	√		
<b>5</b>	<b>Audit Committee</b>			
<b>5(1)</b>	<b>Responsibility to the Board of Directors</b>			
5(1)(a)	The company shall have an Audit Committee as a sub-committee of the Board;	√		
5(1)(b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	√		
5(1)(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	√		
<b>5(2)</b>	<b>Constitution of the Audit Committee</b>			
5(2)(a)	The Audit Committee shall be composed of at least 3 (three) members;	√		
5(2)(b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director;	√		Constituted as per the BSEC Guideline
5(2)(c)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience;	√		

5(2)(d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 60 (sixty) days from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;			No such case in the reporting year
5(2)(e)	The company secretary shall act as the secretary of the Committee;	√		In practice
5(2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	√		
<b>5(3)</b>	<b>Chairperson of the Audit Committee</b>			
5(3)(a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	√		The Chairman selected by the Board is an Independent Director.
5(3)(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	N/A	-	No such issue arose
5(3)(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM); Provided that in absence of Chairperson of the Audit Committee, any other member from the Audit Committee shall be selected to be present in the annual general meeting (AGM) and reason for absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the AGM.	√		
<b>5(4)</b>	<b>Meeting of the Audit Committee</b>			
5(4)(a)	The Audit Committee shall conduct at least its four meetings in a financial year Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee;	√		
5(4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	√		

<b>5(5)</b>	<b>Role of Audit Committee:</b> The Audit Committee shall:-			
5(5)(a)	Oversee the financial reporting process;	√		
5(5)(b)	monitor choice of accounting policies and principles;	√		
5(5)(c)	monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	√		
5(5)(d)	oversee hiring and performance of external auditors;	√		
5(5)(e)	hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	√		
5(5)(f)	review along with the management, the annual financial statements before submission to the Board for approval;	√		
5(5)(g)	review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	√		
5(5)(h)	review the adequacy of internal audit function;	√		
5(5)(i)	review the Management's Discussion and Analysis before disclosing in the Annual Report;	√		
5(5)(j)	review statement of all related party transactions submitted by the management;	√		
5(5)(k)	review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	√		
5(5)(l)	oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	√		
5(5)(m)	oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission:	N/A		
	<p>Provided that the management shall disclose to the Audit Committee about the uses or applications of the proceeds by major category (capital expenditure, sales and marketing expenses, working capital, etc.), on a quarterly basis, as a part of their quarterly declaration of financial results:</p> <p>Provided further that on an annual basis, the company shall prepare a statement of the proceeds utilized for the purposes other than those stated in the offer document or prospectus for publication in the Annual Report along with the comments of the Audit Committee.</p>			

<b>5(6)</b>	<b>Reporting of the Audit Committee</b>			
<b>5(6)(a)</b>	<b>Reporting to the Board of Directors</b>			
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board.	√		Performed as per the guidelines.
5(6)(a)(ii)	<b>The Audit Committee shall immediately report to the Board on the following findings, if any:-</b>			
5(6)(a)(ii)(a)	report on conflicts of interest			No such issue arose
5(6)(a)(ii)(b)	suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;	-		No such issue arose
5(6)(a)(ii)(c)	suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations;	-		No such issue arose
5(6)(a)(ii)(d)	any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;	-		No such issue arose
<b>5(6)(b)</b>	<b>Reporting to the Authorities:</b>			
	If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.	-		No such reportable issue arose
<b>5(7)</b>	<b>Reporting to the Shareholders and General Investors:</b>			
	Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.	√		No such reportable issue arose
<b>6</b>	<b>Nomination and Remuneration Committee (NRC)</b>			
<b>6(1)</b>	<b>Responsibility to the Board of Directors</b>			
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board;	√		Already in Place
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	√		

6(1)(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b).	√		
<b>6(2)</b>	<b>Constitution of the NRC</b>			
6(2)(a)	The Committee shall comprise of at least three members including an independent director;	√		
6(2)(b)	At least 02 (two) members of the Committee shall be non-executive directors;”;	√		
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board;	√		Constituted as per the guidelines
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;	√		In practice
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;	-	-	No such issue arose
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;	-	-	No such issue arose
6(2)(g)	The company secretary shall act as the secretary of the Committee;	√		In practice
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	√		
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director’s fees or honorarium from the company.	√		
<b>6(3)</b>	<b>Chairperson of the NRC</b>			
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	√		The NRC Chairman selected by the Board is an Independent director
6(3)(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;			Applicable as when required
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders. Provided that in absence of Chairperson of the NRC, any other member from the NRC shall be selected to be present in the annual general meeting (AGM) for answering the shareholder’s queries and reason for absence	N/A		The Chairperson of the NRC was present in the last AGM

	of the Chairperson of the NRC shall be recorded in the minutes of the AGM.			
<b>6(4)</b>	<b>Meeting of the NRC</b>			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year;	√		
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;			Applicable as when required
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	√		Practice as per the CG Guidelines
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	√		
<b>6(5)</b>	<b>Role of the NRC</b>			
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	√		
6(5)(b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board:	√		
6(5)(b)(i)	formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:	√		
6(5)(b)(i)(a)	the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	√		
6(5)(b)(i)(b)	the relationship of remuneration to performance is clear and meets appropriate performance benchmarks;	√		
6(5)(b)(i)(c)	remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	√		
6(5)(b)(ii)	devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	√		
6(5)(b)(iii)	identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	√		
6(5)(b)(iv)	formulating the criteria for evaluation of performance of independent directors and the Board;	√		

6(5)(b)(v)	identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and	√		
6(5)(b)(vi)	developing, recommending and reviewing annually the company's human resources and training policies;	√		
6(5) (c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual Report.	√		
<b>7</b>	<b>External or Statutory Auditors</b>			
7(1)	<b>The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely:-</b>			
7(1)(i)	appraisal or valuation services or fairness opinions;	√		
7(1)(ii)	financial information systems design and implementation;	√		
7(1)(iii)	book-keeping or other services related to the accounting records or financial statements;	√		
7(1)(iv)	broker-dealer services;	√		
7(1)(v)	actuarial services;	√		
7(1)(vi)	internal audit services or special audit services;	√		
7(1)(vii)	any service that the Audit Committee determines;	√		
7(1)(viii)	audit or certification services on compliance of corporate governance as required under condition No. 9(1);	√		
7(1)(ix)	any other service that creates conflict of interest.	√		
7(2)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members.	√		
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (AGM or EGM) to answer the queries of the shareholders.	√		
<b>8</b>	<b>Maintaining a website by the Company</b>			
8(1)	The company shall have an official website linked with the website of the stock exchange.	√		
8(2)	The company shall keep the website functional from the date of listing.	√		
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	√		

9	<b>Reporting and Compliance of Corporate Governance.-</b>			
9(1)	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	√		
9(2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting.	√		
9(3)	The directors of the company shall state, in accordance with <b>the Annexure-C</b> attached, in the directors' report whether the company has complied with these conditions or not.	√		The statement of compliances duly published in the Annual Report.

**INDEPENDENT AUDITOR'S REPORT  
TO THE SHAREHOLDERS OF  
SILCO PHARMACEUTICALS LIMITED**

**Report on the Audit of the Financial Statements**

**Opinion**

We have audited the financial statements of **Silco Pharmaceuticals Limited** (the company) which comprise the Statement of Financial Position as at 30 June 2024 and Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended 30 June 2024, and notes to the financial statements, including a summary of significant accounting policies and other explanatory notes.

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

**Basis for Opinion**

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

**Independence and Other Ethical Responsibilities**

We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), Bangladesh Securities and Exchange Commission (BSEC) and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code and the Financial Reporting Council (FRC) by Laws.

**Key Audit Matters**

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

S.L.	Key Audit Report	How our audit addressed the key audit matter
1.	<p><b>Appropriateness of revenue recognition and disclosures on the impact of the initial application of IFRS 15.</b></p> <p>Refer to note 22.00 to the financial statements.</p> <p>As described in accounting policy note 2.19 to the financial statements, the Company recognizes revenue upon transfer of control as per the newly adopted IFRS 15:</p>	<p>We assessed the company's process to identify the impact of the revenue accounting standard. Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:</p> <ul style="list-style-type: none"> <li>Assessed the environment of the measurement as well as other relevant systems supporting the accounting or revenue.</li> </ul>

	<p>Revenue from Contracts with Customers. The Company has reported total revenue of TK. 410,102,396.</p> <p>The Company's primary customers are its corporate customer who are also entitled to get comparative rate of services invoiced.</p> <p>Given the significance and complexities involved in the accounting of Revenue, appropriate recognition of revenue has been considered as a key audit matter.</p>	<ul style="list-style-type: none"> <li>Assessed manual as well as application controls supporting revenue recognition.</li> <li>Assessed the invoicing and measurement systems up to entries in the general ledger.</li> <li>Examined customer invoices and receipts of payment on a test basis.</li> <li>Assessed the design of the processes set up to account for the transactions in accordance with the new standard.</li> <li>Assessed whether the sufficiency of disclosures as required by the new standard have been met.</li> <li>Assessed whether the sufficiency of disclosures as required to be made to opening balances due to the adoption of the new standard.</li> </ul>
2.	<p><b>Valuation of Inventories</b></p> <p>Refer to note 06.00 to the financial statements.</p> <p>Inventories represent Tk. 444,095,853 of the Company; inventories are thus a material item to the financial statements.</p> <p>As described in the accounting policy note 2.11 to the financial statements, inventories are valued at the lower of cost or net realizable values. As such, management is required to make judgments in determining whether inventories are being appropriately valued. Volume of inventories being held by the company at the reporting date and the complexities involved in the accounting and presentation thereof, Inventories has been considered as a key audit matter.</p>	<p>In order to test the Inventories, we performed the following procedures;</p> <ul style="list-style-type: none"> <li>Tested the operating effectiveness of key controls over Inventories; including observing the process of management's Year-end inventory count.</li> <li>Verified a sample basis the net realizable value by comparing costs to recent selling prices and assessing the reasonableness of any resulting write down of inventory items.</li> <li>Performed cut-off tests to determine that the purchases and sales of the inventories have been captured in the correct accounting period.</li> <li>Reviewed the historical accuracy of inventory provisions and the level of write-downs.</li> </ul>
3.	<p><b>Recovery of Trade Receivables</b></p> <p>Refer to note 7.00 to the financial statements Trade Receivables represent amount TK. 419,594,428 as at 30 June 2024 of the Company.</p> <p>The recoverability of trade receivables is considered to be a key risk due to the significance of these balances to the financial statements, and the judgments required in making appropriate provisions.</p>	<p>In order to test the recoverability of trade receivables, we performed the following procedures:</p> <ul style="list-style-type: none"> <li>We evaluated the company's credit control procedures and assessed and validated the ageing profile of Trade Receivables.</li> <li>We assessed recoverability on a sample basis by reference to cash received subsequent to year-end, agreement to the terms of the contract in place, and issue of credit notes post year-end, as necessary;</li> </ul> <p>We communicate management as to the recoverability of the older, unprovided amounts, corroborating management's explanations with underlying documentation and correspondence with the customers.</p>

4.	<p><b>Property, Plant and Equipment (PPE)</b></p> <p>As refer to notes 03.00 to the financial statements Property, Plant and Equipment includes the company’s long-term assets, which flow economic benefits to the entities more than one year. PPE is measured at cost less accumulated depreciation. The carrying value of PPE represents significant portion of total assets, which is amounting to Tk. 1,629,983,446 for the company at the reporting date.</p> <p>The carrying value of PPE is include asset addition during the year is Tk. 131,121,028 the function of depreciation charges on cost that involved estimation. Therefore, it has been considered as significant area of auditor’s judgement.</p>	<p>We have tested the design and operating effectiveness of key control over PPE. Our audit procedures included, among others, considering the impairment risk of the assets.</p> <p>Following are our audit procedures on the carrying value and impairment risk of PPE:</p> <ul style="list-style-type: none"> <li>• Reviewing basis of recognition, measurement of assets;</li> <li>• Observing procedures of assets acquisition, depreciation and disposal;</li> <li>• Checking ownership of the asset’s addition;</li> <li>• Performing due physical asset verification on sample basis at the year-end;</li> <li>• Checking estimated rates of depreciation being used and assessed its fairness;</li> <li>• Evaluating the Company’s assumption in relation to recoverable amounts of the major PPE to identify if there is any requirement of recognition of impairment; and</li> <li>• Finally, assessing the appropriateness and presentation of disclosures against relevant accounting standards.</li> </ul> <p>Our testing did not identify any issues with regard to Carrying Value of PPE.</p>
	<p><b>Deferred Tax</b></p> <p>The Company’s report Net Deferred Tax Liability (DTL) totaling Tk. 153,713,545 as at 30 June, 2024.</p> <p>Significant judgment is required in relation to deferred tax liabilities as their recoverability is dependent on forecasts of future profitability over a number of years.</p> <p>The disclosures relating to Deferred Tax are included in note 15.00 to the financial statement</p>	<p>Our audit procedures are on as follows:</p> <ul style="list-style-type: none"> <li>• We obtained an understanding, evaluates the design and tested the operational effectiveness of the Institution’s key controls over the recognition and measurement of DTLs and the assumption used in estimating the Company’s future taxable income.</li> <li>• We also assessed the completeness and accuracy of the data used for the estimations of future taxable income.</li> <li>• We involved tax specialists to assess key assumption, controls, recognition and measurement of DTLs.</li> <li>• Finally assessed the appropriateness and presentation of disclosures against “IAS-12” Income Tax.</li> </ul>

#### Information Other than the Financial Statement and Auditors Report Thereon

Management is responsible for the other information. The other information comprises all of the information in the annual report other than the financial statements and our auditors’ report thereon. The Annual Report is expected to be made available to us after the date of this auditor’s report.

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

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

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

Management is responsible for the preparation and fair presentation of the financial statements of the Company in accordance with International Financial Reporting Standards (IFRSs) and the company Act 1994 and other applicable laws and regulations for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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

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

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

In accordance with the Companies Act, 1994 & the Securities and Exchange Rules 2020, Financial Reporting Act-2015, we also report that:

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

**Place: Dhaka**  
**Dated: October 31, 2024**  
DVC: 2411030165AS865936

  
**Quazi Shafiqul Islam, FCA**  
**Enrolment No. 0165**  
**Islam Quazi Shafique & Co.**  
Chartered Accountants

# Silco Pharmaceuticals Limited

## Statement of Financial Position

As at June 30, 2024

Particulars	Notes	Amount in Taka	
		30 June 2024	30 June 2023
<b>Assets:</b>			
<b>Non Current Assets</b>		<b>1,767,324,096</b>	<b>1,762,417,380</b>
Property, Plant and Equipment	3.00	1,629,983,446	1,587,456,216
Right of Use Assets	4.00	9,244,529	-
Capital Work-in-Progress	5.00	128,096,122	174,961,164
<b>Current Assets</b>		<b>1,054,936,740</b>	<b>1,004,930,028</b>
Inventories	6.00	444,095,853	444,141,973
Trade and Other Receivables	7.00	419,594,428	377,507,323
Advances, Deposits and Prepayments	8.00	160,774,234	133,547,946
Cash and Cash Equivalents	9.00	28,699,542	30,764,262
Investment In Share	10.00	1,772,684	18,968,523
<b>Total Assets</b>		<b>2,822,260,837</b>	<b>2,767,347,407</b>
<b>Shareholder's Equity and Liabilities:</b>			
<b>Shareholder's Equity</b>		<b>2,352,439,767</b>	<b>2,319,852,389</b>
Share Capital	11.00	1,038,070,000	1,038,070,000
Retained Earnings	12.00	1,315,518,064	1,288,697,596
Unrealized Gain/Loss on Marketable Securities	13.00	(1,148,297)	(6,915,207)
<b>Non-Current Liabilities</b>		<b>159,021,936</b>	<b>151,734,305</b>
Lease Liabilities (Non Current Portion)	14.00	5,308,391	-
Deferred Tax Liabilities	15.00	153,713,545	151,734,305
<b>Current Liabilities</b>		<b>310,799,133</b>	<b>295,760,714</b>
Trade and Other Payable	16.00	9,604,865	9,749,939
Lease Liabilities (Current Portion)		4,258,996	-
Payable to IPO Applicants	17.00	184,493	184,607
Provision for Expenses	18.00	6,273,320	6,322,574
Liabilities for contribution to WPPF	19.00	2,906,798	3,342,966
Dividend Payables (Unclaimed)	20.00	2,377,502	2,458,950
Provision for income tax	21.00	285,193,159	273,701,678
<b>Total Shareholder's Equity and Liabilities</b>		<b>2,822,260,837</b>	<b>2,767,347,407</b>
<b>Net Asset Value (NAV) per Share</b>	30.00	<b>22.66</b>	<b>22.35</b>

The annexed notes are (1-41) form an integral part of these financial statements.

সাইফুল আলী (স্বাক্ষর)  
Chairman

Managing Director

Company Secretary

Signed as per our separate report on same date.

Place: Dhaka

Date: 31 October 2024

DVC: 2411030165AS865936

Quazi Shafiqul Islam, FCA  
Enrolment No. 0165  
Islam Quazi Shafique & Co.  
Chartered Accountants

**Silco Pharmaceuticals Limited**  
**Statement of Profit or Loss and other Comprehensive Income**  
For the year ended June 30, 2024

Particulars	Notes	Amount in Taka	
		2023-2024	2022-20223
<b>Turnover</b>	<b>22.00</b>	410,102,396	464,695,705
Less: Cost of Goods Sold	<b>23.00</b>	277,862,012	318,389,658
<b>Gross Profit /(Loss)</b>		<b>132,240,384</b>	<b>146,306,046</b>
Less: Operating Expenses	<b>24.00</b>	70,160,303	75,782,467
<b>Profit from Operation</b>		<b>62,080,081</b>	<b>70,523,580</b>
Less: Financial Expenses	<b>25.00</b>	110,663	126,299
Less: Financial Expenses (Lease)	<b>26.00</b>	926,653	195,000
Non-operation Income	<b>27.00</b>	1,213,812	22,384,901
<b>Profit before Contribution to WPPF</b>		<b>62,256,577</b>	<b>92,587,183</b>
Less: Workers' Profit Participation/Welfare Fund (WPPF)	<b>19.01</b>	2,906,798	3,342,966
<b>Profit before Income Tax</b>		<b>59,349,778</b>	<b>89,244,217</b>
<b>Less: Provision for Income Tax</b>	<b>28.00</b>	<b>13,470,721</b>	<b>20,022,933</b>
Current Tax	<b>28.01</b>	11,491,480	18,495,881
Deferred Tax	<b>28.02</b>	1,979,240	1,527,052
<b>Net Profit/(Loss) after Tax (Transferred to Retained Earning )</b>		<b>45,879,058</b>	<b>69,221,284</b>
<b>Other Comprehensive Income:</b>			
Unrealized Gain/(Loss) on Investment	<b>13.00</b>	5,766,910	3,772,085
<b>Total Comprehensive income</b>		<b>51,645,968</b>	<b>72,993,369</b>
<b>Earnings per Share (EPS)</b>	<b>29.00</b>	<b>0.44</b>	<b>0.67</b>

The annexed notes are (1-41) form an integral part of these financial statements.

স্বাক্ষরিত (৩২)

Chairman



Managing Director



Company Secretary

Signed as per our separate report on same date.



Quazi Shafiqul Islam, FCA  
Enrolment No. 0165  
Islam Quazi Shafique & Co.  
Chartered Accountants

Place: Dhaka

Date: 31 October 2024

DVC: 2411030165AS865936

**Silco Pharmaceuticals Limited**  
**Statement of Changes in Equity**  
For the year ended June 30, 2024

Amount in Taka

Particulars	Ordinary Share Capital	Unrealized Gain/Loss on Marketable Securities	Retained Earnings	Total
Balance as at July 01, 2023	1,038,070,000	(6,915,207)	1,288,697,596	2,319,852,389
Net Profit/(Loss) during the year	-	-	45,879,058	45,879,058
Declared 3% Cash Dividend			(19,058,589)	(19,058,589)
Unrealized Gain/(Loss) on Marketable Shares	-	5,766,910		5,766,910
<b>Balance as on June 30, 2024</b>	<b>1,038,070,000</b>	<b>(1,148,297)</b>	<b>1,315,518,065</b>	<b>2,352,439,767</b>

**Statement of Changes in Equity**  
For the year ended June 30, 2023

Amount in Taka

Particulars	Ordinary Share Capital	Unrealized Gain/Loss on Marketable Securities	Retained Earnings	Total
Balance as at July 01, 2022	1,038,070,000	(10,687,292)	1,251,240,627	2,278,623,335
Net Profit/(Loss) during the year	-	-	69,221,284	69,221,284
Declared 5% Cash Dividend			(31,764,315)	(31,764,315)
Unrealized Gain/Loss on Marketable	-	3,772,085		3,772,085
<b>Balance as on June 30, 2023</b>	<b>1,038,070,000</b>	<b>(6,915,207)</b>	<b>1,288,697,596</b>	<b>2,319,852,389</b>

সাইম হা (ভা)

Chairman



Managing Director



Company Secretary

# Silco Pharmaceuticals Limited

## Statement of Cash Flows

For the year ended June 30, 2024

Particulars	Notes	Amount in Taka	
		2023-2024	2022-2023
<b>A. Cash Flows from Operating Activities</b>			
Cash received from Customers	34.00	368,015,291	476,424,842
Cash received from Non-operating income		1,929,260	3,827,024
Cash Paid to Suppliers	35.00	(175,488,387)	(173,748,744)
Cash Paid to Employees	36.00	(64,297,925)	(65,710,185)
Cash Paid to Others	37.00	(39,007,064)	(53,192,103)
Financial Expenses		(110,663)	(126,299)
Income Tax Paid		(6,730,339)	(6,993,151)
<b>Net cash flows from operating activities</b>		<b>84,310,173</b>	<b>180,481,383</b>
<b>B. Cash Flows from Investing Activities</b>			
Acquisition of Property, Plant & Equipment		(7,526,900)	(2,980,960)
Cash Payment for Capital Work-in-Progress		(76,729,086)	(178,968,121)
Gain/(Loss) on Investment		(715,448)	18,557,877
Investment in Share		22,962,750	22,709,859
<b>Net cash used in investing activities</b>		<b>(62,008,684)</b>	<b>(140,681,344)</b>
<b>C. Cash Flows from Financing Activities</b>			
Refund to IPO Applicants (Bank Charge)		(114)	(121)
Financial Expenses (Lease)		(926,653)	(195,000)
Principle payment (Lease)		(4,299,407)	(4,112,544)
Cash dividend paid		(19,140,036)	(31,447,372)
<b>Net Cash used for financing activities</b>		<b>(24,366,210)</b>	<b>(35,755,036)</b>
<b>D. Net Increase/(Decrease) Cash and Cash Equivalents (A+B+C)</b>		<b>(2,064,721)</b>	<b>4,045,004</b>
<b>E. Cash and Cash Equivalents at the beginning of the year</b>		<b>30,764,262</b>	<b>26,719,260</b>
<b>F. Cash and Cash Equivalents at the end of the year (D+E)</b>		<b>28,699,542</b>	<b>30,764,263</b>
<b>Net Operating Cash Flows Per Share (NOCFPS)</b>	<b>31.00</b>	<b>0.81</b>	<b>1.74</b>

স্বাক্ষরিত (স্বাক্ষর)

Chairman

স্বাক্ষরিত

Managing Director

স্বাক্ষরিত

Company Secretary

# Silco Pharmaceuticals Limited

As at and for the year ended 30 June 2024

Notes, Comprising A Summary of Significant Accounting Policy  
And Other Explanatory Information

## 1.00 The Company and its operations

### 1.01 Legal form of the Company

The Company was incorporated in Bangladesh as Public Limited Company on January 25, 1995 as Company limited by Shares under the Companies Act 1994 vide registration no. C-27781(1627)/95. The principal activities of the Company are manufacturing drugs and medicines of all kinds. The Company obtained Certificate of Commencement of business at the same date of incorporation but the Company received its drug manufacturing license on 29<sup>th</sup> October, 2003 and the commercial operation started on 30<sup>th</sup> October, 2003. The company listed with Dhaka and Chittagong stock exchange on 25<sup>th</sup> April 2019 & 30<sup>th</sup> April 2019.

### 1.02 Address of the Registered Office

The registered office of the company is located at 41, Nurani, Bankalapara, Subid Bazar, Sylhet-3100, Bangladesh.

### 1.03 Nature of Business activities

Silco Pharmaceuticals limited has engaged in manufacturing and marketing of pharmaceuticals finished product in the categories of Antibiotics, Analgesics, Anti diabetics, Narcotics, Antipyretics, Anti Inflammatory Drugs, Anti ulcerants, Multi medicines which are sold in local market and in international markets respectively.

### 1.04 Capital Structure of the Company

Silco Pharmaceuticals Limited is a public limited company formed by local owner. The details of the capital structure are given below:

Particulars	Taka
<b>Authorized Capital</b> 105,000,000 ordinary shares of Taka 10/= each.	1,050,000,000
<b>Issued, subscribed, called-up and paid-up capital</b> 103,807,000 ordinary shares of Tk. 10/= each fully paid-up	1,038,070,000

### 1.05 Production Unit

The production unit of the company is situated at BSCIC industrial Estate, Khadimnagar, Sylhet 3103, Bangladesh.

## 2.00 Summary of significant accounting policies as per rules

### 2.01 Basis of preparation and presentation of the financial statements

The financial statements have been prepared on a going concern basis under historical cost convention and in accordance with the International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs), the Companies Act, 1994, the Securities and Exchange Rules,

2020 and other applicable laws & regulations in Bangladesh. The Financial Statements are presented in accordance with the guidelines provided by IAS-1 "Presentation of Financial Statements".

## **2.02 Regulatory Compliances**

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

The Income Tax Act 2023;

The Value Added Tax and Supplementary Duty Act 2012;

The Value Added Tax and Supplementary Duty Rules 2016;

The Customs Act, 1969;

Bangladesh Labour Act 2006 (Amendment-2013);

The Securities and Exchange Ordinance, 1969;

The Securities and Exchange Rules, 2020; and

Financial Reporting Act 2015.

## **2.03 Accounting convention and assumption**

The financial statements are prepared under the historical cost convention.

## **2.04 Principal accounting policies**

The specific accounting policies have been selected and applied by the Company's management for significant transactions and events that have a material effect within the Framework of IAS-1 "Presentation of Financial Statements" in preparation and presentation of the financial statements. Financial Statements have been prepared and presented in compliance with applicable IAS and IFRS.

## **2.05 Application of Standards (IASs and IFRSs)**

The following IASs and IFRSs are applicable for preparation of financial statements for the year ended 30 June 2024.

### **IASs:**

IAS 1	Presentation of Financial Statements;
IAS 2	Inventories;
IAS 7	Statement of Cash Flows;
IAS-8	Accounting Policies, Changes in Accounting Estimates and Errors;
IAS 10	Events after the reporting Period;
IAS 12	Income Taxes;
IAS 16	Properties, Plant and Equipment;
IAS 19	Employee Benefits;
IAS 21	The Effects of Changes in Foreign Exchange Rates;
IAS 23	Borrowing Costs;
IAS 24	Related Party Disclosures;
IAS 33	Earnings per Share;
IAS 36	Impairment of Assets;
IAS 37	Provisions, Contingent Liabilities and Contingent Assets;

**IFRSs:**

IFRS 1	First time Adoption of International Financial Reporting Standards;
IFRS 8	Operating Segments;
IFRS 9	Financial Instruments;
IFRS 13	Fair Value Measurement;
IFRS 15	Revenue from Contracts with Customers;
IFRS 16	Leases;

**2.06 Use of Estimates and Judgments**

The preparation of the financial statements requires management to make and apply consistently of 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 and underlying assumptions, which are reviewed on an ongoing basis. Revision to accounting estimates is recognized in the year in which the estimates are revised and in any future years affected.

**2.07 Re-arrangement**

Figures for the comparative year have been re-arranged wherever consider necessary to ensure better comparability with the current year presentation as per IAS-8 "Accounting policies, changes in Accounting estimates and Errors".

**2.08 Going Concern**

The company has adequate resources to continue in operation for foreseeable future and hence, the financial statements have been prepared on going concern basis. As per management assessment there is no material uncertainties related to event or condition which may cast significant doubt upon the company's ability to continue as a going concern.

**2.09 Components of the Financial Statements**

According to the IAS-1 "Presentation of Financial Statements" the complete set of financial statements includes the following components:

- i) Statement of Financial Position as at June 30, 2024
- ii) Statement of Profit or Loss and other Comprehensive Income for the year ended June 30, 2024;
- iii) Statement of Changes in Equity for the year ended June 30, 2024;
- iv) Statement of Cash Flows for the year ended June 30, 2024; and
- v) Notes, comprising a summary of significant accounting policy and other explanatory information for the year ended June 30, 2024.

**2.10 Property, Plant and Equipment (PPE)****i) Recognition and Measurement**

In compliance with the IAS 16 "Property, Plant and Equipment" items of Property, Plant & Equipment (PPE) excluding Land and Land Development are initially measured at cost less accumulated depreciation, if any. Land and Land Development are measured at cost. The cost of an item of PPE comprises its purchase price, import duties and non-refundable taxes after deducting

trade discount and rebates and any costs directly attributable to bringing the assets to the location and condition necessary for it to be capable operating in the intended manner.

**ii) Subsequent Cost**

The cost of replacing part of an item of property, plant & 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 cost of the day to day maintaining cost on PPE is recognized in the Statement of Profit or Loss and Other Comprehensive Income as incurred.

**iii) Depreciation**

Depreciation has been charged on item of property, plant and equipment except land and land development is recognized in the statement of profit or loss and other comprehensive income using "Reducing Balance Method" over the estimated useful lives of each items. Depreciation on addition to fixed assets charged when the assets are available for use i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by the management.

Rate of depreciation on property, plant and equipment's considering their useful lives are as follows:

Category of Fixed Assets	As at 30 June, 2024	As at 30 June, 2023
Land and Land Development	-	-
Building	2.50%	2.50%
Plant & Machinery	10%	10%
Electrical Equipment	10%	10%
Electrical Installation	10%	10%
Furniture & Fixture	10%	10%
Office Equipment	10%	10%
Computer	20%	20%
Transformer	10%	10%
Vehicles	10%	10%
Air Condition	20%	20%
Fire Extinguisher	20%	20%

**iv) Retirement and Disposals:**

An asset is derecognized on disposal or when no future economic benefits are expected from its use and subsequent disposal. Gain or loss arising from the retirement or disposal of an asset is determined as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized as gain or loss from disposal of asset under other income in the statement of comprehensive income.

**v) Impairment:**

In accordance with the provision of IAS 36, the carrying amount of non-financial assets other than inventories of the company involved in the manufacturing of the products. If any such indication exists, then the asset's recoverable amount is estimated and impairment losses are recognized in

the statement of comprehensive income. No such indication of impairment has been observed till the end of the year.

### **2.11 Valuation of Inventory**

Inventories consisting of raw materials, work in process, finished goods are valued at lower of cost and net realizable value as per IAS 2: Inventory. Cost of inventories include expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. Cost of inventories is determined by using the weighted average cost formula. Where necessary, allowance is provided for damaged, obsolete and slow-moving items to adjust the carrying amount of inventories to the lower of cost and net realizable value. Net realizable value is based on estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

### **2.12 Trade and Other Receivables**

Trade Receivable is carried at net sales value by making no provision for doubtful debts, based on the risk from time to time. But in case of any debts made with any dissolved business house, the amount is fixed and charged with profit and loss account.

### **2.13 Cash and cash equivalents**

Cash and cash equivalents include cash in hand, cash at banks, term deposits, etc which are available for use by the company without any restrictions. There is an insignificant risk of change in value of the same.

### **2.14 Creditors and accrued expenses**

#### **i) Trade payables**

Liabilities are recorded at the amount payable for settlement in respect of goods and services received by the company.

#### **ii) Provision**

The preparation of financial statements in conformity with International Accounting Standard **IAS-37 “Provisions, Contingent Liabilities and Contingent Assets”** requires management to make estimates and Assumption that affect the reported amounts of revenues and expenses, assets and liabilities, and the Disclosure requirements for contingent assets and liabilities during and at the date of the financial statements.

In accordance with the guidelines as prescribed by IAS-37 provisions were recognized in the following situations when:

- The Company has a present obligation as a result of past event;
- It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- When reliable estimates can be made of the amount of the obligation.

We have shown the provisions of the Financial Position at an appropriate level with regard to an adequate provision for risks and uncertainties. An amount recorded as a provision represents the best estimate of the probable expenditure required to fulfill the current obligation on the date of statement of financial position.

## 2.15 Employee benefits

The company maintains both defined contribution plan and defined benefit plan for its eligible permanent employees. The eligibility is determined according to the terms and conditions set forth in the respective deeds.

The company has accounted for and disclosed employee benefits in compliance with the provisions of IAS 19 Employee Benefits.

The cost of employee benefits is charged as revenue expenditure in the period to which the contributions relate.

The company's employee benefits include the following:

### (a) Short-term employee benefits

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

### (b) Contribution to Workers' Profit Participation/ Welfare Funds

The company provisions 5% of its profit from net business income to its Workers' Profit Participation Fund (WPPF) in accordance with Bangladesh Labour Act 2006 (Amendment-2013). The Company has registered the WPPF Trust deed and disbursed the provisioned amount accordingly.

The company made provision for WPPF in line with section 234 (a) chapter-XV (Workers' participation in Companies Profits) of Bangladesh Labour Act-2006 and complied with section 234 (b). Transfer of the amount to a separate bank account is under process. The management of the company tried to disburse the amount to workers through banking channel but in fact, it was very hard to find a separate bank account of all the workers. Considering circumstance and requirement for compliance with chapter-XV section 234 (a) & (b) of Bangladesh Labour Act-2006,

It was hard for the management to ensure bank accounts of all workers who belongs to marginal class of the society. The payment of WPPF was made in cash. The company had also made the contribution to 'Bangladesh Labour welfare Foundation' through designated government as per requirement of Bangladesh Labour Act-2006.

## 2.16 Income Tax

### i) Current Tax

Provision for taxation has been made as per rates prescribed in Finance Act 2024 and the Income Tax Act, 2023 on the profit made by the company.

### ii) Deferred Tax

The company has recognized deferred tax in compliance with the provision of IAS-12: "Income Taxes". The policy of recognition of deferred tax assets/liabilities is based on temporary differences (taxable or deductible) between the carrying amount (Book Value) of assets and liabilities for financial reporting purpose and its tax base, and accordingly, deferred tax income or expense has been considered to determine net profit after tax. The rate prevailing at the Financial Position date is used for determine the deferred tax.

The company assumes no other temporary difference that may result in deferred tax asset/liability except Property, plant and Equipment.

#### **2.17 VAT**

Company's Produces both Vatable and Non-Vatable Product. The company paid VAT only on vatable items and enjoying exemption for non-vatable items as per S.R.O No. 163-Law/2022/176-VAT, dated: June 01, 2022.

#### **2.18 Contingent liabilities and assets**

Contingent liabilities and assets are current or possible obligations or assets, arising from past events and whose existence is due to the occurrence or non-occurrence of one or more uncertain future events which are not within the control of the company. In accordance with IAS-37 "Provisions, Contingent Liabilities and Contingent Assets" should not be recognized in the year in which the recognition criteria of provision have been made.

#### **2.19 Revenue recognition**

"As per IFRS-15: "Revenue from Contracts with Customers" an entity shall account for a contract with a customer only when all of the following criteria are met:

- a) The parties to the contract have approved the contract (in writing, orally or in accordance with other customary business practices) and are committed to performing their respective obligations;
- b) The entity can identify each party 's rights regarding the goods or services to be transferred;
- c) The entity can identify the payment terms for the goods or services to be transferred;
- d) The contract has commercial substance (i.e. the risk, timing or amount of the entity's future cash flows is expected to change as a result of the contract); and
- e) It is probable that the entity will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer."

Considering the five steps model, the Company recognizes revenue at the time of delivery when (or as) the Company satisfies a performance obligation by transferring a promised good to a customer. Goods are considered as transferred when (or as) the customer obtains control of those goods. Revenue from sale of goods is measured at the fair value of the consideration received or receivable net of returns and allowances, trade discounts, rebates and Value Added Tax (VAT).

#### **Sale of goods**

The revenue from the sale of goods is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer when the buyer provides assurance on the delivery of goods. The revenue represents the invoice value of goods supplied to the customers measured at the fair value of the consideration received or receivable.

#### **2.20 Borrowing costs**

In compliance with the requirements of IAS-23 "Borrowing Costs" borrowing costs of operational year on long term loan and short-term loan facilities from bank was charged off as revenue expenditure as they incurred.

#### **2.21 Repairs, upkeep and maintenance charges**

These are usually charged out as revenue expenditure in the year in which it is incurred.

## 2.22 Related party disclosure

The company in normal course of business carried out a number of transactions with related parties that fall within the definition of related party as prescribed by IAS-24 "Related Party Disclosures". This has been disclosed in a separate note to the financial statements.

## 2.23 Earnings per Share (EPS)

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

### Basic Earnings

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

### Basic Earnings Per Share

Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the company by the weighted average number of ordinary shares outstanding during the year.

### Diluted Earnings per Share

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and weighted average number of ordinary shares outstanding, for the effect of all dilutive potential ordinary shares. However, dilution of EPS is not applicable for these Financial Statements as there were no potential ordinary shares during the relevant year.

### Weighted Average Number of Ordinary Shares outstanding during the year

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

## 2.25 Date of Authorization

The Board of Directors of **Silco Pharmaceuticals Limited** approved this Financial Statements on 31 October 2024.

## 2.26 Segment Reporting

As required by IFRS-8 "Operating Segments", if an entity operates and engages in different economic environments and activities then the entity has to disclose information, to enable users of its financial statements to evaluate the nature and financial effects of the business so carried out.

The company considers the operation on aggregate basis and manages the operations as a single operating segment. Hence it is felt that such segment reporting is not required to be disclosed.

## 2.27 Statement of Cash flows

Statement of Cash Flows is prepared principally in accordance with IAS-7 "**Statement of Cash Flows**" and the cash flows from the operating activities have been presented under direct method as prescribed by the Securities and Exchange Rules 2020 and considering the provision of paragraph 19 of IAS-7 which provides that "Enterprises are Encouraged to Report Cash Flows from Operating Activities Using the Direct Method". We also provide cash flows from operating activities using the Indirect Method as well in notes to the Financial Statements.

## **2.28 Reporting period**

The financial period of the Company covers 1 (one) year from 1<sup>st</sup> July 2023 to 30<sup>th</sup> June 2024.

## **2.29 Events after the Reporting period**

In compliance with the requirements of IAS 10 Events after the Reporting Period that provide additional information about the company's position at the date of the financial position are reflected in the financial statements and events after the reporting period that are not adjusting events are disclosed in the notes when materials.

Management of the company has taken close look whether any events after the reporting period exist that need to take into account during the preparation of Financial Reports. No event after the reporting period exists and management of the company has prepared the financial reports in accordance.

## **2.30 Financial Risk Management Policies**

The company is exposed to normal business risks from changes in market interest rates and currency exchange rates and from non-performance of contractual obligations by counterparties. The company does not hold or issue derivative financial instruments for speculative or trading purposes.

### **Interest Rate Risk**

The company has no significant risk of fluctuations in interest rates.

### **Credit Risk**

Credit risk is the potential financial loss resulting from the failure of a customer or counterparty to settle its financial and contractual obligations to the company as and when they fall due.

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

### **Liquidity Risk**

The company monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the company operations and to mitigate the effects of fluctuations in cash flows.

### **Fair Values**

The fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction.

The fair value of trade and other short-term receivables are taken to approximate their carrying value. The fair value of financial assets and liabilities approximate their carrying value.

## **2.31 Capital Work in Progress**

Property, plant and equipment under construction/ acquisition are accounted for as capital work-in-progress until construction/ acquisition is complete and measured at cost. As the capital work in progress has not yet been finished and is not contributing to the production process to

generate revenue, depreciation is not applied for capital work in progress as per Generally Accepted Accounting Principles (GAAPs- revenue and expense recognition principle).

## **2.32 Significant accounting policies**

### **(i) Financial Instruments**

At initial recognition as per IFRS-9 Financial Instrument, an entity shall measure a financial asset or financial liability as its fair value plus or minus (in the case of a financial asset or a financial liability not at fair value through profit or loss) the transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability.

After initial recognition (subsequent measurement) an entity shall measure a financial asset or financial liability in either of the following subject to specific circumstance specified in the standard (sec 4.1.1- 4.1.5) & (4.2.1-4.2.2):

- i. amortized cost;
- ii. fair value through other comprehensive income;
- iii. fair value through profit or loss.

The entity shall recognize loss allowance or Expected Credit Loss (impairment requirement). At each reporting date the entity account for the impairment of financial assets or financial liability in the following manner:

- I. an amount equal to the lifetime expected credit loss (if the credit risk of the instrument has increased significantly since initial recognition)
- II. an amount equal to the 12 (twelve) month expected credit loss (if the credit risk of the instrument has not increased significantly since initial recognition)

### **(ii) Leases**

An entity shall assess a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. In line with IFRS-16 Leases, an entity shall determine the lease term as the non-cancellable period of a lease together with both:

- I. Period covered by the option to extend the lease and;
- II. Period covered by the option to terminate the lease.

Initial measurement of right of use asset shall be measured at cost and subsequently either by fair value or follow revaluation model.

The company disclosed the impact of IFRS-16 of numerical amount and disclosures in the financial statement in Annexure-B.

### **(iii) Insurance Contracts**

IFRS 17 was issued in May 2017 and applies to annual reporting periods beginning on or after 1<sup>st</sup> January 2021. IFRS 17 established the principles for the recognition, measurement, presentation and disclosure of insurance contracts within the scope of the standard. The objective of IFRS 17 is to ensure that an entity provides relevant information that faithfully represents those contracts.

The company has not yet assessed in potential impact of IFRS 17 on its financial statements.

## **2.33 Bad and Doubtful Debts**

The Management recognized the bad and doubtful debts when a debt is unrecoverable through Board of Directors approved. Since, the management made sales through 100% confirms order by the customers and duly collected by the marketing team. Hence, no bad debts had occurred and therefore no provision was made against the receivables.

### **2.34 Implication of COVID-19 on our business**

The COVID-19 pandemic has developed rapidly in 2020 leaving its trail till June, 2024. The company managed to overcome the situation. The management has taken required steps to restore regular production capacity and sales considering the health and safety issues.

COVID-19 is not expected to have a significant impact on the entity. Management has determined that there is no material uncertainty that casts doubt on the entity's ability to continue as a going concern. There exists stable growth of the financial indicators of the company.

### **2.35 General**

- i. Wherever considered necessary, previous period's figures have been rearranged for the purpose of comparison.

Previous year's figure has been rearranged wherever considered necessary to confirm to current year's presentation.

Notes No.	Particulars	Amount in Taka	
		30 June 2024	30 June 2023
<b>3.00</b>	<b>Property, Plant and Equipment</b>		
	Opening Balance	2,602,219,270	2,397,848,928
	Add: Addition during the year	131,121,028	204,370,342
	<b>Closing Balance</b>	<b>2,733,340,298</b>	<b>2,602,219,270</b>
	Opening Balance	1,014,763,054	928,045,265
	Add: Depreciation Charged for the year	88,593,798	86,717,788
	<b>Closing Balance</b>	<b>1,103,356,852</b>	<b>1,014,763,054</b>
	<b>Written Down Value as at June 30, 2024</b>	<b>1,629,983,446</b>	<b>1,587,456,216</b>

The details of above has been shown in "Annexure- A"

#### 4.00 Right of Use Assets

Opening Balance	11,429,609	11,429,609
Add: Addition during the year	13,866,793	-
Less: Disposal during the year	11,429,609	-
<b>Closing Balance</b>	<b>13,866,793</b>	<b>11,429,609</b>
Opening Balance	11,429,609	7,619,740
Add: Amortization/ Depreciation Charged for the year	4,622,264	3,809,870
Less: Disposal during the year	11,429,609	-
<b>Closing Balance</b>	<b>4,622,264</b>	<b>11,429,609</b>
<b>Written Down Value as at June 30, 2024</b>	<b>9,244,529</b>	<b>-</b>

The details of above has been shown in "Annexure- B"

#### 5.00 Capital Work-in -Progress

Construction of Building	5.01	74,207,645	119,786,023
Plant and Machinery	5.02	53,888,476	55,175,140
<b>Total</b>		<b>128,096,122</b>	<b>174,961,164</b>

#### 5.01 Construction of Building

Opening Balance	119,786,023	170,646,389
Add: Addition during the year	33,479,318	72,631,574
	<b>153,265,341</b>	<b>243,277,962</b>
Less: Transfer to fixed assets during the year	79,057,696	123,491,939
<b>Closing Balance</b>	<b>74,207,645</b>	<b>119,786,023</b>

Notes No.	Particulars	Amount in Taka	
		30 June 2024	30 June 2023
<b>5.02</b>	<b>Plant and Machinery</b>		
	Opening Balance	55,175,140	26,736,036
	Add: Addition during the year	43,249,768	106,336,547
		<b>98,424,908</b>	<b>133,072,583</b>
	Less: Transfer to fixed assets during the year	44,536,432	77,897,443
	<b>Closing Balance</b>	<b>53,888,476</b>	<b>55,175,140</b>

<b>6.00</b>	<b>Inventories</b>			
	Raw Materials	23.01	193,065,890	189,799,690
	Packaging Materials	23.02	14,958,695	19,283,993
	Work in Process	23.00	9,591,022	9,821,785
	Finished Goods	23.00	220,525,748	219,229,298
	Store Items	23.03.01	5,954,498	6,007,206
	<b>Total</b>		<b>444,095,853</b>	<b>444,141,973</b>

<b>7.00</b>	<b>Trade and Other Receivables</b>			
	Trade Receivables		419,594,428	377,507,323
	<b>Total</b>		<b>419,594,428</b>	<b>377,507,323</b>

**Ageing of the above Trade Receivable is given below:**

More than six months	66,419,300	43,215,740
Less than six months	353,175,128	334,291,583
<b>Total</b>	<b>419,594,428</b>	<b>377,507,323</b>

**The classification of receivables as required by the schedule XI of the Companies Act, 1994 are given below:**

i. Receivables considered good in respect of which the company is fully secured		
ii. Receivables considered good in respect of which the company holds no security other than the debtor personal security	419,594,428	377,507,323
iii. Receivables considered doubtful or bad		
iv. Advance, deposits & prepayment due by directors or other officers of the company or any of them either severally or jointly with any other person or Advance, deposits & prepayment due by firms or private companies respectively in which any director is a partner or a director or a member		
v. Receivables due from companies under same management		
vi. The maximum amount of receivable due by any director or other officer of the company		

Notes No.	Particulars	Amount in Taka		
		30 June 2024	30 June 2023	
<b>8.00</b>	<b>Advances, Deposits and Prepayments</b>			
	Advances	8.01	158,612,407	131,971,119
	Deposits	8.02	1,576,827	1,576,827
	Prepayments	8.03	585,000	-
	<b>Total</b>		<b>160,774,234</b>	<b>133,547,946</b>
<b>8.01</b>	<b>Advances</b>			
	Advance to Employees		778,800	826,500
	Advance to Suppliers		78,541,869	59,887,100
	Advance Income Tax	08.01.01	77,878,296	71,147,957
	L/C Margin		1,237,000	-
	VAT Current A/C.		176,442	109,562
	<b>Total</b>		<b>158,612,407</b>	<b>131,971,119</b>
<b>08.01.01</b>	<b>Advance Income Tax (AIT)</b>			
	Opening Balance		71,147,957	64,154,806
	AIT Paid during the year		6,730,339	6,993,151
	<b>Closing Balance</b>		<b>77,878,296</b>	<b>71,147,957</b>
<b>8.02</b>	<b>Security Deposit</b>			
	Electricity (Power Development Board)		317,400	317,400
	Gas (Jalalabad Gas Distribution Company Ltd.)		1,259,427	1,259,427
	<b>Total</b>		<b>1,576,827</b>	<b>1,576,827</b>
<b>8.03</b>	<b>Prepayments</b>			
	Office Rent		585,000	-
	<b>Total</b>		<b>585,000</b>	<b>-</b>
<b>9.00</b>	<b>Cash and Cash Equivalent</b>			
	Cash in hand		10,498,678	7,800,093
	Cash at Bank	9.01	18,200,864	22,964,169
	<b>Total</b>		<b>28,699,542</b>	<b>30,764,262</b>
<b>9.01</b>	<b>Cash at Bank</b>			
	Cash at Bank	09.01.01	17,974,024	15,861,101
	IPO Fund	09.01.02	217,644	217,840
	Balance of Portfolio	09.01.03	9,196	6,885,228
	<b>Total</b>		<b>18,200,864</b>	<b>22,964,169</b>

Notes No.	Particulars	Amount in Taka	
		30 June 2024	30 June 2023
<b>09.01.01</b>	<b>Cash at Bank</b>		
	Bank Asia CD # 01033005988	8,660,417	2,657,578
	City Bank Ltd., CD-3102434003001	2,357,878	2,434,706
	Bank Asia CD # 01036000766	2	76
	Pubali Bank Ltd., A/C No. C/D-2836901017223	862,671	939,189
	AB Bank Ltd., A/C No. C/D-4111-043420-000	143,341	88,708
	DBBL, A/C No. C/D-201.110.6703	281,724	349,640
	DBBL, A/C No. C/D-1881	212,524	858,882
	DBBL, A/C No. C/D-1154	94,985	5,985
	Pubali Bank Ltd., A/C No. C/D-3486901021357	2,617,405	6,156,521
	Prime Bank Ltd., A/C No. C/D-80025295/3115312009636	492,698	1,309,338
	Prime Bank Ltd., A/C No. C/D-60020426/3115111005507	2,174,780	1,059,157
	Al-Arafah Islami Bank A/c-20897	75,600	1,321
	<b>Total</b>	<b>17,974,024</b>	<b>15,861,101</b>
<b>09.01.02</b>	<b>IPO Fund</b>		
	EBL_ Principal Branch _BDT_A/C_1011360531186	33,151	33,233
	EBL_ Principal Branch _USD_A/C_1013050531221	149,984	150,098
	EBL_ Principal Branch _EURO_A/C_1013070531196	34,509	34,509
	<b>Total:</b>	<b>217,644</b>	<b>217,840</b>
<b>09.01.03</b>	<b>Balance of Portfolio</b>		
	AB Scurities Ltd.-Portfolio Code 08348	7,328	6,872,756
	City Brokerage Ltd.-Portfolio Code C12003	1,868	12,472
	<b>Total</b>	<b>9,196</b>	<b>6,885,228</b>
<b>10.00</b>	<b>Investment In Share</b>		
	FEDERALINS	-	7,507,504
	ORIONINFU	-	7,066,500
	MALEKSPIN	-	78,319
	KBPPWBIL	1,772,684	-
	PURABIGEN	-	3,340,200
	ASIA PACIFIC GICL	-	976,000
	<b>Total</b>	<b>1,772,684</b>	<b>18,968,523</b>

The Company recognised its investment considering fair value i. e. market value on 30 June, 2024.

Notes No.	Particulars	Amount in Taka	
		30 June 2024	30 June 2023
<b>11.00</b>	<b>Share Capital</b>		
<b>11.01</b>	<b>Authorized Share Capital</b>		
	105,000,000 ordinary shares of Tk. 10/= each.	<u>1,050,000,000</u>	<u>1,050,000,000</u>
<b>11.02</b>	<b>Issued, Subscribed and Paid-up Share Capital</b>		
	103,807,000 ordinary shares of Tk. 10/= each fully paid-up	1,038,070,000	1,038,070,000
		<u>1,038,070,000</u>	<u>1,038,070,000</u>

The shareholding position at the end of the year as on June 30, 2024 are shown below:

Category of Shareholders	No. of Ordinary Shares Held	Paid-up Capital (BDT)	Percentage (%) of Paid-up Capital
Directors, sponsor's & promoters	40,478,370	404,783,700	38.99%
Government	-	-	-
Institution	16,111,096	161,110,960	15.52%
Foreign	-	-	-
General Public	47,217,534	472,175,340	45.49%
<b>Total</b>	<b>103,807,000</b>	<b>1,038,070,000</b>	<b>100.00%</b>

The range of shareholdings are shown below:

SL No.	Shareholding Range	No. of Shareholders	No. of Shares	Percentage
1	Upto 100 Shares	619	24,455	0.02%
2	From 101 to 500 Shares	1,158	409,419	0.39%
3	From 501 to 1,000 Shares	1,390	1,079,696	1.04%
4	From 1,001 to 10,000 Shares	2,578	10,184,486	9.81%
5	From 10,001 to 20,000 Shares	406	5,951,692	5.73%
6	From 20,001 to 50,000 Shares	244	7,761,333	7.48%
7	From 50,001 to 1,00,000 Shares	94	7,365,121	7.10%
8	From 1,00,001 to 10,00,000 Shares	108	23,181,156	22.33%
9	From 10,00,001 to 50,00,000 Shares	10	27,968,099	26.94%
10	From 50,00,001 to 1,00,00,000 Shares	1	5,951,000	5.73%
11	From 1,00,00,001 and above Shares	1	13,930,543	13.42%
	<b>Total</b>	<b>6,609</b>	<b>103,807,000</b>	<b>100%</b>

## 12.00 Retained Earnings

Opening balance	1,288,697,596	1,251,240,627
Add: Profit during the year	45,879,058	69,221,284
	<b>1,334,576,653</b>	<b>1,320,461,911</b>
Less: Cash Dividend @3% for the year (2022-2023)	(19,058,589)	(31,764,315)
<b>Closing Balance</b>	<u><b>1,315,518,064</b></u>	<u><b>1,288,697,596</b></u>

Notes No.	Particulars	Amount in Taka	
		30 June 2024	30 June 2023
<b>13.00</b>	<b>Unrealized Gain/Loss on Marketable Securities</b>		
	Opening balance	(6,915,207)	(10,687,292)
	Add: Unrealized Gain/Loss on Marketable Shares	5,766,910	3,772,085
	<b>Closing Balance</b>	<b>(1,148,297)</b>	<b>(6,915,207)</b>
<b>14.00</b>	<b>Lease Liabilities</b>		
	Opening balance	-	4,112,546
	Add: Addition during the year (Principle)	13,866,793	-
	Add: Addition during the year (Interest)	926,653	195,000
	Less: Paid during the year	(5,226,060)	(4,307,544)
		<b>9,567,386</b>	-
	Less: Current Portion	4,258,996	-
	<b>Non- Current Portion</b>	<b>5,308,391</b>	-
<b>15.00</b>	<b>Deferred Tax Liabilities</b>		
	WDV as Accounting base (PPE)	1,629,983,446	1,587,456,216
	WDV as Accounting base (ROU)	9,244,529	-
	WDV as per Tax base (PPE)	(947,074,277)	(913,081,528)
	Lease Obligation*	(8,982,386)	-
	<b>Temporary Difference</b>	<b>683,171,312</b>	<b>674,374,689</b>
	Applicable Tax Rate	22.50%	22.50%
	<b>Deferred Tax Closing Balance</b>	<b>153,713,545</b>	<b>151,734,305</b>
	<b>*Lease Obligation</b>		
	Lease Liability as on 30 June 2024	9,567,386	-
	Less: Advance	(585,000)	-
	<b>Total</b>	<b>8,982,386</b>	-
<b>16.00</b>	<b>Trade and Other Payables</b>		
	Trade Payables	9,604,865	9,749,939
	<b>Total</b>	<b>9,604,865</b>	<b>9,749,939</b>
<b>17.00</b>	<b>Payable to IPO Applicants</b>		
	EBL_ Principal Branch_USD_A/C_1013050531221	149,984	150,098
	EBL_ Principal Branch_EURO_A/C_1013070531196	34,509	34,509
	<b>Total</b>	<b>184,493</b>	<b>184,607</b>
<b>18.00</b>	<b>Provision for Expenses</b>		
	Electricity, Gas, telephone, Water & other Bills	301,355	317,199
	Salary & Wages	5,511,965	5,145,135
	Director Remuneration	45,000	45,000
	Others	65,000	65,000
	TDS Payable	-	400,240
	Audit Fees	350,000	350,000
	<b>Total</b>	<b>6,273,320</b>	<b>6,322,574</b>

Notes No.	Particulars	Amount in Taka	
		30 June 2024	30 June 2023
<b>19.00</b>	<b>Liabilities for contribution to WPPF</b>		
	Opening Balance	3,342,966	9,929,514
	Add: Addition during the year	2,906,798	3,342,966
	<b>Available for contribution to WPPF</b>	<b>6,249,764</b>	<b>13,272,480</b>
	Less: Paid during the year	3,342,966	9,929,514
	<b>Closing Balance</b>	<b>2,906,798</b>	<b>3,342,966</b>
<b>19.01</b>	<b>Provision for WPPF during the year</b>		
	Profit before Contribution to WPPF	62,256,577	92,587,183
	Less: Non-operation Income (Net)	1,213,812	22,384,901
		<b>61,042,765</b>	<b>70,202,281</b>
	<b>Provision during the year</b>	<b>2,906,798</b>	<b>3,342,966</b>
<b>20.00</b>	<b>Dividend Payables (Unclaimed)</b>		
	Opening Balance	2,458,950	2,142,006
	Add: Addition during the year	19,058,589	31,764,315
		<b>21,517,539</b>	<b>33,906,321</b>
	Less: Paid during the year	19,140,036	31,447,372
	<b>Closing Balance</b>	<b>2,377,502</b>	<b>2,458,950</b>
<b>21.00</b>	<b>Provision for income tax</b>		
	Opening Balance	273,701,678	255,205,797
	Add: Charge for the year	11,491,480	18,495,881
	<b>Closing Balance</b>	<b>285,193,159</b>	<b>273,701,678</b>

Notes No.	Particulars	Amount in Taka	
		2023-2024	2022-2023
<b>22.00</b>	<b>Turnover</b>		
	Sales	410,102,396	464,695,705
	<b>Total</b>	<b>410,102,396</b>	<b>464,695,705</b>
<b>23.00</b>	<b>Cost of Goods Sold</b>		
	Raw materials Consumed 23.01	109,776,043	137,661,883
	Packaging materials consumed 23.02	44,257,210	47,894,455
	<b>Total materials consumption</b>	<b>154,033,252</b>	<b>185,556,338</b>
	Add: Work in process-Opening	9,821,785	10,225,565
	Less: Work in process-Closing	9,591,022	9,821,785
	<b>Total consumption</b>	<b>154,264,015</b>	<b>185,960,118</b>
	Add: Factory Overhead 23.03	126,393,661	132,322,466
	<b>Cost of production</b>	<b>280,657,676</b>	<b>318,282,584</b>
	Add: Finished goods-Opening	219,229,298	221,656,470
	<b>Production available for Sales</b>	<b>499,886,974</b>	<b>539,939,054</b>
	Less: Finished goods-Closing	220,525,748	219,229,298
	Less: Sample Expenses	1,499,214	2,320,098
	<b>Cost of Goods Sold</b>	<b>277,862,012</b>	<b>318,389,658</b>
<b>23.01</b>	<b>Raw materials consumed</b>		
	Opening Stock	189,799,690	199,826,420
	Add: Purchase during the year	113,042,243	127,635,153
	<b>Raw materials available for production</b>	<b>302,841,933</b>	<b>327,461,573</b>
	Less: Closing Stock	193,065,890	189,799,690
	<b>Total</b>	<b>109,776,043</b>	<b>137,661,883</b>
<b>23.02</b>	<b>Packaging Materials Consumed</b>		
	Opening Stock	19,283,993	20,473,058
	Add: Purchase during the year	39,931,912	46,705,390
	<b>Consumable Item available for packaging</b>	<b>59,215,905</b>	<b>67,178,448</b>
	Less: Closing Stock	14,958,695	19,283,993
	<b>Total</b>	<b>44,257,210</b>	<b>47,894,455</b>
<b>23.03</b>	<b>Factory Overhead</b>		
	Salary, Wages & Allowance	22,195,447	23,638,993
	Medical Expenses	330,250	512,705
	Food & Tiffin	93,271	109,174
	Labor Charge	1,386,147	1,622,500
	Research & Development	395,000	955,949
	Carrying Charge	2,025,783	3,457,210

Notes No.	Particulars	Amount in Taka	
		2023-2024	2022-2023
	Fuel, Oil & Lubricant	7,632,663	8,934,117
	Postage, Telephone, Mobile & Fax	199,932	234,023
	Printing and Stationary	1,346,510	2,066,750
	Repairs & Maintenance	1,025,542	1,940,655
	Electricity, Gas & Water Bills	3,396,277	2,625,134
	Store items 23.03.01	2,463,218	2,987,844
	Other Overhead	625,450	1,722,691
	Depreciation (Annexure-A)	83,278,170	81,514,721
	<b>Total</b>	<b>126,393,661</b>	<b>132,322,466</b>
<b>23.03.01</b>	<b>Store Items</b>		
	Opening Balance	6,007,206	5,657,991
	Add: Purchase during the year	2,410,510	3,337,059
		<b>8,417,717</b>	<b>8,995,050</b>
	Less: Consumption during the year	2,463,218	2,987,844
	<b>Closing Balance</b>	<b>5,954,498</b>	<b>6,007,206</b>
<b>24.00</b>	<b>Operating Expenses</b>		
	Administrative Expenses 24.01	21,944,451	21,033,190
	Selling & Distribution Expenses 24.02	48,215,852	54,749,277
	<b>Total</b>	<b>70,160,303</b>	<b>75,782,467</b>
<b>24.01</b>	<b>Administrative Expenses</b>		
	Salary & Allowances	13,437,316	14,248,876
	Director Remuneration (MD)	540,000	540,000
	Postage, Telephone, Fax & Mobile bill	99,245	115,962
	Traveling & Conveyance Expenses	203,716	267,215
	Repair & Maintenance	236,383	183,225
	Electricity, Gas, Fuel & Water bill	408,520	361,851
	Printing and Stationery	334,350	386,143
	Subscriptions & Donation	40,000	45,000
	Entertainment Expenses	125,456	175,428
	Training Expense	71,315	88,607
	Audit fees including Vat	350,000	350,000
	Miscellaneous Expenses	16,866	19,742
	Photocopy , Newspaper & Periodical Expenses	50,272	57,982
	Annual fees & AGM Expenses	1,397,228	1,145,228
	Legal & Professional fees	518,900	65,000
	Fees & Renewal	623,609	341,571
	Depreciation (Annexure-A)	1,771,876	1,734,356
	Depreciation (Annexure-B-ROU)	1,719,399	907,004
	<b>Total</b>	<b>21,944,451</b>	<b>21,033,190</b>

Notes No.	Particulars	Amount in Taka		
		2023-2024	2022-2023	
<b>24.02</b>	<b>Selling &amp; Distribution Expenses</b>			
	Salary & Allowance	28,539,692	31,767,324	
	Transportation, TA & DA and Handling Expenses	3,934,995	4,293,449	
	Repair and Maintenance	151,970	188,631	
	Food Allowance	245,428	287,276	
	Delivery Expenses	1,242,425	1,734,646	
	Advertisement Expenses	47,719	152,608	
	Postage, Telephone, Mobile & Fax bill	527,092	734,019	
	Electricity, Water, Gas & Fuel bill	242,592	284,018	
	Sales Promotion Expenses	3,502,175	3,637,878	
	Travelling & Conveyance Expenses	625,432	1,095,890	
	Entertainment Expenses	325,458	543,025	
	Training Expense	424,674	679,087	
	Samples Expenses	1,499,214	2,320,098	
	Printing & Stationery	250,155	390,408	
	Miscellaneous Expenses	210,214	269,343	
	Depreciation (Annexure-A)	3,543,752	3,468,712	
	Depreciation (Annexure-B-ROU)	2,902,866	2,902,866	
	<b>Total</b>	<b>48,215,852</b>	<b>54,749,277</b>	
<b>25.00</b>	<b>Financial Expenses</b>			
	Bank Charges	110,663	126,299	
	<b>Total</b>	<b>110,663</b>	<b>126,299</b>	
<b>26.00</b>	<b>Financial Expenses (Lease)</b>			
	Lease Expenses	926,653	195,000	
	<b>Total</b>	<b>926,653</b>	<b>195,000</b>	
<b>27.00</b>	<b>Non-operating Income</b>			
	Interest Income on Bank	37,515	15,388	
	Realized Gain/(Loss) on Sale of Share (net)	(715,448)	18,557,877	
	Sales of Wastage	1,006,192	2,607,530	
	Dividend Income	584,178	385,772	
	Sale of Sand	301,375	818,334	
	<b>Total</b>	<b>1,213,812</b>	<b>22,384,901</b>	
<b>28.00</b>	<b>Income Tax Expenses</b>			
	Current Tax	28.01	11,491,480	18,495,881
	Deferred Tax	28.02	1,979,240	1,527,052
	<b>Total</b>		<b>13,470,721</b>	<b>20,022,933</b>

Notes No.	Particulars	Amount in Taka	
		2023-2024	2022-2023
<b>28.01</b>	<b>Current Tax</b>		
	<b>A. Corporate Tax</b>		
	Profit before Tax	59,349,778	89,244,217
	Less: Dividend Income	584,178	385,772
	<b>Business income including other income</b>	<b>58,765,600</b>	<b>88,858,445</b>
	Add: Depreciation as Accounting base	88,593,798	86,717,788
	Add: Interest on Lease	926,653	195,000
	Add: Depreciation as Accounting base (ROU Assets)	4,622,264	3,809,870
	<b>Sub-total:</b>	<b>152,908,316</b>	<b>179,581,102</b>
	Less: Depreciation as per Tax	(97,128,279)	(93,412,550)
	Less: Lease Payment	(5,226,060)	(4,307,544)
	<b>Taxable Profit/ Net business income</b>	<b>50,553,977</b>	<b>81,861,008</b>
	Income Tax Rate	22.50%	22.50%
	<b>Current Tax for business income</b>	<b>11,374,645</b>	<b>18,418,727</b>
	Tax from Dividend Income @ 20%	116,836	77,154
	<b>Total current tax</b>	<b>11,491,480</b>	<b>18,495,881</b>
	<b>Minimum tax Calculation</b>		
	<b>Calculation of Gross Receipts</b>		
	Turnover	410,102,396	464,695,705
	Non-Operating Income	1,213,812	22,384,901
	<b>Total Gross Receipts</b>	<b>411,316,208</b>	<b>487,080,606</b>
	Minimum tax rate ( 0.6% on total gross receipts)	<b>2,467,897</b>	<b>2,922,484</b>
	Tax deducted at source	<b>6,730,339</b>	<b>6,993,151</b>
	<b>Income Tax Provision whichever is higher</b>	<b>11,491,480</b>	<b>18,495,881</b>
	Income tax provision is higher between tax at corporate rate on income, Tax deducted at Source and minimum tax on gross receipts U/S 163 sub-section 5 (ka) of Income Tax Act 2023. Hence tax at corporate rate is accounted for as it is higher than the minimum tax .		
<b>28.02</b>	<b>Deferred Tax</b>		
	Deferred Tax Liability Closing 15.00	153,713,545	151,734,305
	Deferred Tax Liability Opening	151,734,305	150,207,253
	<b>Deferred Tax Expenses/(Income) during the year</b>	<b>1,979,240</b>	<b>1,527,052</b>
<b>29.00</b>	<b>Earnings Per Share (EPS)</b>		
	a) Net Profit after Tax	45,879,058	69,221,284
	b) Total Number of Shares outstanding	103,807,000	103,807,000
	<b>Earnings Per Share (EPS) (a/b)</b>	<b>0.44</b>	<b>0.67</b>
<b>30.00</b>	<b>Net Asset Value (NAV) Per Share</b>		
	Total Assets	2,822,260,837	2,767,347,407
	Less: Total Liabilities	469,821,069	447,495,019
	<b>A. Net Asset Value (NAV)</b>	<b>2,352,439,768</b>	<b>2,319,852,389</b>
	B. Total Number of Share outstanding	103,807,000	103,807,000
	<b>Net Asset Value (NAV) Per Share (A/B)</b>	<b>22.66</b>	<b>22.35</b>

Notes No.	Particulars	Amount in Taka	
		2023-2024	2022-2023
<b>31.00</b>	<b>Net operating cash flow per share (NOCFPS)</b>		
	a) Net Operating Cash Flows	84,310,173	180,481,383
	b) Weighted average number of shares outstanding	103,807,000	103,807,000
	<b>Net operating cash flow per share (NOCFPS) (a/b)</b>	<b>0.81</b>	<b>1.74</b>

**31.01 Reconciliation of Net Income or Net Profit with Cash Flows from Operating Activities (Indirect Method) the requirement of Bangladesh Securities and Exchange Commission notification no. BSEC/CMRRCD/2006-158/308/Admin/81, Dated 08 August 2018.**

Particulars	Amount in (Tk.)	
	30 June 2024	30 June 2023
Net Profit before Tax	59,349,778	89,244,217
<b>Adjustments to reconcile net income to net cash provided by operating activities:</b>		
Depreciation on Fixed Assets & ROU	93,216,063	90,527,658
Unrealized Foreign Exchange Gain/Loss		
Interst on lease	926,653	195,000
Realized Gain/(Loss) on Sale of Share		
Gain on Investment	715,448	(18,557,877)
(Increase)/Decrease in Inventories	46,119	13,697,532
(Increase)/ Decrease in Trade Receivables	(42,087,105)	11,729,137
FDR Interest Receivable		
(Increase) /Decrease in Advance, Deposits and Prepayments	(20,495,949)	10,483,549
Increase /( Decrease) in provision for expenses	(49,254)	(674,011)
Increase/(Decrease) in Liabilities for WPPF	(436,168)	(6,586,548)
Decrease/ (Decrease) in Trade Payables	(145,074)	(2,584,121)
Income tax paid	(6,730,339)	(6,993,151)
<b>Net Cash Generated from Operating Activities</b>	<b>84,310,173</b>	<b>180,481,383</b>

<b>Net Cash Generated from Operation Activities (direct Method)</b>	<b>84,310,173</b>	<b>180,481,383</b>
<b>Difference</b>	<b>Nil</b>	<b>Nil</b>

**32.00 Information as per the Companies Act, 1994**

**32.01 Disclosures as per IAS 24 Related Party disclosures are as follows:**

During the period the company carried out a number of transactions with related parties in the normal course of business on an arms-length basis. Name of those related parties, nature of those transactions and their total value have been set out in accordance with the provisions of IAS-24: Related party disclosures.

Notes No.	Particulars	Amount in Taka	
		2023-2024	2022-2023

**Remuneration:**

Name of Directors	Designation	Outstanding as on June 30, 2024	Outstanding as on June 30, 2023
Dr. Md. Badrul Haque Rukan	Managing Director	45,000	45,000

As per Para-17, IAS-24:

An entity shall disclose key management personnel compensation in total and for each of the following benefits;

(a) Short-term employee benefits	540,000.00	540,000.00
(b) Post-employee benefits	Nil	Nil
(c) Other long term benefits	Nil	Nil
(d) Termination benefits and	Nil	Nil
(e) Share-based payment	Nil	Nil

**As per Para-18, IAS-24**

**Disclosure requirements of IAS 24 Para 18 minimum disclosure shall include:**

a) The amount of transaction	540,000	540,000
b) The amount of outstanding balance, including commitments	45,000	45,000
i) Their terms & condition, including whether they are secured, and the nature of the consideration to be provided in settlement.	Remuneration	Remuneration
ii) detail of any guarantee	Nil	Nil
c) Provision for doubtful debts related to the amount of outstanding balance.	Nil	Nil
d) The expenses recognized during the period in respect of bad or doubtful debts due from related parties.	Nil	Nil

**32.02 Disclosure as per requirement of Schedule XI, part II, Para 4 of the Companies Act, 1994 are given below:**

a) Managerial Remuneration paid or payable during the financial period to the directors, including managing directors, a managing agent or manager;	540,000	540,000
b) Expenses reimbursed to the Managing Agent;	Nil	Nil
c) Commission or Remuneration payable separately to a managing agent or his associate;	Nil	Nil
d) Commission received or receivable by the managing agent or his associate as selling or buying agent of other concerns in respect of contracts entered into by such concerns with the company.;	Nil	Nil

Notes No.	Particulars	Amount in Taka	
		2023-2024	2022-2023
	e) The money value of the contracts for the sale or purchase of goods and materials or supply of services, entered into by the company with the managing agent or his associate during the financial year.;	Nil	Nil
	f) Any other perquisite or benefits in cash or in kind stating, approximate money value where practicable ;	Nil	Nil
	g) Other allowances and commission including guarantee commission; pensions etc.:	Nil	Nil
	(i) Pensions	Nil	Nil
	(ii) Gratuities	Nil	Nil
	(iii) Payments from a provident funds, in excess of own subscription and interest thereon	Nil	Nil
	(iv) Compensation for loss of office	Nil	Nil
	(v) Consideration in connection with retirement from office.	Nil	Nil

**32.03** Aggregated amount of remunerating paid to all Directors and Officers during the accounting year is as follows:

Particulars	Nature of Payment	Amount in Tk	
Directors (Managing Director)	Remuneration	540,000	540,000
Officers and Executives	Salary and other Allowances	13,437,316	14,248,876
<b>Total</b>		<b>13,977,316</b>	<b>14,788,876</b>

### 33.00 Board Meeting attendance Fees

Board of Directors of Silco Pharmaceuticals Limited till now have not taken any board meeting attendance fees. During the year from 01.07.2023 to 30.06.2024, there were 06 (Six) Board Meeting held. The attendance status of the meeting is as follows:

Name of Board of Directors	Designation		Number of Meeting Held	Number of Meeting Attending
Mrs.Naim Fatema	Chairman		6	6
Dr. Md Badrul Haque Rukan	Managing Director		6	6
Prof. Dr. Md. Azizur Rahman	Director		6	6
Dr. Gulshan-E-Jahan	Director		6	5
Prof. Dr. Md. Harunur Rashid	Director		6	6
Dr. Mahmudul Majid Chowdhury	Director		6	6

Notes No.	Particulars	Amount in Taka		
		2023-2024	2022-2023	
	Prof. Dr. Faisal Ahmed	Director	6	6
	Dr. Syed Burhan Uddin	Independent Director	6	6
	Prof. Dr. Aminur Rahman Laskar	Independent Director	6	6

#### 34.00 Received from Customers

Sales during the year	410,102,396	464,695,705
Add: Opening Receivables	377,507,323	389,236,460
Less: Closing Receivables	419,594,428	377,507,323
<b>Total</b>	<b>368,015,291</b>	<b>476,424,842</b>

#### 35.00 Paid to Suppliers

Purchase during the year	155,384,665	177,677,602
Add: Opening Trade Payables	9,749,939	12,334,060
Less: Closing Trade Payables	9,604,865	9,749,939
Add: Closing Advance to Supplier	79,955,311	59,996,662
Less: Opening Advance to Supplier	59,996,662	66,509,642
<b>Total</b>	<b>175,488,387</b>	<b>173,748,744</b>

#### 36.00 Paid to Employees

Salary, Wages Including Bonus	64,712,455	70,195,192
Add: Opening wages & Remuneration Payables	5,190,135	4,465,157
Less: Closing wages & Remuneration Payables	5,556,965	5,190,135
Add: Closing Advance to Employee	778,800	826,500
Less: Opening Advance to Employee	826,500	4,586,529
<b>Total</b>	<b>64,297,925</b>	<b>65,710,185</b>

#### 37.00 Paid to Others

Factory overhead	101,734,995	105,695,629
Administrative Expenses	7,967,135	6,244,314
Selling Expenses	19,676,160	22,981,953
WPPF	2,906,798	3,342,966
Add: Opening WPPF Payables	3,342,966	9,929,514
Less: Closing WPPF Payables	2,906,798	3,342,966
Add: Opening Payables to electricity, gas & water, debtors & Audit fees	1,132,439	2,531,428
Less: Closing Payables to electricity, gas & water, debtors & Audit fees	716,355	1,132,439
Add: Closing Advance to security deposit	2,161,827	1,576,827
Less: Opening Advance to security deposit	1,576,827	1,787,368
Less: Sample Expenses	1,499,214	2,320,098
Less: Depreciation (PPE)	88,593,798	86,717,788
Less: Depreciation (ROU)	4,622,264	3,809,870
<b>Total</b>	<b>39,007,064</b>	<b>53,192,103</b>

**38.00 Disclosure as per requirement of schedule XI, Part II, Para 7 are given below:**

Product Categories	Unit	Installed Capacity (Annual)	Actual Production During the year	% of Capacity utilization during the year
Tablet	Pcs.	454,500,000	253,000,000	55.67%
Capsules	Pcs.	331,280,000	167,120,000	50.45%
Liquid Syrup	Bottles	9,696,000	4,784,000	49.34%
Dry Powder of Suspension	Bottles	6,060,000	2,940,000	48.51%
SRS Saline	Pcs.	20,200,000	9,980,000	49.41%
Hand Sanitizer	Pcs.	4,242,000	2,068,000	48.75%
<b>Total</b>		<b>825,978,000</b>	<b>439,892,000</b>	<b>53.26%</b>

**39.00 Disclosure as per requirement of Schedule-XI, Part-II, Note-5 of Para-3 of companies Act 1994**  
Employee Position (as on June 30, 2024)

Salary Range	Officer & Staff		Marketing Staff	Total Employee
	Factory	Head Office		
Below 6000	31	-	2	33
Above 6000	110	44	126	280
<b>Total</b>	<b>141</b>	<b>44</b>	<b>128</b>	<b>313</b>

**40.00 General**

**a) Audit Fee :** Audit fee of Tk. 3,50,000.00 represented only the audit fees and VAT thereon.

**b) Capital**

There is no capital expenditure contract has been made during the year.

**c) Contingent**

There is no claim against the company not acknowledged debt and no un-availed credit facilities, other than those in the normal course of business, available to the company on June 30, 2024.

**d)** Comparative figures have been re-arranged where considered necessary to ensure better comparability with the current period without causing any impact on the profit and value of assets and liabilities as reported in the financial statements.

**e) Events After The Reporting Period:** According to IAS-10, Events after the reporting period are those events, favourable and unfavorable, that occur between the end of the reporting period and the date when the financial statements are authorised for issues. The Board of directors recommended 1 % cash Dividend to all shareholders excluding directors for the financial year 2023-2024 at the board meeting held on October 31, 2024. This dividend is subject to final approval by the shareholders at the forthcoming Annual General Meeting (AGM) of the company.

**f) VAT:** Company's Produces both Vatable and Non-Vatable Product. The company paid VAT only on vatable items and enjoying exemption for non vatable items as per S.R.O No. 163-Law/2022/176-VAT, dated: June 01, 2022.

Note: Gross Sales of taka 458,896,084.40 including VAT, which is gross vatable sales of taka 374,084,944.40 ( including VAT) and Non-vatable sales of taka 84,811,140. The company has disclosed financial statements in net Sales of Tk. 410,102,396.

#### **41.00 Significant Deviation**

During the period, sales and net profit after tax decreased in comparison with corresponding same period of the previous period due to the ongoing Russia-Ukraine geopolitical situation which has caused supply chain disruptions as well as additional cost pressure for devaluation of BDT against USD as well as market uncertainties. Earnings Per Share (EPS) has decreased compared to Previous period due to decrease of net profit after tax. Net cash flows from operating activities have decrease due to decrease of customer collection as well as NOCFPS have decrease compared to previous period. NAV has increased current period compared to previous period due to increase of shareholder equity. Decrease of non-operating income of the current period compare to the previous period due to the Company Received realized loss on Sale of Share its investment.

**Silco Pharmaceuticals Limited**  
**Schedule of Property, Plant & Equipment**

As at June 30, 2024

Annexure-A

Particulars	Cost			Rate of Dep. (%)	Depreciation			Written Down Value as at June 30, 2024
	Balance as on 1st July 2023	Addition during the year	Balance as on June 30, 2024		Balance as on 1st July 2023	Charge during the year	Balance as on June 30, 2024	
Land and Land Development	74,854,740	-	74,854,740	-	-	-	74,854,740	
Building	1,003,745,862	79,057,696	1,082,803,558	2.50%	131,525,072	22,376,439	928,902,047	
Plant & Machinery	1,339,325,640	46,462,832	1,385,788,472	10.00%	774,707,858	57,683,062	553,397,552	
Electrical Equipment	25,519,860	355,000	25,874,860	10.00%	15,215,162	1,046,736	9,612,963	
Electrical Installation	53,863,328	-	53,863,328	10.00%	36,397,773	1,746,556	15,719,000	
Furniture & Fixture	20,424,193	1,657,900	22,082,093	10.00%	10,447,772	1,036,267	10,598,054	
Office Equipment	9,672,492	790,700	10,463,192	10.00%	5,368,446	447,620	4,647,126	
Computer	6,231,812	46,900	6,278,712	20.00%	4,109,563	431,979	1,737,169	
Transformer	12,738,550	-	12,738,550	10.00%	9,374,007	336,454	3,028,089	
Vehicles	41,300,815	-	41,300,815	10.00%	15,984,831	2,531,598	22,784,385	
Air Condition	7,713,798	2,750,000	10,463,798	20.00%	5,912,148	735,535	3,816,114	
Fire Extinguisher	6,828,180	-	6,828,180	20.00%	5,720,421	221,552	886,207	
<b>Balance as on June 30, 2024</b>	<b>2,602,219,270</b>	<b>131,121,028</b>	<b>2,733,340,298</b>		<b>1,014,763,054</b>	<b>88,593,798</b>	<b>1,629,983,446</b>	
<b>Allocation of Depreciation</b>				<b>Rate (%)</b>	<b>Taka</b>			
Factory Expenses				94.00%	83,278,170			
Administrative Expenses				2.00%	1,771,876			
Selling & Distribution Expenses				4.00%	3,543,752			
<b>Total</b>				<b>100%</b>	<b>88,593,798</b>			

**Silco Pharmaceuticals Limited**  
**Schedule of Property, Plant & Equipment**

As at June 30, 2023

Annexure-A

Particulars	Cost		Balance as on June 30, 2023	Rate of Dep. (%)	Depreciation			Written Down Value as at June 30, 2023
	Balance as on 1st July 2022	Addition during the year			Balance as on 1st July 2022	Charge during the year	Balance as on June 30, 2023	
Land and Land Development	74,854,740	-	74,854,740	-	-	-	74,854,740	
Building	880,253,923	123,491,939	1,003,745,862	2.50%	110,630,886	20,894,186	872,220,790	
Plant & Machinery	1,261,228,197	78,097,443	1,339,325,640	10.00%	717,817,600	56,890,258	564,617,782	
Electrical Equipment	25,519,860	-	25,519,860	10.00%	14,070,195	1,144,966	10,304,698	
Electrical Installation	52,608,478	1,254,850	53,863,328	10.00%	34,519,803	1,877,970	17,465,555	
Furniture & Fixture	20,106,983	317,210	20,424,193	10.00%	9,352,932	1,094,840	9,976,471	
Office Equipment	9,214,092	458,400	9,672,492	10.00%	4,913,662	454,784	4,304,046	
Computer	5,921,812	310,000	6,231,812	20.00%	3,614,885	494,679	2,122,249	
Transformer	12,738,550	-	12,738,550	10.00%	9,000,168	373,838	3,364,543	
Vehicles	41,300,815	-	41,300,815	10.00%	13,171,944	2,812,887	25,315,984	
Air Condition	7,273,298	440,500	7,713,798	20.00%	5,509,708	402,440	1,801,650	
Fire Extinguisher	6,828,180	-	6,828,180	20.00%	5,443,481	276,940	1,107,759	
<b>Balance as on June 30, 2023</b>	<b>2,397,848,928</b>	<b>204,370,342</b>	<b>2,602,219,270</b>		<b>928,045,265</b>	<b>86,717,788</b>	<b>1,014,763,054</b>	<b>1,587,456,216</b>
<b>Allocation of Depreciation</b>				<b>Rate (%)</b>	<b>Taka</b>			
Factory Expenses				94.00%	81,514,721			
Administrative Expenses				2.00%	1,734,356			
Selling & Distribution Expenses				4.00%	3,468,712			
<b>Total</b>				<b>100%</b>	<b>86,717,788</b>			

**Silco Pharmaceuticals Limited**  
**Schedule of Right of Use Asset (ROU)**

As at June 30, 2024

Particulars	Cost				Rate of Dep. (%)	Depreciation				Written Down Value as at June 30, 2024
	Balance as on 1st July 2023	Addition during the year	Disposal	Balance as on June 30, 2024		Balance as on 1st July 2023	Charge during the year	Disposal	Balance as on June 30, 2024	
Office Rent (Head Office)	969,773	3,502,479	969,773	3,502,479	33.33	969,773	1,167,493	969,773	1,167,493	2,334,986
Office Rent (DO)	1,751,240	1,655,718	1,751,240	1,655,718	33.33	1,751,240	551,906	1,751,240	551,906	1,103,812
Office Rent (BDO)	1,034,823	1,034,823	1,034,823	1,034,823	33.33	1,034,823	344,941	1,034,823	344,941	689,882
Office Rent (BOG-DO)	2,260,850	2,260,850	2,260,850	2,260,850	33.33	2,260,850	753,617	2,260,850	753,617	1,507,234
Office Rent (KBO-DO)	1,241,788	1,241,788	1,241,788	1,241,788	33.33	1,241,788	413,929	1,241,788	413,929	827,859
Office Rent (MBO-DO)	1,241,788	1,241,788	1,241,788	1,241,788	33.33	1,241,788	413,929	1,241,788	413,929	827,859
Office Rent (NDO-DO)	1,783,080	1,783,080	1,783,080	1,783,080	33.33	1,783,080	594,360	1,783,080	594,360	1,188,720
Office Rent (CDO-DO)	1,146,266	1,146,266	1,146,266	1,146,266	33.33	1,146,266	382,089	1,146,266	382,089	764,177
<b>Balance as on June 30, 2024</b>	<b>11,429,609</b>	<b>13,866,793</b>	<b>11,429,609</b>	<b>13,866,793</b>		<b>11,429,609</b>	<b>4,622,264</b>	<b>11,429,609</b>	<b>4,622,264</b>	<b>9,244,529</b>

Annexure-B

**Silco Pharmaceuticals Limited**  
**Schedule of Right of Use Asset (ROU)**

As at June 30, 2023

Particulars	Cost			Rate of Dep. (%)	Depreciation			Written Down Value as at June 30, 2023	
	Balance as on 1st July 2022	Addition during the year	Disposal		Balance as on June 30, 2023	Charge during the year	Disposal		Balance as on June 30, 2023
Office Rent (Head Office)	969,773	-	-	33.33	646,516	323,258	-	969,773	-
Office Rent (DO)	1,751,240	-	-	33.33	1,167,494	583,747	-	1,751,240	-
Office Rent (BDO)	1,034,823	-	-	33.33	689,882	344,941	-	1,034,823	-
Office Rent (BOG-DO)	2,260,850	-	-	33.33	1,507,234	753,617	-	2,260,850	-
Office Rent (KBO-DO)	1,241,788	-	-	33.33	827,858	413,929	-	1,241,788	-
Office Rent (MBO-DO)	1,241,788	-	-	33.33	827,858	413,929	-	1,241,788	-
Office Rent (NDO-DO)	1,783,080	-	-	33.33	1,188,720	594,360	-	1,783,080	-
Office Rent (CDO-DO)	1,146,266	-	-	33.33	764,178	382,089	-	1,146,266	-
<b>Balance as on June 30, 2023</b>	<b>11,429,609</b>	<b>-</b>	<b>-</b>		<b>7,619,740</b>	<b>3,809,870</b>	<b>-</b>	<b>11,429,609</b>	<b>-</b>

**Silco Pharmaceuticals Limited**  
41,Nurani, Ban Kalapara, Subid Bazar, Sylhet-3100.

**PROXY FORM**

I/We.....of

being a shareholders of **Silco Pharmaceuticals Limited** and entitle to vote, hereby appoint

Mr./Mrs./Miss.....

as my/our proxy to attend and vote for me/us and on my/our behalf at the 29th Annual the Company to be held on Thursday, 16th January, 2025 at 11:30 a.m. by Hybrid system (Using digital platform and Physical presence at registered office) and/ or at any adjournment there of or at any ballot to hereof.

Revenue  
Stamp  
  
Tk. 20.00

\_\_\_\_\_  
(Signature of the Shareholder)

\_\_\_\_\_  
(Signature of Proxy)

BO ID No.

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No. of Shares held .....

Dated.....

Note:

- 1) This form of proxy, duly filled, signed and stamped must be deposited at the Company's Registered office not later than 72 hours before the AGM.
- 2) Signature of the Shareholder must be in accordance with Specimen Signature recorded with the Company.



**Silco Pharmaceuticals Limited**  
41,Nurani, Ban Kalapara, Subid Bazar, Sylhet-3100.

**ATTENDANCE SLIP**

I hereby record my attendance at 29th Annual General Meeting of the Company being held on Thursday, 16th January, 2025 at 11.30 a.m. by Hybrid system (Using digital platform and Physical presence at registered office.)

Name of the Member/Proxy.....

BO ID No.

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

No. of Shares held .....

Dated.....

\_\_\_\_\_  
(Signature of Proxy)

\_\_\_\_\_  
(Signature of the Shareholder)

Date .....

N.B. Shareholder attending meeting in person or by Proxy are requested to completed the Attendance slip and



## **SILCO PHARMACEUTICALS LIMITED**

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**Phone:** +880-02996638241, +880-02996632048, **E-mail:** [info@silcopharma.com](mailto:info@silcopharma.com)

**Factory:** BSCIC Industrial Estate, Khadimnagar, Sylhet-3103

**Phone:** +880-02996642759