

Annual Report
2018 - 2019



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Letter of Transmittal

Honorable Shareholders
Registrar of Joint Stock Companies and Firms
Bangladesh Securities And Exchange Commission
Dhaka Stock Exchange Limited
Chittagong Stock Exchange Limited

Dear Sir/Madam,

ANNUAL REPORT FOR THE YEAR ENDED ON JUNE 30, 2019

We are pleased to enclose a copy of Annual Report for the year ended on 30th June 2019 together with the Audited Financial Statements including Statements of Financial Position, Statement of Profit or Loss and other Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flows and notes to the Financial Statements for the above mentioned period of the Company for your kind information and record.

Thanking you,

Sincerely yours,



A.K.M. Kutub Uddin
Executive Director
&
Company Secretary

NOTICE OF THE 23RD ANNUAL GENERAL MEETING

Notice is hereby given that, the 23rd Annual General Meeting of the shareholders of BDCOM Online Ltd. will be held on Tuesday the December 24, 2019 at 11:00 a.m. at the New Sugandha Convention Hall, Plot # 75/A, Road # 5/A, Dhanmondi R/A, Dhaka-1209 to transact the following business.

AGENDA:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2019 together with the Auditors' Report and the Directors' Report thereon;
2. To declare a Cash Dividend @ 6% & Stock Dividend @ 6% for the year ended June 30, 2019;
3. To elect Directors;
4. To Appoint Independent Director;
5. To appoint Statutory Auditors for the year ended June 30, 2020 and to fix their remuneration;
6. To appoint practicing professional for certification on compliance of Corporate Governance Code and to fix their remuneration;
7. To transact any other business with the permission of the Chair.

By order of the Board



(A.K.M. Kutub Uddin)
Executive Director
&
Company Secretary

Dated: October 28, 2019

Notes:

1. The Record Date shall be on November 19, 2019.
2. A Member entitled to attend and vote at the Annual General Meeting may appoint a proxy in his/her stead. The proxy form, duly stamped, must be deposited at the Registered Office of the Company not later than 48 hours before the time fixed for the meeting.
3. Admission into the meeting hall will be strictly on production of the attendance slip attached with the proxy form as well as verifications of signature of Member(s) and/or Proxy-holder(s).
4. No benefit in cash or kind other than in the form of cash/stock dividend shall be paid to the holders of equity securities in terms of Clause (c) of the BSEC Notification No. SEC/SRMI/2000-953/1950 dated 24th October 2000 for attending the Annual General Meeting of the Company.

CORPORATE INFORMATION

REGISTERED OFFICE

RANGS Nilu Square (5th Fl), Satmosjid Road
House No-75, Road-5/A, Dhanmondi R/A
Dhaka-1209

LEGAL STATUS

Public Limited Company Registered with the
Registrar of Joint Stock Companies & Firms
Bangladesh

DATE OF INCORPORATION

Certificate of Incorporation
No. C-32328(1449)/97
Dated: February 12, 1997

DATE OF COMMERCIAL OPERATION

February 12, 1997

REGULATORY AUTHORITY

- Registrar of Joint Stock Companies and Firms (RJSC)
- National Board of Revenue (NBR)
- Bangladesh Telecommunication Regulatory Commission (BTRC)
- Bangladesh Securities And Exchange Commission (BSEC)

LISTED IN STOCK MARKET

- Dhaka Stock Exchange Ltd.
- Chittagong Stock Exchange Ltd.

AUTHORIZED CAPITAL

Taka 1000m

PAID-UP CAPITAL

Taka 488m

NUMBER OF SHAREHOLDER

5268

NUMBER OF EMPLOYEE

454

ISO

ISO 9001:2008 Certified Certificate
No. 63806/A/0001/UK/En

CREDIT RATING

by EMERGING Credit Rating Ltd, Bangladesh
from Dec 30, 2018 Upto Dec 29, 2019
Long Term Rating: A+
Short Term Rating: ECRL-2
Outlook : Stable

SHARE OFFICE

Rangs Nilu Square (5th Fl), Satmosjid Road
House-75, Road-5/A, Dhanmondi R/A
Dhaka-1209

Phone : +88 09666333666, 01716 057251

+88 09666333697, 01713 339850

+88 09666333610, 01741 896081

Fax : +88 029124849

Email : bdcshare@office.bdc.com

AUDITORS

M/S. Mahfel Huq & Co.
Chartered Accountants

BANKERS & FINANCIAL INSTITUTIONS

- Al-Arafa Islami Bank Ltd. • MidLand Bank Ltd.
- Bank Al-Falah Ltd. • Bank Asia Ltd.
- NRB Commercial Bank Ltd.
- Dutch Bangla Bank Ltd. • Prime Bank Ltd.
- Eastern Bank Ltd. • Pubali Bank Ltd.
- Exim Bank Ltd. • Rupali Bank Ltd.
- First Securities Bank Ltd. • Sonali Bank Ltd.
- IFIC Bank Ltd. • United Commercial Bank Ltd.
- Shahjalal Islami Bank Ltd. • Islami Bank Bangladesh Ltd. • Meghna Bank Ltd. • Lanka Bangla Finance Ltd. • IPDC Finance Ltd. • Union Bank Ltd. • IDLC Finance Ltd. • Uttara Finance & Investment Ltd.

INSURER

- Asia Pacific General Insurance Co. Ltd.
- Delta Life Insurance Co. Ltd.

MAJOR POINT OF PRESENCE (POP) OFFICES

Dhanmondi (Head Office)

Rangs Nilu Square, Level-5
House: 75, Road: 5/A
Satmosjid Road, Dhanmondi
Dhaka-1209

Motijheel, Dhaka

Monjuri Bhaban (3rd Floor)
8, DIT Avenue, Motijheel
Dhaka-1000

Paltan, Dhaka

Sultan Ahmed Plaza
(6th Floor), Suite: 605
32, Purana Paltan
Dhaka-1000

Panthapath, Dhaka

Firoz Tower (15th Floor) 152/3B
Bir Uttam Nuruzzaman Sarak
Panthapath, Dhaka-1215

Gulshan, Dhaka

House-36, (1st Floor)
Road: 117, Gulshan:1
Dhaka-1212

Banasree Rampura, Dhaka

House: 32 (Ground Floor)
Road: 2, Block-A, Banasree
Rampura, Dhaka-1219

Bashundhara, Dhaka

Ground floor, House: 749
Road: 23, Block: G
Bashundhara, Dhaka

Mirpur 3, Dhaka

House: 03 (Ground Floor)
Road: 2, Block: D, Mirpur: 3
Dhaka

Mirpur DOHS, Dhaka

House: 1252, (Gr, Floor)
Road: 9, Mirpur DOHS, Dhaka

Uttara, Sector-11

House-4 (4th Floor), Road:19
Sector-11, Uttara
Dhaka

Uttara, Sector-7

Sayed Garnd Center
(5th Floor), House-89
Road- 28, Sector-7, Uttara
Dhaka-1230

Savar

Block: B, 123 Jalessor
Siraj Auto Engineering Market
Savar Bus Stand, Savar
Dhaka

Comilla

Artisan Nasir Center
Holding No: 491
Nazrul Islam Avenue
Kandirpar, Comilla

Narayanganj

1/1 (4th floor), Alam Khan
Lane, BB Road, Narayanganj

Bogra

739/A Rabu Tower (5th
Floor), Bogra Rangpur Road
Borogola, Bogra

Chittagong

Lokman Tower, House: 1646
(6th Floor), Sheak Mujib Road
Pathantuli, Chownuhani Agra-
bad, Chittagong

GEC, Chittagong

GEC Dampara, (Ground Floor)
18 Zakir Hossain Road
Chittagong

Sylhet

Anando Tower & Shopping
Complex, (6th Floor), Flat-7/A
Jail Road, Dopa Uttor Par
Sylhet

Amborkhana, Sylhet

Wave: B-103, (1st Floor)
Dorgahgate,
Amborkhana, Sylhet

Khulna

Mollick Shopping complex
House-99 (5th Floor), Khan A
Sabur Road
Dak Bangla, Khulna

Rangpur

House: 16/1, Road: 2 PB Road
Choto Monthona, Kotwali
Rangpur

Rajshahi

Jed's Plate (4th Floor), 133/1
Rampur, Kumarpara
Rajshahi

Kushtia

44/1 (Ground Floor)
Khodadad Khan Road
Thanapara, Khustia

Tangail

House No: 388 (Ground Floor)
Choy Ani pukur par
Tangail Sadar
Tangail



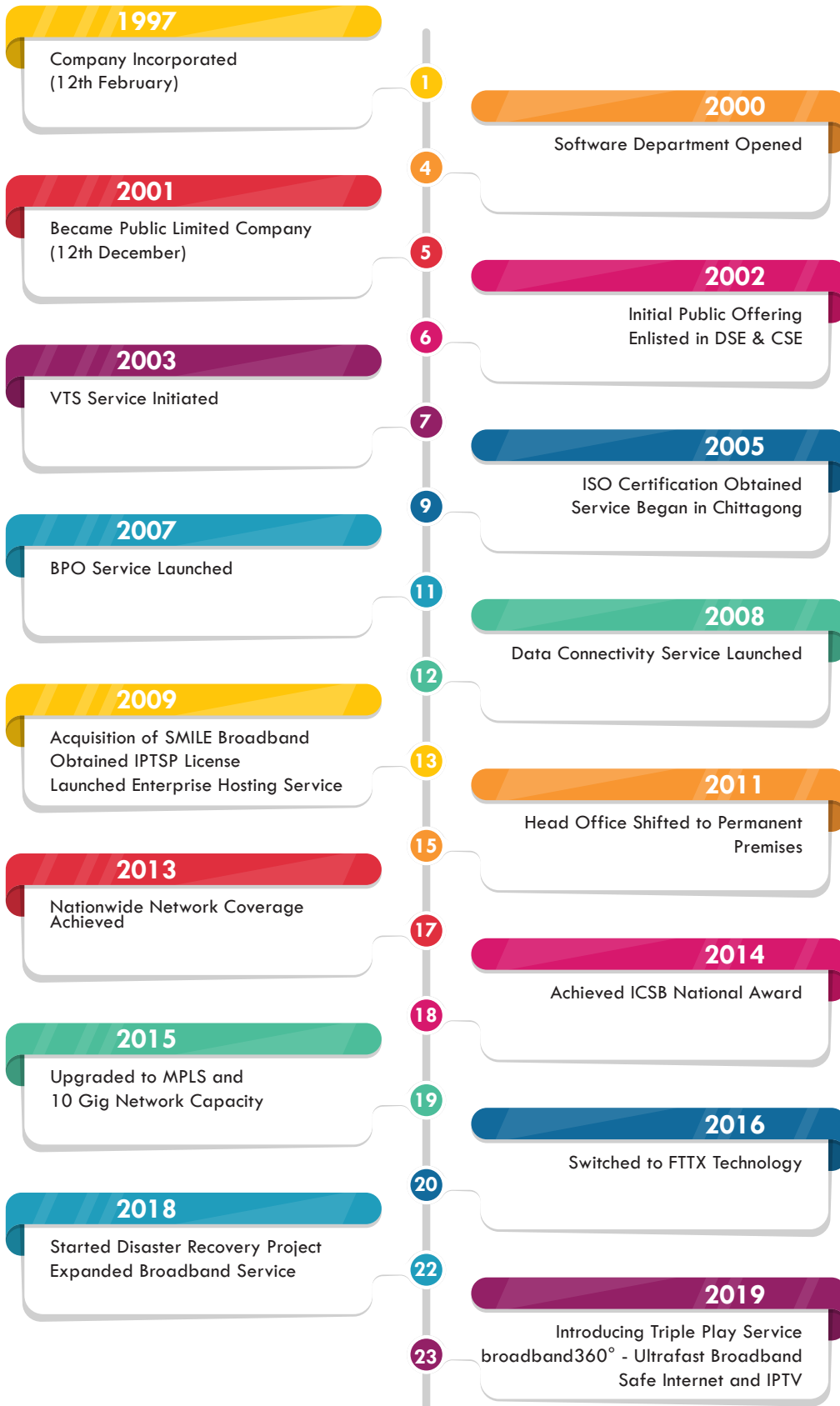
OUR VISION
Digitally Empowered Lifestyle

OUR MISSION
Connecting Progress of the People of Bangladesh. BDCOM firmly believes that progress is possible working together, we strive to open the door of affordable and secure communication to digital frontier.

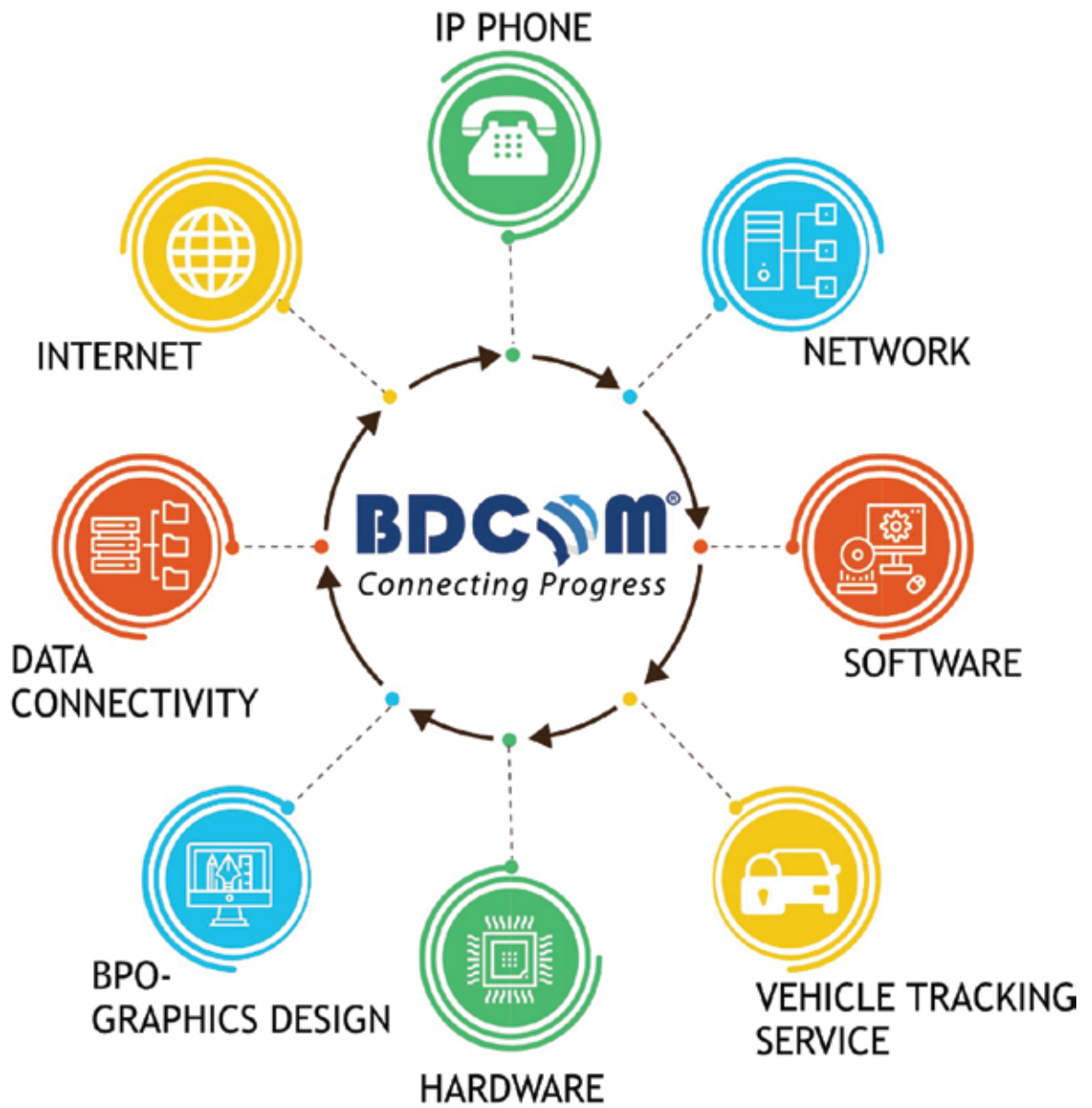
OUR VALUES

Enhance Lives	Envision Business	Enrich Deliveries	Effective Associations
<p>BDCOM Online Ltd.is committed to provide highly integrated solutions to its customers by sorting out different technological services into simplified solutions</p>	<p>One of the major aspect of a leading business is to follow the best business practices and stand out as an example to others. We adhere to this aspect by following the best business practices inheriting all the business policies.</p>	<p>We are always on the lookout for more ways to better serve our clients and one major point that makes us stand out is our commitment of delivering the products and services on-time.</p>	<p>Through establishment of effective communication, accurate planning and capacity scheduling, we thrive to set up complete linkage between up, mid and downstream sectors.</p>
1	2	3	4

HISTORY & MILESTONES



PRODUCTS & SERVICES



OBJECTIVES

Facilitate and promote the use of ICT in all sectors of the economy and social class according to the Digital Bangladesh Vision.

Develop an efficient ICT infrastructure that provides open access to International and National Network

To provide data connectivity even to the remotest part of the country with its nationwide network

To introduce latest technologies like radio/wireless or FTTH to ensure reliable and seamless broadband connectivity

To provide enterprise-grade data security solutions to the clients in order to protect sensitive information

Create employment opportunities in ICT sector and help battling the unemployment rate of the country

To provide reliable and professional hosting service to daily newspapers and other sites with high traffic websites

AWARDS ACHIEVED



BDCOM Online Ltd. won the prestigious ICSB National Award in 2014. This award strengthens the position of BDCOM in the ICT industry in Bangladesh as a high performing and strong value adding company.

PROFILE OF BDCOM

BDCOM Online Ltd. is a trusted name for Internet Service, e-commerce Service, IT Infrastructure Development and Industry Standard Software. BDCOM was incorporated as a private limited company on February 12, 1997 under the Companies Act, 1994, and registered with the Registrar of Joint Stock Companies. Subsequently, the Company has converted into a public limited company in 2001 with a view to float its share to the public. Fast forward 23 years since its inception, BDCOM now provides a much wider variety of services in the market. BDCOM provides nationwide Internet and Data Communication Service, IP Telephony & IP PABX Service & Solution, Vehicle Tracking & Fleet Management System, Network Appliances & Accessories, Graphic Design & Image Editing (Business Process Outsourcing), System Integration and Consultancy, Software & Web Development, Network Appliances & Accessories (Cisco, Juniper etc.) and Enterprise Hosting, In the last five years, the company has generated a total of 2.46 Billion Taka in sales revenue. This year alone, our sales have increased by 12.60% from last year. The company, as of now, is involved in several other promising and enticing projects and from here on, we can only move forward towards prosperity.

The major business lines of BDCOM are as follows:

- Nationwide Internet and Data Connectivity
- IP Telephony Service
- Software Development
- System Integration
- Managed Services
- Fleet Management & Tracking Solution
- Hospitality Management & Hotspot Solution
- Pre-Press BPO

The majority of BDCOM's clients are Banks, NBF, corporate, telecom and home users. Having 454 employees with over a 200 of them being highly qualified, skilled and experienced in providing technical expertise, BDCOM aims to provide high quality and efficient service throughout Bangladesh.

BOARD OF DIRECTORS

Mr. Wahidul Haque Siddiqui

Chairman

Mrs. Qurrattul Ann Siddiqui

Director

Mrs. Quamrun Nahar Begum.

Director (Representative of Hornbill Apparel Limited)

Mr. Shafiqul Alom (Sumon)

Director (Representative of Norban Fashion Ltd. *Appointed on 31st August 2019*)

Mr. Das Deba Prashad

Independent Director

Mr. S M Golam Faruk Alamgir

Managing Director

Mr. A.K.M. Kutub Uddin

Company Secretary

EXECUTIVE COMMITTEE

Mr. Wahidul Haque Siddiqui

Chairman

Mrs. Qurrattul Ann Siddiqui

Director

Mr. S M Golam Faruk Alamgir

Managing Director

Chairman

Member

Member

AUDIT COMMITTEE

Mr. Das Deba Prashad Independent Director	Chairman
Mrs. Qurrattul Ann Siddiqui Director	Member
Mrs. Quamrun Nahar Begum Director (Representative of Hornbill Apparel Limited)	Member

NRC COMMITTEE

Mr. Das Deba Prashad Independent Director	Chairman
Mrs. Qurrattul Ann Siddiqui Director	Member
Mrs. Quamrun Nahar Begum Director (Representative of Hornbill Apparel Limited)	Member

MANAGEMENT COMMITTEE

Mr. S M Golam Faruk Alamgir Managing Director	Chairman
Mr. A.K.M. Kutub Uddin Executive Director & Company Secretary	Member Secretary
Mr. Shibli Noman, FCA Chief Financial Officer	Member
Mr. S.M. Kamruzzaman Chief Technology Officer	Member
Mr. Gazi Zehadul Kabir Chief Strategy Officer	Member
Mr. Anowar Hasan Sabir Chief Information Officer	Member
Mr. Kazi Md. Abdullah General Manager & Head of Graphics	Member

PURCHASE COMMITTEE

Mr. A.K.M. Kutub Uddin Executive Director & Company Secretary	Chairman
Mr. S.M. Kamruzzaman Chief Technology Officer	Member Secretary
Mr. Shibli Noman, FCA Chief Financial Officer	Member

HUMAN RESOURCES

We believe that our human resources are our finest asset which significantly contributes to the company's growth and success in both the short run as well as the long run. Dynamism in a corporate body has a close relationship with the development of human resources. In line with this perception, we have sharpened our focus on recruiting, training and developing our human resources by a series of development activities throughout the year. We have also created a sense of community among the employees, encouraging them to interact with each other in numerous Management Committee meetings across all departments. These discussions have helped the employees to learn each other's responsibility, grow their individual skill and develop a deep understanding about the company's culture as a whole through interpersonal communication. This in turn, has led to a development of mutual respect among the employees and a positive atmosphere in the workplace.

The company also provides festival bonus, incentive bonus, provident fund and Worker's Profit Participation Fund (as per Labor Law by transferring 5% of the Net Profit before tax) to all the employees. All employees are under coverage of "Group Term Life Insurance" and employees and their dependents are under coverage of "Hospitalization Insurance Scheme". Transportation facilities are provided to the top executives of the company. Adequate allowances are also given to the employees. Lunch and refreshments are also provided to the employees at a subsidized rate. The company has nine major departments and 237 highly qualified, trained and skilled personnel and 217 non-officer staffs. We also have specialized internship programs which helps to groom the younger generation and helps them take their first step towards a prosperous and successful corporate career. Many of the interns are retained by the company and are trained to tackle and deal with challenges.

BDCOM strongly values the importance of human resources and the significance it has not just on the company itself, but also from the individual perspective as well as from the economy's perspective.

KEYS TO SUCCESS

- Skill Matrix
- Domain Expertise
- Service Innovation
- Company Financial Stability
- International Standard Quality Policy
- Effective Communication
- High Value Customer Profile
- Skilled and Efficient Workforce
- Long Service Experience Portfolio
- Quality Service & Customer Satisfaction

INITIATIVES OF BDCOM TO DRIVE SOCIAL IMPACT

Achieving success and growth is a team effort and BDCOM knows it. The company always welcome collective effort from the stakeholders and support from every segment of the society in pursuit of achieving its goals. BDCOM believes that the society, which enable the company to flourish, deserve to get back from the company. Sustainable initiatives are an intrinsic way of working that goes beyond simple financial result of returns.

One of the key activities that BDCOM do is to invest in the development of the youth in the country. BDCOM strongly believe that the youth hold the key to the future, not just of this company, but also of the ICT sector of the Bangladesh.

To better equip the youth of our country, BDCOM initiated the internship program. The interns are an integral part of the future plans of the company. The internship opportunity provides them with a solid platform to kick launch their professional careers in the ICT sector of Bangladesh. The skills they develop during their internship period helps them tackle everyday challenges in the corporate world. It also equips them with better decision making ability and leadership qualities. The corporate culture itself is such in BDCOM that the employees themselves help out the interns by training them, sharing their knowledge and experience and making them aware of the future challenges which lie ahead. Under the guidance and supervision of the highly qualified employees, the interns flourish. The ones who leave the company are well equipped to tackle any kind of challenges and thus end up getting quality jobs in the competitive ICT job market.

EMPLOYEE BENEFITS AND RESOURCES DEVELOPMENT

EMPLOYEE'S PROVIDENT FUND

BDCOM Online Ltd. has a contributory provident fund scheme for its permanent employees. This fund is administered by the Board of Trustees and it is funded by contributions from employees and BDCOM under a predetermined rate. These money are then duly deposited to a separate bank account and invested under prescribed guideline of Bangladesh Labor Law.

INSURANCE

Employees of BDCOM Online Ltd. are covered under the Group Term Life Insurance scheme and Hospitalization Insurance scheme.

WORKERS' PROFIT PARTICIPATION & WELFARE FUND (WPP & WF)

Provision for Workers Profit Participation Fund has been made at 5% of net profit as per provision of Bangladesh Labor Law 2006 and is paid to workers as per law dictates.

TRAINING AND DEVELOPMENT PROGRAMS

Employees of BDCOM Online Ltd. are enrolled in several training and certificate programs as the company deem necessary. These trainings enhance the knowledge and skills of individual employees and are funded by the company. Employees are also encouraged to participate in many Government funded training programs. Apart from this, several employees achieved individual awards by participating many National and International training programs. For Workers and technical people, BDCOM has internal training facility to ensure proper skills are developed.

ENTERPRISE RISK MANAGEMENT

Every company faces a lot of risks during its operation. Risks arrive from all aspects both internal and external. In a developing country and in a fiercely competitive industry, risks come in significant numbers. BDCOM Online Ltd. faces different type of risks due to the complexity of the business and the nature of industry it operates in. But to mitigate these risks is an essential part of becoming a successful company by achieving business, financial, customer-centric and social goals as well as meeting the legal and compliance responsibilities.

OPERATIONAL RISK

The management has overall responsibility for the establishment and oversight of the company's risk management framework. Risk management policies, procedures and systems are reviewed regularly to adjust with the changes in market conditions and the company's Activities. To operate successfully and in pursuit of maximizing the opportunities and minimizing the impacts faced by the company, senior management of BDCOM has established a team consisting of several experienced and well versed personnel. This team operates internally and free from any other influences. The team identifies particular events or circumstances relevant to the Company's objectives, both risks and opportunities, and assess them in terms of likelihood and magnitude of impact, determine a solid strategy of actions and monitor progress. This team is headed by the honorable Chairman of BDCOM and consist of the Managing Director, Head of departments and concerned senior managers.

CREDIT RISK

Credit risk is the risk of financial loss to the company if a customer or a counterpart to a financial instrument fails to meet its contractual obligations and arises principally from the company's receivables from customers. Management has a credit policy in place and exposure to credit risk is monitored on an ongoing basis. Risk exposures from other financial assets, i.e. Cash at bank and other external receivables are nominal.

LIQUIDITY RISK

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity (cash and cash equivalents) is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both nominal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. Typically, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast based on time line of payment of the financial obligation and accordingly arrange sufficient liquidity/fund to make the expected payment within due date.

MARKET RISK

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

a) Currency risk

As at June 30, 2019 there was little exposure to currency risk as there were very few foreign currency transactions made during the review.

b) Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowing. Interest rate fluctuation probability is very minimal and within tolerable range. The company has been not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

OTHER RISKS

Some of the other risks which might affect the company are competitor risk, strategic risks, etc. The IT sector of Bangladesh is very competitive and there are new entrants in the market every day. Hence it is important for BDCOM Online Ltd. to be aware of its competition. Strategic risk is defined as the risk associated with existing strategy, future business plans and strategies, including plans on entering new business lines, expanding existing services through organic business growth, mergers and acquisitions or exposure loss resulting from a strategy that turned out to be defective or inappropriate.

CODE OF CONDUCT

Our Code of Conduct is based on our values and the purpose of these codes is to ensure that all the employees, managers and executives within BDCOM Online Ltd. act in accordance with these values and principles respecting the core value of the company. These codes are designed in a way as to give a clear perception about what is expected from the people inside the company. We are always committed to conduct our business in an ethical, legal and responsible way.

The codes are as follows:

1. Legal Compliances

BDCOM Online Ltd. ensures that all its business activities adhere to all applicable National Legal requirements and are well maintained within the set policies by the Government. BDCOM also complies with the applicable anti bribery/anti-corruption rules and regulations in its business activities.

2. Confidentiality in Work

BDCOM works with multiple clients from multiple industries and it is very important to maintain confidentiality while dealing with sensitive issues within each company. BDCOM always ensures that client's data and other information is well protected and are not disclosed to any third party. BDCOM achieved the trust of hundreds of clients with these strict rules of confidentiality in every deal.

3. Employee Participation

BDCOM Online Ltd. is 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.

4. Health & Safety at Work

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 equipment social rooms, built and maintained in accordance with applicable legal requirements.

5. Work Environment

BDCOM ensure an exciting and progressive working environment for its employees which is free from all type of discriminations and harassments. The company ensures that all the employees act professionally and refrain from frauds, dishonesty, deceit or any act that violates the core value of the company.

6. Restrictions on dealings in BDCOM shares by insiders

BDCOM has restricted trading of its shares by Sponsor/Directors, Employees and other insiders. The Securities Laws also impose restrictions on similar transactions. All the insiders are prohibited from trading in the Company's shares, while in possession of unpublished price sensitive information in relation to the Company during prescribed restricted trading period. Sponsors/Directors and Employees are also restricted to notify their intention to trade in the BDCOM shares prior to initiating the same.



Message From The
Chairman

Dear Shareholders,

Assalamu Alaikum Warahmatullahi Wabarakatuh. I would like to welcome you to the 23rd Annual General Meeting of BDCOM Online Ltd. and convey my greetings to all of you for gracing this event.

In 1997 when we started this Company, the technological infrastructure in Bangladesh was still in the initial phase. Over the years, we surpassed challenging situations and established BDCOM as one of the major player in IT industry. For this, I would like to acknowledge the contribution of all our employees over the two decades for shaping BDCOM to its present position in serving Bangladesh with efficient ICT services.

BDCOM has progressively expanded their network services all across the country. With our current infrastructure, we have created strong network backbone across the entire country. We have successfully started to upgrade our network capacity from 10G to 40G. We aim for future expansion to 100G network. This year we have launched a unique service to customers called the 'broadband360°'. In this package, we offered three distinct services IPTV, High-speed Internet and Voice-based Internet Telephony service to consumers. We have received overwhelming response for this service from both residential and commercial customers. We aim to provide all these services under broadband360° without any disruption across Bangladesh. BDCOM is constantly working to provide a safe and stable internet for all level consumers. As we are actively working on mitigating all sorts of malicious threats and security risks that are associated in the virtual world.

The Bangladesh Economic Zones Authority (BEZA) has awarded industrial plot to BDCOM in the Mirsarai Economic Zone, the largest economic zone in Bangladesh. We plan to utilize this specialized economic zone for developing new innovative technological products and services. We are investing more into research and development for this purpose. We are also conducting research on providing energy efficient products for the market. As we believe in diversifying and creating new technological products.

The Government's vision of conceptualizing a Digital Bangladesh has been a success. We have established our presence across the nation and we can witness the change in remote areas of the country. The Government has given high priority to the ICT sector. Their role in promoting ICT services have motivated us to excel in this sector and provide efficient services to the consumers. There are a few macro economic challenges ahead but with effective policy support from the Government, we can safeguard the ICT industry. I would like to acknowledge the Honorable Prime Minister Sheikh Hasina for giving us the 'Vision 2021' of Digital Bangladesh. I would also like to commend the efforts by Mr. Sajeeb Wazed, ICT adviser to the Government of Bangladesh for promoting the usage of ICT services.

BDCOM has always believed in providing unparalleled technological service. The access to ICT services has grown exponentially over the last decade. With the increase in the usage of smart phones and emergence of 4G, the ICT sector in this country has transformed completely. This inspires us to provide a diverse range of innovative ICT products and services to the consumers. In this journey of 23 years, I feel proud to witness the achievements of BDCOM. We have received several awards including the prestigious ICSB national award in 2014. I would like to thank all stakeholders for believing in us and for your active participation in all of the accomplishments. We still have a long way in front of us and with your support; we aim to serve the domestic and global market proficiently. I would like to conclude by stating that when people are bestowed with the power of technology, I believe PROGRESS IS POSSIBLE.

I want to thank all of you from the bottom of my heart.



Wahidul Haque Siddiqui

Chairman

BDCOM Online Ltd.



Review From The

Managing Director

Distinguished Shareholders,

Assalamu Alaikum. It is my pleasure to welcome you all to the 23rd Annual General Meeting of BDCOM Online Ltd. I would like to express my gratitude for believing in us and playing an integral part in the 23 years of BDCOM Online Ltd.

The ISP industry has been flourishing progressively in the last decade. There has been a fair share of challenges and opportunities in this sector. In the past year BDCOM has performed exceptionally. We have achieved our preset annual goals for this year. Despite of several economic hurdles and firm competition, BDCOM has recorded remarkable progress. This has been possible due to persistent efforts by my colleagues and support from our clients.

The robust MPLS network infrastructure has always been one of the core strengths of BDCOM. The technology is ever changing and the demand for more bandwidth has seen an upward trend. Our 10G MPLS Backbone network has already covered 35 districts and we aim to cover all the districts in the country by this fiscal year. We are planning on expanding the MPLS Backbone capacity from 10G to 40G in Dhaka, Chattogram, Sylhet, Khulna, Rajshahi, Bogura initially. We aim to increase this capacity to 100G all over the nation in a few years' time. This will result strong, fast and uninterrupted connectivity across the nation. In the last few years we have secured our presence in all 64 Districts and all Thana/Upazilas in the country and our next target is to reach the union level. We have established 800 PoPs countrywide to transform all our EPON and P2P fibre connectivity to the state-of-the-art GPON technology. Our broadband customers across major 17 districts are getting tremendous positive impact based on this transformation.

In the first quarter of this year BDCOM has introduced a very unique 360° Internet Service termed as “broadband360°”. This service comprises of Ultrafast Safe Broadband Internet, Eco Friendly Phone, IPTV, VOD and many other services. Based on the current endeavors of the Digital Bangladesh Government and with our efforts over the years we have developed the only true Triple Play service in the country. We designed broadband360° in accordance with our Social Responsibility, Ethical Business Practice and for the greater protection of our next generation from the vicious effects of violence & pornography in digital media.

BDCOM has started the integration of IoT ecosystem in its portfolio. Though it is still in the incubator but we will be able to deliver new technology with the potential to shift the entire social fabric of society. The Internet of Things (IoT) will act as an effective tool towards cost reduction for provisioning, energy savings, value added services and efficiency of management and use (automation) of equipment and infrastructure. BDCOM has undertaken an ambitious project of Artificial Intelligence (AI) enabled video surveillance system with Facial and movement recognition and tracking. We are also working to incorporate green energy projects in our portfolio.

The strong performance of BDCOM is a testimonial to our commitment to ensure best in operational efficiencies across the country. On behalf of the Board of Directors, I extend our sincere appreciation to all of my colleagues for their dedication in BDCOM's continuous growth. We would also like to thank our valued customers for their continued trust, which motivates us on a daily basis. Finally, we would like to thank our honorable shareholders for their confidence and being a part in this journey of steady growth and believing in our vision of "CONNECTING PROGRESS".

With Best Regards,



S M Golam Faruk Alamgir

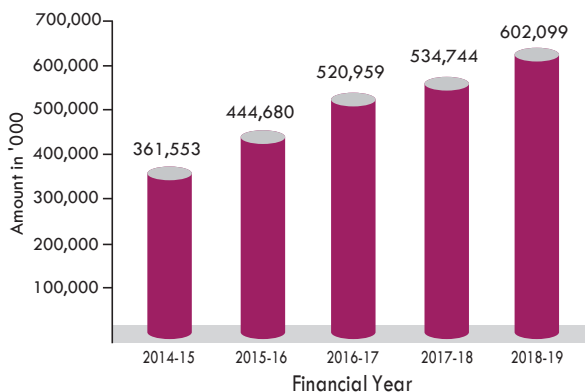
Managing Director
BDCOM Online Ltd.

FINANCIAL HISTORY OF FIVE YEARS

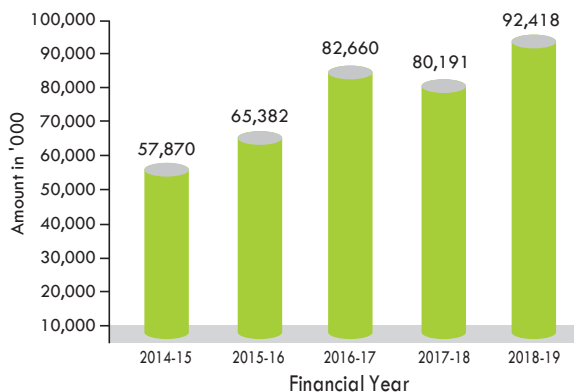
Particulars	Figure in Thousand Taka				
	2018-2019	2017-2018	2016-2017	2015-2016	2014-2015
Authorized Capital	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000
Paid-up Capital	488,482	465,221	443,067	414,082	383,409
Tax Holiday Reserve	21,556	21,556	21,556	21,556	21,556
Retained Earnings	152,665	124,642	98,640	84,038	77,270
Shareholders' Equity	778,162	723,608	677,301	623,388	585,893
Current Liabilities	197,334	165,558	164,988	134,744	80,134
Deferred Tax Liabilities	14,443	13,156	10,935	4,628	3,801
Cash Dividend	29,309	32,565	22,153	20,704	26,839
Dividend (Stock)	29,309	23,261	22,153	28,986	30,672
Revenue from Sales and Services	602,099	534,744	520,959	444,680	361,553
Non-Operating Income	31,456	19,629	16,101	18,939	15,484
Cost of Sales & Service	258,383	238,126	229,888	184,274	147,281
Administrative & Marketing Expenses	199,039	162,856	152,170	148,825	118,686
Depreciation on Fixed Assets	48,888	46,521	47,430	41,532	36,448
Provision for Income Tax	25,940	12,994	14,491	12,191	9,332
Property, Plant & Equipment	361,786	345,868	343,922	346,362	296,125
Deferred Revenue Expenditure (Net)	0	0	0	0	42
Long Term Security	28,923	3,926	3,851	3,966	4,880
Inventories	19,766	14,389	15,819	15,381	23,404
Advance, Deposits & Prepayment	17,564	15,003	12,903	17,243	11,459
Trade & Others Receivable	171,631	163,108	147,809	91,555	95,559
Cash & Cash Equivalent	43,571	32,571	40,098	18,855	19,201
Gross Profit	343,716	296,618	291,071	260,407	214,272
Net Profit After Tax	83,849	79,726	64,293	67,085	59,783

GRAPHICAL VIEW OF SELECTED GROWTH INDICATORS FOR THE LAST 5 YEARS

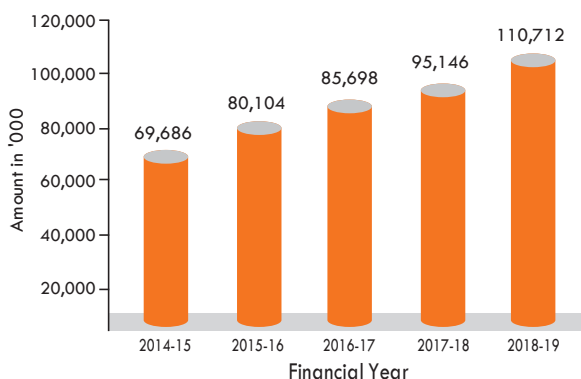
Revenue (Net of VAT)



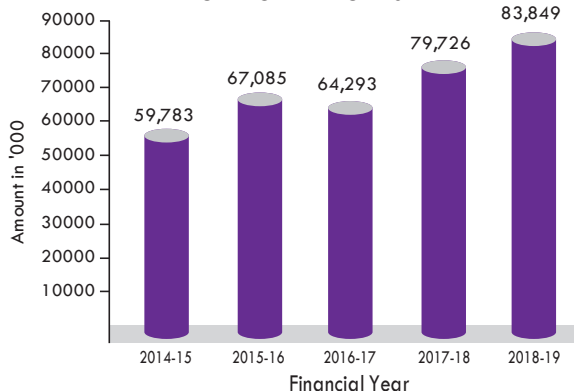
Operating Profit



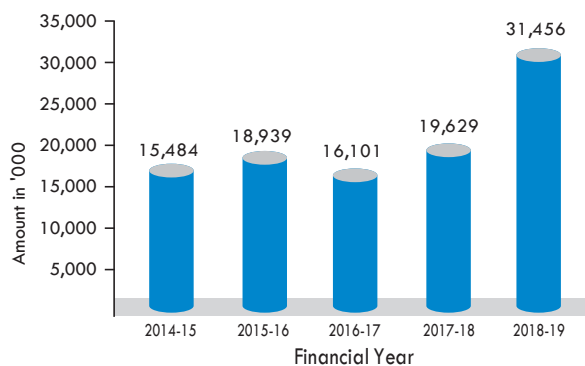
Net Profit Before Tax



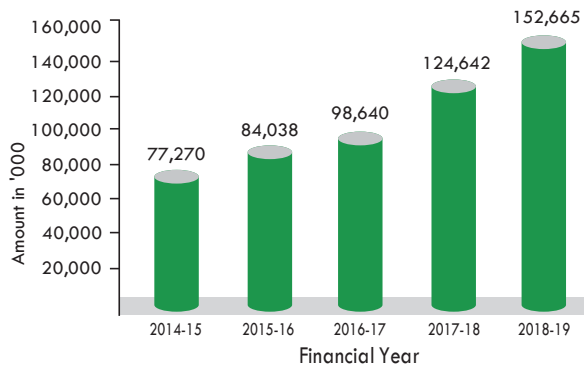
Net Profit After Tax



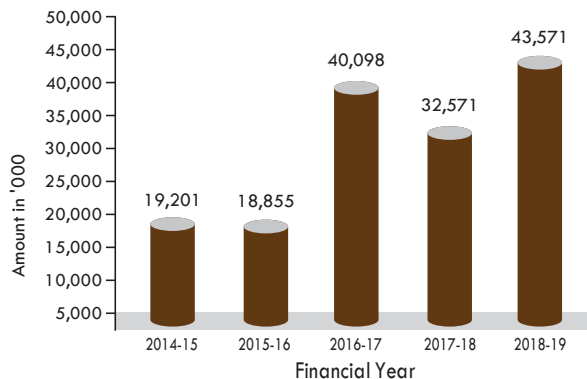
Non Operating Income



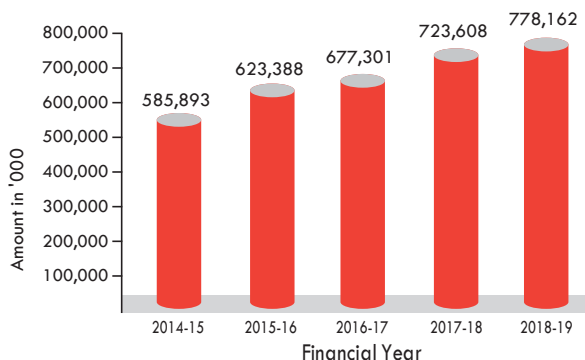
Retained Earnings



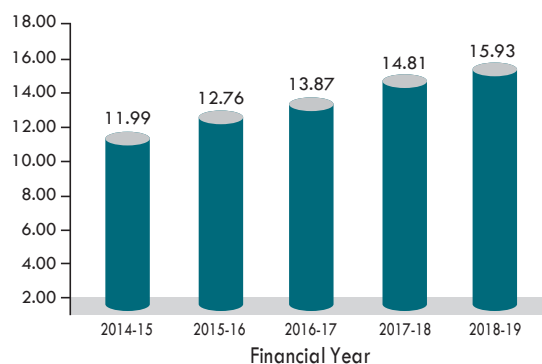
Cash & Cash Equivalent



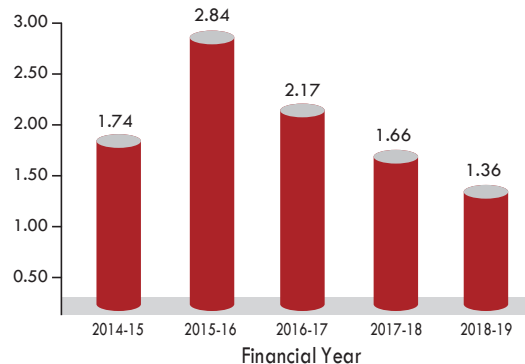
Shareholders' Equity



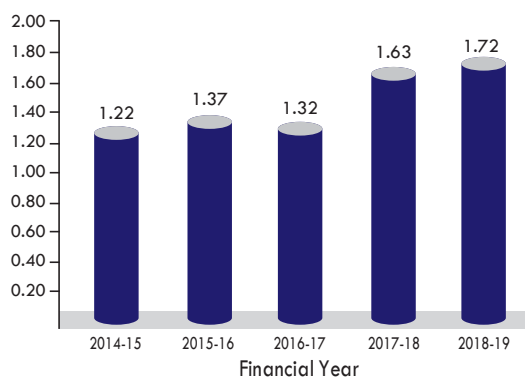
NAV Per Share (Re-stated)



NOCF Per Share (Re-stated)



Basic Earnings Per Share (Re-stated)



Brief Resume of Directors:

Mr. Wahidul Haque Siddiqui

Wahidul Haque Siddiqui an eminent and visionary entrepreneur of this country. A native of Chittagong and raised in Dhaka, he completed his education from Adamjee Cantonment College and later on pursued his Bachelor's degree in Commerce from the University of Dhaka.

Wahidul Haque Siddiqui commenced his entrepreneurial career 1990 with buying house 'Norban Fashion Ltd'. In a few years time he garnered ample of expertise and knowledge about the Ready Made Garments (RMG) sector and established two factories 'Hornbill Apparels Ltd' and 'Norban Comtex Ltd'. Mr. Siddiqui's bold and strategic leadership made Norban, one of the leading RMG factories in Bangladesh. His knowledge on all the aspects of RMG is unparalleled.

Wahidul Haque Siddiqui being a visionary witnessed the emergence of ICT globally. He anticipated this change Bangladesh in late 1990s. Hence took the initiative of establishing one of the first ISP of this country BDCOM Online Ltd. in 1998. Under Mr. Siddiqui's well steered direction BDCOM has won several accolades including the prestigious National award. He is currently serving as the Chairman of the board at BDCOM Online Ltd.

Mr. Siddiqui a serial entrepreneur has a strong presence in number of industries. He occupies position in the board of Norban Group, Dowlutennesa Equities Ltd., Asia Pacific General Insurance Company Ltd. and several others. His resourceful mindset and goodwill is appreciated at home and abroad. He is actively associated with several charity organizations.

Mrs. Qurratul Ann Siddiqui

Mrs. Qurratul Ann Siddiqui is one of the founding directors of BDCOM Online Ltd. She has been actively associated with several business organizations. Mrs. Siddiqui born and raised in Dhaka completed her graduation from University of Dhaka.

Mrs. Siddiqui holds a management position in Norban Group, a leading RMG conglomerate in the country. She has been involved in the creating new strategies and devises new business ideas. Her diversified knowledge and insight has helped BDCOM to flourish in the IT sector. As a mindful well-wisher and director, the company's grave success has been the top of her priorities.

She has an active presence in several social and charity organizations across the country. She runs a charitable school for underprivileged children in the capital. Her charitable appreciation is only one of her many insightful traits.

Hornbill Apparel Ltd.

Hornbill Apparel Limited is the corporate sponsor and director of the company. They have been successfully engaged with apparel business in Bangladesh for a long period of time.

Mr. Das Deba Prashad

Mr. Prashad is the former Managing Director of Delta Life Insurance Company Limited. He has obtained his Master's degree in Accounting from the University of Dhaka and is well known and experienced in the Insurance sector. He has a vast knowledge in banking & capital market. He has participated in many local and international industrial events, trainings, seminars and workshops.

Mr. S M Golam Faruk Alamgir

Mr. Alamgir has obtained his MBA degree in Marketing and is the Managing Director of BDCOM Online Ltd. The Commander in chief of BDCOM is well experienced in ICT Business and has been engaged with this sector for more than 29 years. He has participated in many local and international events, trainings and workshops.

22nd ANNUAL GENERAL MEETING PICTURE AT A GLANCE



DIRECTORS' REPORT TO THE SHAREHOLDERS FOR THE YEAR ENDED JUNE 30, 2019

Dear Fellow Shareholders,

The Directors' of BDCOM Online Ltd. welcome you all to the 23rd Annual General Meeting of the Company and have the pleasure of presenting the Director's Report of your Company together with audited financial statements for the year ended June 30, 2019 for your valued consideration, approval and adoption.

Enhanced value of Shareholder's Investment:

During the year under review, net revenue was Tk. 602.09 Million with 12.60% increase compared to the revenue of previous year.

The Directors take pleasure in reporting the financial results of the Company for the year ended June 30, 2019 (as mentioned in the Statement of Profit or Loss and Other Comprehensive Income). Details of the same are given below:

Description	June 30, 2019	June 30, 2018
Gross Profit	343,716,074	296,618,221
Operating Profit	92,417,812	80,190,595
Non-Operating Income	31,456,415	19,628,958
Net Profit before WPP & WF	116,247,739	99,903,143
Provision for WPP & WF	(5,535,607)	(4,757,293)
Provision for Income Tax	(25,939,774)	(12,994,040)
Provision for Deferred Tax	(923,120)	(2,426,267)
Net Profit after Tax	83,849,238	79,725,543
Less: Dividend Distribution of Previous Year	(55,826,564)	(44,306,796)
Less: Prior Year Adjustment	-	(9,416,947)
Add: Profit brought forward	124,642,157	98,640,357
Surplus Available for Appropriation	152,664,831	124,642,157

The Board of Directors recommendation for the year

Cash Dividend @ 6%	(29,308,946)
Stock Dividend @ 6%	(29,308,946)
Retained Earnings after Proposed Dividend	94,046,939

Dividend and Explanation regarding recommendation of Stock Dividend:

The Board of Directors pleased to recommend 6% Cash Dividend & 6% Stock Dividend for the year ended 30th June, 2019 which will be confirmed in the 23rd Annual General Meeting to be held on 24th Dec 2019. And:

- a) 6% Bonus Shares amount will be utilized for the core network and access network up-gradation and expansion. And besides this we are working on IPTV, and whole nationwide broadband connectivity expansion.
- b) The Bonus Shares is declared out of accumulated profit.
- c) The Bonus Share is not declared from capital reserve or revaluation reserve or any unrealized gain or out of profit earned prior to incorporation of the company or through reducing paid up capital or through doing anything so that the post-dividend retained earnings become negative or a debit balance.

Retirement and Re-appointment of Directors by rotation:

The Directors retire by rotation in terms of Articles of Association of the Company and being eligible, offer himself for re-election is Mr. Wahidul Haque Siddiqui.

Appointment of Independent Director:

The office of present Independent Director Mr. Das Deba Prashad will be vacant with the completion of 23rd Annual General Meeting and after being completion of two consecutive terms and being not eligible for re-appointment, the Board of Director recommended the appointment of Mr. Jashim Uddin Ahmed Chowdhury as new Independent Director of the Company subject to approval of the shareholders in the 23rd Annual General Meeting. It may be mentioned here that Mr. Chowdhury was our Public elected Director for 4 years (2004-2005 to 2007-2008). During his long stay with BDCOM as a Director he made a substantial contribution to the development of the Company. Mr. Chowdhury has a strong presence in number of industries in RMG, Real Estate sector. He occupies position in the board of Sar & Co. Ltd. as Chairman, Director in the Titan Company Limited & Nassa Holdings Limited, Managing Director in Rainbow Embroidery and Deputy Managing Director in Nassa Design & Development Ltd. He is member of Sheikh Jamal Dhanmondi Club & Shamoly Club, contributed and participated in establishing & managing of numerous Schools, Hospitals, Mosques & Orphanages.

Appointment of Auditors:

The office of the present Auditor M/S. Mahfel Huq & Co., Chartered Accountants will expire with the completion of 23rd Annual General Meeting and the Board of Directors recommended the appointment of M/S. Ahmed Zaker & Co., Chartered Accountants, BSEC Penal Auditor as statutory auditors for the year ended June 30, 2020 with existing fee for approval of the shareholders in the 23rd Annual General Meeting.

Appointment of a Professional Chartered Accountant for the certificate on compliance with the Corporate Governance Code of BSEC:

As per notification no. BSEC/CMRRCD/2006-158/207/Admin/80: dated June 03, 2018, the Company shall obtain a certificate from Professional Accountant/Secretary (Chartered Accountant/Cost and Management Accountant/Chartered Secretary) regarding compliance with the condition of Corporate Governance Code of the commission and such certificate shall be disclosed in the Annual Report. And 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.

The Board recommended the appointment of Atik Khaled Chowdhury, Chartered Accountant, to issue "Corporate Governance Compliance Certificate" of BDCOM Online Ltd. for the year 2019-2020 with existing fee for approval of the shareholders of the Company in the 23rd Annual General Meeting.

Statement of Directors on Financial Reports:

The directors are pleased to recount on the following additional statements in respect of report prepared under section 184 of the Companies Act, 1994:

The financial statements prepared by the management for the year ended 30 June 2019 give a true and fair view of the state of the company about the result of its operation, cash flows and changes of equity.

Proper books of accounts as required by the prevailing laws have been maintained.

Appropriate accounting policies have been consistently applied in preparing the financial statement and that the accounting estimates are based on reasonable prudent judgment.

The financial statements have been prepared in accordance with applicable IAS/IFRS.

The system of internal control and check are in effect and maintained properly.

The company has sound and strong operational strengths and ability to continue as a going concern. As such, there is no doubt of its continuity.

There is no deviation from last year operating results.

The key operating and financial data for the proceeding five years have been shown in the Financial History of Five years: Given in page no. 22

Corporate Governance Code:

BDCOM Online Ltd. is pledge bound to adopt necessary measures of good governance abiding by all prevailing Rules and Regulations. Status of compliance with the conditions imposed by the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 issued under section 2CC of Securities and Exchange Ordinance, 1969 is given in page no. 41

Board of Directors Meeting and Attendance:

The Board is required at least four times a year as per Articles of Association of the Company. Board meeting dates are decided in earlier and notice of each Board Meeting is communicated in writing well in advance. Notice contains detailed statements of business to be transacted at each meeting. Also Board meets for both scheduled meetings and on other occasions to deal with urgent and important matters that require attention. The Company conducts its Board meetings and record the minutes of the meetings as well as keep required books and record in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB).

During the year Twenty Five (25) Board of Directors meeting were held and the attendance by each directors is given bellow:

Mr. Wahidul Haque Siddiqui	-	Chairman	-	25
Mrs. Qurrattul Ann Siddiqui	-	Director	-	25
Mrs. Quamrun Nahar Begum (Representative of Hornbill Apparel Limited)	-	Director	-	21
Mr. Das Deba Prashad	-	Independent Director	-	06
Mr. S M Golam Faruk Alamgir	-	Managing Director	-	25

Directors remuneration and fees: Given in page no. 87 (Note - 25.01)

The pattern of shareholding:

		Shares Qty as	Shares Qty as	%	%
		At 30 June 19	at 30 June 18	2019	2018
(a) Parent or Subsidiary or Associate Companies or other related parties		-	-	-	-
(b) Sponsor, Directors, Managing Director, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children:					
01) Mr. Wahidul Haque Siddiqui	Chairman	- 2,599,260	2,475,486	5.32	5.32
02) Mrs. Qurrattul Ann Siddiqui	Director	- 4,695,372	4,471,783	9.61	9.61
03) Mrs. Quamrun Nahar Begum (Representative of Hornbill Apparel Limited)	Director	- 2,331,542	2,220,517	4.77	4.77
04) Mr. Das Deba Prashad	Independent Director	- -	-	-	-
05) Mr. S M Golam Faruk Alamgir	Managing Director	- -	-	-	-
06) Mr. Sumon Ahmed Sabir	Sponsor	- 721,609	687,248	1.48	1.48
07) Mr. Mohd. Zulfiquar Hafiz	Sponsor	- 535,787	510,275	1.10	1.10
08) Mr. A.T.M Sayeeduzzaman	Sponsor	- 401,622	382,498	0.82	0.82
09) Mr. A. K. M. Kutub Uddin	ED & Company Secretary	- -	-	-	-
10) Mr. Shibli Noman, FCA	Chief Financial Officer	- -	-	-	-
11) Mr. Mohammad Moniruzzaman	Head of Internal Audit	- -	-	-	-

The pattern of shareholding:

		Shares Qty as At 30 June 19	Shares Qty as at 30 June 18	% 2019	% 2018
(c) Executives:					
01)	Mr. S. M. Kamruzzaman Chief Technology Officer	-	-	-	-
02)	Mr. Gazi Zehadul Kabir Chief Strategy Officer	-	-	-	-
03)	Mr. Anowar Hasan Sabir Chief Information Officer	-	-	-	-
04)	Mr. M. Shykot Raihan General Manager	-	-	-	-
05)	Mr. Bipul Ranjan Saha Deputy General Manager	-	-	-	-
06)	Mr. Sharif Shabbirul Alam Deputy General Manager	-	-	-	-
(d) Shareholders holding 10% or more voting interest in the company					
		-	-	-	-

Management Discussion and Analysis:

Management's discussion and analysis has been highlighted in the Managing Director's review and in Directors' report.

Duties of Managing Director and Chief Financial Officer:

As per condition 3(3) of the Corporate Governance Code, the Managing Director and Chief Financial Officer has certified to the Board that-

to the best of their knowledge and belief, they have reviewed financial statements for the year ended 30th June 2019 and that to the best of their knowledge and belief.

- (a) the financial statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
- (b) the financial statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- (c) there were, no transactions entered into by the Company during the year which are fraudulent, illegal or violation of the Company's code of conduct.

Sponsor and Directors all the time jointly holding of minimum 30% (thirty percent) shares of the paid-up capital of the Company:

In compliance with the Bangladesh Securities and Exchange Commission Notification No. BSEC/CMRRCD/2009-193/217/Admin/90 dated 21st May 2019, the Board of Directors of BDCOM Online Ltd. appointed a new Director from among the shareholders of the Company, Norban Fashion Ltd. with a shareholdings of 33,71,000 ordinary shares and the nominated person Mr. Shafiqul Alom (Sumon) on 31st August 2019. At present jointly shareholdings of sponsors and directors of the Company stood at 30% of the paid-up capital.

Achievement & Future Plan:

BDCOM has envisioned a nation where there will be no barriers in accessing ICT services from the most remote areas of the country. Since 1997, we are working relentlessly to provide unparalleled service to our customers. We are motivated in amplifying the combined strengths of our company and the community to tackle broad challenges that persists in the society. We believe in leaving a positive impact on the society through the usage of ICT services. These goals help us target our resources and keep us accountable for “Progress Possible”.

A strong, secure and robust MPLS network infrastructure has always been one of the core strengths of BDCOM. The endeavor started few years back and is still on going to satisfy the demand for more bandwidth of our valued customers. So, we are investing our focus and time on it, as a result our 10G MPLS Backbone network has already covered 35 districts. Our plan and commitment have shown bright light that we will be able to expand this vital framework to all the districts in the country in coming years. Achievement in service delivery and quality increased tremendously due to the stable MPLS backbone inside the company. Consumers and enterprises alike are reliant on the capacity, speed and dependability of the network; however, this creates a predicament as we power through to the future, where new technology innovations are draining network capacity, thereby increasing bandwidth demand. To cope with this and to avoid resulting digital traffic jams that threaten to throttle the information-technology revolution for the Digital Bangladesh, we already started the expansion of our MPLS Backbone capacity from 10G to 40G in Dhaka, Chattogram, Sylhet, Khulna, Rajshahi and Bogura. Unsurprisingly, we will not be satisfied with this upgrade in our network. 100G capacity all over the nation is already mandated by the revolution and very soon, we are going to announce the upgrade to the nation. Likewise, as per our commitment to our shareholders, we already reached in all 64 Districts and all the Upazillas of the country. Our present “Mission Possible” is to connect the deprived outlying grass root people of the country from Union and village level to bring them to the highway of Digital Bangladesh. This mission also includes the connectivity to be the most advanced to date with GPON technology so that the end users can shift around and quickly be adaptive to the ever-changing needs of the business and lifestyle of the Digital Bangladesh.

As mentioned earlier, the substantial performance of BDCOM is the testimonial to our commitment to ensure best in operational efficiencies across the country. The most significant outcome of this commitment is the “broadband360°”. Based on the earnest initiatives of the Digital Bangladesh Government and with our efforts over the years we have developed the only true Triple Play service in the country. We designed broadband360° in accordance with our Social Responsibility, Ethical Business Practice and for the greater protection of our next generation from the vicious effects of violence & pornography in digital media. broadband360° ensures safe Internet through Ultrafast, first ever 100mbps in the country, Broadband Internet, Eco Friendly Phone, IPTV, VOD and many other services.

Since the inception of “IP Telephony Service” and “Vehicle Tracking Service” in Bangladesh, BDCOM is a leading player in the market. This was possible due to our relentless focus on being a cost-leader, at the same time maintaining the quality of service with 24/7 support commitment. We also believe that becoming the leader of the industry is about looking after our customers in a way that no other can or does. This obsession to lead the market compels us to innovate and continuously look for ways to add value for our valued customers. Result of which we already deployed new service portal for our VTS customers that will enable them tracking their assets in absolute real time with best of the bread new features.

Enterprises and service providers have been looking at Internet of Nano-Things, Things and Everything as the key enabler to drive digital transformation and to unlock the operational efficiencies. Advances in Artificial Intelligence coupled with ubiquitous connectivity, and real-time communication are enabling exponential growth in efficiencies generated by the ‘Internet of Things’. As machines and products have started communicating with each other without any human intervention, the real value of data is being generated through better and faster decision-making, predictive analytics and automation. BDCOM is already matching the pace in adapting new technologies like IoT, IoE, IoNT, AI, ML, BigData, and cloud to drive new business models with business potential on various sectors such as surveillance, manufacturing, utilities, transport and logistics, agriculture, oil and gas and smart cities.

We have expanded our sky because we still believe that our capacity to solve problems is boundless. The recently awarded industrial plot to BDCOM in the Mirsarai Economic Zone, the largest economic zone in Bangladesh, by The Bangladesh Economic Zones Authority (BEZA), is now our biggest opportunity to make new plans that will provide diverse platforms for disruptive and innovative technological products and services including renewable and energy efficient products in the country.

Corporate Social Responsibility

Corporate Social Responsibility (CSR) has become a vital activity for any business we at BDCOM, strongly believe in the CSR activities in which we engage in. One of the key activities we do is that we invest in the development of the youth in our country. The youth hold the key to the future, not just of our company, but also of the ICT sector of Bangladesh. The interns who work in our organization are an integral part of our future plans. The internship opportunity provides them with a solid platform to kick launch their professional careers in the ICT sector of Bangladesh. The skills they develop during their internship period helps them tackle everyday challenges in the corporate world. It also helps them in their decision making process. The corporate culture itself is such in BDCOM that the employees themselves help out the interns by training them, sharing their knowledge and experience and making them aware of the future potential challenges which lie ahead. Under the guidance and supervision of our highly qualified employees, the interns flourish. The ones who leave are well equipped to tackle any kind of challenges and thus end up getting quality jobs in the competitive ICT job market. Hence, if we look at the bigger picture, this eventually goes on to help in developing the labor force of our country in the ICT sector.

BDCOM also financially help several NGOs like ASHIC- Foundation Serving Children Cancer, Bangladesh Mahila Parishad and Naripokkho and they all work for a noble cause.

Acknowledgement:

Finally the Board of Directors would like to express their thanks and gratitude to all honorable shareholders, valued clients, Bankers, Suppliers, Vendors, Insurance Companies, Registrar of Joint Stock Companies & Firms (RJSC), Bangladesh Telecommunication And Regulatory Commission (BTRC), Bangladesh Securities And Exchange Commission (BSEC), Dhaka Stock Exchange Ltd. (DSE), Chittagong Stock Exchange Ltd. (CSE) and Central Depository of Bangladesh Limited (CDBL) for their patronage and immense support and co-operation received. The Board of Directors pleased to put on record their appreciation for the teamwork, prompt and prudent decision making, efficient and cordial service and contribution made by the management as well as the employees towards the growth and progress of the Company.

Thanks & regards

For and on behalf of the Board of Directors



Wahidul Haque Siddiqui

Chairman

BDCOM Online Ltd.

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

Declaration by Managing Director and CFO

Date : October 28, 2019

The Board of Directors
BDCOM Online Ltd.
Rangs Nilu Square, Level-5
House # 75, Road-5/A,
Satmosjid Road, Dhanmondi
Dhaka-1209

Subject: Declaration on Financial Statements for the year ended June 30, 2019

Dear Sirs,

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

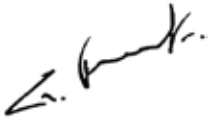
- (1) The Financial Statements of BDCOM Online Ltd. for the year ended June 30, 2019 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh and any departure there from has been adequately disclosed;
- (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 reasonable 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 regards, we also certify that:-

- (i) We have reviewed the financial statements for the year ended on June 30, 2019 and that to the best of our knowledge and belief:
 - (a) these statements do not contain any material untrue statements 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 transaction 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,



(S M Golam Faruk Alamgir)
Managing Director



(Shibli Noman, FCA)
Chief Financial Officer

AUDIT COMMITTEE REPORT

For the year ended 30 June 2019

The Audit Committee is appointed by the Board of Directors, as per the requirements of Bangladesh Securities and Exchange Commission (BSEC) notification. The Audit Committee consists of three members. The Company Secretary acts as the Secretary of the Audit Committee.

The Audit Committee of BDCOM Online Ltd. is a sub-committee of the Board, to support the Board in fulfillment of its oversight responsibilities. The terms of reference of the Audit Committee are set by the Board of Directors in line with BSEC notification.

Composition of Audit Committee of BDCOM is as follows

The Audit Committee consists of the following members of the Board of Directors:

Chairman	: Mr. Das Deba Prashad, Independent Director
Member	: Mrs. Qurrattul Ann Siddiqui, Director
Member	: Mrs. Quamrun Nahar Begum, Director (Representative of Hornbill Apparel Limited)
Secretary	: Mr. A.K.M. Kutub Uddin, Executive Director & Company Secretary

Meeting of the Audit Committee

The Committee had 4(four) meetings during the years 2018-2019. Attendance of the Members was as follows:

Name of the Member	No. of Meeting Held	No. of Meeting Attendance
Mr. Das Deba Prashad	4	4
Mrs. Qurrattul Ann Siddiqui	4	4
Mrs. Quamrun Nahar Begum (Representative of Hornbill Apparel Limited)	4	4

Minutes of the Committee Meeting properly recorded.

Major Responsibilities of the Audit Committee

The purpose, authority, composition, duties and responsibilities of the Audit Committee are delineated in its Charter. Some of the major responsibilities of the Audit Committee are as follows:

- To review the annual, half-yearly and quarterly financial statements and other financial results, and upon its satisfaction recommend the same to the Board of Directors for approval.
- To review the adequacy and effectiveness of financial reporting process, internal control system, risk management, auditing matters, and the Company's processes for monitoring compliance with regulatory requirements and the codes of conduct.
- To recommend appointment, termination of statutory auditors and determination of the audit fees, for Shareholders approval.
- To consider the scope of work, and oversee and evaluate the work performed by statutory auditors.
- To review non-audit services performed by statutory auditors to the extent permitted by the relevant law, rules and regulations.
- To oversee the activities Internal Audit function.
- To review the effectiveness of internal audit function including performance, structure, adequacy of resources, and compliance with professional standards.
- To review the audit finding and material weaknesses and monitor implementation of audit action plans.

Major Activities of the Audit Committee in 2018-2019

The Committee held 4 (Four) meeting during the financial year 2018-2019. The Managing Directors, Chief Financial Officer and Head of Internal Audit attended meeting on invitation. The major activities of the Audit Committee in 2018-2019 are stated below-

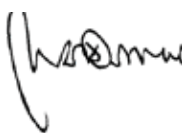
- reviewed the internal Control System and the financial statements of first quarter, half year, third quarter and annual financial statements for the year ended June 30, 2019 and subsequently recommended to the Board for consideration and approval.
- reviewed the integrity of the financial statements of the company to ensure that, these reflect a true and fair view of the company's state of affairs for the year ended 30th June 2019.
- while reviewing the financial statements ensured that proper disclosure required under International Accounting Standards as adopted in Bangladesh have been made and also complied with the Companies Act and various other rules and regulations applicable to the Company.
- discoursed with the statutory auditors about the nature and scope of audit as well as had post-audit discussions to areas of concern;
- approved the internal audit plan and gave direction to the Internal Auditor where appropriate for carrying out in depth audit to ensure that the Company or its assets are not exposed to un due risk;
- reviewed the work of Internal Audit Department and made suggestions for improvement.
- recognized the observations of the Internal Audit department regarding internal control and suggestions made to improve operation systems and procedures and their implementation.
- reviewed the Internal Auditors' reports and suggested appropriate action where needed. Internal Auditors were also advised to carryout audit of all the branches in each year. Branch audit reports are required to ensure their effectiveness and suggest appropriate information where required;
- reviewed the management report submitted by the statutory auditors and suggested corrective measures and fixed time frame for their implantation; and
- reviewed the performance of External Auditors during the last year and recommended the appointment of Ahmed Zaker & Co, Chartered Accountants (BSEC penal Auditors) as the Statutory Auditors of the Company for the year 2019-2020.

The above matters are significant for continuous improvement and therefore duly noted and taken care of by the Committee.

Reporting

- Pursuant to Condition # 5.6(a) of the Corporate Governance Code issued by BSEC, the Committee reports that it did not find any conflict of interest or any fraud, irregularity, material defect in the Internal Control System. There are no infringement of laws, rules and regulation also.
- The Committee is of the view that risk management associated with the business of the Company is adequately controlled.

On behalf of the Audit Committee



Das Deba Prashad
Chairman
28 October, 2019

Nomination And Remuneration Committee Report for the year ended June 30, 2019

The Board of Directors of BDCOM Online Ltd., has duly constituted a Nomination and Remuneration Committee (NRC) as per the requirements of the BSEC Code of Corporate Governance.

The NRC Committee of BDCOM comprises of the following Members:

Mr. Das Deba Prashad, Independent Director	-	Chairman
Mrs. Qurrattul Ann Siddiqui, Director	-	Member
Mrs. Quamrun Nahar Begum, Director (Representative of Hornbill Apparel Limited)	-	Member

Company Secretary acts as the Member Secretary to the Committee.

Objectives and purpose of the NRC policy:

- 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 benchmarks; 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;

Implementation:

- a. The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
- b. The Committee may delegate any of its powers to one or more of its members.

The activities of the NRC during the year were as follows:

The NRC Committee held one meeting during the year. The Managing Director, Chief Financial Officer and Head of Internal Audit attended the meeting by invitation of the Committee:

- i) Reviewed the existing policy relating to the remuneration of the Managing Director, top level executives and employees of the Company.
- ii) Reviewed the criteria for determining the qualifications, positive attributes and independence of Directors.
- iii) Reviewed the criteria for recruitment, replacement and promotion at different levels of the Company.

On behalf of the NRC Committee



Mr. Das Deba Prashad
Chairman

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

Status of compliance with the Corporate Governance Code

Status of compliance with the conditions imposed by the Bangladesh Securities and Exchange Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June, 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

(Report under Condition No. 9)

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
1	BOARD OF DIRECTORS:			
1(1)	Board's Size: The number of the board member shall not be less than 5(five) and more than 20 (twenty).	√		
1(2)	Independent Directors:			
1(2) (a)	At least one-fifth (1/5) of the total of the directors in the company's Board shall be independent directors; any fractional shall be considered to the next integer or whole number for calculating number of independent director(s);	√		
1(2) (b)	For the purpose of this clause "Independent Directors" means a director-			
1(2) (b) (i)	Independent Director does not hold any share in the company or holds less than 1% shares of the total paid-up capital;	√		
1(2) (b) (ii)	Non connectivity with the company's any sponsor or director or shareholder who holds 1% shares on the basis of family relationship;	√		
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/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 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;	√		

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(2)(b)(ix)	Who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or a Non-Bank Financial Institution (NBFI); 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);	√		
1(2)(d)	The post of independent director(s) cannot remain vacant for more than 90 days; and	√		No such case in the FY: 2018-19
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.	√		
1(3)	Qualification of Independent Directors:			
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 the business;	√		
1(3)(b)(i)	Business Leader who is or was a promoter or director of an unlisted company having at least paid-up Tk. 100 million or any listed company's member or a local / international chamber of commerce or business associate;	--	--	N/A
1(3)(b)(ii)	Corporate leader who is or was a top level executive at least CEO/MD/AMD/DMD/CFO/CS/HF/HFA/HIAC/HAHR or equivalent position of an unlisted Company having minimum Paid-up Tk. 100 million or a listed Company.	√		
1(3)(b)(iii)	Former 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 economic/commerce/business or law;	--	--	N/A
1(3)(b)(iv)	University Teacher who has educational background in Economic 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 CA/ ICMA/ CFA/ CCA/ CPA/CMA /CS or equivalent qualification;	--	--	N/A

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(3)(c)	The independent director shall have at least 10 years' experience in any mention 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
1(4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer.			
1(4)(a)	The position of the Chairperson of the Board and the Managing Directors (MD) and /or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	√		
1(4)(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold 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 Chairperson and The Managing Director and/or Chief Executive Officer;	√		
1(4)(e)	In absence of chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as chairperson for that particular Board's; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	√		
1(5)	The Directors' Reports to Shareholders:			
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 and Net Profit Margins, where applicable;	√		
1(5)(v)	A discussion on continuity of any extra-ordinary activities and their implications (gain or loss);	--	--	N/A

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5)(vi)	A details 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 others instruments;	--	--	N/A
1(5)(viii)	An explanation, if the financial results deteriorate after the company goes for Initial Public Offer (IPO), Repeat Public Offering (RPO), Right Offer, Direct Listing etc;	--	--	N/A
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performance and Annual Financial Statements;	--	--	N/A
1(5)(x)	A statement of remuneration paid to the directors including independent directors;	√		
1(5)(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;	√		
1(5)(xii)	A statement that proper books of account of the issuer company have been maintained;	√		
1(5)(xiii)	A statement 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;	√		

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
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 last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	--	--	N/A
1(5)(xix)	A statement where 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;	--	--	N/A
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;	√		
1(5)(xxii)	The total number of Board meeting held during the year and attendance by each director.	√		
1(5)(xxiii)	A report on the Pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:-			
1(5)(xxiii)(a)	Parent or Subsidiary or Associate Companies and other related parties (name-wise details);	√		
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details);	√		
1(5)(xxiii)(c)	Executives (Top 5 salaried employees other than above); and	√		
1(5)(xxiii)(d)	Shareholders holding 10% or more voting interest in the company (name-wise details);	√		
1(5)(xxiv)	In case of the appointment or reappointment of a directors, a disclosure on the following information to the shareholders:-			
1(5)(xxiv)(a)	A brief resume of the director;	√		
1(5)(xxiv)(b)	Nature of his/her expertise in specific functional areas; and	√		
1(5)(xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committee of the Board;	√		

Condition No.	Title	Compliance Status (Put “√” in appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5)(xxv)	A Management’s Discussion and Analysis signed by CEO or MD presenting details analysis of the company’s position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:			
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;	--	--	N/A
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 5 (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; and	√		
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 MD or CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A ; and	√		
1(5)(xxvii)	The report as well as certificate regarding compliance of condition of this Code as required under condition No. 9 shall be disclosed as per , Annexure-B & C .	√		
1(6)	Meeting of the Board of Directors: The company shall conduct its Board meeting and record the minutes of the meeting 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 Secretary of Bangladesh (ICSB).	√		
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer:			

Condition No.	Title	Compliance Status (Put “√” in appropriate column)		Remarks (if any)
		Complied	Not Complied	
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;	√		
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.	√		
2	Governance of Board of Directors of Subsidiary Company			
2(a)	Provision 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 particulars the investments made by the subsidiary company.	--	--	N/A
3	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit Compliance (HIAC) and Company Secretary			
3(1)	Appointment			
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 position 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;	√		

Condition No.	Title	Compliance Status (Put “√” in appropriate column)		Remarks (if any)
		Complied	Not Complied	
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in other company at the same time;	√		
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 Board as well as immediate disseminated to the Commission and stock exchange(s)	√		No such case in the FY: 2018-19
3(2)	Requirement to attend Board of Director’s Meeting:			
3(2)	The MD or CEO, CS ,CFO and HIAC of the company shall attend the meetings of the Boards: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.	√		
3(3)	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO):			
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 materiality 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.	√		
4	Board of Directors’ Committee (The Board shall have at least following sub-committees):			
4(i)	Audit Committee; and	√		
4(ii)	Nomination and Remuneration Committee.	√		
5	Audit Committee			
5(1)	Responsibilities to the Board of Directors			

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
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.	√		
5(2)	Constitution of the Audit Committee:			
5(2)(a)	The Audit Committee shall be composed of at least 3(three) members;	√		
5(2)(b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director;	√		
5(2)(c)	All the 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 1 (one) month 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 FY: 2018-19
5(2)(e)	The Company Secretary shall act as the Secretary of the Committee;	√		
5(2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent directors.	√		
5(3)	Chairperson of the Audit Committee			
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;	√		

Condition No.	Title	Compliance Status (Put “√” in appropriate column)		Remarks (if any)
		Complied	Not Complied	
5(3)(b)	In 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 dully recorded in the minutes.	√		No such case in the FY: 2018-19
5(3)(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM);	√		
5(4)	Meeting of the Audit Committee			
5(4)(a)	The Audit Committee shall conduct at least its 4 (Four) meetings in a financial year;	√		
5(4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two member or two third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	√		
5(5)	Role of Audit Committee: 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 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 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 Letter or Letter of Internal Control weakness issued by statutory auditors;	√		No such case in the FY: 2018-19

Condition No.	Title	Compliance Status (Put “√” in appropriate column)		Remarks (if any)
		Complied	Not Complied	
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 where the proceeds raise through Initial Public Offer (IPO) or Repeat Public Offer (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
5(6)	Reporting of the Audit Committee			
5(6)(a)	Reporting to the Board of Directors:			
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board.	√		
5(6)(a)(ii)	The Audit Committee shall immediately report to the Board on the following findings, if any:-			
5(6)(a)(ii)(a)	Report on conflicts of interests;	--	--	N/A
5(6)(a)(ii)(b)	Reporting on suspected/presumed fraud or irregularity or material defect identified in internal audit and compliance process or in the financial statements ;	--	--	N/A
5(6)(a)(ii)(c)	Reporting on suspected infringement of laws;	--	--	N/A
5(6)(a)(ii)(d)	Reporting on any other matter to disclose immediately;	--	--	N/A
5(6)(b)	Reporting to the Authorities.	--	--	N/A
5(7)	Reporting to the Shareholders and General Investors.	--	--	N/A
6	Nomination and Remuneration Committee (NRC)			
6(1)	Responsibility to the Board of Directors:			
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board;	√		
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).	√		
6(2)	Constitution of the NRC			
6(2)(a)	The Committee shall composed of at least 3 (three) members including an independent directors;	√		
6(2)(b)	All members of the committee shall be non-executive director;	√		
6(2)(c)	Members of the committee shall be nominated and appointed by the Board;	√		

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;	√		
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or 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 case in the FY: 2018-19
6(2)(f)	The chairperson of the committee may appoint or co-opt any external expert to the committee as advisor;	--	--	No such case in the FY: 2018-19
6(2)(g)	The Company Secretary shall act as secretary of the Committee;	√		
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.	√		
6(3)	Chairperson of the NRC:			
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	√		
6(3)(b)	In absence of the chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	--	--	No such case in the FY: 2018-19
6(3)(c)	The Chairperson of the NRC shall attend the AGM to answer the queries of the shareholders.	√		
6(4)	Meeting of the NRC:			
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;	--	--	No such case in the FY: 2018-19
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two member or two third of the members of the committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	√		
6(4)(d)	The proceeding of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be conformed in the next meeting of the NRC.	√		

Condition No.	Title	Compliance Status (Put "√" in appropriate column)		Remarks (if any)
		Complied	Not Complied	
6(5)	Role of the NRC:			
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	√		
6(5)(b)	NRC shall oversee, among others, the following matters and report with recommendation to the Board:			
6(5)(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	√		
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	√		
6(5)(b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of 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 evaluation criteria and activities of NRC during the year at a glance in its annual report.	√		
7	External or Statutory Auditors			
7(1)(i)	Appraisal or valuation services or fairness opinions;	√		
7(1)(ii)	Financial information system 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 services that the Audit Committee determined;	√		

Condition No.	Title	Compliance Status (Put “√” in appropriate column)		Remarks (if any)
		Complied	Not Complied	
7(1)(viii)	Audit or Certification Services on compliance of Corporate Governance as required under condition No. 9(1); and	√		
7(1)(ix)	Any other service that creates conflict of interest.	√		
7(2)	No partner or employees and his/her family members of the external audit firms shall not hold any shares in the said company during the tenure of assignment.	√		
7(3)	Representative of external auditors or statutory auditors present in the shareholders’ meeting (AGM or EGM).	√		
8	Maintaining a website by the Company:			
8(1)	The company shall have an official website linked with the website of the stock exchange.	√		
8(2)	The company shall keep the website functional from the data of listing.	√		
8(3)	The company shall make available the details disclosures on its website as per listing regulation of the concerned stock exchange(s).	√		
9	Reporting and Compliance of Corporate Governance:			
9(1)	The company shall obtain a certificate from a practicing Professional Accountants or secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its salutatory 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 shareholders in the Annual General Meeting (AGM)	√		A separate agenda in the 23 rd AGM
9(3)	The directors of the company shall state, in accordance with Annexure-C attached, in the directors’ report whether the company has complied with these conditions or not.	√		

[Certificate as per condition No. 1(5)(xxvii)]

Report to the Shareholders of BDCOM Online Ltd. on compliance on the Corporate Governance Code

We have examined the compliance status to the Corporate Governance Code by BDCOM Online Ltd for the year ended on 30th June, 2019. This Code related to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated June 03, 2018 of the Bangladesh Securities and Exchange Commission.

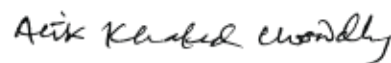
Such compliance with the Corporate Governance Code is the responsibilities of the Company. Our examination was limited to the procedures and implementation thereof as adopted by the Management in ensuring compliance to the Condition of the Corporate Governance Code.

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

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

- (a) The Company has complied with the conditions of the Corporate Governance Code as stipulated in the above mentioned Corporate Governance Code issued by the Commission;
- (b) The company has complied with the provisions of the relevant Bangladesh Secretaries 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.

Place: Dhaka
Dated: 13 November, 2019



Atik Khaled Chowdhury
Chartered Accountants

Independent Auditor's Report To the Shareholders of BDCOM ONLINE LTD.

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of BDCOM ONLINE LTD. which comprise the statement of financial position as at June 30, 2019, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at June 30, 2019, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the 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.

Sn	Risk	Our response to the risk
<p>1.</p>	<p>Appropriateness of revenue recognition and disclosures on the impact of the initial application of IFRS 15.</p> <p>Refer to note 23 to the financial statements.</p> <p>Revenue upon transfer of control as per the newly adopted IFRS 15 – Revenue from Contracts with Customers. The Group has reported total revenue of BDT 602.1 million.</p> <p>The Company’s primary customers are its corporate customers who are entitled to get competitive rates for goods and 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"> • Assessed the environment of the measurement as well as other relevant systems supporting the accounting of revenue. • Assessed manual as well as application controls supporting revenue recognition. • Assessed the invoicing and measurement systems up to entries in the general ledger. • Examined customer invoices and receipts of payment on at est basis. • Assessed the design of the processes set up to account for the transactions in accordance with the new standard. • Assessed whether any adjustments is required to be made to opening balances due to the adoption of the new standard.
<p>2.</p>	<p>Addition to Property, Plant and Equipment</p> <p>Refer to note 03 to the financial statements.</p> <p>The Company made significant addition to Property Plant & Equipment.</p> <p>Amounting BDT 64.8 million. There is therefore a risk that the Assets and depreciation charge may be misrepresented.</p>	<p>Our audit procedures included, among others, considering the risk of addition to Property, Plant and Equipment associated with the different types of asset:</p> <ul style="list-style-type: none"> • We critically assessed and verified the Company’s policy of asset addition. • We assessed the appropriateness of the value of the assets. • We also recalculated the depreciation to assess the sensitivity of the key assumptions including depreciation rate.

Other Information

Management is responsible for the other information. The other information comprises the information including Director's report included in the annual report but does not include in the financial statements and our auditors' report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with ISAs, we exercise professional judgments 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 proce

dures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Company's financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on other Legal and Regulatory Requirements

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

- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;

- b) in our opinion, proper books of accounts as required by law have been kept by the Company so far as it appeared from our examination of these books;
- c) the statements of financial position and statements of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of accounts and returns; and
- d) the expenditure incurred was for the purposes of the Company's business.

Place: Dhaka, Bangladesh
Dated: October 28, 2019



Md. Abu Kaiser FCA
Mahfel Huq & Co.
Chartered Accountants

BDCOM ONLINE LTD.
Statement Of Financial Position
As at June 30, 2019

	Notes	Amount in Taka	
		30.06.2019	30.06.2018
ASSETS:			
A. Non-Current Assets		390,709,147	349,794,084
Property, Plant and Equipment	3	361,786,235	345,868,225
Long Term Deposit & Prepayment	4	28,922,912	3,925,859
B. Current Assets		606,194,803	567,391,510
Inventories	5	19,766,333	14,388,806
Advances, Deposits & Prepayments	6	17,563,776	15,003,412
Advance Income Tax & VAT	7	39,741,084	24,046,072
Trade Receivables	8	160,353,923	155,124,994
Other Receivables	9	11,278,193	7,983,313
Investment in Shares (at Market Value)	10	8,116,870	11,345,250
Investment in FDR	11	305,803,898	306,928,806
Cash and Cash Equivalents	12	43,570,726	32,570,857
TOTAL ASSETS (A+B)		996,903,950	917,185,594
SHAREHOLDERS' EQUITY AND LIABILITIES:			
C. Shareholders' Equity:		778,162,472	723,608,493
Share Capital	13	488,482,430	465,221,361
Share Premium	14	119,504,000	119,504,000
Tax Holiday Reserve		21,555,878	21,555,878
AFS Reserve	29	(4,044,667)	(7,314,903)
Retained Earnings	15	152,664,831	124,642,157
D. Non- Current Liabilities:		21,407,846	13,156,237
Long Term Bank Loan	16	6,965,130	-
Deferred Tax Liabilities	17	14,442,716	13,156,237
E. Current Liabilities:		197,333,632	180,420,864
Trade Payables	18	103,486,683	98,818,683
Other Payables	19	36,660,783	27,675,506
Provision for Income Tax	20	25,939,774	12,994,040
Provision for Bad & Doubtful Debts	21	-	14,862,571
Short Term Bank Loan	22	31,246,392	26,070,064
TOTAL EQUITY & LIABILITIES (C+D+E)		996,903,950	917,185,594
Net Assets Value (NAV) Per Share	35	15.93	15.55

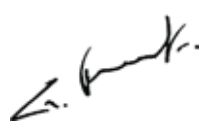
The annexed notes (1-36) are integral part of these financial statements.



Chief Financial Officer



Company Secretary



Managing Director



Director



Chairman

Signed in terms of our separate report on same date



Mahfel Huq & Co
Chartered Accountants

Dhaka
Date: October 28, 2019

BDCOM ONLINE LTD.
Statement Of Profit or Loss and Other Comprehensive Income
For the year ended June 30, 2019

	Notes	Unit-1 ISP	Unit-2 SDP	Unit-3 IPTSP	Amount in Taka	
					2018-2019	2017-2018
Revenue	23	495,216,137	64,853,325	42,029,963	602,099,425	534,743,947
Cost of Sales & Services	24	(226,916,302)	(18,195,914)	(13,271,135)	(258,383,351)	(238,125,726)
Gross Profit : A		268,299,835	46,657,411	28,758,828	343,716,074	296,618,221
Administrative and Marketing Expenses	25	(165,640,268)	(16,741,514)	(16,657,554)	(199,039,336)	(162,856,302)
Depreciation	3	(45,480,895)	(1,153,021)	(2,254,202)	(48,888,118)	(46,520,850)
Provision for Bad & Doubtful Debts	21	-	-	-	-	(4,905,481)
Financial Charges	26	(3,285,960)	(74,270)	(10,578)	(3,370,808)	(2,144,993)
Total Expenses : B		(214,407,123)	(17,968,805)	(18,922,334)	(251,298,262)	(216,427,626)
Operating Profit : A-B		53,892,712	28,688,606	9,836,494	92,417,812	80,190,595
Non-Operating Income	27	30,208,061	1,234,796	13,558	31,456,415	19,628,958
Net Realized Gain/(Loss) on Sales of Shares	28	(7,626,488)	-	-	(7,626,488)	83,590
Net Profit Before WPP & WF		76,474,285	29,923,402	9,850,052	116,247,739	99,903,143
Contribution to WPP & WF @ 5%		(3,641,633)	(1,424,924)	(469,050)	(5,535,607)	(4,757,293)
Net Profit before Tax		72,832,652	28,498,478	9,381,002	110,712,132	95,145,850
Income Tax Expense	20	(23,523,670)	(149,128)	(2,266,976)	(25,939,774)	(12,994,040)
Deferred Tax (Expenses)/Income	17	(923,120)	-	-	(923,120)	(2,426,267)
Net Profit After Tax		48,385,862	28,349,350	7,114,026	83,849,238	79,725,543
Other Comprehensive Income/(Expense):						
Unrealized (Loss)/Gain on Investment in Share	30	3,633,596	-	-	3,633,596	(2,053,210)
Related Deferred Tax		(363,360)			(363,360)	205,321
Retained Earnings Carried Forward		51,656,098	28,349,350	7,114,026	87,119,474	77,877,654
Basic Earnings Per Share	31				1.72	1.63

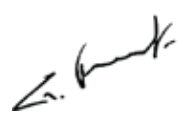
The annexed notes (1-36) are integral part of these financial statements.



Chief Financial Officer



Company Secretary



Managing Director



Director



Chairman

Signed in terms of our separate report on same date

Dhaka
 Date: October 28, 2019



Mahfel Huq & Co.
 Chartered Accountants

BDCOM ONLINE LTD.
Statement Of Changes In Equities
For the year ended June 30, 2019

Particulars	Share Capital	Tax Holiday Reserve	Share Premium	AFS Reserve	Retained Earning	Amount in Taka	
						Total	Total
Balance as on 01.07.18	465,221,361	21,555,878	119,504,000	(7,314,903)	124,642,157	723,608,493	
Net Profit after Tax for the year	-	-	-	-	83,849,238	83,849,238	
Adjustment against unrealized gain on investment in shares	-	-	-	3,633,596	-	3,633,596	
Related deferred tax	-	-	-	(363,360)	(32,565,495)	(363,360)	
Cash dividend (FY: 2017-18) @ 7%	-	-	-	-	(23,261,069)	(32,565,495)	
Stock dividend (FY: 2017-18) @ 5%	23,261,069	-	-	-	(23,261,069)	-	
Balance as on 30.06.2019	488,482,430	21,555,878	119,504,000	(4,044,667)	152,664,831	778,162,472	
Particulars	Share Capital	Tax Holiday Reserve	Share Premium	AFS Reserve	Retained Earning	Amount in Taka	Amount in Taka
Balance as on 01.07.17	443,067,963	21,555,878	119,504,000	(5,467,014)	98,640,357	677,301,184	
Net Profit after Tax for the year	-	-	-	-	79,725,543	79,725,543	
Adjustment against unrealized loss on investment in share	-	-	-	(2,053,210)	-	(2,053,210)	
Related deferred tax	22,153,398	-	-	205,321	-	205,321	
Stock dividend (FY: 2016-17) @ 5%	-	-	-	-	(22,153,398)	(22,153,398)	
Cash dividend (FY: 2016-17) @ 5%	-	-	-	-	(22,153,398)	(22,153,398)	
Prior year adjustment (Note-32.00)	-	-	-	-	(9,416,947)	(9,416,947)	
Balance as on 30.06.2018	465,221,361	21,555,878	119,504,000	(7,314,903)	124,642,157	723,608,493	

The annexed notes (1-36) are integral part of these financial statements.



Chief Financial Officer

Company Secretary



Managing Director



Director



Chairman





Signed in terms of our separate report on same date

Place: Dhaka
 Date: October 28, 2019

BDCOM ONLINE LTD.
Statement Of Cash Flows
For the year ended June 30, 2019

Particulars	Amount in Taka	
	2018-2019	2017-2018
A. Cash Flows from Operating Activities :		
Receipts from sales, services & others	582,007,925	521,663,860
Bank Interest - STD & Others	656,855	562,057
WPP & WF payment	(4,757,293)	(4,296,744)
Payment of Income Tax & VAT	(28,689,052)	(21,333,618)
Cash payment to suppliers & others	(482,962,583)	(415,650,076)
Net cash provided by/(used in) operating activities	66,255,852	80,945,479
B. Cash Flows from Investing Activities:		
Acquisition of Property, plant & equipment	(64,806,128)	(48,467,390)
FDR Interest received	27,310,200	16,050,652
Dividend received from Marketable Securities	137,000	325,000
Investment in Fixed Deposit Receipt (FDR)	1,124,908	(83,578,837)
Investment in Marketable Securities	(764,512)	35,493,817
Long Term Security Deposit	558,910	(75,000)
Net cash provided by/(used in) investing activities	(36,439,622)	(80,251,758)
C. Cash Flows from Financing Activities:		
Cash Dividend	(31,015,299)	(21,554,696)
Long Term Loan	6,965,130	-
Short Term Loan	5,176,328	12,860,723
Net cash provided by/(used in) financing activities	(18,873,841)	(8,693,973)
D. Effect of exchange rate changes in cash and cash equivalents	57,480	472,735
	57,480	472,735
Net increase/ (decrease) in cash & cash equivalents (A+B+C+D)	10,999,869	(7,527,517)
Cash & Cash Equivalents at the beginning of the year	32,570,857	40,098,374
Cash & Cash Equivalents at the end of the year	43,570,726	32,570,857
Net Operating Cash Flows Per Share (NOCFPS) Note-34.00	1.36	1.66

The annexed notes (1-36) are integral part of these financial statements.

				
Chief Financial Officer	Company Secretary	Managing Director	Director	Chairman

Signed in terms of our separate report on same date.

Dhaka
 Date: October 28, 2019

BDCOM ONLINE LTD.**Notes to the Financial Statements**

For the year ended June 30, 2019

1.00 Status and Nature of the company:**1.01 Legal Form:**

BDCOM ONLINE LTD. was incorporated in Bangladesh on 12 February 1997 as a Private Limited Company vide certificate of incorporation No:C-32328 (1449/97) dated 12 February 1997 by the Registrar of Joint Stock Companies & Firms and was converted into a Public Limited Company on 10 February 2002. The shares of the company are traded with the Dhaka Stock Exchange Ltd. and Chittagong Stock Exchange Ltd.

1.02 Registered office:

Registered office of the company is situated at Rangs Nilu Square (5th Floor), House # 75, Road # 5/A, Satmosjid Road, Dhanmondi R/A, Dhaka-1209.

1.03 Nature of business:

The Company is primarily engaged as an Internet Service Provider (ISP) in Bangladesh which includes Leased Port Internet Access, Total Network Solutions and Nationwide Data Services. In addition, the Company is conducting Customized Software Development, Broadband Internet, Vehicle Tracking Services (VTS), Business Process Outsourcing, Web Page Software Design & Hosting, IP Telephony Services (IPTSP), IPPBX Solutions, Hosted Conference Bridge, Short Code Parking, Fiber Optic, Machinery and Hardware Sales.

2.00 Basis of Preparation:**2.01 Statement of Compliance:**

These Financial Statements of the Company have been prepared on going concern basis under the 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 1987 and other relevant laws and rules applicable in Bangladesh for this company.

2.02 Going Concern:

These financial statement have been prepared on the assumption that the entity is a going concern and will continue its business for the foreseeable future. Hence it is assumed that the entity has neither the intention nor the need to liquidate or curtail materially the scale of its operation.

2.03 Cash Flow Statement:

Cash Flows Statement is prepared in accordance with IAS-7 "Cash Flows Statement" and the cash flows from the operating activities has been presented under direct method.

2.04 Reporting period and date of approval:

These financial statements cover a period of one year from July 01, 2018 to June 30, 2019. The Board of Directors has approved these financial statements on October 28, 2019.

2.05 Functional and presentational currency:

These financial statements are presented in Bangladesh Taka (BDT), which is both functional and presentational currency of the Company.

2.06 Revenue Recognition:

Under IFRS-15, The entity should recognize revenue when (or as) a performance obligation is satisfied, i.e. when 'control' of the goods or services underlying the particular performance obligation is transferred to the customer.

"IFRS 15 is a 5-steps approach to revenue recognition:

Step 1: Identify the contract(s) with a customer

Step 2: Identify the performance obligations in the contract

Step 3: Determine the transaction price

Step 4: Allocate the transaction price to the performance obligations in the contract

Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation"

Revenue is recognized when control over the goods or services is transferred to the customer and the company satisfies a performance obligation by transferring a promised goods or service to a customer over time or a point in time.

2.07 Assets and basis of their valuation:

Cash and cash equivalents

Cash and cash equivalents include notes and coins in hand, unrestricted balances held with various banks and those are used by the company for its short-term commitments.

Property, Plant and Equipment

Recognition and Measurement

Property, Plant and Equipment are capitalized at cost of acquisition and subsequently stated at cost less accumulated depreciation and the capital work in progress (when arises) is stated at cost in compliance with the requirements of IAS 16: Property, Plant and Equipment. The cost of acquisition of an asset comprises its purchase price and any directly attributable cost of bringing the assets to its working condition for its intended use inclusive of inward freight, duties and non-refundable taxes.

Maintenance activities

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

Subsequent Expenditure

Expenditure incurred after putting any asset into operation such as repair and maintenance is normally charged off as revenue expenditure in the period in which it is incurred. In situation where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefit expected to be obtained from the use of the asset such expenditure is capitalized as an additional cost of assets. All up-generation/enhancement are generally charged off as expenditure unless they bring similar significant additional benefits.

Disposal of Property, Plant and Equipment

On disposal of property, plant & equipment, the cost and accumulated depreciation are eliminated and gain or loss on such disposal is reflected in the Statement of Profit or Loss and Other comprehensive income, when it is determined with reference to the net book value of the assets and net sales proceeds.

Depreciation is charged on Property, Plant & Equipment at the following rates on reducing balance method.

Particulars	Rate of Depreciation		
	Unit - 1 ISP	Unit - 2 SDP	Unit - 3 IPTSP
Land	-	-	-
Building (Floor Space)	2.5%	-	-
Internet & System Hardware	18%	18%	18%
Furniture and Fixture	10%	10%	10%
Office Renovation	18%	18%	-
Sundry Assets	10%	10%	-
Crockeries & Cutleries	10%	15%	-
AC Installation	18%	18%	-
PABX Installation	18%	-	-
Office Equipment	15%	-	-
V-Sat Tower	15%	-	-
Telephone & Cable Installation	15%	15%	15%
Motor Vehicle	15%	-	15%
Generator/ Online UPS	15%	15%	-
Cable Installation	15%	-	-
Broad Band Equipment	18%	-	-
Radio Equipment	18%	-	18%
Electric Installation	15%	18%	15%
Optical Fiber Deployment	15%	-	-
Neon Sign & Others	20%	-	-
Base Tower & Installation	10%	-	-
WIFI Base Station	20%	-	-
Books & Periodicals	-	10%	-
Peripheral Equipment	-	15%	-
Software Development	-	15%	15%

Details of Property, Plant and Equipment are stated in "**Schedule-A**" annexed hereto.

Long Term Security Deposit & Prepayment

These amounts (Note No-04) were deposited with BTCL, BEZA and others in connection with telephone lines, bandwidth, E1 and others.

Valuation of Inventories

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

Trade Receivable

Trade Receivables are amounts due from customers for services provided in the ordinary course of business. Trade Receivables are recognized initially at fair value and subsequently measured at carrying amount less provision for impairment.

Trade Payable

Trade Payable are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

2.08 Provision for Current & Deferred Tax :

Provision for current tax has been made in compliance with the Income Tax Ordinance 1984, IAS-12 "Income Taxes" and as per rates prescribed in the Finance Act 2019 on the taxable profit made by the company after considering necessary taxable add or backs of income and disallowances or allowances of expenditure.

The Company has recognized deferred tax using balance sheet method in compliance with the provisions of IAS-12 : Income Taxes. The Company's policy of recognition of deferred tax assets/liabilities is based on temporary differences (Taxable or Deductible) between the carrying amount (Book Value) of assets and liabilities for financial reporting purpose and its tax base, and accordingly, deferred tax income/expenses has been considered to determine net profit after tax and earning per shares (EPS). A deferred tax asset is recognized to the extent that it is probable that future taxable profit will be available against which temporary differences can be utilized. Deferred tax assets are reviewed at each reporting date and reduced to the extent that is no longer probable that the related tax benefit will be realized. The deferred tax liability/asset or deferred tax expense/income does not create a legal liability/ recoverability to and from the income tax authority. This is recognized for book purpose as equalization item presented in the financial statements to show the retained earnings as a consistent reflection of the business events.

2.09 Dividend Payments

Final dividend is recognized after the approval of the shareholders in the Annual General Meeting (AGM) of the company.

2.10 Earnings Per Share:

Earning Per Share (EPS) is calculated in accordance with IAS-33 "Earning Per Share" which has been shown at the bottom of the Statement of Profit or Loss and Other Comprehensive Income.

Basic earnings per share

This represents earnings for the period attributable to ordinary shareholders. As there was no preference dividend, minority interest or extra ordinary items, the net profit after tax for the year has been considered to be fully attributable to the ordinary shareholders.

Sl. No.	Particulars	2018-2019	2017-2018
a)	Earnings attributable to the ordinary shareholders	83,849,238	79,725,543
b)	Number of Ordinary Shares.	48,848,243	46,522,136
c)	Earning Per Share	1.72	1.71
d)	Re-stated Earning Per Share		1.63

Diluted earnings per share

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

2.11 Tax Holiday Reserve

Software Development Project (SDP), Unit-2 of the Company has enjoyed tax holiday for 5 (five) years commencing from January 01, 2002 to December 31, 2006. Tax holiday reserve had been provided @ 40% of net income of the respective years up to

December 31, 2006 in line with the approval from the NBR to invest in the same undertaking or in any new industrial or in stocks and shares of listed Companies or in Government bonds or Securities or for other purposes as specified in the Income Tax Ordinance 1984.

2.12 Foreign Currency Transactions:

According to IAS-21 "The Effect of Changes in Foreign Exchange Rates" transactions in foreign currencies are recorded in the functional currency at the rate of exchange prevailing on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the rate of exchange prevailing at the reporting date. Any resulting exchange differences are included in the Statement of Profit or Loss Account.

2.13 Information about business segments:

Business segment is a distinguishable component of a company that is engaged in providing an individual product or service or a group of related product or service and that is subject to risk and return that are different from those of other business segment. The company has 3 business segments namely Unit-1 for internet, data connectivity, hardware and other IT enabled services, Unit-2 for software development, graphic design, AVLS support and service, web development, domain registration, domain hosting and finally Unit-3 for IP telephony services and goods.

2.14 Impairment:

An impairment loss is the amount by which the carrying amount of an asset or cash-generating unit (CGU) exceeds its recoverable amount. The recoverable amount of an asset or a CGU is the higher of its fair value less costs to sell and its value in use. Impairment loss of non-financial assets as mentioned in the IAS-36 "Impairment of Assets" is recognized and charged as an expense (unless it relates to a revalued asset where the impairment loss is treated as a revaluation decrease) whenever recoverable amount is below carrying amount.

2.15 Financial Instruments:

Non-derivative financial instruments comprise of accounts and other receivables, cash and cash equivalents, borrowings and other payables and are shown at transaction cost.

2.16 Related Parties Transactions:

The party is related to the company if any party casts significant influence over the day to day affairs/matters and also holds the controlling power of the management affairs of the company and any transaction made during the year with the party related therewith is termed as related party transaction as per IAS-24 "Related Party Disclosure". Related party are fully disclosed in **note-36**.

2.17 Events after the Reporting date:

IAS 10, Events After the Reporting Period stipulates the accounting and disclosure requirements concerning transactions and events that occur between the reporting date and the date of approval of the financial statements. Among other things, IAS-10 determines when an event that occurs after the reporting date will result in the financial statements being adjusted, or where such events merely require disclosure within the financial statements. Such events are referred to in IAS-10 as 'adjusting' or 'non-adjusting' events.

- A) Adjusting Event is an event after the reporting period that provides further evidence of conditions that existed at the end of the reporting period
- B) Non-adjusting events are those which are indicative of conditions that arose after the reporting period.
- C) The Board of Directors of BDCOM Online Ltd. has recommended 6% cash and 6% stock dividend for the year 2018-19 in their meeting held at the Company's head office on October 28, 2019 which may be confirmed in the next 23rd Annual General Meeting (AGM) by the shareholders. The 23rd Annual General Meeting (AGM) will be held on Tuesday the 24th December 2019 at 11.00 a.m.

Reasons for Bonus shares declaration:

- a) 6% Bonus shares amount will be utilized for the core network and access network up-gradation and expansion. And besides this we are working on IPTV, and whole nationwide broadband connectivity expansion.
- b) The bonus shares is declared out of accumulated profit.
- c) The bonus share is not declared from capital reserve or revaluation reserve or any unrealized gain or out of profit earned prior to incorporation of the company or through reducing paid up capital or through doing anything so that the post-dividend retained earnings become negative or a debit balance.

2.18 Components of the Financial Statements

- a) Statement of Financial Position as at June 30, 2019;
- b) Statement of Profit or Loss and Other Comprehensive Income for the year ended June 30, 2019;
- c) Statement of Changes in Equities for the year ended June 30, 2019;
- d) Statement of Cash Flows for the year ended June 30, 2019;
- e) Accounting policies and explanatory Notes to the Financial Statements for the year ended June 30, 2019.

2.19 Employee Summary

Sl. No.	Particulars	June 30, 2019	June 30, 2018
a)	Managers & Officers	237	198
b)	Office Assistant, Cableman & Others	217	183
	Total	454	381

2.20 Employee Benefits

A) Employee's Provident Fund

The Company operates a contributory provident fund scheme for its permanent employees. Provident fund is administered by a board of Trustees and is funded by contributions from both employees and employer. These contributions are duly deposited to separate bank account and invested according to prescribed guide line of Bangladesh Labor Law.

B) Insurance

Employees are covered under the Group Insurance Scheme and Hospitalization Insurance Scheme.

C) Workers' Profit Participation & Welfare Fund (WPP & WF)

Provision for Workers Profit Participation Fund has been made @ 5% of net profit as per provision of the Bangladesh Labor Act 2006 and Bangladesh Labor Amendment Act 2013 and is payable to workers as defined in these Laws.

2.21 Financial risk management

The management has overall responsibility for the establishment and oversight of the company's risk management framework. Risk management policies, procedures and systems are reviewed regularly to adjust with the changes in market conditions and the company's Activities. The company has exposure to the following risks with regard to financial instruments.

- a) Credit risk
- b) Liquidity risk
- c) Market risk

Credit risk

Credit risk is the risk of financial loss to the company if a customer or a counterpart to a financial instrument fails to meet its contractual obligations and arises principally from the company's receivables from customers. Management has a credit policy in place and exposure to credit risk is monitored on an ongoing basis. Risk exposures from other financial assets, i.e. Cash at bank and other external receivables are nominal.

Liquidity risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity (cash and cash equivalents) is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both nominal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. Typically, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast based on time line of payment of the financial obligation and accordingly arrange sufficient liquidity/fund to make the expected payment within due date.

Market risk

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

a) Currency risk

As at June 30, 2019 there was little exposure to currency risk as there were very few foreign currency transactions made during the review.

b) Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowing. Interest rate fluctuation probability is very minimal and within tolerable range. The company has been not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

2.22 Comparative Information:

Comparative data/information have been disclosed in respect of the previous year for all numerical information in the financial statements and also the narrative and descriptive information when it is relevant for understanding of the current year's financial statements.

2.23 General

- i) Previous year's figure has been re-arranged whenever considered necessary to ensure comparability with the current year's presentation as per IAS-8 "Accounting Policies, Changes in Accounting Estimates and Errors".
- ii) Figures appearing in the Financial Statements have been rounded off to the nearest Taka.

3.00 Property Plant and Equipment :

The break up of the amount is as follows:

Particulars	Unit-1 Taka	Unit-2 Taka	Unit-3 Taka	Amount in Taka	
				2018-2019	2017-2018

A) Cost:

Opening Balance	686,279,654	50,480,745	26,738,907	763,499,306	715,031,916
Addition during the year	62,599,984	308,511	1,897,633	64,806,128	48,467,390
Less: Adjustment during the year	-	-	-	-	-
Closing Balance	748,879,638	50,789,256	28,636,540	828,305,434	763,499,306

B) Accumulated Depreciation:

Opening Balance	360,270,843	43,415,069	13,945,169	417,631,081	371,110,231
Add: Charged during the year	45,480,895	1,153,021	2,254,202	48,888,118	46,520,850
Less: Adjustment during the year	-	-	-	-	-
Closing Balance	405,751,738	44,568,090	16,199,371	466,519,199	417,631,081
WDV 30/06/2019(A-B)	343,127,900	6,221,166	12,437,169	361,786,235	-
WDV 30/06/2018(A-B)	326,008,811	7,065,676	12,793,738	345,868,225	345,868,225

[Details are shown in the Schedule-A/1, A/2 & A/3]

4.00 Long term deposit & prepayment :

The break up of the amount is as follows:

Particulars

BTCL for telephone line
 Security against bandwidth (BTCL & others)
 Security against E1 & others (BTCL)
 Prepayment to BEZA
 Others deposit

Total Taka

Amount in Taka	
2018-2019	2017-2018

5,000	5,000
142,065	1,078,975
35,084	35,084
25,555,963	-
3,184,800	2,806,800
28,922,912	3,925,859

5.00 Inventories :

The break up of the amount is as follows:

Particulars

Accessories Note- 5.01
 GLP & GPRS Modem & Accessories Note- 5.02
 IP telephony hardware Note- 5.03
 Modem, Media converter & Concentrators
 Switch, Router, Equipments & Others
 Stationery
 Stock of fiber optic
 Radio equipment

Total Taka

291,247	305,158
4,587,513	4,389,049
3,177,014	2,306,688
1,128,380	806,893
7,424,800	2,702,804
27,292	26,278
278,422	829,963
2,851,665	3,021,973
19,766,333	14,388,806

5.01 Accessories :

The break up of the amount is as follows:

Particulars

Broadband Accessories
 UTP Cable

Total Taka

250,486	199,423
40,761	105,735
291,247	305,158

5.02 GLP, GPRS Modem & Accessories :

The break up of the amount is as follows:

Particulars

Geographical Location Platform (GLP)

Total

Amount in Taka	
2018-2019	2017-2018
4,587,513	4,389,049
4,587,513	4,389,049

5.03 IP telephony hardware :

The break up of the amount is as follows:

Particulars

IP Telephone set

IP Telephony Equipment

Total

2,738,011	1,825,450
439,003	481,238
3,177,014	2,306,688

6.00 Advances, Deposits & Pre-payments :

The break up of the amount is as follows:

Particulars
a) Advances :

Against Salary

Advance to suppliers and others

Advance for Material

Total

2,236,641	2,125,160
3,947,080	3,397,436
2,643,006	3,661,251
8,826,727	9,183,847

b) Deposits :

Security deposit / Earnest money

Total

8,296,709	5,574,717
8,296,709	5,574,717

C) Pre-payments
Total (A+B+C)

440,340	244,848
17,563,776	15,003,412

The sum of advances are unsecured but realizable. It includes no such amount which are recoverable from Director & Managing Director of the company.

7.00 Advance income Tax and VAT :

The break up of the amount is as follows:

Particulars

Advance VAT

Note - 7.01

Advance Income Tax

Note - 7.02

Total Taka

3,072,173	1,416,331
36,668,911	22,629,741
39,741,084	24,046,072

7.01 Advance VAT :

The break up of the amount is as follows:

Particulars

VAT treasury account

VAT deducted on sales & others

Total Taka

427,395	545,641
2,644,778	870,690
3,072,173	1,416,331

7.02 Advance Income Tax:

The break up of the amount is as follows:

Particulars

Opening balance

Add: Addition during the year

Note- 7.02.01

22,629,741	26,620,547
27,033,210	19,917,287
49,662,951	46,537,834

Amount in Taka	
2018-2019	2017-2018

Less: Adjustment for the year IY-2017-18

(12,994,040)	(14,491,146)
--------------	--------------

Less: Adjustment for the previous years

-	(9,416,947)
---	-------------

Total Taka

36,668,911	22,629,741
-------------------	-------------------

7.02.01 Advance income Tax:

The break up of the amount is as follows:

Particulars

Tax deducted on interest income

2,629,130	1,653,155
-----------	-----------

Tax deducted on supply & sales and others

24,404,080	18,264,132
------------	------------

Total Taka

27,033,210	19,917,287
-------------------	-------------------

8.00 Trade Receivables :

The break up of the amount is as follows:

Particulars

Internet & Data Service

Note- 8.01

115,134,898	103,547,664
-------------	-------------

IP Telephone Service

Note- 8.02

13,323,106	18,280,097
------------	------------

Web page, Software & Data Transmit

Note- 8.03

30,218,289	30,966,893
------------	------------

Hardware, Switch & Others

Note- 8.04

1,677,630	2,330,340
-----------	-----------

Total Taka

160,353,923	155,124,994
--------------------	--------------------

The sum of Accounts Receivable are unsecured but realizable. It includes no such amount which are recoverable from Director & Managing Director of the company. Ageing details are available in **Schedule-B**

8.01 Internet & Data Services :

The break up of the amount is as follows:

Particulars

Internet & Fax

Note- 8.01.01

-	1,485,630
---	-----------

Installation

-	250
---	-----

Corporate Internet

Note- 8.01.02

24,186,190	28,302,190
------------	------------

Prepaid Distribution

-	821
---	-----

Broad Band Internet

6,835,410	2,419,428
-----------	-----------

Data Connectivity

Note- 8.01.03

84,113,298	71,339,345
------------	------------

Total Taka

115,134,898	103,547,664
--------------------	--------------------

8.01.01 Internet & Fax :

The break up of the amount is as follows:

Particulars

Internet & Fax

1,485,630	1,485,630
-----------	-----------

Less: Provision for Bad & Doubtful Debts

(1,485,630)	-
-------------	---

Total Taka

-	1,485,630
----------	------------------

Amount in Taka	
2018-2019	2017-2018

8.01.02 Corporate Internet :

The break up of the amount is as follows:

Particulars

Corporate Internet

Less: Provision for Bad & Doubtful Debts

Total Taka

30,305,683	28,302,190
(6,119,493)	-
24,186,190	28,302,190

8.01.03 Data Connectivity :

The break up of the amount is as follows:

Particulars

Data Connectivity

Less: Provision for Bad & Doubtful Debts

Total Taka

84,778,494	71,339,345
(665,196)	-
84,113,298	71,339,345

8.02 IP Telephone Service :

The break up of the amount is as follows:

Particulars

Monthly rent & others Note- 8.02.01

Inter-Connectivity

Total Taka

10,205,079	14,477,912
3,118,027	3,802,185
13,323,106	18,280,097

8.02.01 Monthly Rent & Others :

The break up of the amount is as follows:

Particulars

Monthly rent & others

Less: Provision for Bad & Doubtful Debts

Total Taka

11,522,679	14,477,912
(1,317,600)	-
10,205,079	14,477,912

8.03 Web page, Software & Data Transmit :

The break up of the amount is as follows:

Particulars

Software Development

Domain Hosting & Registration

AVLS

Graphics Design

Total Taka

Note- 8.03.01

Note- 8.03.02

Note- 8.03.03

Note- 8.03.04

65,712	2,105,167
3,734,212	3,976,864
25,508,802	22,580,128
909,563	2,304,734
30,218,289	30,966,893

8.03.01 Software Development :

The break up of the amount is as follows:

Particulars

Software Development

Less: Provision for Bad & Doubtful Debts

Total Taka

475,031	2,105,167
(409,319)	-
65,712	2,105,167

Amount in Taka	
2018-2019	2017-2018

8.03.02 Domain Hosting & Registration :

The break up of the amount is as follows:

Particulars

Domain Hosting & Registration

Less: Provision for Bad & Doubtful Debts

Total Taka

4,257,537	3,976,864
(523,325)	-
3,734,212	3,976,864

8.03.03 AVLS :

The break up of the amount is as follows:

Particulars

AVLS

Less: Provision for Bad & Doubtful Debts

Total Taka

27,970,162	22,580,128
(2,461,360)	-
25,508,802	22,580,128

8.03.04 Graphics Design :

The break up of the amount is as follows:

Particulars

Graphics Design

Less: Provision for Bad & Doubtful Debts

Total Taka

2,582,691	2,304,734
(1,673,128)	-
909,563	2,304,734

8.04 Hardware, Switch & Others :

The break up of the amount is as follows:

Particulars

Hardware, Switch & Others

Less: Provision for Bad & Doubtful Debts

Total Taka

1,885,150	2,330,340
(207,520)	-
1,677,630	2,330,340

9.00 Others Receivables :

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2018-2019	2017-2018
FDR Interest Receivables	10,896,900	381,293	-	11,278,193	7,983,313
Total Taka	10,896,900	381,293	-	11,278,193	7,983,313

10.00 Investment In Share (At market value):

The break up of the amount is as follows:

Particulars

AB Bank Limited

IFAD AUTOS

GBB Power Limited

AGISYSL

Saif Powertec Limited

Total Taka

1,443,750	1,790,250
5,352,600	-
-	9,555,000
1,111,000	-
209,520	-
8,116,870	11,345,250

11.00 Investment in FDR :

The break up of the amount is as follows:

Particulars

Prime Bank Ltd	2127418012614
Prime Bank Ltd	127419010187
Prime Bank Ltd	2127416004761
Eastern Bank Ltd.	1084980177164
Bank Asia Ltd.	2155008365
IDLC Finance td.	11252217203701
IDLC Finance td.	11253117203701
IDLC Finance td.	11254717203701
IFIC Bank Ltd.	0000509038200
IFIC Bank Ltd.	1025509038203
IFIC Bank Ltd.	1025509038202
IFIC Bank Ltd.	1006-522930-201
Exim Bank Ltd.	2860100371355
Meghna Bank Ltd.	250000068
IPDC Finance Ltd.	000121000001136
IPDC Finance Ltd.	000125000000681
IPDC Finance Ltd.	000121000001139
Uttara Finance & Invest.Ltd.	0100120059314
Uttara Finance & Invest.Ltd.	0100120019615
Uttara Finance & Invest.Ltd.	0100120019815
Uttara Finance & Invest.Ltd.	0100120025615
Uttara Finance & Invest.Ltd.	0100360000515
Uttara Finance & Invest.Ltd.	0100120006418
NRB Commercial Bank Ltd.	011171200000036
NRB Commercial Bank Ltd.	011171200000024
NRB Commercial Bank Ltd.	011171200000037
NRB Commercial Bank Ltd.	011147600000003
Union Bank Limited	0622060000344
Lanka Bangla Finance Ltd.	001022800000127
Lanka Bangla Finance Ltd.	001022800000610
Lanka Bangla Finance Ltd.	001022800000760

Total Taka

Amount in Taka	
2018-2019	2017-2018

2,637,313	2,494,037
2,335,982	2,202,198
10,413,836	9,848,092
2,702,500	2,500,000
15,046,830	14,123,040
-	16,511,574
7,151,828	7,151,828
6,049,135	6,049,135
25,200,000	-
28,000,000	28,000,000
9,265,000	8,500,000
7,212,803	6,617,250
6,367,603	5,990,219
-	5,440,255
44,308,000	40,000,000
-	12,000,000
14,427,100	13,000,000
7,557,491	6,850,921
6,877,135	6,234,377
27,498,780	24,930,475
6,228,160	5,836,684
6,481,500	5,000,000
23,244,000	21,000,000
6,758,682	6,347,038
4,051,232	3,805,428
6,758,682	6,347,038
6,433,200	6,000,000
5,000,000	-
5,959,500	5,962,000
-	17,469,717
11,837,606	10,717,500
305,803,898	306,928,806

12.00 Cash and Cash Equivalent :

The break up of the amount is as follows:

Particulars

Cash in Hand	
Cash at Bank	Note- 12.01
Cash Available in BD-Smartpay	
Cash Available in BO Account (Daulatunnessa Equities Ltd.)	

Total Taka

92,060	214,729
43,315,822	31,486,471
73,262	15,563
89,582	854,094
43,570,726	32,570,857

Amount in Taka	
2018-2019	2017-2018

12.01 Cash at Bank :

The break up of the amount is as follows:

Particulars
CD Accounts
Account Numbers

Eastern Bank Ltd.	1061060000757	358,527	642,331
First Security Bank Ltd.	010811100001575	144,568	146,098
Sonali Bank Ltd.	001017833	350,491	311,511
Bank Asia Ltd.	06933000002	12,484	(27,266)
Bank Asia Ltd.	02133001275	540,767	453,497

STD Accounts

Prime Bank Ltd	12732030003986	317,350	1,780,479
Prime Bank Ltd	12732080003998	787,674	2,183,287
Prime Bank Ltd	12731080017622	102,666	102,127
Prime Bank Ltd	12711020027776	2,571,771	2,007,541
NCC Bank Ltd.	100210004661	-	3,208
Prime Bank Ltd (ERQ)	12751050019650	4,864,068	3,581,815
UCBL	0841301000000255	126,468	433,708
UCBL	0841301000000266	2,296,261	1,953,498
UCBL	0841301000000277	344	219,808
UCBL	0841301000000244	108,604	777,823
Rupali Bank Ltd.	240000338	12,881,067	2,505,530
Pubali Bank Ltd.	3478102001001	14,167,933	2,735,476
Dutch-Bangla Bank Ltd	171120344	855,991	7,117,214
Dutch-Bangla Bank Ltd	1711200002011	2,035,150	1,974,735
Dutch-Bangla Bank Ltd	1000000000130	9,204	123,954
Islami Bank BD. Ltd.	20502050900011812	27,493	267,769
Shahjalal Islami Bank Ltd.	400113100002817	108,158	-
Al-Arafah Bank Ltd.	0311220001107	107,110	1,506,145
Midland Bank Ltd.	0081090000066	541,673	686,183

Total Taka
43,315,822
31,486,471
13.00 Share Capital

Authorized Capital : Taka 1000,000,000

100,000,000 Ordinary shares of Taka. 10 each

1,000,000,000

1,000,000,000

Issued, Subscribed and Paid-up Capital :

48,848,243 Ordinary shares of Taka. 10 each

488,482,430

465,221,361

13.01 Compositions of Shareholdings

The break up of the amount is as follows:

Particulars	As on 30.06.2019		As on 30 Jun 2018	
	No. of Shares	% of holdings	No. of Shares	% of holdings
Sponsor/Director	11,285,192	23.10	10,747,807	23.10
Institutions	14,507,482	29.70	9,959,702	21.41
General Public	23,055,569	47.20	25,814,627	55.49
Total	48,848,243	100.00	46,522,136	100.00

13.02 Distribution Schedule-Disclosure under the Listing Regulations of Stock Exchange

This distribution schedule showing the number of Shareholders and their Shareholdings in percentage has been disclosed:

"Shareholders Range (in number of Shares)"	As on 30.06.2019		As on 30 Jun 2018	
	Shareholders	No. of Shares	Shareholders	No. of Shares
Less than 500 shares	2,444	337,318	2,438	335,684
500 to 5,000 Shares	2,082	3,760,142	2,324	3,872,451
5001 to 10,000 shares	301	2,270,228	334	2,478,940
10,001 to 20,000 shares	210	3,145,954	176	2,590,964
20,001 to 30,000 shares	63	1,584,584	65	1,619,769
30,001 to 40,000 shares	32	1,151,683	32	1,152,995
40,001 to 50,000 shares	29	1,353,983	19	880,782
50,001 to 100,000 shares	44	3,318,271	41	2,972,290
100,001 to 1,000,000 shares	56	15,204,681	47	15,330,128
Over 1,000,000 shares	7	16,721,399	7	15,288,133
Total	5,268	48,848,243	5,483	46,522,136

13.03 Option on un-issued shares

The existing unissued shares of the company can be issued as subscribed and paid-up capital through the issuance of new shares upon contribution of cash, bonus or right shares.

13.04 Market Price

The shares of the Company are listed in the Dhaka and Chittagong Stock Exchanges and quoted at Taka 28.90 (High-Taka.29.40 , Low-Taka.28.80) per share and Taka 28.80 (High-Taka.29.00 Low-Taka.28.70) per share in the Dhaka and Chittagong Stock Exchange respectively as of June 30, 2019.

13.05 Voting Rights

The rights and privileges of the shareholders are stated in the Articles of Association of the Company.

14.00 Share Premium :

The break up of the amount is as follows:

Particulars

Share Premium

Total Taka

Amount in Taka	
2018-2019	2017-2018

119,504,000	119,504,000
119,504,000	119,504,000

15.00 Retained Earnings

The break up of the amount is as follows:

Particulars

Opening balance

Add: Net profit after tax during the year

Less: Stock dividend (FY: 2017-18) @ 5%

Less: Cash dividend (FY : 2017-18) @ 7%

Less: Previous year Tax adjustment (Note -32.00)

124,642,157	98,640,357
83,849,238	79,725,543
208,491,395	178,365,900
(23,261,069)	(22,153,398)
(32,565,495)	(22,153,398)
-	(9,416,947)
152,664,831	124,642,157

16.00 Long Term Loan :

The break up of the amount is as follows:

Particulars
Account Numbers

Shahjalal Islami Bank Ltd.(Motor Vehicle)

4001 36400000423

Total Taka

6,965,130	-
6,965,130	-

17.00 Deferred Tax Liabilities :

The break up of the amount is as follows:

Particulars	Carrying Amount (Tk.)	Tax Base (Tk.)	Taxable/(Deductible) temporary differences
As at June 30, 2019			
Property, Plant & Equipment (Excluding Land)	334,786,235	272,167,144	62,619,091
Net Taxable Temporary Difference			62,619,091
Applicable Tax Rate			25%
			15,654,773
Add: Deferred Tax Provision on Realization Loss on Shares			(762,649)
Deferred Tax Liability (A)			14,892,124
Unrealized (Loss)/Gain on Investment in shares during the period			(449,407)
Deferred Tax Liability as at June 30, 2019			14,442,716

Particulars	Carrying Amount (Tk.)	Tax Base (Tk.)	Taxable/(Deductible) temporary differences
As at June 30, 2018			
Property, Plant & Equipment (Excluding Land)	318,868,225	262,992,208	55,876,017
Net Taxable Temporary Difference			55,876,017
Applicable Tax Rate			25%
			13,969,004
Add: Deferred Tax Provision on Realization Loss on Shares			-
Deferred Tax Liability (B)			13,969,004
Unrealized (Loss)/Gain on Investment in shares during the year			(812,767)
Deferred Tax Liability as at June 30,2018			13,156,237
Deferred Tax (Income)/Expenses (A-B)			923,120
Deferred Tax on Unrealized (Loss)/Gain on Investment in shares during the period			(363,360)

Amount in Taka	
2018-2019	2017-2018

18.00 Trade Payable :

The break up of the amount is as follows:

Particulars

Sundry Creditors

103,486,683	98,818,683
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Total Taka

103,486,683	98,818,683
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19.00 Others Payable :

The break up of the amount is as follows:

Particulars

Liability for Expenses Note- 19.01

10,445,653	9,472,547
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Liability for Other Finance Note- 19.02

21,353,128	14,891,153
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Unpaid Dividend

4,862,002	3,311,806
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Total Taka

36,660,783	27,675,506
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19.01 Liability for Expenses :

The break up of the amount is as follows:

Particulars

Salaries & Allowances

10,029,006	8,991,060
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Outstanding Expenses

301,647	366,487
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Audit Fee Payable

115,000	115,000
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Total Taka

10,445,653	9,472,547
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Amount in Taka	
2018-2019	2017-2018

19.02 Liability for Other Finance :

The break up of the amount is as follows:

Particulars

Tax deducted on Employees Salaries	1,386,870	572,226
Employees Provident Fund	5,027,105	802,223
Tax deducted at Source	2,629,467	3,212,761
Security Deposit -Broadband	10,350	10,350
Security Deposit -Others	1,047,221	377,033
Contribution to WPPWF @ 5%	5,547,468	4,769,154
VAT at Source & Others	1,280,716	764,662
Advance Agst. Sales (Broadband Internet)	961,035	749,196
Advance Agst. Sales (Data Connectivity)	93,713	79,142
Advance Agst. Sales (Corporate Internet)	1,246,735	1,173,101
Advance Agst. Sales (Domain & Web Hosting)	117,992	322,745
Advance Agst. Sales (Graphic Design)	15,069	17,076
Advance Agst. Sales (AVLS)	333,129	321,088
Advance Agst. Sales (Monthly Rent/ Tel Call)	1,656,258	1,720,396
Total Taka	21,353,128	14,891,153

20.00 Provision for Income Tax:
Current Tax

Opening Balance	12,994,040	14,491,146
Add : Provision made during the year (Note: 20.01)	24,062,458	12,994,040
Add : Short Provision made 2017-18	1,877,316	-
	38,933,814	27,485,186
Less : Adjustment for the AY-2018-19	12,994,040	14,491,146
Closing Balance	25,939,774	12,994,040

20.01 Current Tax:

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2018-2019	2017-2018
Net Profit Before WPPWF	76,474,285	29,923,402	9,850,052	116,247,738	99,903,143
Less : Contribution to WPPWF @ 5%	3,641,633	1,424,924	469,050	5,535,607	4,757,293
Profit Before Tax	72,832,652	28,498,478	9,381,002	110,712,132	95,145,850
Less : Tax Exempted Profit (Note-20.01.01)	1,084,484	28,306,795	1,729,692	31,120,971	36,892,466
Net Profit Before Tax	71,748,168	191,683	7,651,310	79,591,161	58,253,384
Add: Accounting Depreciation	45,480,895	1,153,021	2,254,202	48,888,118	46,520,850
Less: Tax Depreciation	(37,462,347)	(827,316)	(1,566,271)	(39,855,934)	(52,714,484)
Add: Net realized Loss/(Gain) on sale of shares	7,626,488	-	-	7,626,488	(83,590)
Taxable Profit	87,393,204	517,388	8,339,241	96,249,833	51,976,160
Provision for Income Tax @ 25%	21,848,301	129,347	2,084,810	24,062,458	12,994,040
Short provision for Income Tax 2017-18	1,675,369	19,781	182,166	1,877,316	-
Total provision for Income Tax	23,523,670	149,128	2,266,976	25,939,774	12,994,040

20.01.01 Tax Exempted Profit:

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2018-2019	2017-2018
Tax exempted revenue during the year	7,373,811	28,306,795	7,749,587	43,430,193	36,892,466
Less : Expense of tax exempted profit	6,289,327	-	6,019,895	12,309,222	-
Tax Exempted Profit	1,084,484	28,306,795	1,729,692	31,120,971	36,892,466

Provision for Income Tax has been charged on Non-operating income of Unit-2, Software Development Project of BDCOM Online Ltd., As per Sixth Schedule, Part-A , Para -33 of Income Tax Ordinance, 1984 income from software development & ITES are exempted up to June 30,2024.

21.00 Provision for Bad & Doubtful Debts :

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2018-2019	2017-2018
Opening Balance	8,477,839	5,067,132	1,317,600	14,862,571	9,957,090
Add: Made during the year	-	-	-	-	4,905,481
Less: Adjustment during the year	(8,477,839)	(5,067,132)	(1,317,600)	(14,862,571)	-
Total Taka	-	-	-	-	14,862,571

*No Provision on receivable has been made during the year in respect of realization as the management is in the opinion that there is no reason as to recoverability of the receivables.

22.00 Short Term Loan :

The break up of the amount is as follows:

Particulars	Account Number	Amount in Taka	
		2018-2019	2017-2018
Prime Bank Ltd.-SOD A/C	12777590042804	16,974,637	19,218,380
Prime Bank Ltd.-SOD A/C	2127725016503	8,137,041	-
Shahjalal Islami Bank Ltd.(Motor Vehicle)	4001 36400000423	2,753,640	-
Bank Asia Ltd. (Motor Vehicle)	02135001252	-	226,026
Bank Asia Ltd. (Machinery)	02135001282	1,854,800	4,287,334
Bank Asia Ltd. (Motor Vehicle)	02135001299	585,500	991,996
Bank Asia Ltd. (Motor Vehicle)	02135001339	940,774	1,346,328
Total Taka		31,246,392	26,070,064

23.00 Revenue From Sales, Services & Others :

The break up of the amount is as follows:

Particulars		2018-2019	2017-2018
Revenue from Unit -1	Notes-23.01	495,216,137	431,890,168
Revenue from Unit -2	Notes-23.02	64,853,325	54,058,526
Revenue from Unit -3	Notes-23.03	42,029,963	48,795,253
Total Taka		602,099,425	534,743,947

23.01 Revenue From Unit -1 :

The break up of the amount is as follows:

Particulars

Revenue from Internet/Data Connectivity Services
 Revenue from IT Enable Services
 Revenue from Sale of Hardware
 Revenue from Internet (Educational Institutions)

Total Taka

Amount in Taka	
2018-2019	2017-2018
477,056,927	408,112,465
7,373,811	14,267,931
2,028,431	1,071,819
8,756,968	8,437,953
495,216,137	431,890,168

23.02 Revenue From Unit -2 :

The break up of the amount is as follows:

Particulars

Revenue from Software & Graphic Design
 Revenue from AVLS Support & Service
 Revenue from Web Development, Hosting & Domain Reg.
 Revenue from Web Maintenance (Application)
 Revenue from AVLS Supply

Total Taka

9,860,369	8,774,570
16,197,635	13,207,661
18,446,426	13,871,573
14,099,349	8,332,700
6,249,546	9,872,022
64,853,325	54,058,526

23.03 Revenue From Unit -3 :

The break up of the amount is as follows:

Particulars

Revenue from IP Telephony Monthly Rent
 Revenue from IP Telephony Outgoing NWD Call
 Revenue from IP Telephony Outgoing ISD Call
 Revenue from IP Telephony Incoming NWD Call
 Revenue from IT Enable Services
 Revenue from Sale of Hardware & Equipments

Total Taka

3,040,448	2,059,825
16,375,402	18,675,606
7,941,055	7,549,802
4,931,566	7,527,324
7,749,587	6,997,538
1,991,905	5,985,157
42,029,963	48,795,253

24.00 Cost of Sales & Services :

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2018-2019	2017-2018
Services & Others (Notes- 24.01)	224,744,531	14,278,706	11,828,005	250,851,242	226,463,369
Hardware & Others(Notes-24.02)	2,171,771	3,917,208	1,443,130	7,532,109	11,662,357
Total Taka	226,916,302	18,195,914	13,271,135	258,383,351	238,125,726

24.01 Services & Others:

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2018-2019	2017-2018
Bandwidth Charges	39,741,924	156,000	156,000	40,053,924	24,601,017
Electricity Charges	4,853,827	606,730	606,730	6,067,287	6,266,423

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2018-2019	2017-2018
Telephone Charges	1,249,145	4,330,000	-	5,579,145	6,047,968
Domain Registration Exp.	-	743,671	-	743,671	127,920
Data Connectivity (NTTN)	83,146,275	-	-	83,146,275	62,580,609
Data Connectivity (Site Sharing)	24,421,935	-	-	24,421,935	-
E1, Server Rent and Inter connectivity	-	-	10,636,575	10,636,575	16,338,171
Cost of Software (GLP & Others)	622,285	1,923,240	-	2,545,525	6,208,053
IT Support & Service	43,072,800	5,532,964	428,700	49,034,464	85,196,661
Electrical Goods & Installation	474,390	-	-	474,390	409,983
Direct Salary & Allowances	27,161,950	986,101	-	28,148,051	18,686,564
Total Taka	224,744,531	14,278,706	11,828,005	250,851,242	226,463,369

24.02 Hardware & Others:

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2018-2019	2017-2018
Broadband Modem Concentrator & others	308,316	-	-	308,316	116,984
Cost of sales of Hardware & Others	1,611,706	3,917,208	1,443,130	6,972,044	11,541,078
Cost of Sales of Optical Fiber/Cable	251,749	-	-	251,749	4,295
Total Taka	2,171,771	3,917,208	1,443,130	7,532,109	11,662,357

25.00 Administrative and Marketing Expenses :

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2018-2019	2017-2018
Directors Remuneration (Note-25.01)	3,225,000	-	-	3,225,000	3,250,000
Salary and Allowances	87,135,868	11,223,760	9,555,810	107,915,438	105,116,758
Traveling and Conveyance	7,244,958	426,916	73,397	7,745,271	7,939,091
Uniform & Others	119,689	8,040	-	127,729	71,130
Office Rent	8,247,345	1,782,787	1,782,787	11,812,919	10,435,748
VAT on Office Rent	921,340	181,927	181,928	1,285,195	1,182,349
Electricity Charges	539,314	67,414	67,414	674,142	696,269
Telephone Charges	362,858	-	2,490	365,348	174,831
Printing and stationeries	813,230	101,831	102,241	1,017,302	818,084
Courier & Postage Charges	701,059	300	-	701,359	508,478
CSR Expenses	100,000	-	-	100,000	100,000
Advertisement Expenses	229,657	49,212	49,212	328,081	799,234
News Papers & Periodicals	10,039	2,149	2,149	14,337	16,307
Entertainment	3,009,214	170,994	12,540	3,192,748	2,684,646
Security charges	426,075	-	-	426,075	393,300
Installation & Maintenance	31,263,130	-	-	31,263,130	-
Repair & Maintenance	2,894,258	229,921	270,319	3,394,498	3,283,404

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2018-2019	2017-2018
Utility Charges	447,008	95,789	95,789	638,586	734,874
Car Rent & Maintenance	5,152,218	14,317	642,496	5,809,031	5,644,432
Annual Listing Fee (DSE, CSE, CDBL, BAPLC)	789,341	169,145	169,145	1,127,631	1,130,116
License Registration & Renewal Fees	892,756	1,098,493	654,389	2,645,638	1,972,816
Municipal Tax	137,808	-	-	137,808	313,896
Insurance Premium	1,418,574	121,628	79,771	1,619,973	1,364,683
Fees & Professional Charges	267,470	57,316	57,315	382,101	355,000
Consultancy & Legal Fee	19,167	-	780,000	799,167	787,500
AGM Expenses	800,728	171,584	171,584	1,143,896	1,107,980
Promotional exp.	2,139,401	-	67,500	2,206,901	1,292,854
Audit Fee	69,000	23,000	23,000	115,000	229,080
Contribution to Employees PF	3,612,726	414,676	279,484	4,306,886	4,200,162
Training Expenses	91,600	-	1,700	93,300	123,500
Tender Participation	98,130	-	6,325	104,455	81,993
Annual Refreshment Expenses	632,045	-	-	632,045	3,743,723
Revenue Sharing with BTRC	-	219,537	1,278,769	1,498,306	1,957,850
General Expenses	1,829,262	110,778	250,000	2,190,040	346,214
Total Taka	165,640,268	16,741,514	16,657,554	199,039,336	162,856,302

The number of employees (both casual and permanent of the company as at 30 June 2019 was 454 and all of them received salary and allowances above Taka. 120,000 per year.

25.01 Directors Remuneration (Under Para 4 of Sch. XI Part II of the Companies Act, 1994).

The break up of the amount is as follows:

Name	Designation	Yearly Remuneration	Festival Bonus	2018-2019	2017-2018
S M Golam Faruk Alamgir	Managing Director	3,000,000	225,000	3,225,000	3,250,000
Total Taka		3,000,000	225,000	3,225,000	3,250,000

26.00 Financial Charges :

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2018-2019	2017-2018
Bank Interest	2,480,396	-	-	2,480,396	1,630,252
Bank Charges & Others	805,564	74,270	10,578	890,412	514,741
Total Taka	3,285,960	74,270	10,578	3,370,808	2,144,993

27.00 Non Operating Income :

The break up of the amount is as follows:

Particulars	UNIT-1 ISP	UNIT-2 SDP	UNIT-3 IPTSP	Amount in Taka	
				2018-2019	2017-2018
Bank Interest (FDR A/C.)	29,599,691	1,005,389	-	30,605,080	18,269,166
Bank Interest (SND A/C)	471,370	171,927	13,558	656,855	562,057
Foreign Currency Gain	-	57,480	-	57,480	472,735
Dividend on Marketable Security	137,000	-	-	137,000	325,000
Total Taka	30,208,061	1,234,796	13,558	31,456,415	19,628,958

28.00 Net Realized Profit/(Loss) on Sales of Securities (Share)

This represents the sum of loss (Difference of cost and sale price) on sale of investment made in the share of listed companies during the year the break up of the amount is as follows:

Particulars	2018-2019	2017-2018
Cost Value of Investment in Shares:		
SAFKOSPINN	1,067,189	-
SHEPHERD	699,634	-
Saif Power Ltd.	433,944	8,491,748
Jamuna Oil Ltd.	-	972,327
GBB Power Ltd.	16,229,604	-
AB Bank Ltd.	-	25,946,152
Total Price of Investment in Shares	18,430,371	35,410,227
Less: Realized value from sales of shares	10,803,883	35,493,817
Net Realized Profit/(Loss) from Sales of Shares	(7,626,488)	83,590

29.00 AFS Reserve

Opening balance	(7,314,903)	(5,467,014)
Add: Addition during the year	-	-
	(7,314,903)	(5,467,014)
Less: Adjustment against unrealized Gain/(loss) on investment in share (Note- 30)	3,633,596	(2,053,210)
Less: Related Deferred Tax	(363,360)	205,321
	(4,044,667)	(7,314,903)

30.00 Sustainable Estimated Gain/(Loss) on Marketable Securities :

The break up of the amount is as follows:

Particulars	30-06-2019	30-06-2018
GBB Power Ltd.	-	16,229,604
IFADAUTOS	7,852,332	-
Saif Powertec Limited	244,093	-
AGISYSL	1,271,203	-
AB Bank Ltd.	3,243,316	3,243,316
Total Cost Value as no June 30, 2019	12,610,944	19,472,920
Less: Fair market value of investment in shares as on June 30, 2019	8,116,870	11,345,250

Particulars	30-06-2019	30-06-2018
Total Estimated Profit/(Loss) on Marketable Securities	(4,494,074)	(8,127,670)
Adjustment up to June 30, 2019	8,127,670	6,074,460
Total Estimated Profit/(Loss) on Marketable Securities	3,633,596	(2,053,210)

31.00 Earning Per Share (EPS) :

The break up of the amount is as follows

Particulars

Profit From Continuing Operation attributable to the ordinary Equity holders

Profit attributable to the ordinary equity holders

Number of Shares

Earning Per Share (Re-Stated)

Diluted Earning Per Share:

Amount in Taka	
2018-2019	2017-2018

83,849,238	79,725,543
83,849,238	79,725,543
48,848,243	48,848,243
1.72	1.63

No diluted earning per share is required to be calculated for the year as there has no dilutive potential ordinary shares.

32.00 Prior Year Adjustment (2017-2018):

The break up of the amount is as follows:

Particulars	Tax Provision as per Audited Accounts (Tk.)	Tax Assessed as per Income Tax Authority (Tk.)	Additional Tax Provision Req. (Prior year adj.)
Assessment Year 2014-15	6,627,384	10,466,068	3,838,684
Assessment Year 2016-17	12,752,301	14,922,713	2,170,412
Assessment Year 2017-18	14,804,586	18,212,437	3,407,851
Total Taka	34,184,271	43,601,218	9,416,947

BDCOM Online Ltd. submitted its annual tax return (AY: 2014-15, 2016-17 & 2017-18) under, "Normal" and "Universal Self Assessment" method respectively. But due to provision U/s 82BB Tax liability of Tk. 3,838,684 , Tk. 2,170,412 & Tk. 3,407,851 has shown in the previous financial statements. Now Tax assessment has been completed and said Tax Liabilities paid and adjusted respectively within the financial year: 2017-18.

33.00 Cash flows from operating activities :

Statement of Cash Flows have been prepared in accordance with IAS 7 "Statement of Cash Flows" and the cash flows from the operating activities are shown under indirect method as activities.

Reconciliation of Cash Flows from operating activities

Net profit before tax

Add/Less : Realized Loss/(gain) on sale of security instrument

Less: Non-operating income

Less: Tax and VAT payment

Add: Depreciation

Add/(Less) : Changes in working Capital :

Inventory

Trade receivables

Amount in Taka	
2018-2019	2017-2018

110,712,131	95,145,850
7,626,488	(83,590)
(30,799,560)	(19,066,901)
(28,689,052)	(21,333,618)
48,888,118	46,520,850

(5,377,527)	1,430,076
(20,091,500)	(13,080,087)

	Amount in Taka	
	2018-2019	2017-2018
Advance deposit prepayments	(28,116,327)	(2,100,289)
Prov. For bad & doubtful debts	-	4,905,481
Liability for expenses	973,106	(2,308,745)
Liability for other finance	6,461,975	(2,667,164)
Trade payable	4,668,000	(6,416,381)
Net cash provided by/(used in) operation activities	66,255,852	80,945,479

34.00 Net Operation Cash Flows Per Share (NOCFPS):

The break up of the amount is as follows:

Particulars

Net cash generated from operating activities

Number of Shares
Net Operation Cash Flows Per Share (Reported)
Net Operation Cash Flows Per Share (Re-Stated)

66,255,852	80,945,479
66,255,852	80,945,479
48,848,243	46,522,136
1.36	1.74
-	1.66

35.00 Net Asset Value Per Share (NAVPS):

The break up of the amount is as follows:

Particulars

Total Assets

Total Liabilities

Net Asset Value (NAV)

Number of Shares

Net Asset Value Per Share (Reported)

Net Asset Value (NAV)

Number of Shares

Net Asset Value Per Share (Re-Stated)

996,903,950	917,185,594
(218,741,478)	(193,577,101)
778,162,472	723,608,493
48,848,243	46,522,136
15.93	15.55
-	723,608,493
-	48,848,243
-	14.81

36.00 Related Party Disclosures :
36.01 The details of Related Party Transaction during the year along with the relationship is illustrated below in accordance with IAS 24 ;

Name of the company	Total Transaction Amount in Taka	Relationship with company	Nature of Transaction	Balance 30.06.2019 (Tk.)	Remarks
Fiber @ Home Ltd.	879,350	Concern Under Common Mgt.	IIG Bandwidth	2,051,093	Trade Creditors
Fiber @ Home Ltd.	37,314,962	Concern Under Common Mgt.	NTTN Service	17,225,569	Trade Creditors
Norban Fashion Ltd.	26,150	Concern Under Common Mgt.	Internet & others	754,429	Trade Debtors
Norban Comtex Ltd.	387,878	Concern Under Common Mgt.	Internet & others	982,713	Trade Debtors

36.02 Disclosure of Managerial Remuneration:

The total amount of remuneration paid to the top five (05) salaried officers of the company during the year is as follows:

Name	Designation	30-Jun-2019 (Taka)
Mr. S M Golam Faruk Alamgir	Managing Director (MD)	3,225,000
Mr. Shibli Noman, FCA	Chief Financial Officer (CFO)	1,283,750
Mr. A.K.M. Kutub Uddin	Executive Director & Company Secretary	2,548,500
Mr. S.M. Kamruzzaman	Chief Technology Officer (CTO)	2,524,840
Mr. Gazi Zehadul Kabir	Chief Strategy Officer (CSO)	2,089,500

BDCOM ONLINE LTD.
Property, Plant & Equipment
For the year ended June 30, 2019

(Amount in BDT)
Schedule-A/1

Unit-1 (ISP)

Particulars	Cost			Rate of Dep.	Depreciation			W.D.V. as at 30.06.19
	Opening Balance as at 01.07.18	Additions during the year	Adjustment during the year		Total as at 30.06.19	Charged during the year	Adjustment during the year	
Land	27,000,000	-	-	-	-	-	-	27,000,000
Building (Floor Space)	67,286,909	-	-	2.5%	67,286,909	1,409,715	-	12,308,015
Internet System Hardware	215,084,052	33,280,762	-	18%	248,364,814	16,591,404	-	153,132,958
Furniture & Fixture	3,722,425	396,819	-	10%	4,119,244	188,634	-	2,248,511
Office Renovation	11,985,641	371,560	-	18%	12,357,201	787,950	-	8,595,220
Sundry Assets	845,535	-	-	10%	845,535	21,855	-	648,844
Crockeries & Cutleries	204,635	39,758	-	10%	244,393	13,785	-	91,463
A. C. Installation	4,276,578	369,180	-	18%	4,645,758	245,242	-	3,192,460
PABX Installation	342,783	-	-	18%	342,783	2,795	-	330,052
Office Equipments	18,573,137	2,662,619	-	15%	21,235,756	1,191,704	-	13,031,170
V-Sat Tower	3,919,414	-	-	15%	3,919,414	54,765	-	3,609,082
Telephone & Installation	10,578,524	7,390	-	15%	10,585,914	120,567	-	9,899,620
Motor Vehicles	19,200,505	12,110,000	-	15%	31,310,505	2,740,772	-	11,742,799
Generator/Online UPS	16,109,810	2,835,298	-	15%	18,945,108	1,599,063	-	8,599,772
Cable Installation	18,206,560	287,744	-	15%	18,494,304	1,514,287	-	9,775,664
Broad Band Equipments	57,222,656	818,534	-	18%	58,041,190	2,750,451	-	45,066,878
Radio Equipments	49,508,508	3,139,368	-	18%	52,647,876	4,610,490	-	30,048,594
Electrical Installation	1,977,482	-	-	15%	1,977,482	105,990	-	1,376,871
Optical Fiber Deployment	127,914,119	3,401,972	-	15%	131,316,091	9,224,320	-	77,077,708
Neon Sign & Others	18,767	-	-	20%	18,767	468	-	16,893
Base Tower & Installation	25,123,636	2,878,980	-	10%	28,002,616	1,938,171	-	9,255,054
WIFI Base Station	7,177,978	-	-	20%	7,177,978	368,467	-	5,704,110
Sub Total	686,279,654	62,599,984	-		748,879,638	45,480,895	-	405,751,738
					360,270,843	45,480,895	-	343,127,900

BDCOM ONLINE LTD.
Property, Plant & Equipment
For the year ended June 30, 2019

 (Amount in BDT)
 Schedule-A/2

Unit-2 (SDP)

Particulars	Cost			Depreciation			W.D.V. as at 30.06.19			
	Opening Balance as at 01.07.18	Additions during the year	Adjustment during the year	Total as at 30.06.19	Rate of Dep.	Opening Balance as at 01.07.18		Charged during the year	Adjustment during the year	Total as at 30.06.19
System Hardware	12,400,084	38,511	-	12,438,595	18%	9,829,874	467,837	-	10,297,711	2,140,884
Furniture & Fixture	637,019	-	-	637,019	10%	512,729	12,429	-	525,158	111,861
Office Renovation	1,625,370	-	-	1,625,370	18%	1,500,084	22,551	-	1,522,635	102,735
Sundry Assets	86,212	-	-	86,212	10%	63,916	2,230	-	66,146	20,066
Books & Periodicals	73,226	-	-	73,226	10%	59,614	1,361	-	60,975	12,251
A. C. Installation	256,790	-	-	256,790	18%	246,205	1,905	-	248,110	8,680
Electric Installation	150,494	-	-	150,494	18%	144,729	1,038	-	145,767	4,727
Peripheral Equipment	4,754,188	-	-	4,754,188	15%	4,102,785	97,710	-	4,200,495	553,693
Software Development	28,085,296	270,000	-	28,355,296	15%	24,768,512	512,143	-	25,280,655	3,074,641
Telephone & Installation	1,800,785	-	-	1,800,785	15%	1,622,643	26,721	-	1,649,364	151,421
Auto Generator	607,201	-	-	607,201	15%	560,483	7,008	-	567,491	39,711
Crockeries & Cutleries	4,080	-	-	4,080	15%	3,496	88	-	3,584	497
Sub Total	50,480,745	308,511	-	50,789,256		43,415,069	1,153,021	-	44,568,090	6,221,166

BDCOM ONLINE LTD.
Property, Plant & Equipment
For the year ended June 30, 2019

(Amount in BDT)
Schedule-A/3

Unit-3 (IPTSP)

Particulars	Cost			Depreciation			W.D.V. as at 30.06.19			
	Opening Balance as at 01.07.18	Additions during the year	Adjustment during the year	Total as at 30.06.19	Rate of Dep.	Opening Balance as at 01.07.18		Charged during the year	Adjustment during the year	Total as at 30.06.19
System Hardware	19,219,823	980,060	-	20,199,883	18%	10,356,034	1,624,884	-	11,980,918	8,218,965
Furniture & Fixture	22,850	-	-	22,850	10%	6,711	1,614	-	8,325	14,525
Motor Vehicles	1,781,000	-	-	1,781,000	15%	155,838	243,774	-	399,612	1,381,388
Telephone Installation-IP	1,534,611	893,943	-	2,428,554	15%	512,296	191,899	-	704,195	1,724,359
Software Development	4,129,805	23,630	-	4,153,435	15%	2,880,187	189,215	-	3,069,402	1,084,033
Electric Installation	21,180	-	-	21,180	15%	14,729	968	-	15,697	5,483
Radio Equipment	29,638	-	-	29,638	18%	19,374	1,848	-	21,222	8,416
Sub Total	26,738,907	1,897,633	-	28,636,540		13,945,169	2,254,202	-	16,199,371	12,437,169
Grand Total as at 30 Jun 2019	763,499,306	64,806,128	-	828,305,434		417,631,081	48,888,118	-	466,519,199	361,786,235
Grand Total as at 30 Jun 2018	715,031,916	48,467,390	-	763,499,306		371,110,231	46,520,850	-	417,631,081	345,868,225

Ageing Summary of Trade Receivable
Schedule - B

	0-30 Days	31-60 Days	61-90 Days	91-120 Days	121-150 Days	Above 150 Days	Total
Internet & Data Services :							
Broad Band Internet & Others	9,948,633	2,813,270	2,561,001	1,103,406	2,068,167	12,532,642	31,027,119
Data Connectivity	39,477,660	15,290,381	8,562,400	6,442,214	3,089,264	11,251,380	84,113,298
Sub Total-A	49,426,293	18,103,651	11,123,401	7,545,620	5,157,431	23,784,022	115,140,417
Hardware/ Switch :							
Switch, Router, Hardware etc.	-	-	-	-	-	1,135,813	1,135,813
Fiber Optic	-	-	-	-	-	103,121	103,121
Sub Total- B	-	-	-	-	-	1,238,934	1,238,934
IP Telephone Service :							
Monthly Rent	5,252,249	406,383	366,979	221,137		3,958,331	10,205,079
Inter Connectivity Charges	888,130	405,619	411,047	278,924	310,953	823,354	3,118,027
Equipment/ IPT Set	-	-	-	-	-	433,177	433,177
Sub Total- C	6,140,379	812,002	778,026	500,061	310,953	5,214,862	13,756,283
Web Page, Software & Data Transmit :							
Software Development	-	-	-	-	500	65,212	65,712
Domain Hosting & Registration	1,336,223	317,550	443,050	429,051	185,679	1,022,659	3,734,212
AVLS	3,933,426	577,307	1,665,500	1,094,736	2,077,403	16,160,428	25,508,802
Graphics Design	213,456	-	20,955	29,297	29,450	616,405	909,563
Sub Total-D	5,483,106	894,857	2,129,506	1,553,085	2,293,032	17,864,704	30,218,289
Grand Total (A+B+C+D)	61,049,778	19,810,510	14,030,933	9,598,765	7,761,415	48,102,522	160,353,923

N.B. : The Above Schedule of Trade Receivable is excluded of Other Receivable (FDR Interest Receivable).

Compliance of International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS)

Name of the IAS	IAS no	Status
Presentation of Financial Statements	1	Applied
Inventories	2	Applied
Statement of Cash Flows	7	Applied
Accounting Policies, Changes in Accounting Estimates and Errors	8	Applied
Events after the Balance Sheet Date	10	Applied
Income Taxes	12	Applied
Property, Plant and Equipment	16	Applied
Employee Benefits	19	Applied
Accounting for Government Grants and Disclosure of Government Assistance	20	N/A
The Effects of Changes in Foreign Exchange Rate	21	Applied
Borrowing Costs	23	N/A
Related Party Disclosures	24	Applied
Accounting and Reporting by Retirement Benefits Plans	26	Applied
Separate Financial Statements	27	N/A
Investment in Associates and Joint Venture	28	N/A
Financial Instruments Presentation	32	Applied
Earnings Per Share	33	Applied
Interim Financial Reporting	34	Applied
Impairment of Assets	36	Applied
Provisions, Contingent Liabilities and Contingent Assets	37	Applied
Intangible Assets	38	Applied
Investment Property	40	N/A
Agriculture	41	N/A
Name of the IFRS		
First Time Adaption of International Financial Reporting Standards	1	Applied
Share Based Payment	2	N/A
Business Combinations	3	N/A
Insurance Contracts	4	N/A
Non-current Assets Held for Sale and Discontinued Operations	5	N/A
Exploration for and Evaluation of Mineral Resources	6	N/A
Financial Instruments: Disclosures	7	Applied
Operating Segments	8	Applied
Financial Instruments	9	Applied
Consolidated Financial Statements	10	N/A
Joint Arrangements	11	N/A
Disclosure of Interests in Other Entities	12	N/A
Fair Value Measurement	13	Applied
Regulatory Deferral Accounts	14	N/A
Revenue from Contracts with Customers	15	Applied
Leases	16	N/A

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