



**World's Best
GPH Quantum
Steel**

**ANNUAL
REPORT
2022-2023**



BUILDING DREAMS WITH STEEL



ANNUAL REPORT 2022-2023

GPH ISPAT LIMITED

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Website:

www.gphispat.com.bd

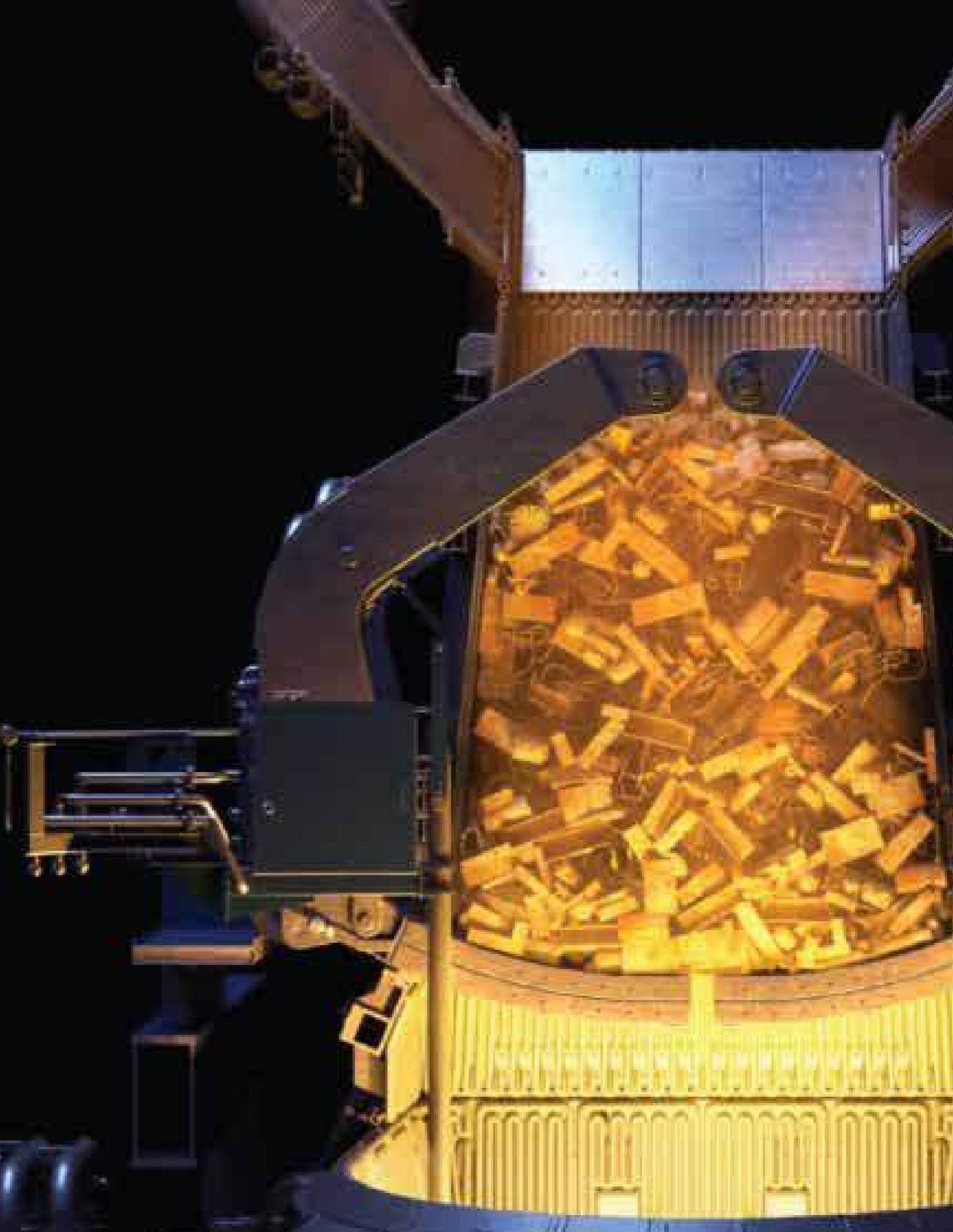


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PRIME

A large industrial steel mill with a red overlay containing text. The word "TALS" is visible on a large steel beam in the upper left. The background shows complex machinery and structural elements of the mill.

TALS

GOD FEARING PLAIN LIVING HIGH THINKING

"IN THE BEGINNING, GOD CREATED MAN"

And after thousand years of intelligence, precision, hard work, and innovation, man created steel – one of the greatest innovations of all time. This super-strong, carbonized and alloyed form of iron is an element without which modern life is literally unimaginable. From skyscrapers and planes to syringes and forks, steel is an essential part of our everyday life.

GPH ISPAT LTD.

One of the leaders of Bangladesh in manufacturing steel promises a super strong future and economy with its world-class products. Not only structural bar, but GPH Ispat Limited is also one of the producers of low & medium carbon and low alloy Steel Billets in Bangladesh, the main ingredients of manufacturing graded steel bar. As GPH is ensuring the highest quality products in Bangladesh as per various international and national standards, GPH Steel Billets and Bars are getting exported to other countries after nourishing national demand. The introduction of GPH Ispat Limited has all the potentials to take Bangladesh quite a few steps forward to a stronger, brighter tomorrow.



ABOUT GPH ISPAT LIMITED

GPH Ispat Limited is one of the leading integrated steel manufacturing companies in Bangladesh engaged in the manufacturing and trading of M. S. Billet and M. S. Rod. The Company was incorporated in Bangladesh on May 17, 2006 as a Private Limited Company limited by shares under the Companies Act, 1994. The Company converted into a Public Limited Company along with the subdivision of face value of shares from Tk. 100 to Tk. 10 each and enhanced Authorized Capital from Tk. 1,000 million to Tk. 2,500 million on December 18, 2009. GPH Ispat Limited came to Initial Public Offering (IPO) in February 2012 and became listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange PLC in April 2012. The company enhanced its Authorized Capital from Tk. 2,500 million to Tk. 10,000 million in September 2015. GPH Ispat Limited also issued 03[R]:02 Right Shares in June, 2016.

GPH stands for God Fearing, Plain Living and High thinking. Holding this philosophy in mind the company started its journey back in 2006 and the commercial production of the factory commenced on August 21, 2008 with an annual production capacity of M. S. Billet 84,000 metric tons and M. S. Rod 120,000 metric tons of different diameter ranges from 8 mm to 50 mm. GPH Ispat has embarked on a new journey with cutting-edge innovation in the history of steel manufacturing in Bangladesh and has proudly introduced Asia's first Quantum Electric Arc Furnace and Winlink Technology, the annual capacity of which reached one million-plus steelmaking as well as production of rebar and medium section from billet to rolled finished products and the level-2 automation system ensure desired quality and quantity of production. On 21 June 2021, the company started the commercial production of the new expansion plant and marketed the world's best "GPH Quantum" steel. GPH can produce long steel products from 300 MPA to 900 MPA that ensure up to class-4 grade steel in its production facility. GPH Ispat also started manufacturing the GPH QUANTUM B600C-R and GPH QUANTUM B600D-R Steel Re-bar for the first time in Bangladesh. GPH QUANTUM B600C-R and GPH QUANTUM B600D-R is manufactured with the world's best Quantum Electric Arc Furnace technology which ensures BDS ISO 6935-2:2021 prescribed standards with high strength and maximum safety.



GPH Ispat Limited has an Integrated Management System (IMS) ISO 9001:2015 (Quality Management System), ISO 14001:2015 (Environmental Management System), and ISO 45001:2018 (Health and Safety Management System) certification.

GPH not only pursues financial outcomes but also invests in the sustainability and preservation of natural resources, technology, development, and well-being of the employees as well as communities to make us future-ready. GPH applies a rainwater harvesting system to use water in its process. No underground water is used in the production process and the Water Treatment Plant (WTP) has been designed with zero discharge system that ensures 100% recycling of used water. GPH is enriched world's latest and most efficient de-dusting system which is complied with World Bank standards. This latest technology reduces power consumption by 2,26,800 MW electricity per year and at the same time saves natural gas consumption by 26.46 million m³ each year which meets the demands of 35,000 households per year. GPH is also taking care of its society and is committed to society by making green production facilities in its production process.

Now GPH Ispat Limited is not only on Bangladesh's map but also makes its presence globally by exporting MS Billet to developed countries like China and which has opened new horizons for the country's economy.

A high-standard Human Resource Department is engaged in job analysis, recruitment of the right people for the right job, employee orientation and training, managing salaries & wages, and other benefits. Employees are provided with long-term benefits such as provident fund, gratuity, and group insurance, etc. GPH has also been taking initiatives for the skill development of the officers, staff, and workers by arranging internal, local, and foreign training facilities throughout the year. At present, GPH Ispat has total 2,286 permanent employees.

Since the inception of GPH Ispat Limited, a collective contribution to the National Exchequer was very significant. In FY 2022-23, GPH contributed BDT 5,201.20 million to the national exchequer as Value Added Tax (VAT), Corporate Tax, Source Tax, Supplementary Duty (SD), Customs Duty, and various Registration fees.



OUR JOURNEY

- 2006** | Incorporated as a Private Limited Company.
- 2008** | Commenced the commercial production of the factory with an annual production capacity of MS Billet 84,000 MT and MS Rod 120,000 MT.
- 2009** | I. Converted into a Public Limited Company.
II. Enhanced Authorized Capital from Tk. 1,000 million to Tk. 2,500 million.
- 2012** | I. Increased production capacity of MS Billet from 84,000 MT to 168,000 MT.
II. Came to Initial Public Offering (IPO).
III. Became listed with the Dhaka Stock Exchange Limited and Chittagong Stock Exchange PLC.
- 2015** | Enhanced the Authorized Capital from Tk. 2,500 million to Tk. 10,000 million.
- 2016** | I. Issued 03[R]:02 Right Share.
II. Started large-scale expansion of production with the world's most advanced technology based on "**Quantum Electric Arc Furnace and Winlink Technology**" by enhancing of production capacity of MS Billet 840,000 MT and MS Rod, Medium Section Products (Steel Beam, Angle, Channel, Flat Bar, etc.) 640,000 MT per annum.
- 2020** | I. Started hot commissioning of the new expansion plant.
II. Started to produce trail products and marketed those from 07 September 2020.
III. First-time contract for Export of 25,000 MT MS Billet to the People's Republic of China on 13 October 2020.
IV. First-time bulk cargo Billet Export from Bangladesh.
- 2021** | i. Started the commercial production of the new expansion plant on 21 June 2021.
ii. Marketed the world's best "**GPH Quantum**" steel.
- 2022** | Started manufacturing the "**GPH QUANTUM B600C-R**" and "**GPH QUANTUM B600D-R**" Steel Re-bar for the first time in Bangladesh.



OUR VISION

“To provide the foundation for building the infrastructure of Bangladesh towards High-Income-Country (HIC) with the true GPH philosophy.”



OUR MISSION

“The trusted brand of Bangladesh leading the steel sector with innovative products leveraging cutting edge technology.”



OUR VALUES

- Appreciate what is given to us by Almighty
- Grow through Learning best practices home and beyond
- Innovation is key to our product and service delivery
- Leverage the power of Teamwork
- Empower people to deliver Excellence



December 05, 2023

The Valued Shareholders of GPH Ispat Limited
Bangladesh Securities and Exchange Commission
Registrar of Joint Stock Companies & Firms
Dhaka Stock Exchange Limited
Chittagong Stock Exchange PLC

Subject: Annual Report for the year ended June 30, 2023.

Dear Sir(s),

We are pleased to enclose the notice of the 17th Annual General Meeting, a copy of the Annual Report together with the Audited Financial Statements including Statement of Financial Position, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year ended 30 June 2023 along with the notes thereon of GPH Ispat Limited for your kind information and record.

It may be mentioned here that as per notification no. BSEC/CMRRCD/2006-158/208/Admin/81, dated 20 June 2018 issued by Bangladesh Securities and Exchange Commission, we are sending the Notice of Annual General Meeting and Annual Report along with Annual Audited Financial Statements to the valued Shareholders through e-mail addresses available in their Beneficial Owner (BO) accounts with the Central Depository System. Moreover, the soft copy of the Annual Report will also be available on the company's website at <https://www.gphispat.com.bd/investor-matters/annual-reports>.

Yours sincerely

A handwritten signature in blue ink, appearing to read 'Md. Mosharof Hossain'.

Md. Mosharof Hossain
Company Secretary (Acting)



NOTICE OF THE 17TH ANNUAL GENERAL MEETING

Notice is hereby given that the 17th Annual General Meeting of the Shareholders of GPH Ispat Limited will be held virtually on **Thursday, 28 December 2023 at 3:00 PM** by using the Digital Platform ([link https://gphispat17th.digitalagmbd.net](https://gphispat17th.digitalagmbd.net)) to transact the following businesses:

Agenda-1: To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 30 June 2023 together with the Auditors' Report and Directors' Report thereon.

Agenda-2: To approve the Dividend for the year ended 30 June 2023.

Agenda-3: To elect Directors in terms of the relevant provision of Articles of Association.

Agenda-4: To approve the appointment of the Independent Director.

Agenda-5: To appoint Statutory Auditors for the year ended 30 June 2024 and to fix their remuneration.

Agenda-6: To appoint the Corporate Governance Compliance Auditors for the year ended 30 June 2024 and to fix remuneration.

Agenda-7: To approve the Inter Company loan/advance/business transactions for the year ended 30 June, 2023.

By order of the Board

Md. Mosharof Hossain
Company Secretary (Acting)

Dated: 05 December 2023

Notes:

1. The Shareholders whose names appeared in the Share Register/Depository Register of the company on the **"Record Date" i.e., 23 November 2023 and 07 December 2023** will be eligible to attend the 17th Annual General Meeting and receive the Dividend.
2. Pursuant to the Bangladesh Securities and Exchange Commission's Directive No. SEC/SRMIC/94-231/91 dated 31 March 2021, the Annual General Meeting will be a virtual meeting of the Shareholders, which will be conducted via live webcast using the digital platform.
3. The Shareholders will be able to submit their questions/comments and vote electronically 48 hours before the commencement of the AGM and during the AGM. For logging in to the system, the Members need to put their 16-digit Beneficial Owner (BO) ID number and other credentials as proof of their identity by visiting the [link https://gphispat17th.digitalagmbd.net](https://gphispat17th.digitalagmbd.net).
4. A Shareholder eligible to attend and vote at the Annual General Meeting may appoint a Proxy to attend and vote in his/her stead. The "Proxy Form" attached with this Annual Report, duly filled, signed and stamped Tk. 20.00 must be submitted to the Company's Registered Office, **Crown Chamber, 325 Asadgonj, Chattogram** or sent through email at share@gphispat.com.bd not later than 48 hours before the time fixed for the Annual General Meeting.
5. Pursuant to the Bangladesh Securities and Exchange Commission notification no. BSEC/ CMRRCD/ 2006-158/ 208/Admin/81, dated 20 June 2018, the soft copy of the Annual Report is being sent to the Shareholders through e-mail addresses available in their Beneficial Owner (BO) accounts maintained with the Central Depository System. Moreover, the soft copy of the Annual Report and proxy form will also be available on the company's website at <https://www.gphispat.com.bd/investor-matters/annual-reports>.

১৭তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

এতদ্বারা জানানো যাচ্ছে যে, জিপিএইচ ইস্পাত লিমিটেড এর শেয়ারহোল্ডারগণের ১৭তম বার্ষিক সাধারণ সভা নিম্নলিখিত বিষয়াদি সম্পাদনকল্পে ডিজিটাল প্ল্যাটফর্ম এর মাধ্যমে (লিঙ্ক <https://gphispac17th.digitalagmbd.net>) ভার্সুয়ালি আগামী ২৮ ডিসেম্বর ২০২৩ইং তারিখ রোজ বৃহস্পতিবার বিকাল ৩:০০ ঘটিকায় অনুষ্ঠিত হবে।

- আলোচ্য বিষয়-১: ৩০ জুন ২০২৩ইং তারিখে সমাপ্ত বছরের কোম্পানির নিরীক্ষিত আর্থিক হিসাব বিবরণী, সংশ্লিষ্ট নিরীক্ষা প্রতিবেদন এবং পরিচালকমন্ডলীর প্রতিবেদন গ্রহন, বিবেচনা ও অনুমোদন।
- আলোচ্য বিষয়-২: ৩০ জুন ২০২৩ইং তারিখে সমাপ্ত বছরের জন্য ঘোষিত লভ্যাংশ অনুমোদন।
- আলোচ্য বিষয়-৩: আর্টিকেলস অব এসোসিয়েশন এর সংশ্লিষ্ট ধারা অনুযায়ী পরিচালকবৃন্দের নির্বাচন।
- আলোচ্য বিষয়-৪: কোম্পানির স্বতন্ত্র পরিচালকের নিয়োগ অনুমোদন।
- আলোচ্য বিষয়-৫: ৩০ জুন ২০২৪ইং তারিখে সমাপ্ত আর্থিক বছরের জন্য নিরীক্ষক নিয়োগ এবং তাঁদের পারিশ্রমিক নির্ধারণ।
- আলোচ্য বিষয়-৬: ৩০ জুন ২০২৪ইং তারিখে সমাপ্ত আর্থিক বছরের কর্পোরেট গভর্ন্যান্স কমপ্লাইয়েন্সের জন্য নিরীক্ষক নিয়োগ এবং তাঁদের পারিশ্রমিক নির্ধারণ।
- আলোচ্য বিষয়-৭: ৩০ জুন ২০২৩ইং তারিখে সমাপ্ত বছরে আন্তঃকোম্পানির ঋণ/অগ্রিম/ব্যবসায়িক লেনদেন সমূহ অনুমোদন।

বোর্ডের আদেশক্রমে



মোঃ মোশাররফ হোসেন
কোম্পানি সচিব (ভারপ্রাপ্ত)

তারিখ: ০৫ ডিসেম্বর, ২০২৩ইং

নোটস

১. “রেকর্ড ডেটে” অর্থাৎ ২৩ নভেম্বর ২০২৩ইং এবং ০৭ ডিসেম্বর ২০২৩ইং তারিখে যে সকল শেয়ারহোল্ডারবৃন্দের নাম কোম্পানির শেয়ার রেজিস্ট্রার/ডিপোজিটরি রেজিস্ট্রারে লিপিবদ্ধ থাকবে শুধুমাত্র তারা ১৭তম বার্ষিক সাধারণ সভায় উপস্থিত হওয়ার ও লভ্যাংশ পাওয়ার যোগ্য বলে বিবেচিত হবেন।
২. বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের ৩১ মার্চ ২০২১ইং তারিখ এর নির্দেশনা নং. SEC/SRMIC/94-231/91 অনুসারে শেয়ারহোল্ডারবৃন্দের বার্ষিক সাধারণ সভা ভার্সুয়াল সভা হবে, যা ডিজিটাল প্ল্যাটফর্ম ব্যবহার করে লাইভ ওয়েবকাস্টের মাধ্যমে পরিচালিত হবে।
৩. সম্মানিত শেয়ারহোল্ডারবৃন্দ এজিএম শুরু হওয়ার ৪৮ ঘণ্টা পূর্বে থেকে এজিএম চলাকালীন সময়ে ইলেকট্রনিক মাধ্যমে তাদের প্রশ্ন/মন্তব্য জমা দিতে এবং ভোট দিতে পারবেন। সিস্টেমে লগ ইন করার জন্য সম্মানিত শেয়ারহোল্ডারবৃন্দ পরিচয় প্রমাণ হিসাবে তাদের ১৬-সংখ্যার বেনিফিশিয়াল ওনার (বিও) আইডি নম্বর এবং অন্যান্য তথ্য দিয়ে <https://gphispac17th.digitalagmbd.net> লিঙ্কটি ভিজিট করার মাধ্যমে প্রবেশ করতে পারবেন।
৪. বার্ষিক সাধারণ সভায় উপস্থিত হওয়ার যোগ্য শেয়ারহোল্ডার ইচ্ছা করলে তার পক্ষে বার্ষিক সাধারণ সভায় উপস্থিত হওয়া এবং ভোট প্রদানের জন্য একজন প্রতিনিধি নিয়োগ করতে পারবেন। সেক্ষেত্রে বার্ষিক প্রতিবেদনের সাথে সংযুক্ত প্রক্সিফর্ম যথাযথ ভাবে পূরণ করে, স্বাক্ষর ও বিশ টাকার স্টাম্প সহ সভা অনুষ্ঠিত হওয়ার নির্ধারিত সময়ের ৪৮ ঘণ্টা পূর্বে অবশ্যই কোম্পানির রেজিস্ট্রার অফিসে **ক্রাউন চেম্বার, ৩২৫ আসাদগঞ্জ, চট্টগ্রাম-এ** জমা দিতে হবে অথবা share@gphispac.com.bd-এ পাঠাতে হবে।
৫. বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের ২০ জুন ২০১৮ইং তারিখ এর নোটিফিকেশন নং-BSEC/ CMRRCD/ 2006-158/ 208/Admin/81 অনুসারে বার্ষিক প্রতিবেদনের সফট কপি শেয়ারহোল্ডারবৃন্দের সেন্ট্রাল ডিপোজিটরি সিস্টেমে রক্ষিত বেনিফিশিয়াল ওনার্স (বিও) অ্যাকাউন্ট হতে প্রাপ্ত ই-মেইল ঠিকানায় প্রেরণ করা হচ্ছে। এছাড়াও, বার্ষিক প্রতিবেদন এবং প্রক্সিফর্ম এর সফট কপি কোম্পানির ওয়েবসাইট <https://www.gphispac.com.bd/investor-matters/annual-reports>-এ পাওয়া যাবে।



VIRTUAL AGM ATTENDANCE GUIDELINE

Pursuant to the Bangladesh Securities and Exchange Commission's Directive No. SEC/SRMIC/94-231/91 dated 31 March 2021, the Board of Directors of GPH Ispat Limited has decided to hold the 17th Annual General Meeting in a virtual manner by using the digital platform. The digital platform is expected to make sure shareholders' attendance and take part from any place around the world. The procedures for attendance at virtual AGM are as follows:

- Step-1: Please check whether you are the Shareholder of GPH Ispat Limited as on "**Record Date**" i.e., **23 November 2023** and **07 December 2023**.
- Step-2: Please visit <https://gphispat17th.digitalagmbd.net> from your laptop, tablet and smartphone.
- Step-3: Please put your 16-digit BO ID number and number of shares on the record date as proof of your identity to log in to the system.
- Step-4: Please acknowledge regulatory directives and GPH's communication mode to the public for attending the AGM in the digital platform.

User Guide

Sign In

Shareholder
Proxy/Representative
Company/Scrutinizer

BO ID/Folio *

Name

Share Quantity *

Sign In



GPH Ispat Ltd.
 17th Annual General Meeting
 Date : 28 December 2023, Thursday, at 3:00 PM
 Venue : Digital Platform



CORPORATE INFORMATION

CORPORATE HISTORY

Company Name	: GPH Ispat Limited
Certificate of Incorporation No.	: CH-5853 of 2006
Date of Incorporation	: May 17, 2006
Commencement of Business	: August 21, 2008
Conversion to Public Limited Company	: December 18, 2009
Listed with Stock Exchanges	: April 19, 2012
TIN No.	: 875829530252
VAT Registration No.	: 000041042-0508
BIDA Registration No.	: 20060607-C
Trade License No.	: TRAD/CHTG/012188/2021
Factory License No.	: 3693/Chattogram
Import Registration Certificate No.	: 260315120009519
Export Registration Certificate No.	: 260315210060119
Registered Office Address	: Crown Chamber, 325 Asadgonj, Chattogram-4000, Bangladesh.
Factory Address	: Masjiddah, Kumira, Sitakunda, Chattogram, Bangladesh.
Dhaka Office Address	: Hamid Tower (3rd & 11th Floor), 24 Gulshan C/A, Circle- 2, Dhaka-1212.
Phone	: +88 02333361460 (PABX)
Fax	: +880-31-610995.
E-mail	: info@gphispat.com.bd
Website	: www.gphispat.com.bd

SHARE CAPITAL

Authorized Capital	: Tk. 10,000.00 million
Issued, Subscribed and Paid-up Capital	: Tk. 4,608.41 million

BOARD OF DIRECTORS

Mr. Md. Alamgir Kabir	: Director & Chairman
Mr. Mohammed Jahangir Alam	: Director & Managing Director
Mr. Mohammed Almas Shimul	: Director & Additional Managing Director
Mr. Mohammad Ashrafuzzaman	: Director
Mr. Md. Abdul Ahad	: Director
Mr. Md. Azizul Hoque	: Director
Mr. Saful Alam Khan Chowdhury	: Independent Director
Mr. Mukhtar Ahmed	: Independent Director

AUDIT COMMITTEE

Mr. Mukhtar Ahmed	: Chairman
Mr. Mohammed Almas Shimul	: Member
Mr. Mohammad Ashrafuzzaman	: Member
Mr. Md. Mosharof Hossain	: Secretary

NOMINATION & REMUNERATION COMMITTEE

Mr. Saful Alam Khan Chowdhury	: Chairman
Mr. Mohammed Almas Shimul	: Member
Mr. Md. Abdul Ahad	: Member
Mr. Md. Mosharof Hossain	: Secretary

CORPORATE OFFICIALS

Mr. Abu Bakar Siddique, FCMA	: Chief Financial Officer (CFO)
Mr. Md. Mosharof Hossain	: Company Secretary (Acting)
Mr. Md. Sharif Billah Bhuiyan	: Head of Internal Audit and Compliance (In-charge)

ADVISORS

Prof. Dr. M. Shamim Z. Bosunia	: Technical Advisor
Prof. Dr. Syed Fakhru Ameen	: Technical Advisor
Major General Abu Sayeed Md Masud (Retd.)	: Technical Advisor
Mr. Shidhartha Barua, FCA	: Tax Advisor
Engr. Madani M. Imtiaz Hossain	: Technical Advisor
Engr. Serazul Islam	: Technical Advisor (230 KV T/L & Substation Project)
Mr. Mohammad Osman Gani Chowdhury	: Media Advisor
Engr. Md. Musharraf Hussain	: Technical Advisor (Marketing & Sales)
Mr. Mujibur Rahman, District Judge (Retd.)	: Legal & Compliance Advisor
Mr. Mohammad Amirul Islam	: Process Development Advisor
Colonel Mohammed Showkat Osman (Retd.)	: Logistics & Security Advisor

STATUTORY AUDITORS

Hoda Vasi Chowdhury & Co.
Chartered Accountants

CORPORATE GOVERNANCE COMPLIANCE AUDITORS

Hussain Farhad & Co.
Chartered Accountants

LOCAL BANKERS

United Commercial Bank Limited
AB Bank Limited
Trust Bank Limited
Islami Bank Bangladesh Limited
Standard Chartered Bank
Bank Asia Limited
Pubali Bank Limited
Basic Bank Limited
The City Bank Limited
Dutch Bangla Bank Limited
One Bank Limited
Meghna Bank Limited
Premier Bank Limited
Midland Bank Limited
Mercantile Bank Limited
Modhumoti Bank Limited
State Bank of India
Eastern Bank Limited
Argani Bank Limited
NCC Bank Limited
Jamuna Bank Limited
Janata Bank Limited
Sonal Bank Limited
Southeast Bank Limited
Mutual Trust Bank Limited
Al-Arafa Islami Bank Limited
Uttara Bank Limited
Bengal Commercial Bank Limited
Community Bank Bangladesh Limited
NRB Bank Limited
NRB Commercial Bank Limited
SBAC Bank Limited
BRAC Bank Limited
Standard Bank Limited

LISTING

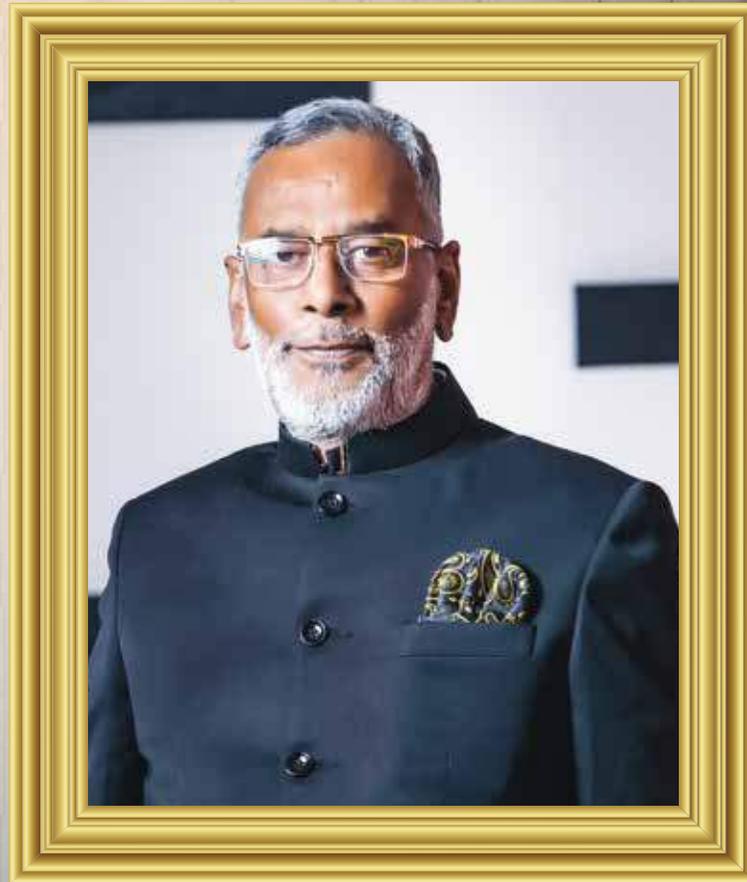
Dhaka Stock Exchange Limited
Chittagong Stock Exchange PLC.

FOREIGN BANKER

ODDO BHF Aktiengesellschaft, Germany

CREDIT RATING

Alpha Credit Rating Limited



LATE ALHAJ MD. ABDUR ROUF

OUR DECEASED SPONSOR DIRECTOR ALHAJ MD. ABDUR ROUF

Alhaj Md. Abdur Rouf was one of the Sponsor Directors of GPH Ispat Limited who passed away on 11 May 2021 leaving his family members, colleagues, and employees of GPH Group. We pay our tribute to the departed soul of our beloved Director late Alhaj Md. Abdur Rouf. The Board of Directors of GPH Ispat Limited always recalls his contribution in every step of the operation and prays to the Almighty Allah (SWT) for granting him the highest status of paradise.

BOARD OF DIRECTORS



Mr. Md. Alamgir Kabir
Director & Chairman



Mr. Mohammed Jahangir Alam
Director & Managing Director



Mr. Mohammed Almas Shimul
Director & Additional Managing Director



Mr. Mohammad Ashrafuzzaman
Director



Mr. Md. Abdul Ahad
Director



Mr. Md. Azizul Hoque
Director



Mr. Safiul Alam Khan Chowdhury
Independent Director



Mr. Mukhtar Ahmed
Independent Director

BOARD OF DIRECTORS' COMMITTEE

AUDIT COMMITTEE



Mr. Mukhtar Ahmed
Chairman



Mr. Mohammed Almas Shimul
Member



Mr. Mohammad Ashrafuzzaman
Member



Mr. Md. Mosharof Hossain
Secretary

NOMINATION & REMUNERATION COMMITTEE



Mr. Safiul Alam Khan Chowdhury
Chairman



Mr. Mohammed Almas Shimul
Member



Mr. Md. Abdul Ahad
Member



Mr. Md. Mosharof Hossain
Secretary

MANAGEMENT TEAM



Mr. Mohammed Jahangir Alam
Managing Director



Mr. Mohammed Almas Shimul
Additional Managing Director



Mr. Mohammad Ashrafuzzaman
Director



Mr. Md. Abdul Ahad
Director



Mr. Kamrul Islam, FCA
Executive Director
(Finance and Business Development)



Mr. Abu Bakar Siddique, FCMA
Chief Financial Officer (CFO)



Mr. Shobhon Mahbub Shahabuddin (Raj)
Chief Corporate Relations Officer



Mr. T. Mohan Babu
Chief Operating Officer (COO)



Engr. A S M Shumon, Ph.D
Chief Research Project Officer



Mr. Madduluri Srinivasa Rao
Head of Plant



Ms. Sharmin Sultan
Chief People Officer (Human Resources)



Mr. H. M. Ashraf-Uz-Zaman, FCA
Group CFO

ADVISORS PANEL



Prof. Dr. M. Shamim Z. Bosunia
Technical Advisor



Prof. Dr. Syed Fakhru Ameen
Technical Advisor



Major General Abu Sayeed Md Masud (Retd.)
Technical Advisor



Mr. Shidhartha Barua, FCA
Tax Advisor



Engr. Madani M. Imtiaz Hossain
Technical Advisor



Engr. Serazul Islam
Technical Advisor
(230 KV T/L & Substation Project)



Mr. Mohammad Osman Gani Chowdhury
Media Advisor



Engr. Md. Musharraf Hussain
Technical Advisor (Marketing & Sales)



Mr. Mujibur Rahman, District Judge (Retd.)
Legal & Compliance Advisor



Mr. Mohammad Amirul Islam
Process Development Advisor



Colonel Mohammed Showkat Osman (Retd.)
Logistics & Security Advisor



Mr. Md. Alamgir Kabir having the educational background of MBA in Marketing is a Sponsor Director and current Chairman of GPH Ispat Limited. Having more than three decades of business experience in both the trading and manufacturing sectors, he has proved his wisdom and leadership in business.

At present, he is serving Crown Cement PLC as the Vice-Chairman. He also holds the position of the Managing Director of Crown Cement Concrete and Building Products Limited.

Mr. Md. Alamgir Kabir is the Director of GPH Power Generation Limited, GPH Renewable Energy Limited, GPH Oxygen Limited, Indo Steel Re-rolling Industries Limited, Chittagong Capital Limited, Eco Ceramics Industries Limited, Crown Power Generation Limited, Crown Polymer Bagging Limited, Crown Mariners Limited, Crown Transportation & Logistics Limited and Premier Cement Mills PLC. He is also the Managing Partner of Crown Enterprise.

He is also running his trading house, engaged in the trading of cement and other construction materials. He is also associated with some limited companies engaged in trading with his brothers.

Besides success in business, Mr. Kabir is the Chairman of GPH International School (GPHIS). He has also been proving his commitment to society by attaching himself to social activities like:

- President, Bangladesh Cement Manufacturers Association (BCMA)
- President, Munshigonj Unnoyon Forum
- Life Member, Bangladesh Red Crescent Society
- Member, Army Golf Club
- General Body Member of Bangladesh-German Chamber of Commerce and Industry (BGCCI)
- General Body Member of Indo Bangladesh Chamber of Commerce (IBCC)
- General Body Member of the Federation of Bangladesh Chambers of Commerce and Industries (FBCCI)



MANAGING DIRECTOR'S PROFILE

MR. MOHAMMED JAHANGIR ALAM
MANAGING DIRECTOR

Mr. Mohammed Jahangir Alam completed his education from the Government College of Commerce, Chittagong, Bangladesh and started his career by joining a private service in 1980.

He has derived vast proficiency in trading in Iron & Steel, Cement, Bitumen, C. I. Sheet, Zinc Ingot, Capital Market, Industrial ventures etc. Initially, he established his business house named Jahangir & Others in 1987 which was subsequently incorporated as Jahangir & Others Limited in 2003. He has established himself as one of the business leaders in Bangladesh.

Mr. Mohammed Jahangir Alam is the Chairman of GPH Group. The enterprises of GPH Group are; GPH Ispat Limited, GPH Power Generation Limited, GPH Ship Builders Limited, GPH Oxygen Limited, GPH Agro Industries Limited, GPH Renewable Energy Limited, Jahangir & Others Limited, Chittagong Capital Limited, Eco Ceramics Industries Limited, Nirnoy Enterprise, A. Ahad Corporation and Brothers Corporation.

Mr. Mohammed Jahangir Alam is also the Chairman of Crown Cement Group. The enterprises of Crown Cement Group are; Crown Cement PLC, Crown Power Generation Limited, Crown Polymer Bagging Limited, Crown Mariners Limited, Crown Transportation & Logistics Limited, Crown Cement Concrete and Building Products Limited and Crown Enterprise.

Mr. Mohammed Jahangir Alam is the Chairman of Chartered Life Insurance Company Limited. and the Vice Chairman of Asia Insurance Limited. He is the Managing Director of Star Allied Venture Limited.

He is also the Director of Premier Cement Mills PLC. & Premier Power Generation Limited.

Mr. Mohammed Jahangir Alam is a Commercially Important Person (CIP) recognized by the Government People's Republic of Bangladesh in the category of Export for his exceptional contribution to the export and trade of the country.

As a part of social activities, he is actively involved with the following social organizations: -

- Founder Member, Board of Trustee – Bangladesh Center of Excellence - An Initiative of CCCI
- President of Bangladesh Steel Manufacturers Association
- Vice President of Bangladesh Small and Captive Power Producers Association
- Donor Member of Gulshan North Club Limited
- Life Member of Bhatiary Golf & Country Club
- Life Member of Chittagong Maa-o-Shishu Hospital
- Life Member of Bangladesh National Society for the Blind
- Life Member of Gulshan Society
- Life Member of Chittagong Press Club
- Permanent Member of Gulshan Club Limited
- Permanent Member of Banani Club Limited
- Permanent Member of Dhaka Boat Club Limited
- President of Gulshan Joggers Society
- Member of Bangladesh German Chamber of Commerce and Industry
- Member of Bangladesh Ex-Cadet Association
- General Body Member of FBCCI

Holding the GPH philosophy in mind, Mr. Mohammed Jahangir Alam leads his life and maintains his day-to-day business activities.



ADDITIONAL MANAGING DIRECTOR'S PROFILE

MR. MOHAMMED ALMAS SHIMUL
ADDITIONAL MANAGING DIRECTOR

After completion of education, Mr. Mohammed Almas Shimul went to Japan and received two years of advanced training on Japanese philology and High Tech from Asahi High Tech (a Japanese IT-based company). In 1990, he returned to Bangladesh and joined his family business named Jahangir & Others Limited.

During his business history, he held the Chairmanship of Indo Steel Re-Rolling Industries Limited. He also held the position of Additional Managing Director of GPH Ispat Limited and actively participated in its management.

Mr. Mohammed Almas Shimul is the Director of GPH Power Generation Limited, GPH Ship Builders Limited, GPH Engineers & Developments Limited, GPH Renewable Energy Limited, GPH Agro Industries Limited, GPH Oxygen Limited, Jahangir & Others Limited, Chittagong Capital Limited, Eco Ceramics Industries Limited. He is also the Director of Crown Cement PLC, Crown Power Generation Limited, Crown Polymer Bagging Limited, and Crown Mariners Limited.

Together with his brothers, he has been carrying out the trading of construction materials like Cement, MS Rod, C. I. Sheet, etc. from their different trading houses in Chittagong Centre.

Being a prominent social worker, he is actively involved with the following organizations:

- Region Chairperson Lions District 315-B4, Bangladesh
- President - Chittagong Friends Club
- President - Chittagong Islamia University College Ex-Student Forum
- Founder and Executive Member - Khulshi Club, Chittagong
- Founder Member - Idris Ali Matbar Foundation, Munshigonj
- Life Member - Bhatiary Golf and Country Club, Chittagong
- Executive Member - Kidney Foundation, Chittagong
- Member - Chittagong Club Limited, Chittagong



DIRECTOR'S PROFILE

MR. MOHAMMAD ASHRAFUZZAMAN
DIRECTOR

After completing graduation Mr. Mohammad Ashrafuzzaman joined the family business of trading in construction materials like C. I. Sheet. M. S. Rod, Cement etc. In his twenty-nine years of trading business, he acquired much experience later on and appeared as an industrial entrepreneur.

Mr. Mohammad Ashrafuzzaman is the Managing Director of Eco Ceramics Industries Limited, a ceramic bricks manufacturing company.

He is holding the Directorship of GPH Ispat Limited, GPH Power Generation Limited, GPH Ship Builders Limited, GPH Engineers & Developments Limited, GPH Oxygen Limited, Jahangir & Others Limited and National Cement Mills Limited. He is a sponsor shareholder of Crown Cement PLC. He is also running a trading firm as its sole proprietor.

Moreover, Mr. Mohammad Ashrafuzzaman is engaged in different social activities by associating himself with some national and international social benevolent organizations.



DIRECTOR'S PROFILE

MR. MD. ABDUL AHAD
DIRECTOR

Mr. Md. Abdul Ahad has been involved in the business for the last twenty-two years in the trading of C. I. Sheet, Cement, M.S. Rod, Angle, Flat Bar and all other Steel Products.

Mr. Md. Abdul Ahad is holding the Directorship of GPH Ispat Limited, GPH Ship Builders Limited, GPH Engineers & Developments Limited, GPH Oxygen Limited, Jahangir & Others Limited, Eco Ceramics Industries Limited, GPH International School and Idris Ali Madbor Polytechnic Institute.

He is also the Director of National Cement Mills Limited and Crown Transportation & Logistics Limited.

Mr. Md. Abdul Ahad is a sponsor shareholder of GPH Power Generation Limited, Crown Cement PLC. He is the proprietor of the trading house named A. Ahad Corporation.



Mr. Md. Azizul Hoque has been involved in the business for the last thirty years in the trading of C. I. Sheet, Cement, M.S. Rod, Bitumen, Zink, Ingot, etc.

Mr. Md. Azizul Hoque is holding the Directorship of GPH Ispat Limited and Jahangir & Others Limited. He is also the proprietor of the trading house named Steel & Cement Corporation and Dynamic Trading Services.

Besides his business activities, he is also a devoted social worker having involvement with the following social organizations.

- Life Member - Chattogram Ma-O-Shishu Hospital, Chattogram
- Life Member - Kidney Foundation, Chattogram
- Life Member - Brehattar Dhaka Samity
- Life Member - Munshigonj Club, Munshigonj
- Member - Lions Club of Chittagong City, Chattogram



INDEPENDENT DIRECTOR'S PROFILE

MR. SAFIUL ALAM KHAN CHOWDHURY
INDEPENDENT DIRECTOR

Mr. Safiul Alam Khan Chowdhury, Former Managing Director & CEO of Pubali Bank Limited, is a veteran banker in the Bangladesh banking sector. Prior to becoming the Managing Director & CEO, he has been serving as an Additional Managing Director at the bank since January 2016. Mr. Safiul Alam Khan Chowdhury is one the exceptional CEOs in the Bangladeshi banking industry, who had started his career in 1983 as a Probationary Senior Officer of Pubali Bank Limited and turned out to be the CEO of the same bank.

Mr. Chowdhury completed his graduation and post-graduation from the University of Dhaka. Throughout his banking profession, he has been recognized for his multidimensional proficiencies. Mr. Chowdhury has successfully served both at the head office and branch level in different scopes like Head of the Credit Committee at the head office, the General Manager of various divisions, the Head of Corporate Branches, the Head of Dhaka North Region and Deputy Managing Director at the bank. He was also an Ex-officio Member of the Shari'ah Supervisory Committee and Ex-Officio Director of Pubali Bank Securities Limited, a subsidiary of the bank.

In professional life, Mr. Chowdhury has partaken in various trainings, seminars, and courses both at home and abroad on banking management and leadership conducted by different national and international banks, forums and training institutes. His insights and inquisitiveness have taken him to places around the globe, including Saudi Arabia, the United Kingdom, the U.S.A., India, Malaysia, Indonesia, Greece, Hungary, Portugal, France, Italy, Spain, Switzerland and China for both personal and professional endeavors.



INDEPENDENT DIRECTOR'S PROFILE

MR. MUKHTAR AHMED
INDEPENDENT DIRECTOR

Mr. Mukhtar Ahmed is a B. Com (Honors), M. Com from the University of Chittagong. He started his career as a Senior Officer in 1984 with the United Commercial Bank Limited.

Mr. Ahmed has served for 35 years in the banking sector and has gathered extensive knowledge and experience in the banking sector. He was at National Credit and Commerce Bank Limited for 30 years, served in different capacities and also worked at Pubali Bank Limited, the last position he held was as the Deputy Managing Director.

Mr. Ahmed is a widely traveled person who visited many countries of the world in connection with attending training, workshop, seminar, conference and Banking Business.

Mr. Ahmed also held important positions in the following social and voluntary organizations:

- President of Teknaf Samity Chattogram
- First Vice President of Bankers' Club Chattogram
- General Secretary of Hishab Bijnan Samity, Chittagong University
- Life Member of Chattogram Ma-O-Shishu Hospital
- Life Member of Chattogram Diabetic Association
- Life Member Cox's Bazar Samity
- Life Member of Bangladesh Accounting Association
- Permanent Member of Chattogram Boat Club
- Member of the Chattogram Taxes Bar Association

OUR FUTURE LEADERS



MS. SADMAN SYKA SEFA



MS. RIFATH SULTANA SURAVI



MS. RAISA KABIR



MR. ALI MOHAMMAD SADI SAZZED



MR. SOLAIMAN KABIR



MR. SALEHIN MUSFIQUE SADAF



MR. SAIHAM SADIK PIAL



MS. ATIA IBNAT ADNI



MS. SOBHA SOHA



MESSAGE FROM THE CHAIRMAN

Bismillahir Rahmanir Rahim

Dear Esteemed Shareholders,

It is with great pleasure that I extend a cordial invitation to you for the upcoming 17th Annual General Meeting of GPH Ispat Limited. As we gather to reflect on the financial year 2022-23, I am honored to present the Annual Report, detailing our journey through a challenging economic landscape due to various global issues.

In the face of adversity, GPH Ispat Limited navigated these challenges with resilience and foresight. Our response was marked by the introduction of groundbreaking products, specifically the GPH QUANTUM B600C-R and GPH QUANTUM B600D-R, utilizing state-of-the-art Quantum Electric Arc Furnace technology. This strategic move not only ensured our stability but propelled us to new heights in the industry.

Acknowledging the turbulent supply chain and foreign currency shortages due to war between Russia and Ukraine, we implemented end-to-end customer services, a pivotal factor in our continued growth amidst uncontrollable challenges. The maxim "survival of the fittest" has been ingrained in our approach, with a steadfast commitment to innovation, continuous improvement, and operational excellence, aligning with our vision to contribute to Bangladesh's transformation into a High-Income Country (HIC).

Our commitment to sustainability has been the bedrock of our success, evidenced by our steady growth during the global pandemic and recent economic uncertainties. Despite setbacks, we are steadfast in our commitment to diversify our product offerings, providing comprehensive solutions for construction needs, thereby enhancing financial gains and elevating our brand value.

The cornerstone of our competitive advantage lies in our people. Over the past years, we have dedicated ourselves to attract the best talents and nurturing them to contribute to the company's growth. Our focus on fostering a performance-driven culture has made us a preferred employer, and this commitment has earned us the prestigious SDG Brand Champions Award 2023 from the Bangladesh Brand Forum. Our investment in technology and people development have been validated by the accreditation of our Quality Control Lab by the Bangladesh Accreditation Board.

In the face of adverse business conditions in 2022-23, GPH Ispat demonstrated commendable performance, achieving a Net Profit of Tk. 267.61 million and an EPS of Tk. 0.58. In recognition of our shareholders' unwavering support, the Board is pleased to recommend a 5% Cash Dividend (exclusive to General Shareholders, excluding Sponsors and Directors) and a 5% Stock Dividend for the fiscal year ending on June 30, 2023, pending shareholder approval at the forthcoming Annual General Meeting.

A heartfelt thank you to our shareholders, bankers, and associates for unwavering support. Special kudos to our Board Members, especially Mr. Mohammed Jahangir Alam, the Managing Director, and his stellar Management Team for their relentless efforts.

Above all, my heartfelt appreciation goes to our employees for their unwavering dedication, skills, and professionalism. It is their collective effort that has propelled GPH Ispat Limited to its current standing.

Thank you.



Md. Alamgir Kabir
Chairman

বিসমিল্লাহির রাহমানির রাহিম

প্রিয় সম্মানিত শেয়ারহোল্ডারবৃন্দ,

অত্যন্ত আনন্দের সাথে আমি আপনাদের সবাইকে জিপিএইচ ইস্পাত লিমিটেডের ১৭তম বার্ষিক সাধারণ সভায় আন্তরিক আমন্ত্রণ জানাচ্ছি। ২০২২-২৩ আর্থিক বছরের প্রতিফলন দেখতে আমরা যখন একত্রিত হচ্ছি, তখন বৈশ্বিক বিভিন্ন সমস্যার কারণে সৃষ্ট অর্থনৈতিক সংকট ও চ্যালেঞ্জের মধ্যে আমাদের কার্যক্রমের বিশদ বিবরণ বার্ষিক প্রতিবেদনের মাধ্যমে উপস্থাপন করতে পেরে সম্মানিত বোধ করছি।

প্রতিকূলতা সত্ত্বেও, জিপিএইচ ইস্পাত লিমিটেড স্থিতিস্থাপকতা এবং দূরদর্শিতার সাথে চ্যালেঞ্জগুলোকে মোকাবেলা করেছে। অত্যাধুনিক কোয়ান্টাম ইলেকট্রিক আর্ক ফার্নেস প্রযুক্তি ব্যবহার করে যুগান্তকারী পণ্য GPH QUANTUM B600C-R এবং GPH QUANTUM B600D-R উৎপাদনের মাধ্যমে আমাদের উৎকর্ষতা চিহ্নিত হয়েছে। এই কৌশলগত পদক্ষেপের ফলে কেবল মাত্র আমাদের স্থিতিশীলতা নিশ্চিত করেনি বরং ইস্পাত শিল্পে আমাদের নতুন উচ্চতার দ্বার উন্মোচিত হয়েছে।

রাশিয়া এবং ইউক্রেন যুদ্ধের ফলে সাপ্লাই চেইন বিঘ্নিত হওয়ায় এবং বৈদেশিক মুদ্রার অপ্রতুলতার মধ্যেও আমরা সর্বোচ্চ গ্রাহক সেবা নিশ্চিত করেছি, যা অনিয়ন্ত্রিত চ্যালেঞ্জের মধ্যেও আমাদের অব্যাহত প্রবৃদ্ধির অন্যতম একটি কারণ। উচ্চ আয়ের দেশে বাংলাদেশকে রূপান্তরিত করার প্রয়াসে আমাদের দৃষ্টিভঙ্গির সাথে সামঞ্জস্য রেখে উদ্ভাবন, ক্রমাগত উন্নতি এবং অপারেশনাল উৎকর্ষের প্রতি অবিচল প্রতিশ্রুতি “যোগ্যতার সাথে বেঁচে থাকা” আমাদের পদক্ষেপে অন্তর্নিহিত রয়েছে।

বিশ্বব্যাপী মহামারী এবং সাম্প্রতিক সময়ে অর্থনৈতিক অনিশ্চয়তার মধ্যেও আমাদের ক্রমবর্ধমান প্রবৃদ্ধি এটাই প্রমাণ করে টেকসই প্রবৃদ্ধির প্রতি আমাদের একনিষ্ঠতা আমাদের সাফল্যের মূল ভিত্তি। প্রতিবন্ধকতা সত্ত্বেও, আমরা আমাদের পণ্যসমূহকে বৈচিত্র্যময় করার এবং নির্মাণের প্রয়োজনীয় সকল সমাধানের প্রতিশ্রুতিতে অটল রয়েছি। যার ফলে আমাদের আর্থিক আয় বৃদ্ধির পাশাপাশি ব্র্যান্ডের মানও উন্নত হচ্ছে।

আমাদের কর্মীদের মধ্যে প্রতিযোগিতামূলক মনোভাব অন্তর্নিহিত রয়েছে। এই মনোভাবকে ত্বরান্বিত করার জন্য বিগত বছরগুলোতে আমাদের সেরা প্রতিভাগুলোকে আকৃষ্ট করতে এবং কোম্পানির প্রবৃদ্ধিতে অবদান রাখার জন্য তাদেরকে অধিকতর প্রশিক্ষণের সর্বোচ্চ চেষ্টা করেছি। একটি পারফরম্যান্স চালিত সংস্কৃতি গড়ে তোলার প্রতি আমাদের দৃষ্টি নিবদ্ধ থাকায় আমাদেরকে পছন্দের নিয়োগকর্তায় পরিণত করেছে এবং এই প্রতিশ্রুতির কারণে বাংলাদেশ ব্র্যান্ড ফোরাম কর্তৃক সম্মানজনক SDG Brand Champions Award 2023 অর্জন করেছি। প্রযুক্তি এবং জনগণের উন্নয়নে আমাদের বিনিয়োগ, যার স্বীকৃতিস্বরূপ বাংলাদেশ অ্যাক্রিডিটেশন বোর্ড কর্তৃক আমাদের Quality Control Lab স্বীকৃতি পেয়েছে।

২০২২-২৩ আর্থিক বছরে প্রতিকূল ব্যবসায়িক পরিস্থিতি বিরাজ করলেও, জিপিএইচ ইস্পাত প্রশংসনীয় ফলাফল প্রদর্শন করেছে এবং নীট মুনাফা ২৬৭.৬১ মিলিয়ন টাকা আয় করেছে এবং ইপিএস হয়েছে ০.৫৮ টাকা। সম্মানিত শেয়ারহোল্ডারদের নিরন্তর সমর্থনের স্বীকৃতিস্বরূপ কোম্পানির পরিচালনা পর্ষদ ৩০ জুন ২০২৩ইং তারিখে সমাপ্ত বছরে কোম্পানির শেয়ারহোল্ডারদের জন্য ৫ শতাংশ নগদ লভ্যাংশ (স্পসর এবং পরিচালক ব্যতীত শুধুমাত্র সাধারণ শেয়ারহোল্ডারদের জন্য) এবং ৫ শতাংশ স্টক লভ্যাংশ প্রদানের সুপারিশ করেছেন, যা বার্ষিক সাধারণ সভায় সম্মানিত শেয়ারহোল্ডারদের অনুমোদন সাপেক্ষে প্রদান করা হবে।

আলোচ্য বছরে কোম্পানির প্রতি নিরন্তর সমর্থনের জন্য সকল সম্মানিত শেয়ারহোল্ডার, ব্যাংকার এবং ব্যবসায়িক সহযোগীদের আন্তরিক ধন্যবাদ জানাচ্ছি। আমাদের সম্মানিত বোর্ড সদস্যগণের প্রতি কৃতজ্ঞতা প্রকাশ করছি, বিশেষ করে কোম্পানির সম্মানিত ব্যবস্থাপনা পরিচালক জনাব মোহাম্মদ জাহাঙ্গীর আলম এবং তার চৌকস ম্যানেজমেন্ট টিমকে তাদের নিরলস প্রচেষ্টার জন্য কৃতজ্ঞতা জানাচ্ছি।

সর্বোপরি, আমাদের কর্মীদের প্রতি আমার আন্তরিক অভিবাদন জানাই যাদের অটুট নিষ্ঠা, দক্ষতা এবং পেশাদারিত্বের সম্মিলিত প্রচেষ্টায় জিপিএইচ ইস্পাত লিমিটেড তার বর্তমান অবস্থানে পৌঁছাতে সক্ষম হয়েছে।



মোঃ আলমগীর কবির

চেয়ারম্যান



MESSAGE FROM THE MANAGING DIRECTOR

Bismillahir Rahmanir Rahim

Dear Fellow Shareholders,

It is a great opportunity to meet you and I welcome you all at the 17th Annual General Meeting of GPH Ispat Limited. As the Managing Director of the Company, it is my pronounced pleasure and privilege to describe you about the state of the company.

After the impacts of COVID-19, not only the economy of developing countries like Bangladesh but also the developed countries' economies are facing tough challenges due to the Russia-Ukraine war and trade blockades and counter-blockades. Consequently, the steel industry of Bangladesh is going through a tough time due to various reasons including the dollar crisis, the rise of dollar prices, and the scarcity and price hike of electricity and gas. We are trying our best during this crisis and have been working with great success so far. Our technology, product, and service quality; above all, proper management plays a helpful role in dealing with this difficult situation. We are further trying to strengthen GPH's position and enhance our market share in the steel market.

The cost of production has increased significantly due to the increase in dollar price as well as the increase in utility prices. Due to an increase in production cost, the price of MS Rod has increased in the market, resulting in a slight decrease in demand. However, the decline in steel production at the factory level has been more than the decline in demand. A significant reason for the decline in production is the decline in imports of MS scrap, the main raw material of steel production due to the dollar crisis and the rise in dollar prices. Apart from this, due to the electricity and gas shortages, production has to be stopped at times. If the factory is closed for a few hours a day, the cost of production goes up a lot. That is why the factory

is on the go only when it is assured that the factory will be running for 24 hours. Despite the difficulty of opening LCs for the import of raw materials due to the dollar crisis, efforts are constant to keep the import of raw materials in order by contacting the bank directly and buying dollars from the market, and paying the import price at the right time. So, it has not been possible to continue 100% production in the present difficult situation. Bangladesh is a developing country and till now all indicators of the economy are positive. If the overall economic system of the country stabilizes, we expect that the steel industry will return to the trend of growth. We also believe that the country's economy will be on the right track and the future of the steel sector will be very bright with the country's progress.

In FY 2022-23, GPH Ispat was on a positive growth trajectory. During the FY year under review, GPH Ispat achieved new record revenue of BDT 59,011.45 million, an increase of 23.04% as compared to BDT 47,959.93 million in the previous financial year 2021-22. Correspondingly, gross profit inched up by 25.38% to BDT 7,960.36 million, while gross profit margin saw a slight uprise to 13.81%, compared to 13.56% in FY 2021-22. Finance costs increased by 146.19% largely due to higher foreign currency exchange losses. Correspondingly, net profit after tax declined by 82.09% to BDT 267.11 million. However, in times of high inflation, we have increased our focus on cost reduction for the company. Overall, our financial discipline has allowed us to maintain a healthy financial position, giving us financial flexibility for future business growth and expansion.

GPH Ispat has always deemed sustainability to be one of our top priorities in creating long-term value for our stakeholders. Since listing with the Stock Exchanges in 2011, till now GPH Ispat has shown a magnificent performance and delivered reasonable shareholder returns. We will continue to prioritize sustainability in our operations by ensuring transparency, employee engagement, and environmental sustainability to the best of our ability. We believe, working together is the only way we can successfully address the challenges we face.

The contribution to the National Exchequer of GPH Ispat Limited has been very significant since its inception. In FY 2022-23, GPH contributed BDT 5,201.20 million to the national exchequer as Value Added Tax (VAT), Corporate Tax, Source Tax, Supplementary Duty (SD), Customs Duty, and various Registration fees. Moreover, GPH Ispat Limited also paid BDT 4,931.10 million as Utility Bill during the FY 2022-23.

Finally, I would like to express my heartfelt thanks and gratitude to the valued Shareholders, Customers, Business Partners, Suppliers, Government Authorities, Regulatory Bodies, Bank & Financial Institutions, Insurance Companies, Press and media for their steadfast support, cooperation, and trust in GPH. A big thanks and gratitude to our honorable Board Members, dedicated and hardworking management team for their perceptive insights and wise counsel which truly helped the GPH steer through the challenges while paving the way for our further growth and success. Appreciation to my esteemed colleagues for their resilience in the face of adversity and their tireless commitment to excellence.

Mohammed Jahangir Alam
Managing Director

বিসমিল্লাহির রাহমানির রাহিম

প্রিয় সম্মানিত শেয়ারহোল্ডারবৃন্দ,

জিপিএইচ ইস্পাত লিমিটেড এর ১৭তম বার্ষিক সাধারণ সভায় আপনাদের সবাইকে স্বাগত জানাচ্ছি, সেই সাথে বার্ষিক সাধারণ সভায় কোম্পানির সম্মানিত শেয়ারহোল্ডারদের সাথে সাক্ষাতের একটি সুবর্ণ সুযোগ হিসেবে মনে করছি। জিপিএইচ ইস্পাত লিমিটেড এর ব্যবস্থাপনা পরিচালক হিসেবে কোম্পানির অবস্থা সম্পর্কে আপনাদেরকে অবহিত করতে পারাটা আমার জন্য বিশেষ আনন্দের এবং সৌভাগ্যের বিষয় মনে করছি।

কোভিড-১৯ এর প্রভাব পরবর্তী, রাশিয়া-ইউক্রেন যুদ্ধ এবং বাণিজ্য অবরোধ ও পাল্টা অবরোধের কারণে শুধু বাংলাদেশের মতো উন্নয়নশীল দেশের অর্থনীতিই নয় বরং উন্নত দেশগুলোর অর্থনীতিও কঠিন চ্যালেঞ্জের সম্মুখীন। ফলে ডলার সংকট, ডলারের মূল্য বৃদ্ধি, বিদ্যুৎ ও গ্যাসের সরবরাহ ঘাটতি ও মূল্যবৃদ্ধিসহ নানা কারণে বাংলাদেশের ইস্পাত শিল্প কঠিন সময় অতিবাহিত করছে। এই কঠিন সংকটের মধ্যেও আমরা আমাদের যথাসাধ্য চেষ্টা করছি এবং এখন পর্যন্ত অত্যন্ত সাফল্যের সাথে কাজ করে যাচ্ছি। আমাদের প্রযুক্তি, পণ্য এবং পরিষেবার মান; সর্বোপরি সঠিক ব্যবস্থাপনা এই কঠিন পরিস্থিতি মোকাবেলায় সহায়ক ভূমিকা পালন করেছে। আমরা ইস্পাত মার্কেটে জিপিএইচ ইস্পাতের অবস্থানকে সুদৃঢ় করতে এবং মার্কেট অংশীদারিত্ব বাড়াতে প্রচেষ্টা চালিয়ে যাচ্ছি।

ডলারের মূল্য বৃদ্ধির পাশাপাশি ইউটিলিটির মূল্য বৃদ্ধিতে উৎপাদন খরচ অনেক বেড়েছে। উৎপাদন খরচ বৃদ্ধির কারণে বাজারে এমএস রডের দাম বাড়ায় চাহিদাও কিছুটা কমেছে। তবে স্থানীয় চাহিদা কমান চেয়ে কারখানা পর্যায়ে ইস্পাতের উৎপাদন বেশি কমেছে। উৎপাদন ত্রাসের একটি উল্লেখযোগ্য কারণ হল ডলার সংকট এবং ডলারের দাম বৃদ্ধির কারণে ইস্পাত উৎপাদনের প্রধান কাঁচামাল এমএস স্ক্রাপের আমদানি কমে যাওয়া। এছাড়া বিদ্যুৎ ও গ্যাস সরবরাহ সংকটের কারণে অনেক সময় উৎপাদন বন্ধ রাখতে হয়। দিনে কয়েক ঘণ্টা কারখানা বন্ধ থাকলে উৎপাদন খরচ অনেক বেড়ে যায়। এ কারণে ২৪ ঘণ্টা কারখানা চালু রাখার বিষয়ে নিশ্চয়তা পেলেই কারখানা চালু করা হয়। ডলার সংকটের কারণে কাঁচামাল আমদানির জন্য এলসি খুলতে অসুবিধা হলেও, সরাসরি ব্যাংকের সাথে যোগাযোগ করে এবং মার্কেট থেকে ডলার ক্রয় করে আমদানি মূল্য পরিশোধের মাধ্যমে সঠিক সময়ে কাঁচামাল আমদানির শৃঙ্খলা বজায় রাখার প্রচেষ্টা অব্যাহত রয়েছে। তবে বর্তমান কঠিন পরিস্থিতিতে শতভাগ উৎপাদন চালিয়ে যাওয়া সম্ভব হচ্ছে না। বাংলাদেশ একটি উন্নয়নশীল দেশ এবং এখন পর্যন্ত অর্থনীতির সব সূচকই ইতিবাচক রয়েছে। দেশের সামগ্রিক অর্থনৈতিক ব্যবস্থা স্থিতিশীল হলে ইস্পাত শিল্প প্রবৃদ্ধির ধারায় ফিরে আসবে বলে আমরা আশাবাদী। আমরা এটাও বিশ্বাস করি যে, দেশের অর্থনীতি সঠিক পথে থাকবে এবং দেশের অগ্রগতির সাথে ইস্পাত খাতের ভবিষ্যৎ আরো উজ্জ্বল হবে।

২০২২-২৩ অর্থবছরে, জিপিএইচ ইস্পাত লিমিটেড ইতিবাচক প্রবৃদ্ধির ধারায় ছিল। আলোচ্য অর্থবছরে, জিপিএইচ ইস্পাত ৫৯,০১১.৪৫ মিলিয়ন টাকা আয়ের নতুন রেকর্ড করেছে, যা ২০২১-২২ অর্থবছরের ৪৭,৯৫৯.৯৩ মিলিয়ন টাকার তুলনায় ২৩.০৪ শতাংশ বেশি। অনুরূপভাবে, মোট মুনাফা ২৫.৩৮ শতাংশ বৃদ্ধি পেয়ে ৭,৯৬০.৩৬ মিলিয়ন টাকা হয়েছে, যেখানে মোট মুনাফা মার্জিন ২০২১-২২ অর্থবছরের ১৩.৫৬ শতাংশের তুলনায় সামান্য বৃদ্ধি পেয়ে ১৩.৮১ শতাংশ হয়েছে। আর্থিক খরচ ১৪৬.১৯ শতাংশ বৃদ্ধি পেয়েছে মূলত উচ্চ বৈদেশিক মুদ্রার বিনিময় ক্ষতির কারণে। অনুরূপভাবে, কর পরবর্তী নিট মুনাফা ৮২.০৯ শতাংশ হ্রাস পেয়ে ২৬৭.১১ মিলিয়ন টাকা হয়েছে। তবে উচ্চ মূল্যস্ফীতির এই সময়ে কোম্পানির খরচ কমানোর দিকে আমাদের গভীর মনোযোগ রয়েছে। সামগ্রিকভাবে আমাদের আর্থিক শৃঙ্খলা আমাদেরকে একটি স্বাভাবিক আর্থিক অবস্থান বজায় রাখতে সাহায্য করেছে, যা ভবিষ্যতে ব্যবসার প্রবৃদ্ধি এবং সম্প্রসারণের জন্য আর্থিক নমনীয়তা প্রদান করেছে।

আমাদের স্টেকহোল্ডারদের জন্য দীর্ঘমেয়াদী ভ্যালু তৈরিতে জিপিএইচ ইস্পাত সকলসময় টেকসই উন্নয়নকে শীর্ষ অগ্রাধিকারগুলির মধ্যে একটি বলে মনে করে। ২০১১ইং সালে স্টক এক্সচেঞ্জে তালিকাভুক্ত হওয়ার পর থেকে এখন পর্যন্ত জিপিএইচ ইস্পাত উল্লেখযোগ্য সাফল্য দেখিয়েছে এবং সম্মানিত শেয়ারহোল্ডারদের যুক্তিসঙ্গত রিটার্ন দিয়েছে। আমরা আমাদের কার্যক্রমের স্বচ্ছতা, কর্মী নিয়োগ এবং আমাদের সামর্থ্য অনুযায়ী পরিবেশগত নীতিমালা প্রতিফালনের মাধ্যমে টেকসই উন্নয়নকে অগ্রাধিকার দিয়ে থাকি। আমরা বিশ্বাস করি, যে কোন চ্যালেঞ্জ সফলভাবে মোকাবেলা করার একমাত্র উপায় হলো সবাই একত্রিত হয়ে কাজ করা।

জিপিএইচ ইস্পাত লিমিটেড তার প্রতিষ্ঠার পর থেকেই রপ্তায় কোম্পানির উল্লেখযোগ্য অবদান রেখে চলেছে। ২০২২-২৩ অর্থবছরে, জিপিএইচ মূল্য সংযোজন কর (ভ্যাট), প্রাতিষ্ঠানিক কর, উৎস কর, সাপ্লিমেন্টারি শুল্ক, কাষ্টম শুল্ক এবং বিবিধ রেজিস্ট্রেশন ফি হিসেবে রপ্তায় কোম্পানির ৫,২০১.২০ মিলিয়ন টাকা জমা করেছে। অধিকন্তু, ২০২২-২৩ অর্থবছরে জিপিএইচ ইস্পাত লিমিটেড ইউটিলিটি বিল বাবদ ৪,৯৩১.১০ মিলিয়ন টাকা পরিশোধ করেছে।

পরিশেষে, আমি সকল সম্মানিত শেয়ারহোল্ডার, গ্রাহক, ব্যবসায়িক অংশীদার, সরবরাহকারী, সরকারী কর্তৃপক্ষ, নিয়ন্ত্রক সংস্থা, ব্যাংক ও আর্থিক প্রতিষ্ঠান, বীমা কোম্পানি এবং প্রেস ও মিডিয়াকে জিপিএইচ ইস্পাতের প্রতি তাদের একনিষ্ঠ সমর্থন, সহযোগিতা এবং আস্থা রাখার জন্য আন্তরিক ধন্যবাদ ও কৃতজ্ঞতা জানাচ্ছি। সেই সাথে আমাদের সম্মানিত বোর্ড সদস্য, নিবেদিত ও পরিশ্রমী ম্যানেজমেন্ট টিমের নিকট আমার ধন্যবাদ এবং কৃতজ্ঞতা জানাই যাদের দূরদর্শী চিন্তা এবং বিজ্ঞ পরামর্শ চ্যালেঞ্জের মধ্যেও জিপিএইচ এর সমৃদ্ধি ও সাফল্যের পথকে প্রশস্ত করেছে। সর্বোপরি, প্রতিকূলতার মুখে সহনশীলতা প্রদর্শন এবং শ্রেষ্ঠত্ব অর্জনের বিষয়ে অসীম অঙ্গীকারের জন্য আমাদের সহকর্মীদের আন্তরিক ধন্যবাদ জানাই।

মোহাম্মদ জাহাঙ্গীর আলম

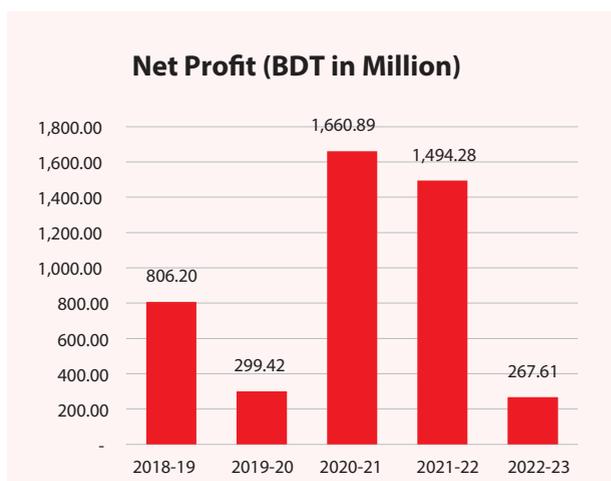
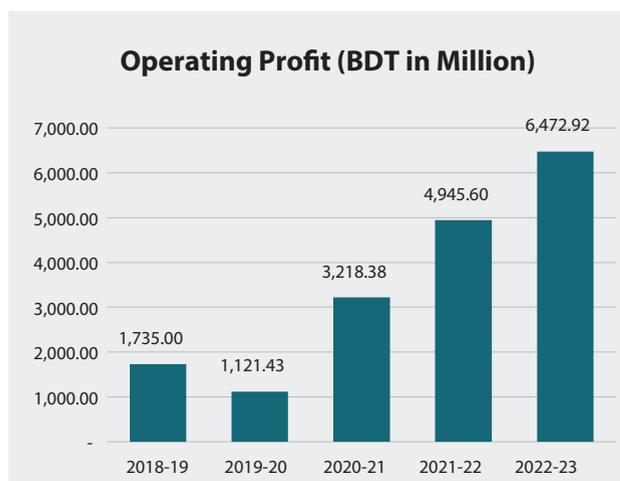
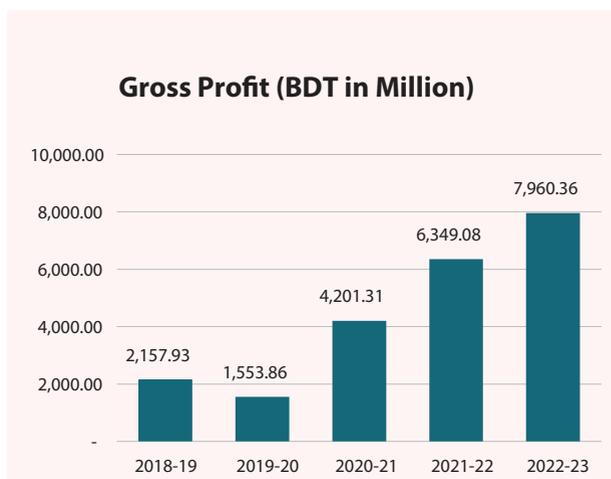
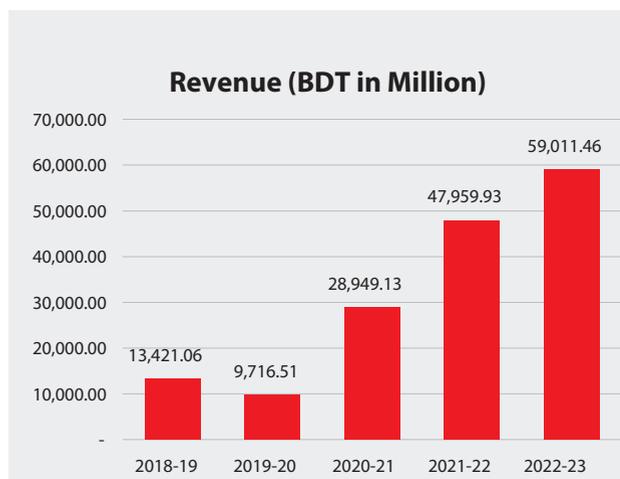
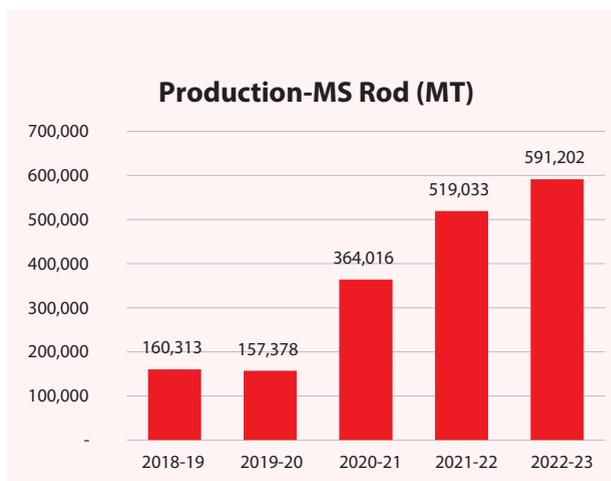
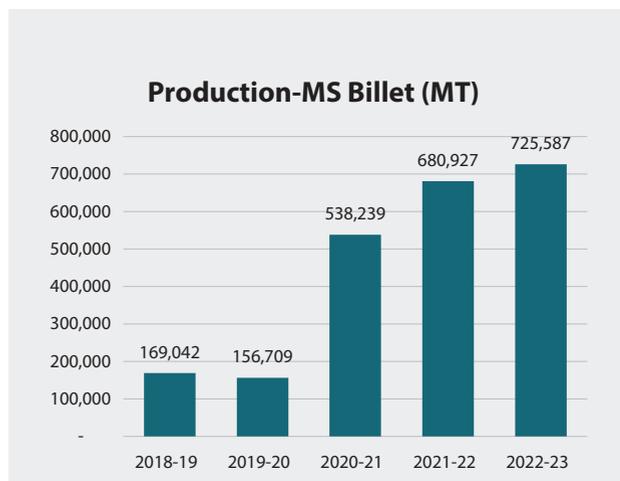
ব্যবস্থাপনা পরিচালক



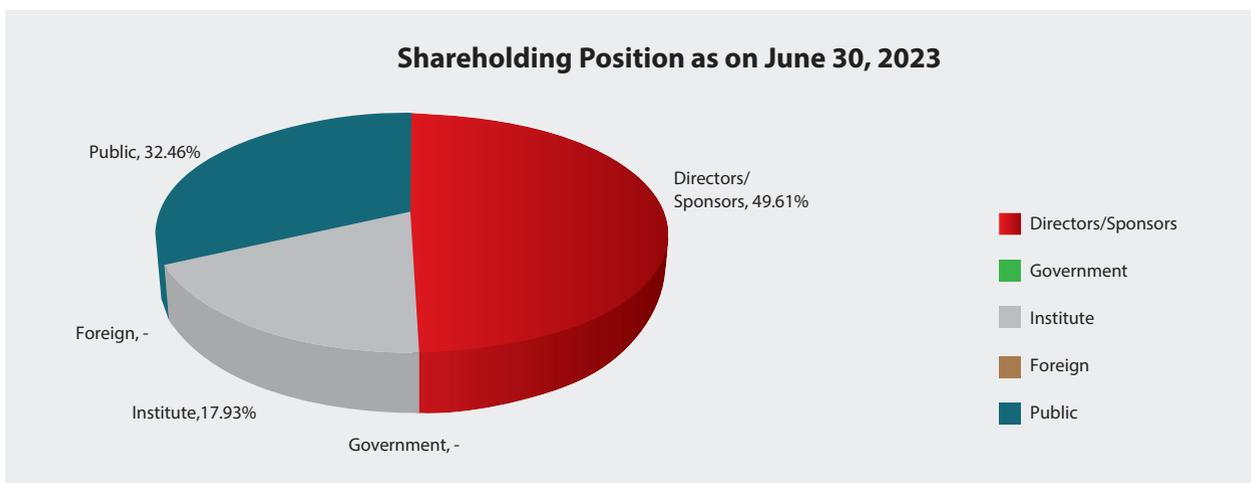
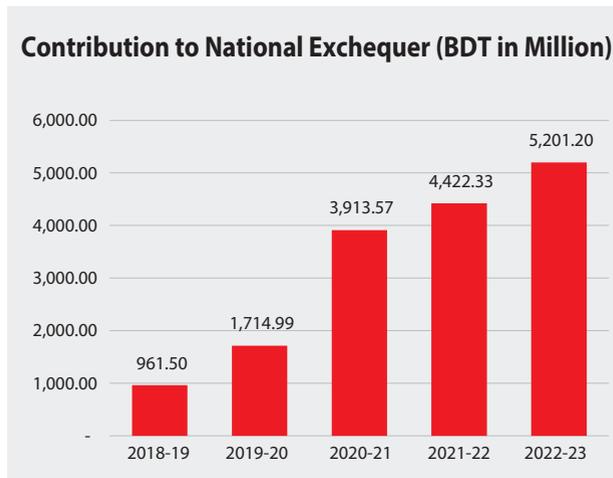
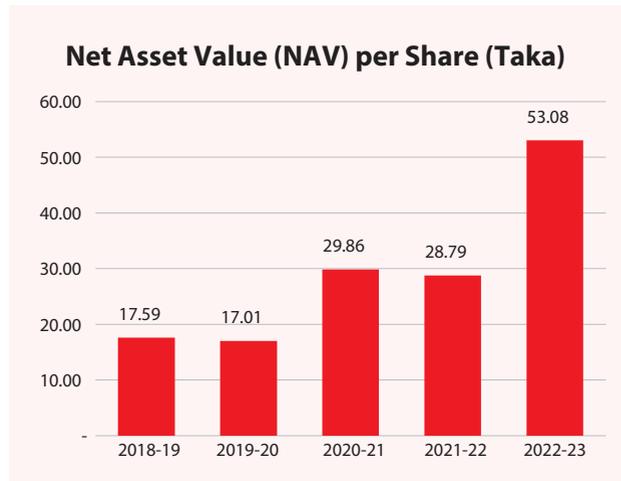
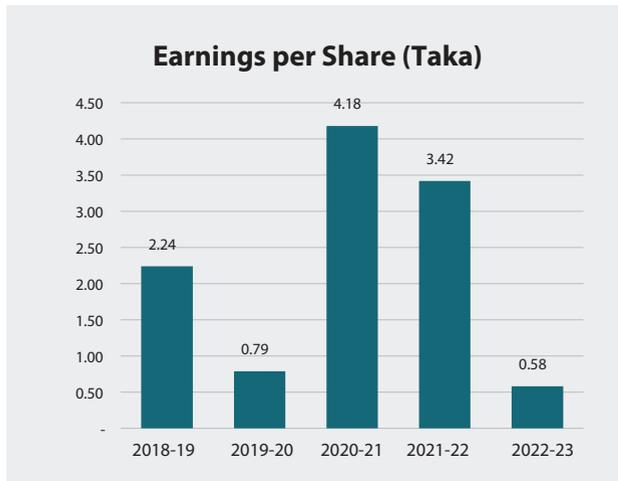
KEY PERFORMANCE HIGHLIGHT 2022-2023

 <p>REVENUE 59,011.45 MILLION</p>	 <p>GROSS PROFIT 7,960.36 MILLION</p>	 <p>PROFIT FROM OPERATING ACTIVITIES 6,472.91 MILLION</p>
 <p>PROFIT BEFORE TAX 1,236.41 MILLION</p>	 <p>PROFIT AFTER TAX 267.61 MILLION</p>	 <p>EARNINGS PER SHARE (EPS) TAKA 0.58</p>
 <p>NET ASSETS VALUE (NAV) PER SHARE TAKA 53.08</p>	 <p>NET OPERATING CASH FLOW PER SHARE (NOCFPS) TAKA (2.10)</p>	
 <p>SHAREHOLDERS RETURN 5% CASH DIVIDEND (ONLY FOR GENERAL SHAREHOLDERS EXCEPT SPONSORS AND DIRECTORS) 5% STOCK DIVIDEND</p>		

GRAPHICAL VIEW

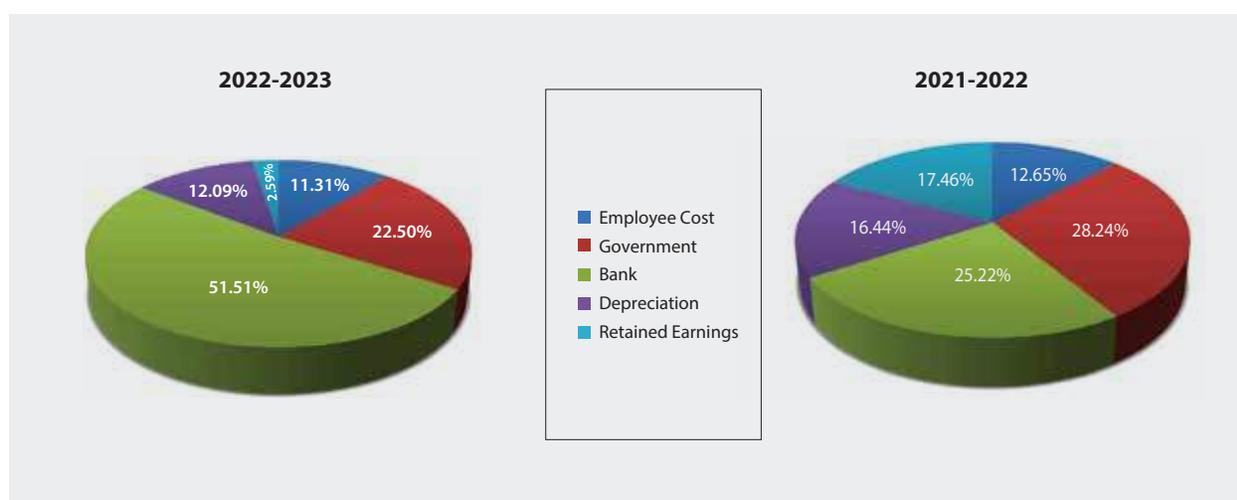


GRAPHICAL VIEW



GPH ISPAT LIMITED
Value Added Statement
For the year ended June 30, 2023

	01 July 2022 to 30 June 2023	%	01 July 2021 to 30 June 2022	%
	Taka		Taka	
Value Added:				
Revenue	59,011,458,603		47,959,934,807	
Other Income	148,397,449		143,220,715	
	59,159,856,052		48,103,155,522	
Less: Cost of materials & services	48,832,713,356		39,536,044,988	
	10,327,142,696		8,567,110,534	
Distribution:				
Employee Cost	1,168,108,932	11.31	1,083,628,879	12.65
Government	2,323,367,370	22.50	2,419,682,608	28.24
Bank	5,319,826,294	51.51	2,160,878,575	25.22
	8,811,302,596	85.32	5,664,190,062	66.12
Retained for re-investment & future growth:				
Depreciation	1,248,229,048	12.09	1,408,644,039	16.44
Retained Earnings	267,611,052	2.59	1,494,276,433	17.44
	1,515,840,100	14.68	2,902,920,472	33.88
	10,327,142,696	100.00	8,567,110,534	100.00





OUR PRODUCTS



REBAR

GPH QUANTUM B600D-R REBAR:

GRADES: BDS ISO 6935-2:2021: GRADE B600D-R

GPH QUANTUM IS CAPABLE TO MAINTAIN THESE STANDARDS:

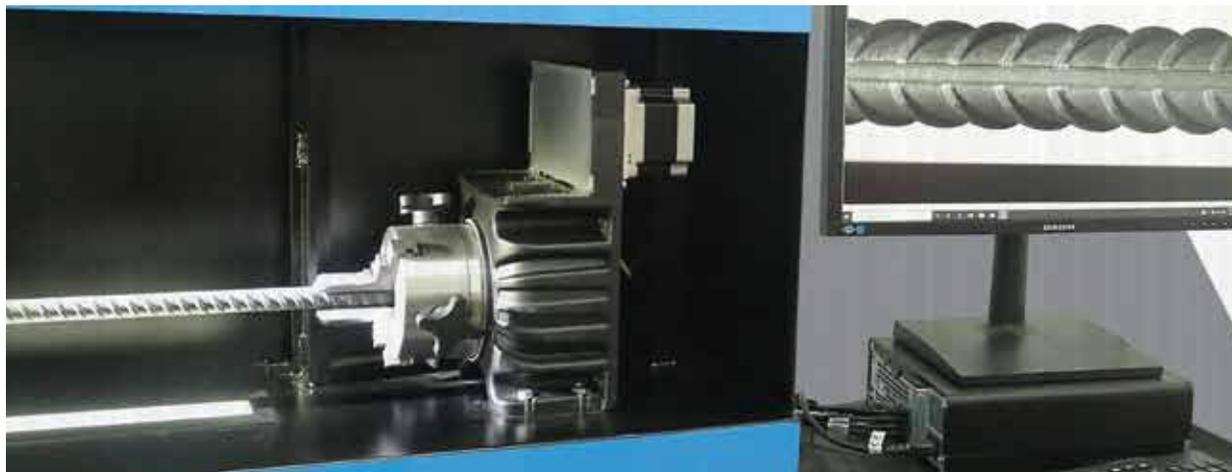
- BDS ISO 6935-2:2021 (Bangladesh Standard)
- IS 1786:2008+A3:2017 (Indian Standard)
- JIS G 3112:2020 (Japanese Standard)
- GB/T 1499.2-2018 (Chinese Standard)
- KS D 3504 (Korean Standard)
- ASTM A615/A615M-16 (American Standard)
- ASTM A706/A706M-20 (American Standard)
- BS 4449: 2005+A3:2016
- AS/NZS 44671:2019
- SS 560:2016 (Singapore Standard)

GPH QUANTUM B600C-R REBAR:

GRADES: BDS ISO 6935-2:2021: GRADE B600C-R

GPH QUANTUM IS CAPABLE TO MAINTAIN THESE STANDARDS:

- BDS ISO 6935-2:2021 (Bangladesh Standard)
- IS 1786:2008+A3:2017 (Indian Standard)
- JIS G 3112:2020 (Japanese Standard)
- GB/T 1499.2-2018 (Chinese Standard)
- KS D 3504 (Korean Standard)
- ASTM A615/A615M-16 (American Standard)
- ASTM A706/A706M-20 (American Standard)
- BS 4449: 2005+A3:2016
- AS/NZS 44671:2019
- SS 560:2016 (Singapore Standard)



GPH QUANTUM B500DWR REBAR:

GRADES:

BDS ISO 6935-2:2021: GRADE B500DWR

GPH QUANTUM IS CAPABLE

TO MAINTAIN THESE STANDARDS:

- BDS ISO 6935-2:2021 (Bangladesh Standard)
- BS 4449:2005 + Amendment 3:2016 (British Standard)
- ASTM A706 / A706M -14 (USA Standards)
- JIS G 3112:2020 (Japanese Standard)
- DIN 488-1:1984 (German Standard)
- NF A 35 016-1:2007 (France Standard)
- AS/NZS 4671:2001 (Australia NewZealand Standard)
- IS 1786:2008+A3:2017 (Indian Standard)
- GOST R52544-2006 (Russian Standard)
- GB/T 1499.2-2018 (Chinese standard)

GPH QUANTUM B500CWR REBAR:

GRADES:

BDS ISO 6935-2:2021: GRADE B500CWR

GPH QUANTUM IS CAPABLE

TO MAINTAIN THESE STANDARDS:

- BDS ISO 6935-2:2021 (Bangladesh Standard)
- BS 4449:2005 + Amendment 3:2016 (British Standard)
- ASTM A706 / A706M -14 (USA Standards)
- JIS G 3112:2020 (Japanese Standard)
- DIN 488-1:1984 (German Standard)
- NF A 35 016-1:2007 (France Standard)
- AS/NZS 4671 :2001 (Australia NewZealand Standard)
- IS 1786:2008+A3:2017 (Indian Standard)
- GOST R52544-2006 (Russian Standard)
- GB/T 1499.2-2018 (Chinese standard)

GPH QUANTUM B420DWR REBAR:

GRADES:

BDS ISO 6935-2:2021: GRADE B420DWR

GPH QUANTUM IS CAPABLE

TO MAINTAIN THESE STANDARDS

- ASTM A615/A 615M-16 Deformed and Plain Carbon-Steel Bars for Concrete Reinforcement1 (American standard). Gr-60[420]
- ASTM A706/A706M-15 Deformed and Plain Low-Alloy Steel Bars for Concrete Reinforcement1 (American Standard). Gr-60[420],
- BDS ISO 6935-2:2021 Steel for the Re-enforcement of Concrete, Part-2 Ribbed bars (Bangladesh Standard). (B420DWR)
- IS G 3112:1987-Steel bars for concrete reinforcement (Japanese Standard). (SD390)
- IS 1786:2008+A3:2017 High-strength deformed steel bars and wires for concrete reinforcement (Indian Standard). (Fe 415)
- GB/T 1499.2-2018 Steel for the Reinforcement of concrete Part 2: Hot rolled ribbed bars (Chinese standard). (HRB400, HRBF400)
- DIN 488-1:1984 Steel rebar - reinforcing of concrete (German Standard). (BST 420S)



BILLETS

We manufacture continuous cast billets at our state of art technology provided by PRIMETAL. Facilities have been designed in a unique integrated manner, in which the hot metal from our Quantum Electric Arc Furnace (QEAF) is refined in ladle refining furnace (LRF) and then casted in continuous casting machine (CCM). Our CCM is high-speed caster capable to cast 6 meter per minute. The CCM is equipped with M-EMS, closed casting technique having 3 strands. The billets are cut into sizes using diagonally shear cut and loaded in the tilt-over-cooling-bed (TOCB) to ensure natural and homogenize cooling. We stack the billets from the cradle of TOCB in the billet storage yard using magnetic EOT cranes according to the grades and sizes. The heat number and grade color are strictly maintained for identification and traceability in each and every billets.

AVAILABLE SIZES

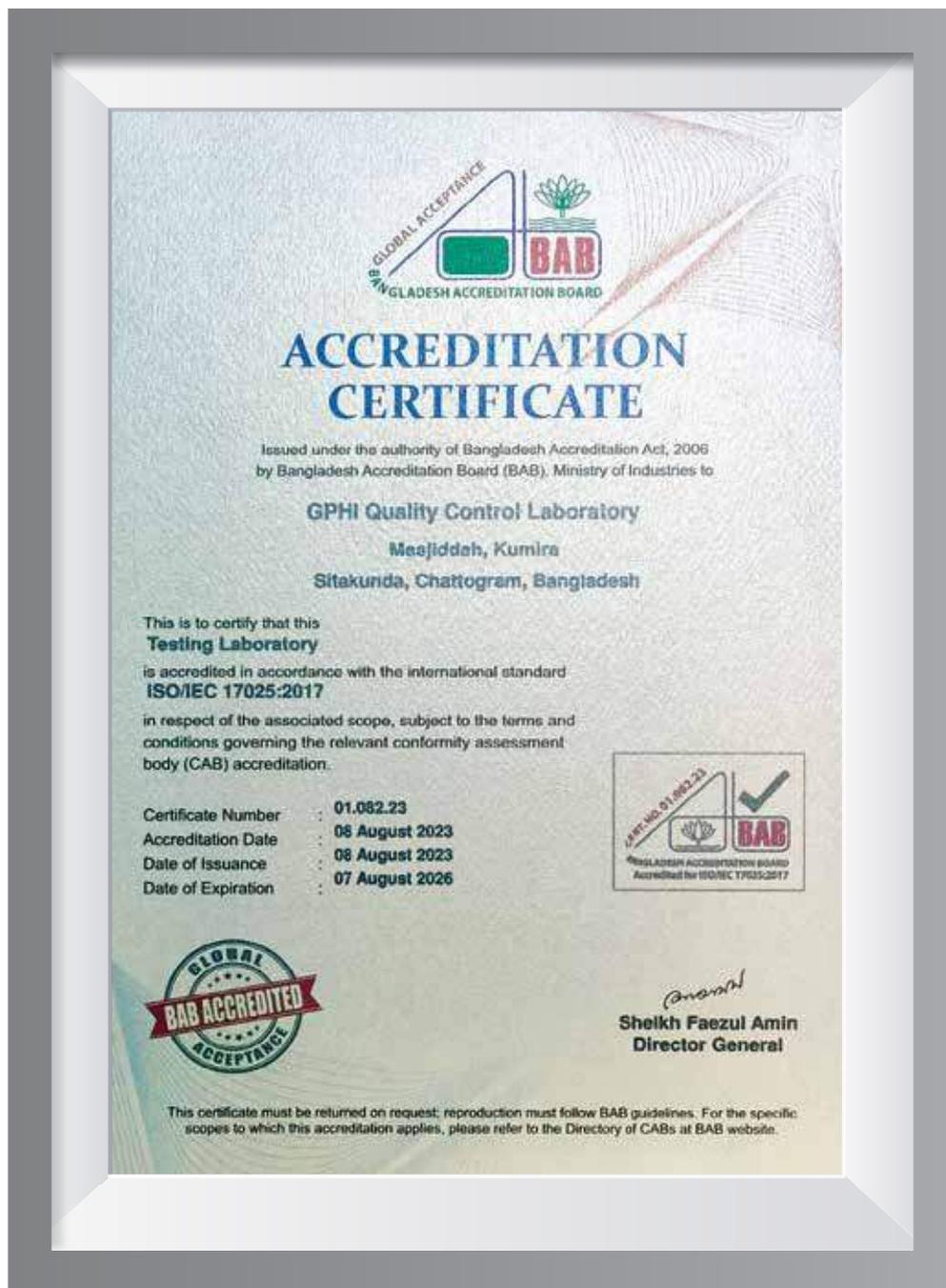
- 160X160 mm² size, length 12000 mm
- 160X160 mm² size, length 6000 mm
- 130X130 mm² size, length 12000 mm
- 130X130 mm² size, length 6000 mm

AVAILABLE GRADES

Billets produced here are 3sp, 4sp, 5sp as well as SAE 1015, 1020, 1025 and 1030 grades. For re-rolling mills to produce rebar, we provide billets for B500CWR, B420DWR and B500DWR chemical composition as per ISO 6935-2: 2016. We also produce billet for structural steel like MS Angel, MS Channel and MS Square bar complying ISO 630 standard. Likewise, we can produce billets on demand as per customer requirement based on national & international standard.



ACCREDITATION CERTIFICATE



ISO 9001:2015 (QUALITY MANAGEMENT SYSTEM)



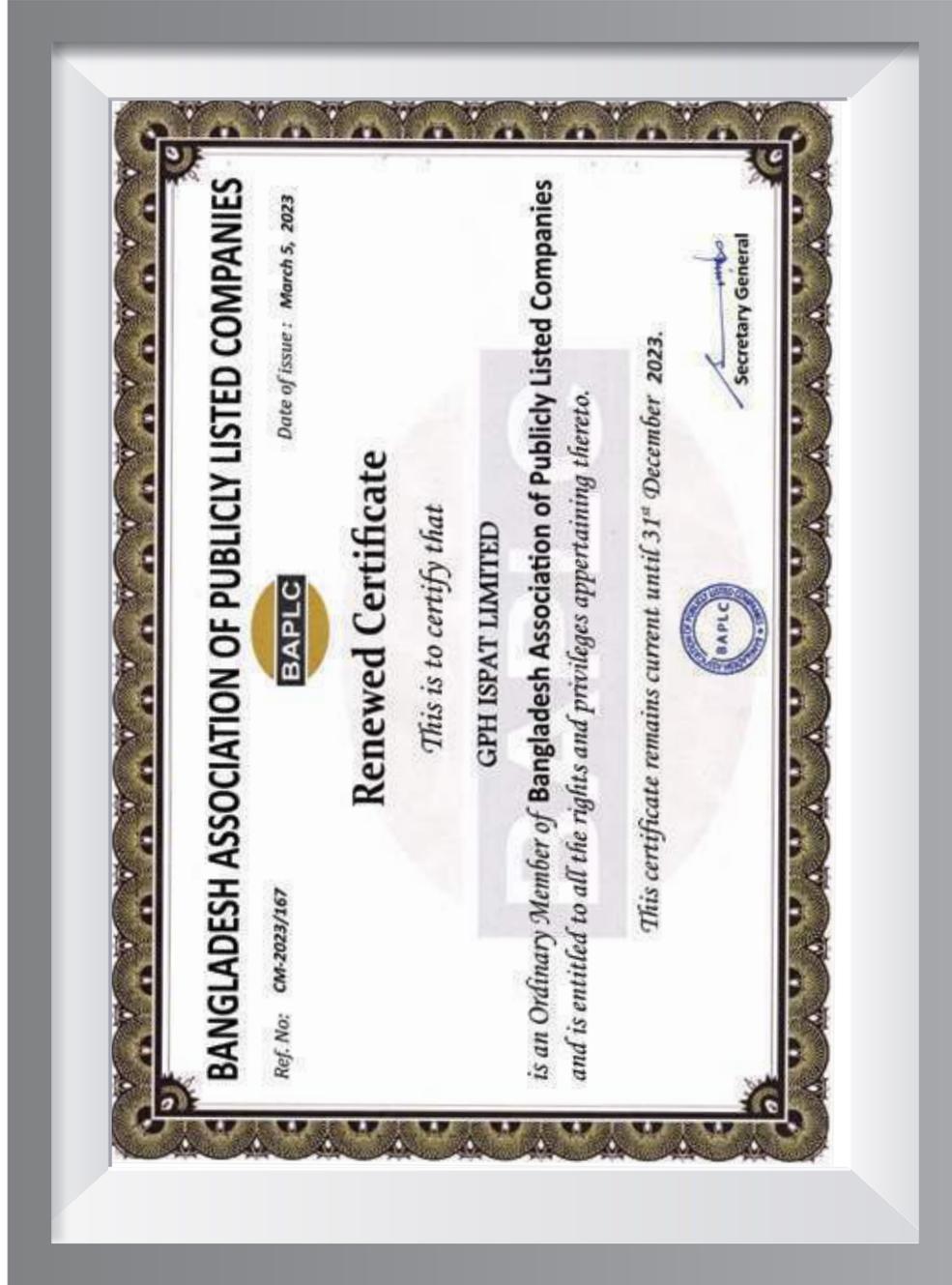
ISO 14001:2015 (ENVIRONMENTAL MANAGEMENT SYSTEM)



ISO 45001:2018 (HEALTH AND SAFETY MANAGEMENT SYSTEM)



BAPLC CERTIFICATE 2023



SDG BRAND CHAMPION AWARDS 2023



PROUD PARTNER OF THE COUNTRY'S MEGA PROJECTS BUILT WITH GPH QUANTUM STEEL



Third Terminal of
Hazrat Shajalal
International Airport
Dhaka.



Elevated Expressway
Dhaka
Bangladesh's first
Elevated Expressway Project.



Metro Rail Project
Dhaka.

PROUD PARTNER OF THE COUNTRY'S MEGA PROJECTS BUILT WITH GPH QUANTUM STEEL



Elevated Expressway
Chattagram.



Purbachal Expressway
Dhaka.



Bangabandhu Tunnel
Chattagram.

EVENTS ALBUM



16th Annual General Meeting held virtually by using Digital Platform.



Mr. Mohammed Jahangir Alam, Honorable Chairman-GPH Group and Managing Director-GPH Ispat Limited is receiving the Commercially Important Person (CIP) award from Mr. Tipu Munshi, MP Honorable Minister, Ministry of Commerce for his exceptional contribution to the export and trade of the country.



Mr. Md. Rezaul Karim Chowdhury, Mayor Chattogram City Corporation visited the GPH Ispat's Factory where Mr. Mohammed Almas Shimul, Additional Managing Director and high Officials of GPH Ispat Limited were present.

EVENTS ALBUM



Prof. Dr. Abu Reza Mohammad Nezamuddin Nadwi, MP and Honorable Chairman, Board of Trustee Islamic University, Chattogram along with the High Officials of IUC visited the GPH Ispat's Factory where Mr. Mohammed Jahangir Alam, Managing Director and Mr. Mohammed Almas Shimul, Additional Managing Director were present.



Alhaj M. Zahirul Alam Dubash, Chairman Chattogram Development Authority visited the GPH Ispat's Factory where Mr. Mohammed Jahangir Alam, Managing Director and Mr. Mohammed Almas Shimul, Additional Managing Director and high Officials of GPH Ispat Limited were present.



Reception of Mr. Safiul Alam Khan Chowdhury (Former Managing Director and CEO of Pubali Bank Limited) newly appointed Independent Director of GPH Ispat Limited where the Board of Directors is seen.

EVENTS ALBUM



Press Conference on the occasion of Technical Seminar on GPH Quantum B600C-R where Prof. Dr. M. Shamim Z. Bosunia, Technical Advisor, Major General Abu Sayeed Md. Masud (Retd.) Technical Advisor, Mr. Mohammed Jahangir Alam, Managing Director, Mr. Mohammed Almas Shimul, Additional Managing Director and high Officials of GPH Ispat Limited were present.



Technical Seminar on High Strength Steel GPH QUANTUM B600C-R, improving earthquake resilience where Major General Abu Sayeed Md. Masud (Retd.) Technical Advisor GPH Ispat Limited and the renowned Engineer of the country were present.



Annual Sales Conference 2022, where the Honorable Chairman, Managing Director, Additional Managing Director and other Board Members of GPH Ispat Limited were present.

EVENTS ALBUM



GPH Ispat Limited won the SDG Brand Champion Awards 2023 from Bangladesh Brand Forum in the category of innovation, industry and infrastructure for introducing B600C-R Steel Rebar for the first time in Bangladesh.



A Delegation from Vinton Steel LLC, United States of America visited GPH Ispat's Plant where Mr. Mohammed Almas Shimul, Additional Managing Director and high Officials of GPH Ispat Limited were present.



A Delegation from TATA Steel, India visited GPH Ispat's Plant where Mr. Mohammed Almas Shimul, Additional Managing Director and high Officials of GPH Ispat Limited were present.

INTERNAL EVENTS ALBUM



Eye Camp & Diabetes Screening Program



International Women's Day Celebrations



FIFA World Cup 2022 Celebrations



Participation in Job Fair



Free Medical Camp for Local Community



Session on Work-Life Balance



Training of Sale Foundation Course



Free Medical Camp



World Environment Day Celebrations



Internal Training



**BOARD OF DIRECTORS' REPORT
TO THE SHAREHOLDERS**
For the year ended 30 June 2023

Dear Fellow Shareholder(s),

Assalamu Alaikum,

On behalf of the Board of Directors of GPH Ispat Limited, I welcome you all to the 17th Annual General Meeting of the Company. It is a great pleasure and privilege for me to present before you the Annual Report of the company which includes the Directors' Report along with the Audited Financial Statements and Auditors' Report for the year ended 30 June 2023 for your kind consideration, adoption, and approval. This Annual Report has been prepared under section 184 of the Companies Act, 1994 and in compliance with the Bangladesh Securities and Exchange Commission's (BSEC) Corporate Governance Code, notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018.

Steel Industry Outlook 2022-2023 and Possible Future Developments:

Economic Scenario:

Since gaining independence in 1971, Bangladesh has gradually become an economic superpower in Asia regionally and internationally. As a result, the demand for steel materials has increased significantly in the country. The journey of the steel industry in Bangladesh started about seven decades ago and is currently almost self-sufficient. At present, investment in this sector stands at about BDT 50 thousand crore and around 1 million people are directly or indirectly employed in this sector. Local steel mills' total production increased almost fourfold compared to 12 years ago. A big chunk of the demand for steel comes mostly from Government mega infrastructure development projects as well as the rural infrastructure development across the country. About a decade ago, the per capita consumption of steel in Bangladesh was 25kg. Today, it is estimated to have reached about 43kg, indicating massive progress in infrastructure development across the country. The country's economic progress has resulted in an infrastructure development process that heralds an increased demand for steel in the coming days. And the steel industry is ready to meet the country's increasing demand for the next 10-15 years as it has an annual production capacity of 80 lakh tons. Around 50-55 lakh tons of steel products made in local factories are used in the country, while the rest are exported. Around 60% of steel products manufactured here are used in government projects, while 25% is used at the individual consumer level, and around 15% in the private sector.

Current Status of the Steel Industry in Bangladesh:

As the industry is import-dependent for resources, it is currently in crisis due to the global economic recession, inflation, Bangladesh's foreign exchange crisis, the Russia-Ukraine war, and post-pandemic effects. Imports of raw materials have declined significantly due to the dollar crisis and import restrictions. In addition to that, there is also a crisis of gas and electricity. As production is directly impacted by disruptions in raw material imports and shortage of utility supply, the companies are forced to reduce production. This in turn causes a significant increase in production costs which puts additional pressure on consumers. In such a situation, keeping in mind the future emergency, it is necessary to take action now. The import of raw materials should be facilitated. The country's current economic growth suggests that the demand for steel will increase. So, the sector needs to be prioritized and favorable policies should be formulated so that the ongoing economic progress is not hindered.

Steel Industry Growth, Opportunity, and Optimism:

Bangladesh is a country with tremendous potential. The rapid development of the country's infrastructure through megaprojects over the past decade is unprecedented. As the purchasing power of the people increases and awareness of using quality construction materials grows, the use of steel produced by the private sector will also rise, extending beyond cities and reaching villages. The demand for steel and its diversified uses is expected to increase steadily in the coming days. Moreover, the construction of the Padma Bridge has paved the way for new economic or industrial corridors in the southern region. Trade and commerce will expand in 21 districts connected to this bridge and there will be new investments. The Padma Bridge facilitates communication between the two sides and plays a major role in developing industries and tourism. The Padma Bridge will also increase connectivity in trade and commerce among Bangladesh, India, Nepal, and Bhutan. Improved communication facilities will reduce the cost of transporting imported and exported goods as well as goods produced in the south. The government must diversify the export basket beyond the garment industry and prioritize increasing exports to boost the economy. By expanding the export basket and offering policy incentives for increased production, revenue can be enhanced effectively. Good Industry friendly policies can uplift any industry.

Challenges of the Steel Industry in Bangladesh:

At present, ensuring the availability of raw materials is a very tough challenge for the steel industry of Bangladesh. Amid the dollar crisis, the import of steel raw materials has decreased, putting the industry in a crisis. The availability of raw materials will become uncertain if letters of credit (LCs) are not opened as per the requirement. Moreover, disruptions in electricity and gas supply at the factory are a major concern. Freight charges have increased due to the global recession and the lengthy process during the import of raw materials. Raw material shortages and utility crises raise production costs. As production costs increased, the product's market price also increased, which put additional pressure on the consumer. In FY 2022-2023, the steel industry of Bangladesh suffered huge losses due to the dollar value devaluation. There is no guarantee that the dollar value will not be devaluated further, but we hope there will be no further devaluation. The government must also ensure the availability of dollars and a future strategy must be formulated in this regard. Import of raw materials should be continued to maintain production. Preparing for the future is crucial. Boosting foreign exchange reserves should be a priority. For this, increasing remittances and export income should be prioritized. Moreover, various policies of the Government of Bangladesh often undergo unexpected changes in terms of Customs Law, Income Tax, Value Added Tax, and other regulatory bodies. Taxation reforms are essential, including lowering income tax and VAT rates and making Government policy and rules simpler. Overburdening existing sectors and taxpayers could worsen the crisis, leading to decreased investments. Furthermore, the volatility of such policy changes and the fact that steel producers are directly involved in these policies have a negative impact on the growth of the industry. Simplifying tax and VAT policies is crucial for encouraging production by providing relaxation in these areas.

Contribution of GPH Ispat in the Steel Industry of Bangladesh:

Since its inception, GPH has been making significant contributions to the development of the country's industry and infrastructure by producing the highest quality products, where the world's best "Quantum Electric Arc Furnace and Winlink" technology is being used in the production process. GPH Ispat also manufacturing the GPH QUANTUM B600C-R & GPH QUANTUM B600D-R Steel Re-bar for the first time in Bangladesh which ensures BDS ISO 6935-2:2021 prescribed standards with high strength and maximum safety. BUET tested GPH QUANTUM B600C-R & GPH QUANTUM B600D-R Steel Re-bar is ready to meet the growing residential and infrastructure needs of the country. This steel re-bar is stronger than any rod in the market which will reduce the requirement of rods by up to 30% in construction. This will reduce labour, transportation, crane costs, and construction time. Using this Rebar reduces the section size of the column, which increases the floor space. Its use will reduce the congestion of re-bars in the structure which will improve the quality of construction and reduce the dead load of the building. Its bearing and cyclic loading capacity is also high, so the structure will be safer in earthquakes.

GPH Ispat's efforts to meet the growing demand for steel in Bangladesh. Since the starting of commercial production as the first integrated steel plant in the region in 2021, now it is well in a position to meet customer requirements with the highest standard of quality assurance. The loyalty and dedication of its employees have enabled the business to expand its reach across the country and the globe. GPH Ispat is committed to be an active partner in building the country's infrastructure and building a developed nation through the steel industry. GPH Ispat is also committed to sustainable development and will continue its efforts to reduce the ecological footprint, reduce energy and resource consumption, and enhance recyclability. GPH Ispat's strategy is aligned with Bangladesh Vision 2041 to build a developed country capable of sustaining its development and providing a high standard of living for its people.

Product Wise Performance:

GPH Ispat Limited is engaged in the manufacturing of MS Billet and MS Rod with the State-of-the-Art technology. The production process of the company has been designed in a unique integrated manner, in which the hot metal from Quantum Electric Arc Furnace (QEAF) is refined in a ladle refining furnace (LRF) and then cast in a continuous casting machine (CCM). This process ensures the production of the most pure and clean GPH Quantum Re-bar. The product-wise performance of the year under review compared with the corresponding year is tabulated below:

Particulars	MS Billet		MS Rod	
	2022-2023	2021-2022	2022-2023	2021-2022
Installed Capacity (M. Ton)	1,050,000	1,050,000	790,000	790,000
Production Quantity (M. Ton)	725,587	680,927	591,202	519,033
Capacity Utilization (%)	69.10	64.85	74.84	65.70

Risks and Risks Mitigation Plan:

The steel industry is characterized by an environment where the industry is exposed to high-level risks in terms of availability of key production inputs such as raw materials, electricity and gas. As risk assessment and mitigation plans are an integral part of any business, the Board of Directors and the Management Team of the Company are regularly monitoring, assessing, and identifying the possible internal and external threats to profitability and business sustainability by developing appropriate risk mitigation measures. In spite of that, Investors should take the risk factors into consideration before making any investment decision. A detailed articulation of some of the major risk factors that impact our business and our adjoining strategy and response are described in **Annexure-D, page number 90 and the Financial Statements Notes No. 45, page number 164.**

Cost of Goods Sold, Gross Profit Margin and Net Profit Margin:

In FY 2022-2023, GPH Ispat achieved a record Revenue of BDT 59,011.45 million, an increase of 23.04% as compared to BDT 47,959.93 million in the previous financial year 2021-2022. Revenue has increased as the production capacity of the expansion plant has gradually increased and the sales price per metric ton has also increased compared with the corresponding year's sales rate per metric ton.

Cost of Goods Sold (COGS) includes the raw material costs, direct labor costs and production overhead costs used to produce the goods. As the Cost of Goods Sold has a major contributor to the profit margin, the management of the company has a special concentration to keep the Cost of Goods Sold lower than the pricing of the products. During the year 2022-2023, the Cost of Goods Sold was BDT 49,696.52 million while it was BDT 40,478.44 million in the previous year i.e., 2021-2022.

Correspondingly, Gross Profit inched up by 25.38% to BDT 7,960.36 million along with the higher sales, while Gross Profit Margin uprise to 13.81%, compared to 13.56% of FY 2021-2022.

During the year under review, Administrative Expenses and Selling & Distribution Expenses increased by 12.47% and 3.78% respectively compared to the corresponding year 2021-2022. Finance Costs increased by 146.19% compared to the corresponding year 2021-2022. Finance costs increased largely due to higher foreign currency exchange losses which have contributed most to decline the profitability.

Profit after Tax for the FY year 2022-2023 declined by 82.09% to BDT 267.61 million and Earnings Per Share dropped by 83.04% to Tk. 0.58, while the Profit after Tax and Earnings Per Share of 2021-2022 was BDT 1,494.27 million and TK. 3.42 respectively.

The last six years' Cost of Goods Sold, Gross Profit, and Net Profit of the Company are tabulated below:

Particulars	2022-2023	2021-2022	2020-2021	2019-2020	2018-2019	2017-2018
	Taka	Taka	Taka	Taka	Taka	Taka
Cost of Goods Sold (Million)	49,696.52	40,478.45	23,965.15	7,852.83	11,110.76	8,211.56
Gross Profit (Million)	7,960.36	6,349.08	4,201.31	1,553.86	2,157.93	1,602.54
Net Profit (Million)	267.61	1,494.28	1,660.89	299.42	806.20	666.06

Extra-Ordinary Activities and their Implications (Loss or Gain):

During the year under review, GPH Ispat Limited did not undertake or continue any kind of extra-ordinary activities and did not suffer or gain any loss or gain from such activities.

Related Party Transaction:

GPH Ispat Limited carried out a number of transactions with its related parties during the year and all transactions have been made in the normal course of business on an arms' length basis. The details of related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions have been shown in the **Audited Financial Statements Note No. 38, page number 161.**

Utilization of Proceeds raised through Public Issues and Rights Issues:

There are no unutilized Public Issues Proceeds and Rights Issues Proceeds in Company's account as the proceeds were utilized fully during the year 2011-2012 and 2019-2020 respectively.

The Financial Results Deteriorate after the Company goes for Initial Public Offer (IPO) and Rights Share Offer:

No Financial results deteriorated or adverse situation has arisen after the company went for Initial Public Offer (IPO) and Rights Share Issue. Moreover, the Company was able to maintain consistent growth and a remarkable performance by earning consistent profitability since its inception.

Significant Deviation between Quarterly Financial Performances and Annual Financial Statements:

In the First Quarter (July-2022 to September-2022), the Earnings Per Share of the Company was Tk. (1.82), in the Second Quarter (October-2022 to December-2022), the Earnings Per Share was Tk. (0.12), in the Third Quarter (January-2023 to March-2023), the Earnings Per Share was Tk. 1.16 and the Annual Earnings Per Share was Tk. 0.58. Earnings Per Share was negative in the First Quarter and Second Quarter compared to the Third Quarter and Final Quarter due to significant foreign currency exchange loss. Moreover, the price of raw materials, international shipping, and freight charges have increased due to dull economic conditions after the effect of COVID-19 and the ongoing Russia-Ukraine war. Furthermore, the cost of production has increased significantly due to price hikes and shortages of electricity and gas supply which is also an important reason for the deviation between quarterly financial performances and annual financial statements.

Remuneration paid to the Directors including Independent Directors:

Directors were remunerated as per the Nomination and Remuneration Policy of the company and the approval of the Board of Directors meeting. A statement of the Directors' Remuneration for the year ended on 30 June 2023 is shown in the **Audited Financial Statements Note No. 40, page number 162.**

Preparation of Financial Statements:

The Board of Directors is responsible for presenting a true and fair view of the Company's financial performance and position as a part of good governance. In compliance with the Bangladesh Securities and Exchange Commission's Corporate Governance Code, notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated June 03, 2018 the Board of Directors of the company confirmed to the best of their knowledge as follows:

- a) The Financial Statements for the year ended on 30 June 2023 prepared by the management of GPH Ispat Limited presented fairly its state of affairs, the result of its operations, cash flows and change in equity.
- b) Proper books of account of the company have been maintained.
- c) Appropriate accounting policies have been consistently applied in the preparation of the Financial Statements and the accounting estimates are based on reasonable and prudent judgment.
- d) International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in the preparation of the Financial Statements and any departure therefrom has been adequately disclosed.

System of Internal Control:

The internal control system facilitates to conduct of the organization efficiently, safeguarding the assets of the company, preventing and detecting fraud and other unlawful acts, completeness and accuracy of financial records. Moreover, transparency and accountability can bring business benefits like recognition and reputation, and also improve relationships among the companies, customers, and stakeholders. As GPH Ispat Limited is a publicly listed company, the board of directors is responsible for ensuring appropriate internal controls. To ensure transparency and accountability, GPH Ispat Limited has designed its internal control system with policies and procedures that assure the assets are safeguarded, transactions are authorized and properly recorded. The management and employees of the company are responsible to follow the policies and procedures of the internal control system. Furthermore, a separate Internal Audit Department headed by a professional auditor regularly conducts the audit works as per the established policies and procedures of the company is consistently followed.

To abide by the Corporate Governance Code-2018, two sub-committees are in the Board of Directors; one is the Audit Committee and another is the Nomination and Remuneration Committee. Both Committees play an important role in overseeing the company's internal control processes. During the year under review, the Audit Committee of the Company met quarterly to review the quarterly Financial Statements as well as Annual Financial Statements. They discussed all significant audit observations and ascertained their views on the Financial Statements, including the Financial Reporting System and compliance with accounting policies and procedures followed by the Company. The Audit Committee's observations and suggestions were acted upon by the Company's Management. The Nomination and Remuneration Committee of the company met once a year to formulate the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of Directors and top-level executives as well as a policy for the formal process of considering remuneration of directors and top-level executives.

Protection of Minority Shareholders:

The Board of Directors of the Company is always concerned about the minority Shareholders' interests. The Board ensures that the minority Shareholders' interests have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and has effective means of redress.

Ability to Continue as a Going Concern:

The company has adequate resources to continue its operation for the foreseeable future. For this reason, the Board of Directors continues to adopt the going concern principle in preparing the financial statements. The current revenue generation and resources of the company provide sufficient funds to meet the present requirements of its existing business and operations. So, there is no doubt about the company's ability to continue as a going concern.

Significant Deviations from the last year's Operating Results:

The operating result arising from the profit and loss account shows what the company has earned from its core business activities. The significant deviations in the current year's operating results with the last year's Operating Results are tabulated below:

Particulars	2022-2023	2021-2022	Deviations (%)
	Taka (Million)	Taka (Million)	
Gross Revenue	59,011.45	47,959.93	23.04
Gross Profit	7,960.36	6,349.07	25.38
Operating Profit	6,472.91	4,945.60	30.88
Profit before Income Tax	1,236.41	2,781.54	(55.55)
Profit after Tax	267.61	1,494.27	(82.09)
Earnings per Share (EPS)	0.58	3.42	(83.04)

The reason for deviation from last year's operating results is the increase of dollar price due to the ongoing Russia-Ukraine war which caused a significant foreign currency exchange loss. Moreover, the cost of production has increased significantly due to price hikes and shortages of electricity and gas supply which is also an important reason for the deviation from last year's operation results.

Key Operating and Financial Data of the Last Six Years:

Significant progress made by GPH Ispat Limited over the last few years with respect to Production, Sales, and Profit earnings. The last six year's operational and financial data of the Company are tabulated below:

Operational Data:

Particulars	2022-2023	2021-2022	2020-2021	2019-2020	2018-2019	2017-2018
	Taka	Taka	Taka	Taka	Taka	Taka
Gross Revenue (Million)	59,011.45	47,959.93	28,949.12	9,716.50	13,421.05	9,923.40
Net Revenue (Million)	57,656.89	46,827.52	28,166.46	9,406.69	13,268.68	9,814.10
Cost of Goods Sold (Million)	49,696.52	40,478.44	23,965.15	7,852.83	11,110.76	8,211.56
Gross Profit (Million)	7,960.36	6,349.07	4,201.31	1,553.86	2,157.93	1,602.54
Operating Profit (Million)	6,472.91	4,945.60	3,218.38	1,121.43	1,735.00	1,276.27
Profit before Tax (Million)	1,236.41	2,781.54	2,122.27	398.58	1,075.12	863.66
Profit after Tax (Million)	267.61	1,494.27	1,660.89	299.42	806.20	666.06
Earnings per Share (EPS)	0.58	3.42	4.18	0.79	2.24	2.03
Net Operating Cash Flow per Share	(2.10)	(7.15)	(4.05)	(8.10)	1.44	0.49

Financial Data:

Particulars	As on June 30, 2023	As on June 30, 2022	As on June 30, 2021	As on June 30, 2020	As on June 30, 2019	As on June 30, 2018
	Taka	Taka	Taka	Taka	Taka	Taka
Non-Current Assets (Million)	50,417.25	34,579.59	33,821.01	27,043.69	23,010.70	13,976.55
Current Assets (Million)	35,966.46	30,307.14	19,838.25	12,945.80	8,482.32	8,717.68
Total Assets (Million)	86,383.72	64,886.74	53,659.26	39,989.49	31,493.02	22,694.23
Equity (Million)	24,461.99	12,576.30	11,856.92	6,433.36	6,335.36	5,525.35
Non-Current Liabilities (Million)	26,595.79	22,057.39	22,431.12	20,648.88	16,952.44	8,619.71
Current Liabilities (Million)	35,325.93	30,253.04	19,371.22	12,907.25	8,205.22	8,549.17
Total Equity & Liabilities (Million)	86,383.72	64,886.74	53,659.26	39,989.49	31,493.02	22,694.23
Net Asset Value (NAV)	53.08	28.79	29.86	17.01	17.59	16.87

Dividend Recommendation:

In 2022-2023, GPH Ispat Limited earned Profit After Tax Tk. 267.61 million and Earnings Per Share stands Tk. 0.58. The Board of Directors recommended 5% Cash Dividend (only for General Shareholders except Sponsors and Directors) and 5% Stock Dividend out of profit earned for the year ended 30 June 2023. Accordingly, capital will be accumulated by an amount of Tk. 230.42 million absorbing the Stock Dividend amount. This amount of capital will be utilized for the installation of Reheating Furnace under the company's BMRE project.

The Board of Directors also confirmed that no bonus share or stock dividend has been or shall be declared as interim dividend.

The Number of Board Meetings held and Attendance by Directors:

During 2022-2023, the Board of Directors of the company has called upon total five board meetings to consider and discuss the various agenda related to the company's operation and others. The total numbers of Board Meetings and attendance of the Directors have been shown in the Annual **Audited Financial Statements Note No. 41, page number 162.**

Shareholding Information:

The shareholding information of the company as on 30 June 2023 has been set out in **Annexure-E, page number 93**.

Directors' Appointment, Retirement & Re-appointment:

Directors' appointment, retirement and re-appointment are governed by the Articles of Association of the Company and the Companies Act 1994. Accordingly in the forthcoming Annual General Meeting, the following Directors of the Board will retire and they will also be eligible for re-appointment:

1. Mr. Md. Abdul Ahad
2. Mr. Md. Azizul Hoque

A brief resume of the said Directors is set out on **page number 26 & 27** of this Annual Report.

Appointment of Independent Director:

Independent Director appointment, reappointment, and retirement are governed by the Corporate Governance Code-2018 issued by the Bangladesh Securities and Exchange Commission. In this connection, GPH Ispat Limited has two Independent Directors. One of the Independent Directors Mr. Mohammad Abdul Malek resigned from his post due to personal reasons who was reappointed on 22 September 2021. To comply with the Corporate Governance Code 2018, the Board of Directors of the Company has nominated Mr. Safiul Alam Khan Chowdhury, a former Managing Director and CEO of Pubali Bank Limited as the Independent Director of GPH Ispat Limited for three years tenure in place of Mr. Mohammad Abdul Malek. Subsequently, the Bangladesh Securities and Exchange Commission accorded its consent on the said appointment vide its letter reference BSEC/CFD/12.50/2011/Part-4/1460 dated 13 April 2023. The appointment of Mr. Safiul Alam Khan Chowdhury will also be placed for shareholders' approval in the forthcoming Annual General Meeting of the Company.

A brief resume of Mr. Safiul Alam Khan Chowdhury is set out on **page number 28** of this Annual Report.

Management's Discussion and Analysis:

A management discussion and analysis presenting the company's position and operations along with a brief discussion on the Financial Statements and others for the year ended on 30 June 2023 is attached in **Annexure-F, page number 94**.

Declaration by the Managing Director and the Chief Financial Officer:

A declaration by the Managing Director and the Chief Financial Officer to the Board regarding the financial statements for the year ended on 30 June 2023 is attached in **Annexure-A, page number 77**.

Report as well as certificate regarding Compliance of the Corporate Governance Code:

To ensure good governance, financial transparency, and accountability and to protect the stakeholder's interest, the Bangladesh Securities and Exchange Commission has issued a mandatory Code on Corporate Governance vide its notification BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018. Abiding by the conditions of the said Corporate Governance Code, GPH Ispat Limited ensures all related compliances. The Compliance status of GPH Ispat Limited along with the Auditors' Certificate for the year ended on 30 June 2023 is attached in **Annexure-B, Page number 78 & Annexure-C, Page number 79**.

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Unclaimed Dividend Transferred to the Capital Market Stabilization Fund:

As per the Bangladesh Securities and Exchange Commission's Letter No. SEC/SRMIC/165/-2020/part-1/166 dated 6 July 2021, GPH Ispat Limited deposited total Tk. 43,22,039.97 to the Capital Market Stabilization Fund as the unclaimed cash dividend of the shareholders from the years 2011-2012 to 2018-2019. GPH Ispat Limited also transferred 675 nos. unclaimed suspense bonus shares to the Capital Market Stabilization Fund. Moreover, Tk. 4,05,000.00 deposited to the Capital Market Stabilization as unclaimed IPO subscription money. The Company disclosed the unclaimed dividend position as a separate line item in the Balance Sheet as well as on the company's website as per the regulatory instruction. A summary of the unclaimed dividend of the shareholders as on 30 June 2023 is also attached in **Annexure-G, page number 97**.

Products Quality Control:

We believe that the best technology can produce the best quality products. Keeping in mind the GPH's vision and mission, we are producing quality steel products with the world's best 'Quantum Electric Arc Furnace and Winlink' technology. The Board Directors of GPH Ispat focuses a high priority on preserving and enhancing the quality of its products. At every stage of the manufacturing process, a high standard of quality has been maintained which ensures the world standards as well as local standards of our products. The quality control facilities include a high-grade standard laboratory facility and the latest computerized equipment. Moreover, a highly experienced and dedicated research & development team engaged to achieve the ethical goals without any compromise with the quality of the product.

Marketing and Branding:

Considering the highly competitive steel market in Bangladesh, the Board of Directors is always proactive and concerned about the marketing and branding strategy of the company. Effective marketing policy and implementation are vital factors for securing the expected growth of market share. Such a visionary thought induces GPH Ispat's management to introduce the world's latest and most advanced Quantum Electric Arc Furnace technology in Bangladesh. In that continuation, GPH Ispat has started manufacturing and marketing GPH Quantum B600C-R & GPH Quantum B600D-R Steel Re-bar for the first time in Bangladesh. Aiming to increase market share, along with the best quality products GPH follows the efficient practices of Marketing and Branding activities like television commercials, reality shows, talk shows with various television channels, press advertisements, street beautification, billboards, neon signs, high-wall painting, shop painting, shop-signboard, shop merchandising, new year calendars, brochures & flyers etc. over the year. Moreover, we used to organize conferences like dealers meet, retailers meet, engineers meet, masons meet, and halkhata program in order to engage the key influencers with our brand.

Furthermore, to boost our brand visibility in the digital sphere, we have extended our involvement in social media platforms like Facebook, Twitter, Instagram, LinkedIn, YouTube and Google display networks along with many others.

Human Resource Management and Employees Benefit:

The Board believes that if the employees take that organization as their own family, then there is no doubt about the success of that organization. So, we are committed to making extraordinary efforts to provide our workforce with a best-in-class, inclusive work environment to deliver on their full potential. We also recognize that talent recruitment and retention are essential to our success. In the last few years, we have been working towards building a sense of belonging while championing our culture and guiding principles. Knowing how our people feel is important to us, we aim to continuously improve our employees' journey and create an optimal workplace teeming with the power of possibility. To build an even stronger workforce, and create an optimal employee experience, we will continue to emphasize professional development, internal promotions, and succession planning to ensure leadership continuity and a strong legacy. As a responsible corporate organization, we are always concerned with ensuring the recruitment of the right people for the right job, managing salaries & wages, ensuring the physical and mental safety of employees at work, eliminating any forms of inequality, ensuring employment benefits as well as other benefits stipulated in the Labor Law, accepting newcomers and saying goodbye to those who leave. Moreover, employees are provided with long-term benefits such as provident fund, gratuity, group insurance, etc. GPH has also been taking initiatives for the skill development of the officers, staff and workers by arranging internal, local and foreign training facilities throughout the year.

GPH Ispat has also generated direct and indirect employment for a large number of people over the year. During the year 2022-2023, we recruited technical and nontechnical 307 new employees in various departments. As on 30 June 2023, the company had 2,286 permanent employees in addition to the many people who are directly and indirectly dependent on GPH for their livelihood working as distributors, dealers, retailers, suppliers, contractors and other business partners.

Environment, Health and Safety Management:

GPH Ispat Limited not only pursues financial outcomes but also significant strides in sustainability and Environmental, Health, and Safety (EHS) initiatives during the period from 2022-2023. Our unwavering commitment to safety and sustainability is a cornerstone of our success. We are delighted to share that our dedicated workforce, which collectively contributed and played a pivotal role in reducing Lost Time Injury (LTI) frequency rates across our organization. Our commitment to sustainability is further evidenced by our adherence to environmental regulations. Notably, off-gas and Suspended Particulate Matter (SPM) emissions have remained consistently below the guidelines set by the Department of Environment.

Our EHS initiatives have included comprehensive safety training, process improvements, and investments in safety infrastructure. Initiatives such as the installation of fire pumps for our administrative building and regular health check-ups for employees with Thermoluminescent dosimeter (TLD) badges demonstrate our commitment to creating a safer and healthier workplace. We have diligently compiled compliance requirements for our operations, ensuring that our practices align with regulatory standards. This proactive approach not only mitigates risks associated with non-compliance but also enhances the efficiency and sustainability of our operations. Our efforts in process safety assessment and risk profiling have identified and addressed potential hazards, ensuring the safety of our workforce and the integrity of our operations. We have also conducted extensive workshops and training sessions on various safety topics over the year. This ensures that our employees are well-prepared to handle any situation, further reducing risks.

Credit Rating:

Alpha Credit Rating Limited has assigned our Credit Rating for the year 2022-2023 which is as follows:

Long Term Rating	Short Term Rating
AA	ST-2

"AA" indicates the company has Very Strong Credit Quality to meet financial commitments.

"ST-2" indicates the company has above average ability to meet short-term financial commitments.

Contribution to the National Exchequer:

The contribution to the national exchequer has been very significant since the inception of GPH Ispat Limited. During the year 2022-23, GPH contributed BDT 5,201.20 million to the national exchequer as Value Added Tax (VAT), Corporate Tax, Source Tax, Supplementary Duty (SD), Customs Duty and various Registration fees while it was BDT 4,422.33 million in the previous year. GPH Ispat Limited also paid BDT 4,931.10 million as Utility Bill.

Appointment of Auditors:

The Board of Directors hereby reports that Hoda Vasi Choudhury & Co., Chartered Accountants was appointed as the statutory auditors of the company for the financial year ended 30 June 2023 in the last Annual General Meeting. The Auditors have carried out the audit for the year ended 30 June 2023 and submitted their report thereof. According to the Bangladesh Securities & Exchange Commission's notification: BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018, Hoda Vasi Choudhury & Co., Chartered Accountants is eligible for re-appointment and they have expressed their willingness to take up the audit for the year ended 30 June 2024. The Board of Directors has recommended to re-appoint Hoda Vasi Choudhury & Co., Chartered Accountants as the statutory auditors of the company for the financial year ended on 30 June 2024. The Board of Directors also recommended to appoint Hussain Farhad & Co., Chartered Accountants as the corporate governance compliance auditors of the company for the year ended on 30 June 2024. These appointments of auditors will be approved by the shareholders in the forthcoming Annual General Meeting.

Acknowledgments:

Finally, on behalf of the Board of Directors, I would like to express my thanks, gratitude and sincere appreciation to all the valued shareholders for their wholehearted support to the Company and we expect to continue in the coming years.

On behalf of the Board



Md. Alamgir Kabir
Chairman

৩০ জুন, ২০২৩ইং তারিখে সমাপ্ত বছরের জন্য শেয়ারহোল্ডারগণের নিকট পরিচালনা পর্ষদের প্রতিবেদন

প্রিয় সম্মানিত শেয়ারহোল্ডারবৃন্দ,

আসসালামু আলাইকুম,

জিপিএইচ ইস্পাত লিমিটেডের পরিচালনা পর্ষদের পক্ষে থেকে কোম্পানির ১৭তম বার্ষিক সাধারণ সভায় আপনাদের সবাইকে স্বাগত জানাচ্ছি। সেই সাথে ৩০ জুন, ২০২৩ইং তারিখে সমাপ্ত বছরের কোম্পানির নিরীক্ষিত আর্থিক বিবরণী, নিরীক্ষকের প্রতিবেদন এবং পরিচালনা পর্ষদের প্রতিবেদন আপনাদের সদয় বিবেচনা, গ্রহণ ও অনুমোদন এর জন্য উপস্থাপন করা আমার জন্য অত্যন্ত আনন্দের এবং সৌভাগ্যের বিষয়। উক্ত বার্ষিক প্রতিবেদন কোম্পানি আইন ১৯৯৪ এর ধারা ১৮৪ এবং বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন (বিএসইসি) এর ০৩ জুন, ২০১৮ইং তারিখের কর্পোরেট গভর্নেন্স কোড নোটিফিকেশনঃ এসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৭/এডমিন/৮০ এর আলোকে প্রস্তুত করা হয়েছে।

২০২২-২০২৩ সালে ইস্পাত শিল্পের সার্বিক অবস্থা এবং সম্ভাব্য ভবিষ্যত উন্নয়ন:

অর্থনৈতিক পরিস্থিতি:

১৯৭১ সালে স্বাধীনতা লাভের পর থেকে বাংলাদেশ আঞ্চলিক ও আন্তর্জাতিকভাবে ধীরে ধীরে এশিয়ার একটি অর্থনৈতিক পরাশক্তিতে পরিণত হয়েছে। যার ফলে দেশে ইস্পাত সামগ্রীর চাহিদা উল্লেখযোগ্য হারে বৃদ্ধি পেয়েছে। বাংলাদেশে ইস্পাত শিল্পের যাত্রা প্রায় সাত দশক আগে শুরু হয়েছিল এবং বর্তমানে এটি প্রায় স্বয়ংসম্পূর্ণ। বর্তমানে এই খাতে বিনিয়োগের পরিমাণ প্রায় ৫০ হাজার কোটি টাকা এবং এই খাতে প্রায় ১০ লক্ষ লোক প্রত্যক্ষ বা পরোক্ষভাবে কর্মরত রয়েছে। স্থানীয় স্টিল মিলের মোট উৎপাদন ১২ বছর আগের তুলনায় প্রায় চারগুণ বেড়েছে। ইস্পাতের চাহিদার একটি বড় অংশ আসে সরকারের মেগা অবকাঠামো উন্নয়ন প্রকল্পের পাশাপাশি সারা দেশে গ্রামীণ অবকাঠামো উন্নয়ন থেকে। প্রায় এক দশক আগেও বাংলাদেশে মাথাপিছু ইস্পাতের ব্যবহার ছিল মাত্র ২৫ কেজি। বর্তমানে এটি প্রায় ৪৩ কেজিতে পৌঁছেছে বলে অনুমান করা হয়, যা সারা দেশে অবকাঠামো উন্নয়নে ব্যাপক অগ্রগতির ইঙ্গিত প্রদান করে। দেশের অর্থনৈতিক অগ্রগতির ফলে একটি অবকাঠামো উন্নয়ন প্রক্রিয়া শুরু হয়েছে যা আগামী দিনে ইস্পাতের চাহিদা বৃদ্ধির সূচনা করেছে এবং ইস্পাত শিল্প আগামী ১০-১৫ বছরের জন্য দেশের ক্রমবর্ধমান চাহিদা মেটাতে প্রস্তুত, কারণ এর বার্ষিক উৎপাদন ক্ষমতা প্রায় ৮০ লক্ষ মেট্রিক টন। দেশীয় কারখানায় তৈরি প্রায় ৫০-৫৫ লাখ মেট্রিক টন স্টিল পণ্য দেশে ব্যবহৃত হয়, বাকিগুলো রপ্তানি হয়। দেশে উৎপাদিত পণ্যের প্রায় ৬০ শতাংশ ইস্পাত পণ্য সরকারি প্রকল্পে ব্যবহৃত হয়, যেখানে প্রায় ২৫ শতাংশ ব্যক্তিগত পর্যায়ে এবং প্রায় ১৫ শতাংশ বেসরকারি পর্যায়ে ব্যবহৃত হয়।

বাংলাদেশের ইস্পাত শিল্পের বর্তমান অবস্থা:

কাঁচামাল আমদানি নির্ভর শিল্প হিসেবে ইস্পাত শিল্প বর্তমানে বৈশ্বিক অর্থনৈতিক মন্দা, মুদ্রাস্ফীতি, বাংলাদেশের বৈদেশিক মুদ্রার সংকট, রাশিয়া-ইউক্রেন যুদ্ধ এবং মহামারী পরবর্তী প্রভাবের কারণে সংকটে রয়েছে। ডলার সংকট ও আমদানি বিধিনিষেধের কারণে কাঁচামাল আমদানি উল্লেখযোগ্য হারে কমেছে। তাছাড়া গ্যাস-বিদ্যুতের সংকটও রয়েছে। কাঁচামাল আমদানিতে বাধা এবং ইউটিলিটি সরবরাহের ঘাটতির কারণে উৎপাদন সরাসরি প্রভাবিত হওয়ায় কোম্পানিগুলো উৎপাদন কমাতে বাধ্য হচ্ছে। এর ফলে উৎপাদন খরচ উল্লেখযোগ্য হারে বৃদ্ধি পাওয়ায় ভোক্তাদের উপর অতিরিক্ত চাপ সৃষ্টি হচ্ছে। এমতাবস্থায় ভবিষ্যতে প্রয়োজনীয়তার কথা মাথায় রেখে এখনই ব্যবস্থা নেওয়া প্রয়োজন। তার জন্য কাঁচামাল আমদানির সুবিধা নিশ্চিত করতে হবে। দেশের বর্তমান অর্থনৈতিক প্রবৃদ্ধি ইঙ্গিত করে যে এখানে ইস্পাতের চাহিদা বাড়বে। সুতরাং, ইস্পাত খাতকে অগ্রাধিকার দিতে হবে এবং অনুকূল নীতি প্রণয়ন করতে হবে যাতে চলমান অর্থনৈতিক অগ্রগতি বাধাগ্রস্ত না হয়।

ইস্পাত শিল্পের প্রবৃদ্ধি, সুযোগ এবং সম্ভাবনা:

বাংলাদেশ অপর সম্ভাবনার দেশ। গত এক দশকে মেগা প্রকল্পের মাধ্যমে দেশের অবকাঠামোর যে দ্রুত উন্নয়ন হয়েছে তা নজিরবিহীন। মানুষের ক্রয় ক্ষমতা বৃদ্ধি এবং মানসম্পন্ন নির্মাণ সামগ্রী ব্যবহারের সচেতনতা বৃদ্ধির সাথে সাথে বেসরকারি খাতের দ্বারা উৎপাদিত স্টিলের ব্যবহারও বাড়ছে এবং শহর ছাড়িয়ে গ্রামে পৌঁছেছে। ফলস্বরূপ, ইস্পাতের চাহিদা এবং এর বহুমুখী ব্যবহার আগামী দিনে ক্রমশ বৃদ্ধি পাবে বলে আশা করা হচ্ছে। তাছাড়া পদ্মা সেতু নির্মাণের ফলে দেশে দক্ষিণাঞ্চলে নতুন অর্থনৈতিক বা শিল্প করিডোর তৈরির পথ সুগম হয়েছে। এই সেতুর সাথে যুক্ত ২১টি জেলায় ব্যবসা-বাণিজ্য সম্প্রসারিত হবে এবং নতুন বিনিয়োগ হবে। পদ্মা সেতু দেশের দুই প্রান্তের মধ্যে যোগাযোগ সহজতর করেছে এবং শিল্প ও পর্যটন বিকাশে বড় ভূমিকা রাখবে। পদ্মা সেতু বাংলাদেশ, ভারত, নেপাল ও ভুটানের মধ্যে ব্যবসা-বাণিজ্যে যোগাযোগ বাড়াবে। উন্নত যোগাযোগ সুবিধার ফলে দেশের দক্ষিণাঞ্চলে উৎপাদিত পণ্যের উৎপাদন খরচ কমার পাশাপাশি আমদানি-রপ্তানি পণ্য পরিবহন খরচ কমবে। সরকারকে অবশ্যই পোশাক শিল্পের বাইরে রপ্তানি বাস্কেটকে বহুমুখী করতে হবে এবং অর্থনীতিকে চাঙ্গা করতে রপ্তানি বৃদ্ধিকে অগ্রাধিকার দিতে হবে। রপ্তানি বাস্কেট সম্প্রসারণ এবং উৎপাদন বৃদ্ধির জন্য নীতি প্রণোদনা প্রদানের মাধ্যমে রাজস্ব কার্যকরভাবে বৃদ্ধি করা যেতে পারে। ভালো শিল্পবান্ধব নীতি যেকোনো শিল্পকে উন্নত করতে পারে।

বাংলাদেশের ইস্পাত শিল্পের চ্যালেঞ্জ:

বর্তমানে কাঁচামালের প্রাপ্যতা নিশ্চিত করা বাংলাদেশের ইস্পাত শিল্পের জন্য একটি কঠিন চ্যালেঞ্জ। ডলার সংকটের মধ্যে ইস্পাত কাঁচামাল আমদানি কমে যাওয়ায় এ শিল্প সংকটের মধ্যে রয়েছে। প্রয়োজন অনুযায়ী এলসি খুলতে না পারলে কাঁচামালের প্রাপ্যতা অনিশ্চিত হয়ে পড়বে। তাছাড়া কারখানায় বিদ্যুৎ ও গ্যাস সরবরাহে ব্যাঘাত একটি বড় উদ্বেগের বিষয়। বৈশ্বিক মন্দা এবং কাঁচামাল আমদানির দীর্ঘ প্রক্রিয়ার কারণে জাহাজে পরিবহন ভাড়া বেড়ে যায়। কাঁচামালের ঘাটতি এবং ইউটিলিটি সংকট উৎপাদন খরচ বাড়ায় এবং উৎপাদন খরচ বাড়ার সঙ্গে পণ্যের বাজারদরও বেড়ে যায়, যা ভোক্তার উপর বাড়তি চাপ সৃষ্টি করে। ২০২২-২০২৩ অর্থবছরে, ডলারের মূল্য অবমূল্যায়নের কারণে বাংলাদেশের ইস্পাত শিল্প ব্যাপক ক্ষতির সম্মুখীন হয়। ডলারের মূল্য যে আরও অবমূল্যায়িত হবে না তার কোনো নিশ্চয়তা নেই, তবে আমরা আশা করি আর কোনো অবমূল্যায়ন হবে না। সরকারকে অবশ্যই ডলারের প্রাপ্যতা নিশ্চিত করতে হবে এবং এ বিষয়ে ভবিষ্যৎ কৌশল প্রণয়ন করতে হবে। উৎপাদন বজায় রাখতে কাঁচামাল আমদানি অব্যাহত রাখতে হবে। এক্ষেত্রে ভবিষ্যতের জন্য প্রস্তুতি অত্যন্ত গুরুত্বপূর্ণ। তাই বৈদেশিক মুদ্রার রিজার্ভ বাড়ানোর বিষয়ে অগ্রাধিকার দিতে হবে। এ জন্য রেমিটেন্স বৃদ্ধি ও রপ্তানি আয়কে অগ্রাধিকার দিতে হবে। এছাড়া, বাংলাদেশ সরকারের বিভিন্ন নীতিমালা, শুল্ক আইন, আয়কর, মূল্য সংযোজন কর এবং অন্যান্য নিয়ন্ত্রক সংস্থার নীতিমালা সমূহ প্রায়ই অপ্রত্যাশিত পরিবর্তনের মধ্য দিয়ে যায়। আয়কর ও ভ্যাটের হার কমানো এবং সরকারী নীতিমালা ও নিয়মকে সহজ করা সহ কর আইন সংস্কার অপরিহার্য। বিদ্যমান খাত এবং করদাতাদের অতিরিক্ত কর বোঝা সংকটকে আরও প্রকট করতে পারে, যার ফলে বিনিয়োগ হ্রাস পেতে পারে। এছাড়াও, এই ধরনের নীতি পরিবর্তনের অস্থিরতা এবং ইস্পাত উৎপাদনকারীরা এই নীতিগুলির সাথে সরাসরি জড়িত থাকার বিষয়টি শিল্পের প্রবৃদ্ধিতে নেতিবাচক প্রভাব ফেলছে। কর এবং মুসক নীতিমালা সহজীকরণ অত্যন্ত গুরুত্বপূর্ণ, এই ক্ষেত্রে তা শিথিল করার মাধ্যমে উৎপাদনকে উৎসাহিত করা যেতে পারে।

বাংলাদেশের ইস্পাত শিল্পে জিপিএইচ ইস্পাতের অবদান:

প্রতিষ্ঠানগ্ন থেকেই জিপিএইচ সর্বোচ্চ মানের পণ্য উৎপাদন করে দেশের শিল্প ও অবকাঠামোর উন্নয়নে গুরুত্বপূর্ণ অবদান রাখছে, যেখানে উৎপাদন প্রক্রিয়ায় বিশ্ব সেরা “কোয়ান্টাম ইলেকট্রিক আর্ক ফার্নেস অ্যান্ড উইনলিংক” প্রযুক্তি ব্যবহার করা হচ্ছে। জিপিএইচ ইস্পাত বাংলাদেশে প্রথমবারের মতো GPH QUANTUM B600C-R এবং GPH QUANTUM B600D-R স্টিল রি-বার উৎপাদন শুরু করেছে, যা উচ্চ শক্তি এবং সর্বোচ্চ নিরাপত্তা সহ BDS ISO 6935-2:2021 নির্ধারিত মান নিশ্চিত করে। বুয়েট পরীক্ষিত GPH QUANTUM B600C-R এবং GPH QUANTUM B600D-R স্টিল রি-বার দেশের ক্রমবর্ধমান আবাসিক এবং অবকাঠামোগত নির্মাণের চাহিদা পূরণে প্রস্তুত রয়েছে। উক্ত স্টিল রি-বার বাজারের যে কোন রডের চেয়ে শক্তিশালী, যা নির্মাণে রডের ব্যবহার ৩০ শতাংশ পর্যন্ত কমিয়ে দেবে। ইহার ব্যবহারে লেবার, পরিবহন, ক্রেনের খরচ সহ নির্মাণের সময় হ্রাস পাবে। এই রি-বার ব্যবহার করলে কলামের সেকশন সাইজ কম হবে, যা ফ্লোরে জায়গা বৃদ্ধি করবে। ইহার ব্যবহারে স্ট্রাকচারে রি-বারের অত্যধিকতা কমিয়ে দেবে, যা নির্মাণের গুণগতমান উন্নত করবে এবং বিল্ডিংয়ের ডেড লোড কমিয়ে দেবে। ইহার ভারবহন এবং সাইক্লিক লোডিং ক্ষমতাও বেশি, তাই ভূমিকম্প স্ট্রাকচার নিরাপদ থাকবে।

বাংলাদেশে ইস্পাতের ক্রমবর্ধমান চাহিদা মেটাতে জিপিএইচ ইস্পাতের প্রচেষ্টা অব্যাহত রয়েছে। ২০২১ সালে এই অঞ্চলে জিপিএইচ ইস্পাতের প্রথম সমন্বিত ইস্পাত প্ল্যান্টের বাণিজ্যিক উৎপাদন শুরু হওয়ার পর থেকে, বর্তমানে এটি সর্বোচ্চ মানের নিশ্চয়তার সাথে প্রাহকদের প্রয়োজনীয়তা পূরণ করার নিশ্চয়তা প্রদান করছে। প্রতিষ্ঠানের কর্মচারীদের আনুগত্য এবং উৎসর্গ এর ব্যবসাকে সারা দেশে এবং বিশ্বজুড়ে এর ব্যাপ্তি প্রসারিত করতে সক্ষম করেছে। জিপিএইচ ইস্পাত দেশের ইস্পাত শিল্পের মাধ্যমে অবকাঠামো নির্মাণ এবং একটি উন্নত জাতি গঠনে সক্রিয় অংশীদার হতে প্রতিশ্রুতিবদ্ধ। জিপিএইচ ইস্পাত টেকসই উন্নয়ন, পরিবেশগত সুরক্ষা, শক্তি ও সম্পদের ব্যবহার কমাতে এবং পুনর্ব্যবহারযোগ্যতা বাড়াতে তার প্রচেষ্টা অব্যাহত রাখবে। জিপিএইচ ইস্পাতের কৌশল বাংলাদেশের ভিশন-২০৪১ এর সাথে সামঞ্জস্যপূর্ণ, যা একটি উন্নত দেশ গড়ে তোলার জন্য এর উন্নয়নকে টিকিয়ে রাখতে এবং তার জনগণের জন্য একটি উন্নত জীবনযাত্রার ব্যবস্থা করতে সক্ষম।

পণ্য অনুযায়ী ফলাফল:

জিপিএইচ ইস্পাত লিমিটেড অত্যাধুনিক প্রযুক্তির মাধ্যমে এম.এস. বিলেট এবং এম.এস. রড উৎপাদনে নিয়োজিত রয়েছে। কোম্পানির উৎপাদন প্রক্রিয়াটি একটি অনন্য সমন্বিত পদ্ধতিতে ডিজাইন করা হয়েছে, যেখানে কোয়ান্টাম ইলেকট্রিক আর্ক ফার্নেস (QEAF) থেকে উত্তপ্ত ধাতব উপাদান সমূহকে ল্যান্ডেল রিফাইনিং ফার্নেস (LRF) এ পরিশোধন করা হয় এবং তারপর একটি কন্টিনিউয়াস কাস্টিং মেশিন (CCM) পাঠানো হয়। উক্ত প্রক্রিয়াটি সবচেয়ে বিশুদ্ধ এবং পরিষ্কার জিপিএইচ কোয়ান্টাম রি-বারের উৎপাদন নিশ্চিত করে। আলোচ্য বছরের সাথে পূর্ববর্তী বছরের পণ্য ভিত্তিক তুলনামূলক ফলাফল নিম্নে ছক আকারে দেখানো হল:

বিবরণ	এম.এস. বিলেট		এম.এস. রড	
	২০২২-২০২৩	২০২১-২০২২	২০২২-২০২৩	২০২১-২০২২
উৎপাদন ক্ষমতা (মে. টন)	১,০৫০,০০০	১,০৫০,০০০	৭৯০,০০০	৭৯০,০০০
উৎপাদনের পরিমাণ (মে. টন)	৭২৫,৫৮৭	৬৮০,৯২৭	৫৯১,২০২	৫১৯,০৩৩
উৎপাদন ক্ষমতার ব্যবহার (%)	৬৯.১০	৬৪.৮৫	৭৪.৮৪	৬৫.৭০

ঝুঁকি ও ঝুঁকি প্রশমন পরিকল্পনা:

ইস্পাত শিল্প এমন একটি পরিবেশ দ্বারা নিয়ন্ত্রিত যেখানে এই শিল্প কাঁচামাল, বিদ্যুৎ এবং গ্যাসের মতো মূল উৎপাদন উপকরণগুলোর পর্যাপ্ত সরবরাহের ক্ষেত্রে উচ্চস্তরের ঝুঁকির সম্মুখীন হয়। যেহেতু ঝুঁকি মূল্যায়ন এবং প্রশমন পরিকল্পনা যে কোন ব্যবসায়ের একটি অবিচ্ছেদ্য অংশ, তাই কোম্পানির পরিচালনা পর্ষদ ও ব্যবস্থাপনা দল ব্যবসায়ের টেকসই প্রবৃদ্ধি ও মুনাফা অর্জনের ক্ষেত্রে সম্ভাব্য সকল অভ্যন্তরীণ ও বাহ্যিক ঝুঁকি ও হুমকি সমূহ নিয়মিত পর্যবেক্ষণ, মূল্যায়ন ও চিহ্নিত করে থাকেন। তা সত্ত্বেও, যে কোন বিনিয়োগের সিদ্ধান্ত নেয়ার পূর্বে বিনিয়োগকারীদের সম্ভাব্য ঝুঁকির বিষয়গুলো বিবেচনায় নেওয়া উচিত। আমাদের ব্যবসায়কে প্রভাবিত করে এমন কিছু সম্ভাব্য প্রধান ঝুঁকি এবং উক্ত ঝুঁকিগুলো প্রশমনে আমাদের কৌশল সংযুক্তি-D, পৃষ্ঠা নং ৯০ এবং আর্থিক বিবরণীর নোট নং ৪৫, পৃষ্ঠা নং ১৬৪-তে বিশদভাবে বর্ণনা করা হয়েছে।

বিক্রিত পণ্যের ব্যয়, মোট মুনাফা এবং নীট মুনাফা:

২০২২-২০২৩ অর্থবছরে, জিপিএইচ ইস্পাত রেকর্ড ৫৯,০১১.৪৫ মিলিয়ন টাকা বিক্রয় আয় করেছে, যা পূর্ববর্তী ২০২১-২০২২ অর্থবছরের ৪৭,৯৫৯.৯৩ মিলিয়ন টাকার তুলনায় ২৩.০৪ শতাংশ বেশি। সম্প্রসারিত প্ল্যান্টের উৎপাদন ক্ষমতা ক্রমান্বয়ে বৃদ্ধি পাওয়ায় এবং গত বছরের তুলনায় আলোচ্য বছরে টন প্রতি বিক্রয় মূল্য বৃদ্ধি পাওয়ায় বিক্রয় আয় বৃদ্ধি পেয়েছে।

বিক্রিত পণ্যের ব্যয় (COGS) এর মধ্যে রয়েছে কাঁচামালের খরচ, প্রত্যক্ষ মজুরী খরচ এবং পণ্য উৎপাদনের জন্য ব্যবহৃত উৎপাদন উপরি খরচ সমূহ। যেহেতু বিক্রিত পণ্যের মূল্য মুনাফা মার্জিনে একটি বড় অবদান রাখে, তাই পণ্যের বিক্রয় মূল্যের চেয়ে বিক্রিত পণ্যের ব্যয় কমানোর বিষয়ে কোম্পানির ম্যানেজমেন্ট বিশেষ মনোযোগ দিয়ে থাকে। ২০২২-২০২৩ আলোচ্য বছরে, বিক্রিত পণ্য ব্যয় হয়েছে ৪৯,৬৯৬.৫২ মিলিয়ন টাকা যা পূর্বের বছর ২০২১-২০২২ সালে ছিল ৪০,৪৭৮.৪৪ মিলিয়ন টাকা।

অনুরূপভাবে, অধিকতর বিক্রয়ের সাথে মোট মুনাফা ২৫.৩৮ শতাংশ বৃদ্ধি পেয়ে ৭,৯৬০.৩৬ মিলিয়ন টাকা হয়েছে, যেখানে মোট মুনাফা মার্জিন বেড়ে হয়েছে ১৩.৮১ শতাংশ, যা ২০২১-২০২২ সালে ছিল ১৩.৫৬ শতাংশ।

আলোচ্য বছরে, প্রশাসনিক ব্যয় এবং বিক্রয় ও বিতরণ ব্যয় ২০২১-২০২২ সালের তুলনায় যথাক্রমে ১২.৪৭ শতাংশ এবং ৩.৭৮ শতাংশ বৃদ্ধি পেয়েছে। আর্থিক খরচ ২০২১-২০২২ সালের তুলনায় ১৪৬.১৯ শতাংশ বৃদ্ধি পেয়েছে। অত্যধিক পরিমাণ বৈদেশিক মুদ্রার বিনিময় ক্ষতির কারণে আর্থিক ব্যয় উল্লেখযোগ্য পরিমাণে বৃদ্ধি পেয়েছে, যা মুনাফা হ্রাসের ক্ষেত্রে সবচেয়ে বেশি অবদান রেখেছে।

২০২২-২০২৩ অর্থবছরে কর পরবর্তী মুনাফা ৮২.০৯ শতাংশ হ্রাস পেয়ে ২৬৭.৬১ মিলিয়ন টাকা হয়েছে এবং শেয়ার প্রতি আয় ৮৩.০৪ শতাংশ কমে ০.৫৮ টাকা হয়েছে, যেখানে ২০২১-২০২২ অর্থবছরে কর পরবর্তী মুনাফা এবং শেয়ার প্রতি আয় ছিল যথাক্রমে ১,৪৯৪.২৭ মিলিয়ন টাকা এবং ৩.৪২ টাকা।

কোম্পানির গত ছয় বছরের বিক্রিত পণ্যের ব্যয়, মোট মুনাফা এবং নীট মুনাফার পরিমাণ নিম্নে চক আকারে দেখানো হল:

বিবরণ	২০২২-২০২৩	২০২১-২০২২	২০২০-২০২১	২০১৯-২০২০	২০১৮-২০১৯	২০১৭-২০১৮
	টাকা	টাকা	টাকা	টাকা	টাকা	টাকা
বিক্রিত পণ্যের ব্যয় (মিলিয়ন)	৪৯,৬৯৬.৫২	৪০,৪৭৮.৪৫	২৩,৯৬৫.১৫	৭,৮৫২.৮৩	১১,১১০.৭৬	৮,২১১.৫৬
মোট মুনাফা (মিলিয়ন)	৭,৯৬০.৩৬	৬,৩৪৯.০৮	৪,২০১.৩১	১,৫৫৩.৮৬	২,১৫৭.৯৩	১,৬০২.৫৪
নীট মুনাফা (মিলিয়ন)	২৬৭.৬১	১,৪৯৪.২৮	১,৬৬০.৮৯	২৯৯.৪২	৮০৬.২০	৬৬৬.০৬

বিশেষ কার্যক্রম এবং এর প্রভাব (ক্ষতি/লাভ):

আলোচ্য বছরে, জিপিএইচ ইস্পাত লিমিটেড কোন ধরনের বিশেষ কার্যক্রম গ্রহণ করেনি বা চালিয়ে যাননি এবং এই ধরনের কার্যক্রম থেকে কোন লাভ বা ক্ষতি হয়নি।

সংশ্লিষ্ট পক্ষের সাথে লেনদেন:

আলোচ্য বছরে, জিপিএইচ ইস্পাত লিমিটেড তার সংশ্লিষ্ট পক্ষের সাথে বেশ কিছু লেনদেন সম্পাদন করেছে এবং সকল লেনদেন ব্যবসায়ের স্বাভাবিক নিয়মে সহযোগিতার ভিত্তিতে করা হয়েছে। সংশ্লিষ্ট পক্ষের সাথে লেনদেনের পরিমাণ, সংশ্লিষ্ট পক্ষের প্রকৃতি, লেনদেনের প্রকৃতি এবং লেনদেনের ভিত্তি সহ বিস্তারিত বিবরণ নিরীক্ষিত আর্থিক প্রতিবেদনে (নোট নং-৩৮, পৃষ্ঠা নং ১৬১) সংযুক্ত করা হয়েছে।

পাবলিক ইস্যু এবং রাইট শেয়ার ইস্যু হতে প্রাপ্ত অর্থের ব্যবহার:

পাবলিক ইস্যু এবং রাইট শেয়ার ইস্যু হতে প্রাপ্ত অর্থ যথাক্রমে ২০১১-২০১২ এবং ২০১৯-২০২০ হিসাববর্ষে সম্পূর্ণ ব্যবহারের ফলে কোম্পানির নিকট এ উৎস হতে প্রাপ্ত আর কোন অর্থ অব্যবহৃত নেই।

প্রাথমিক গণপ্রস্তাব (আইপিও) এবং রাইট শেয়ার ইস্যু পরবর্তী কোম্পানির আর্থিক ফলাফল:

প্রাথমিক গণপ্রস্তাব (আইপিও) এবং রাইট শেয়ার ইস্যু পরবর্তী সময়ে থেকে এখন পর্যন্ত কোম্পানির আর্থিক ফলাফলে কোন ধরণের অবনতি বা প্রতিকূল অবস্থার সৃষ্টি হয়নি। অধিকন্তু, কোম্পানি তার প্রতিষ্ঠালগ্ন থেকে ধারাবাহিক মুনাফা অর্জনের মাধ্যমে উল্লেখযোগ্য ফলাফল বজায় রাখতে এবং ক্রমাগতভাবে ব্যবসায়ের প্রবৃদ্ধি বজায় রাখতে সক্ষম হয়েছে।

ত্রৈমাসিক ও বার্ষিক আর্থিক প্রতিবেদন এর মধ্যে উল্লেখযোগ্য পার্থক্য:

কোম্পানির প্রথম প্রান্তিকে (জুলাই-২০২২ হতে সেপ্টেম্বর-২০২২) শেয়ার প্রতি আয় ছিল (১.৮২) টাকা, দ্বিতীয় প্রান্তিকে (অক্টোবর-২০২২ হতে ডিসেম্বর-২০২২) শেয়ার প্রতি আয় ছিল (০.১২) টাকা, তৃতীয় প্রান্তিকে (জানুয়ারি-২০২৩ হতে মার্চ-২০২৩) শেয়ার প্রতি আয় ছিল ১.১৬ টাকা এবং বার্ষিক শেয়ার প্রতি আয় হয়েছে ০.৫৮ টাকা। বৈদেশিক মুদ্রা লেনদেনে বিনিময় ক্ষতি উল্লেখযোগ্য বৃদ্ধির কারণে তৃতীয় প্রান্তিক এবং শেষ প্রান্তিকের তুলনায় প্রথম ও দ্বিতীয় প্রান্তিকে শেয়ার প্রতি আয় নেতিবাচক ছিল। তদুপরি, কোভিড-১৯ পরবর্তী প্রভাবে এবং চলমান রাশিয়া-ইউক্রেন যুদ্ধের কারণে নিস্তেজ অর্থনৈতিক অবস্থার ফলে আমদানিকৃত সকল কাঁচামালের দাম বৃদ্ধি সহ আন্তর্জাতিক শিপিং এবং জাহাজে মালামাল বহন খরচ উল্লেখযোগ্য হারে বৃদ্ধি পেয়েছে। অধিকন্তু, বিদ্যুৎ এবং গ্যাসের দাম বৃদ্ধি ও সরবরাহ ঘাটতির কারণে উৎপাদন খরচ উল্লেখযোগ্যভাবে বৃদ্ধি পেয়েছে যা ত্রৈমাসিক আর্থিক ফলাফল এবং বার্ষিক আর্থিক বিবরণীর মধ্যে বিচ্যুতির একটি গুরুত্বপূর্ণ কারণ।

পরিচালক এবং স্বতন্ত্র পরিচালকবৃন্দের সম্মানী:

কোম্পানির নমিনেশন ও রেমনারেশন নীতিমালা এবং পরিচালনা পর্ষদের সভায় অনুমোদন সাপেক্ষে পরিচালকবৃন্দের সম্মানী প্রদান করা হয়। ৩০ জুন ২০২৩ইং তারিখে সমাপ্ত বছরে পরিচালকবৃন্দকে প্রদত্ত সম্মানীর বিস্তারিত বিবরণ নিরীক্ষিত আর্থিক প্রতিবেদনে (নোট নং-৪০, পৃষ্ঠা নং ১৬২) সংযুক্ত করা হয়েছে।

আর্থিক বিবরণী প্রস্তুতকরণ:

সুশাসনের অংশ হিসেবে কোম্পানির আর্থিক ফলাফল এবং অবস্থা সম্পর্কে সত্য ও ন্যায্য বিষয় উপস্থাপন করতে পরিচালনা পর্ষদ দায়বদ্ধ। বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের কর্পোরেট গভর্নেন্স কোড নোটিফিকেশন নং-বিএসইসি/ সিএমআরআরসিডি/ ২০০৬-১৫৮/ ২০৭/ এডমিন/ ৮০, তারিখ ০৩ জুন, ২০১৮ইং মেনে চলার জন্য কোম্পানির পরিচালনা পর্ষদ তাদের সর্বোত্তম জ্ঞানের মাধ্যমে নিম্নোক্ত বিষয়গুলো নিশ্চিত করেছেন:

- ৩০ জুন ২০২৩ইং তারিখে সমাপ্ত বছরে কোম্পানির ম্যানেজমেন্ট কর্তৃক প্রস্তুতকৃত আর্থিক বিবরণীতে কোম্পানির অবস্থা, কার্যক্রমের ফলাফল, নগদ প্রবাহ ও ইকুইটির পরিবর্তন যথাযথ ভাবে উপস্থাপন করেছে।
- কোম্পানির হিসাব বই যথাযথ ভাবে সংরক্ষণ করা হয়েছে।
- আর্থিক বিবরণী প্রস্তুতের সময় হিসাব নীতিমালা যথাযথ ভাবে প্রয়োগ করা হয়েছে এবং হিসাব অনুমানগুলো যুক্তিসংগত এবং যথোপযুক্ত বিচার বিশ্লেষণের উপর ভিত্তি করে করা হয়েছে।
- আর্থিক বিবরণী প্রস্তুতের সময় ইন্টারন্যাশনাল একাউন্টিং স্ট্যান্ডার্ডস (আইএএস) এবং ইন্টারন্যাশনাল ফাইন্যান্সিয়াল রিপোর্টিং স্ট্যান্ডার্ডস (আইএফআরএস) বাংলাদেশে যেভাবে প্রযোজ্য সেভাবে অনুসরণ করা হয়েছে।

অভ্যন্তরীণ নিয়ন্ত্রণ পদ্ধতি:

অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা প্রতিষ্ঠানকে দক্ষতার সাথে পরিচালনা করতে, কোম্পানির সম্পদের সুরক্ষা করতে, জালিয়াতি এবং অন্যান্য বেআইনি কাজ সনাক্ত ও প্রতিরোধ করতে, আর্থিক রেকর্ড সমূহ সম্পূর্ণ এবং নির্ভুল করতে সহায়তা করে। অধিকন্তু, স্বচ্ছতা এবং জবাবদিহিতা যেমন ব্যবসায়িক স্বীকৃতি এবং খ্যাতি এনে দিতে পারে তেমনি কোম্পানি, গ্রাহক এবং স্টেকহোল্ডারদের মধ্যে সম্পর্ক উন্নত করতে পারে। যেহেতু জিপিএইচ ইম্পাত লিমিটেড একটি পাবলিক লিস্টেড কোম্পানি, তাই যথাযথ অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা নিশ্চিত করার জন্য পরিচালনা পর্ষদ সর্বদা দায়বদ্ধ। স্বচ্ছতা এবং জবাবদিহিতা নিশ্চিত করার জন্য জিপিএইচ ইম্পাত লিমিটেডের অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থার নীতিমালা ও পদ্ধতিগুলো এমন ভাবে প্রণয়ন করা হয়েছে যা কোম্পানির সম্পদ সমূহ সুরক্ষিত, লেনদেন সমূহ অনুমোদিত এবং সঠিকভাবে নথিভুক্ত করতে নিশ্চয়তা প্রদান করে। সেই সাথে কোম্পানির ব্যবস্থাপনা পর্ষদ এবং কর্মচারীরা অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থার নীতিমালা ও পদ্ধতিগুলো অনুসরণ করার জন্য দায়বদ্ধ। অধিকন্তু, একজন পেশাদার নিরীক্ষকের নেতৃত্বে একটি পৃথক অভ্যন্তরীণ নিরীক্ষা বিভাগ রয়েছে যা নিয়মিত ভাবে কোম্পানির প্রতিষ্ঠিত নীতিমালা এবং পদ্ধতিগুলো যথাযথ ভাবে অনুসরণ করা হয় কিনা তা নিশ্চিত করার জন্য নিরীক্ষা কার্যক্রম পরিচালনা করে থাকে।

কর্পোরেট গভর্নেন্স কোড-২০১৮ অনুসারে, পরিচালনা পর্ষদের দুটি উপ-কমিটি রয়েছে; একটি হল নিরীক্ষা কমিটি এবং অপরটি নমিনেশন এবং রেমনারেশন কমিটি। উভয় কমিটিই কোম্পানির অভ্যন্তরীণ নিয়ন্ত্রণ প্রক্রিয়া তদারকিতে গুরুত্বপূর্ণ ভূমিকা পালন করে। আলোচ্য বছরে কোম্পানির নিরীক্ষা কমিটি ত্রৈমাসিক আর্থিক বিবরণী পর্যালোচনার জন্য প্রতি তিন মাস অন্তর এবং বার্ষিক আর্থিক বিবরণী পর্যালোচনার জন্য বছরে একবার সভা করেছেন। আর্থিক বিবরণী, আর্থিক প্রতিবেদন তৈরির পদ্ধতি, হিসাব নীতিমালা ও এর পদ্ধতি সম্পর্কে তারা গুরুত্বপূর্ণ নিরীক্ষা পর্যবেক্ষণ প্রদান করেন এবং কোম্পানির দ্বারা অনুসরণকৃত অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা এবং এর কার্যকারিতা সম্পর্কে তাদের মতামত প্রদান করেন। অডিট কমিটির পর্যবেক্ষণ এবং পরামর্শ অনুসারে কোম্পানির ম্যানেজমেন্ট কাজ করেন। নমিনেশন এবং রেমনারেশন কমিটি কোম্পানির পরিচালক এবং উচ্চ পদস্থ নির্বাহীদের মনোনয়নের যোগ্যতা, ইতিবাচক গুণাবলী, অভিজ্ঞতা এবং তাদের কাজের স্বাধীনতা নির্ধারণ করার জন্য নীতিমালা তৈরি এবং সেই সাথে তাদের সম্মানী নির্ধারণের ও পর্যালোচনার জন্য বছরে একবার বৈঠক করেন।

সংখ্যালঘু শেয়ারহোল্ডারদের সুরক্ষা:

কোম্পানির পরিচালনা পর্ষদ সংখ্যালঘু শেয়ারহোল্ডারদের স্বার্থ সুরক্ষার বিষয়ে সর্বদা সচেতন রয়েছেন। পরিচালনা পর্ষদ নিশ্চিত করেছে যে, সংখ্যালঘু শেয়ারহোল্ডারদের স্বার্থ অবমাননাকর কোন কর্মকাণ্ড অথবা তাদের স্বার্থের বিষয়ে প্রত্যক্ষ অথবা পরোক্ষ ভাবে শেয়ারহোল্ডিং নিয়ন্ত্রণ এবং এর প্রতিকারে কার্যকর ব্যবস্থা গ্রহণ করেছে।

চলমান প্রতিষ্ঠান হিসাবে যাত্রা অব্যাহত রাখার ক্ষমতা:

নিকট ভবিষ্যতে কোম্পানি তার কার্যক্রম চালিয়ে যাওয়ার জন্য পর্যাপ্ত সম্পদ রয়েছে। এই কারণে, পরিচালনা পর্ষদ কোম্পানির আর্থিক বিবরণী প্রস্তুত করার ক্ষেত্রে একটি চলমান প্রতিষ্ঠানের নীতি অবলম্বন করে চলেছে। কোম্পানির বিদ্যমান ব্যবসা এবং এর কার্যক্রম অব্যাহত রাখার জন্য প্রয়োজনীয় তহবিল পূরণে অর্জিত আয় এবং সম্পদ সমূহ যথেষ্ট। সুতরাং, চলমান প্রতিষ্ঠান হিসাবে চালিয়ে যাওয়া কোম্পানির ক্ষমতার বিষয়ে কোন সন্দেহ নেই।

গত বছর হতে অপারেটিং ফলাফলে উল্লেখযোগ্য পরিবর্তন:

লাভ এবং লোকসান হিসাব থেকে উদ্ভূত অপারেটিং ফলাফল থেকে দেখা যায় যে কোম্পানি তার মূল ব্যবসায়িক কার্যক্রম থেকে কী অর্জন করেছে। গত বছরের অপারেটিং ফলাফলের সাথে বর্তমান বছরের অপারেটিং ফলাফলের উল্লেখযোগ্য বিচ্যুতিগুলি নীচে চক আকারে দেখানো হল:

বিবরণ	২০২২-২০২৩	২০২১-২০২২	বিচ্যুতি (%)
	টাকা	টাকা	
মোট আয় (মিলিয়ন)	৫৯,০১১.৪৫	৪৭,৯৫৯.৯৩	২৩.০৪
মোট মুনাফা (মিলিয়ন)	৭,৯৬০.৩৬	৬,৩৪৯.০৭	২৫.৩৮
অপারেটিং মুনাফা (মিলিয়ন)	৬,৪৭২.৯১	৪,৯৪৫.৬০	৩০.৮৮
কর পূর্ব মুনাফা (মিলিয়ন)	১,২৩৬.৪১	২,৭৮১.৫৪	(৫৫.৫৫)
কর পরবর্তী মুনাফা (মিলিয়ন)	২৬৭.৬১	১,৪৯৪.২৭	(৮২.০৯)
শেয়ার প্রতি আয় (ইপিএস)	০.৫৮	৩.৪২	(৮৩.০৪)

গত বছরের অপারেটিং ফলাফল থেকে বিচ্যুতির কারণ হলো চলমান রাশিয়া-ইউক্রেন যুদ্ধের কারণে ডলারের মূল্য বৃদ্ধি যা উল্লেখযোগ্য পরিমাণ বৈদেশিক মুদ্রা বিনিময় ক্ষতির কারণ। তদুপরি, বিদ্যুৎ ও গ্যাস এর মূল্যবৃদ্ধি এবং সরবরাহের ঘাটতির কারণে উৎপাদন ব্যয় উল্লেখযোগ্যভাবে বৃদ্ধি পেয়েছে যা গত বছরের অপারেশন ফলাফল থেকে বিচ্যুতির আরো একটি গুরুত্বপূর্ণ কারণ।

গত ছয় বছরের অপারেটিং তথ্য এবং আর্থিক তথ্য:

উৎপাদন, বিক্রয় এবং মুনাফা অর্জনের ক্ষেত্রে গত কয়েক বছরে জিপিএইচ ইম্প্যাক্ট লিমিটেড উল্লেখযোগ্য অগ্রগতি সাধন করেছে। বিগত ছয় বছরের কোম্পানির অপারেটিং তথ্য এবং আর্থিক তথ্য নিম্নে ছক আকারে দেখানো হল:

অপারেটিং তথ্য:

বিবরণ	২০২২-২০২৩	২০২১-২০২২	২০২০-২০২১	২০১৯-২০২০	২০১৮-২০১৯	২০১৭-২০১৮
	টাকা	টাকা	টাকা	টাকা	টাকা	টাকা
মোট আয় (মিলিয়ন)	৫৯,০১১.৪৫	৪৭,৯৫৯.৯৩	২৮,৯৪৯.১২	৯,৭১৬.৫০	১৩,৪২১.০৫	৯,৯২৩.৪০
নিট আয় (মিলিয়ন)	৫৭,৬৫৬.৮৯	৪৬,৮২৭.৫২	২৮,১৬৬.৪৬	৯,৪০৬.৬৯	১৩,২৬৮.৬৮	৯,৮১৪.১০
বিক্রিত পণ্যের ব্যয় (মিলিয়ন)	৪৯,৬৯৬.৫২	৪০,৪৭৮.৪৪	২৩,৯৬৫.১৫	৭,৮৫২.৮৩	১১,১১০.৭৬	৮,২১১.৫৬
মোট মুনাফা (মিলিয়ন)	৭,৯৬০.৩৬	৬,৩৪৯.০৭	৪,২০১.৩১	১,৫৫৩.৮৬	২,১৫৭.৯৩	১,৬০২.৫৪
অপারেটিং মুনাফা (মিলিয়ন)	৬,৪৭২.৯১	৪,৯৪৫.৬০	৩,২১৮.৩৮	১,১২১.৪৩	১,৭৩৫.০০	১,২৭৬.২৭
কর পূর্ব মুনাফা (মিলিয়ন)	১,২৩৬.৪১	২,৭৮১.৫৪	২,১২২.২৭	৩৯৮.৫৮	১,০৭৫.১২	৮৬৩.৬৬
কর পরবর্তী মুনাফা (মিলিয়ন)	২৬৭.৬১	১,৪৯৪.২৭	১,৬৬০.৮৯	২৯৯.৪২	৮০৬.২০	৬৬৬.০৬
শেয়ার প্রতি আয় (ইপিএস)	০.৫৮	৩.৪২	৪.১৮	০.৭৯	২.২৪	২.০৩
শেয়ার প্রতি নেট অপারেটিং ক্যাশ ফ্লো	(২.১০)	(৭.১৫)	(৪.০৫)	(৮.১০)	১.৪৪	০.৪৯

আর্থিক তথ্য:

বিবরণ	৩০ জুন ২০২৩	৩০ জুন ২০২২	৩০ জুন ২০২১	৩০ জুন ২০২০	৩০ জুন ২০১৯	৩০ জুন ২০১৮
	টাকা	টাকা	টাকা	টাকা	টাকা	টাকা
নন কারেন্ট সম্পত্তি (মিলিয়ন)	৫০,৪১৭.২৫	৩৪,৫৭৯.৫৯	৩৩,৮২১.০১	২৭,০৪৩.৬৯	২৩,০১০.৭০	১৩,৯৭৬.৫৫
চলতি সম্পত্তি (মিলিয়ন)	৩৫,৯৬৬.৪৬	৩০,৩০৭.১৪	১৯,৮৩৮.২৫	১২,৯৪৫.৮০	৮,৪৮২.৩২	৮,৭১৭.৬৮
মোট সম্পত্তি (মিলিয়ন)	৮৬,৩৮৩.৭২	৬৪,৮৮৬.৭৪	৫৩,৬৫৯.২৬	৩৯,৯৮৯.৪৯	৩১,৪৯৩.০২	২২,৬৯৪.২৩
ইকুইটি (মিলিয়ন)	২৪,৪৬১.৯৯	১২,৫৭৬.৩০	১১,৮৫৬.৯২	৬,৪৩৩.৩৬	৬,৩৩৫.৩৬	৫,৫২৫.৩৫
নন কারেন্ট দায় (মিলিয়ন)	২৬,৫৯৫.৭৯	২২,০৫৭.৩৯	২২,৪৩১.১২	২০,৬৪৮.৮৮	১৬,৯৫২.৪৪	৮,৬১৯.৭১
চলতি দায় (মিলিয়ন)	৩৫,৩২৫.৯৩	৩০,২৫৩.০৪	১৯,৩৭১.২২	১২,৯০৭.২৫	৮,২০৫.২২	৮,৫৪৯.১৭
মোট শেয়ারহোল্ডারস্ ইকুইটি এবং দায় (মিলিয়ন)	৮৬,৩৮৩.৭২	৬৪,৮৮৬.৭৪	৫৩,৬৫৯.২৬	৩৯,৯৮৯.৪৯	৩১,৪৯৩.০২	২২,৬৯৪.২৩
শেয়ার প্রতি সম্পদ মূল্য (এনএভি)	৫৩.০৮	২৮.৭৯	২৯.৮৬	১৭.০১	১৭.৫৯	১৬.৮৭

লভ্যাংশ সুপারিশ:

২০২২-২৩ আলোচ্য বছরে, জিপিএইচ ইম্পাত লিমিটেড কর পরবর্তী মুনাফা অর্জন করেছে ২৬৭.৬১ মিলিয়ন টাকা এবং শেয়ার প্রতি আয় হয়েছে ০.৫৮ টাকা। কোম্পানির পরিচালনা পর্ষদ ৩০শে জুন, ২০২৩ইং তারিখে সমাপ্ত বছরের অর্জিত মুনাফা থেকে ৫ শতাংশ নগদ লভ্যাংশ (স্পসর এবং পরিচালক ব্যতিত শুধুমাত্র সাধারণ শেয়ারহোল্ডারদের জন্য) এবং ৫ শতাংশ স্টক লভ্যাংশ প্রদানের সুপারিশ করেছে। তদনুসারে, স্টক লভ্যাংশের ২৩০.৪২ মিলিয়ন টাকা মূলধনে জমা করা হবে। উক্ত মূলধন কোম্পানির বিএমআরই প্রকল্পের আওতায় রিহিটিং ফার্মেস স্থাপনের কাজে ব্যবহার করা হবে।

পরিচালনা পর্ষদ আরও নিশ্চিত করেছে যে, অন্তর্বর্তী লভ্যাংশ হিসাবে কোন বোনাস শেয়ার বা স্টক লভ্যাংশ ঘোষণা করা হয়নি।

অনুষ্ঠিত পর্ষদ সভার সংখ্যা ও পরিচালকদের উপস্থিতি:

২০২২-২০২৩ সালে কোম্পানির পরিচালনা পর্ষদ কোম্পানির কার্যক্রম ও বিভিন্ন বিষয়ে আলোচনার জন্য মোট পাঁচ বার পর্ষদ সভা আহবান করেছেন। পর্ষদ সভার সংখ্যা ও পরিচালকদের উপস্থিতি নিরীক্ষিত আর্থিক প্রতিবেদনে (নোট নং-৪১, পৃষ্ঠা নং ১৬২) দেখানো হয়েছে।

শেয়ার ধারণের তথ্য:

৩০ জুন ২০২৩ইং তারিখে কোম্পানির শেয়ার ধারণ সংক্রান্ত তথ্য সংযুক্তি-E, পৃষ্ঠা নং ৯৩-তে সংযুক্ত করা হয়েছে।

পরিচালক নিয়োগ, অবসর ও পুনঃনিয়োগ:

পরিচালকগণের নিয়োগ, অবসর ও পুনঃনিয়োগ কোম্পানির সংঘবিধি এবং কোম্পানি আইন ১৯৯৪ এর বিধি অনুযায়ী নির্ধারিত হয়। সেই অনুসারে, আসন্ন বার্ষিক সাধারণ সভায় নিম্নলিখিত পরিচালকগণ অবসর গ্রহণ করবেন এবং পুনঃনিয়োগের যোগ্য বিধায় তারা পরিচালক পদে পুনঃনিয়োগের জন্য বিবেচিত হবেন:

ক) জনাব মোঃ আব্দুল আহাদ

খ) জনাব মোঃ আজিজুল হক

উক্ত পরিচালকগণের সংক্ষিপ্ত জীবন বৃত্তান্ত এই প্রতিবেদনের পৃষ্ঠা নং ২৬ এবং ২৭-এ উল্লেখ করা হয়েছে।

স্বতন্ত্র পরিচালকের নিয়োগ:

স্বতন্ত্র পরিচালক নিয়োগ, পুনঃনিয়োগ এবং অবসর বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন কর্তৃক জারিকৃত কর্পোরেট গভর্ন্যান্স কোড-২০১৮ অনুযায়ী নির্ধারিত হয়। এই ক্ষেত্রে জিপিএইচ ইম্পাত লিমিটেডের দুজন স্বতন্ত্র পরিচালক রয়েছেন। স্বতন্ত্র পরিচালকদের একজন জনাব মোহাম্মদ আবদুল মালেক ব্যক্তিগত কারণে তার পদ থেকে পদত্যাগ করেন, যিনি ২২ সেপ্টেম্বর ২০২১ইং তারিখে কোম্পানির স্বতন্ত্র পরিচালক হিসেবে নিয়োগপ্রাপ্ত হন। কর্পোরেট গভর্নেন্স কোড ২০১৮ মেনে চলার জন্য, কোম্পানির পরিচালনা পর্ষদ জনাব মোহাম্মদ আবদুল মালেকের জায়গায় পূবালী ব্যাংক লিমিটেডের সাবেক ব্যবস্থাপনা পরিচালক ও সিইও জনাব সফিউল আলম খান চৌধুরীকে তিন বছরের জন্য জিপিএইচ ইম্পাত লিমিটেডের স্বতন্ত্র পরিচালক হিসেবে নিয়োগের সুপারিশ করেন। পরবর্তীতে, বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন ১৩ এপ্রিল ২০২৩ইং তারিখ পত্র নং: বিএসইসি/সিএফডি/১২.৫০/২০১১/পার্ট-৪/১৪৬০ এর মাধ্যমে উক্ত নিয়োগের বিষয়ে সম্মতি প্রদান করে। জনাব সফিউল আলম খান চৌধুরীর উক্ত নিয়োগ কোম্পানির আসন্ন বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারদের অনুমোদনের জন্য উপস্থাপন করা হবে।

জনাব সফিউল আলম খান চৌধুরী এর সংক্ষিপ্ত জীবন বৃত্তান্ত উক্ত বার্ষিক প্রতিবেদনের পৃষ্ঠা নং ২৮-এ উল্লেখ করা হয়েছে।

ব্যবস্থাপনা কর্তৃপক্ষের আলোচনা এবং বিশ্লেষণ:

জুন ৩০, ২০২৩ইং তারিখে সমাপ্ত বছরে কোম্পানির অবস্থা এবং কার্যক্রম সহ আর্থিক বিবরণী ও অন্যান্য বিষয়ে বিস্তারিত আলোচনা উপস্থাপন করে একটি ব্যবস্থাপনা কর্তৃপক্ষের আলোচনা এবং বিশ্লেষণ সংযুক্তি-F, পৃষ্ঠা নং ৯৪-তে যুক্ত করা হয়েছে।

ব্যবস্থাপনা পরিচালক এবং প্রধান অর্থ কর্মকর্তার ঘোষণা:

জুন ৩০, ২০২৩ইং তারিখে সমাপ্ত বছরের আর্থিক বিবরণী সম্পর্কে পরিচালনা পর্ষদের নিকট কোম্পানির ব্যবস্থাপনা পরিচালক এবং প্রধান অর্থ কর্মকর্তার একটি ঘোষণা পত্র সংযুক্তি-A, পৃষ্ঠা নং ৭৭-এ যুক্ত করা হয়েছে।

কর্পোরেট গভর্নেন্স কোড সম্পর্কিত প্রতিবেদন এবং এ সংক্রান্ত সনদপত্র:

সুশাসন, আর্থিক স্বচ্ছতা ও জবাবদিহিতা নিশ্চিত করতে এবং স্টেকহোল্ডারদের স্বার্থ সুরক্ষার লক্ষ্যে, বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন ০৩ জুন, ২০১৮ইং তারিখে একটি বাধ্যতামূলক কর্পোরেট গভর্নেন্স কোড (বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৭/এডমিন/৮০) জারি করেছে। উক্ত কর্পোরেট গভর্নেন্স কোডের শর্তাবলী মেনে চলার মাধ্যমে জিপিএইচ ইম্পাত লিমিটেড সকল কমপ্লাইয়েন্স নিশ্চিত করেছে। জুন ৩০, ২০২৩ইং তারিখে সমাপ্ত বছরের কোম্পানির কমপ্লাইয়েন্স স্ট্যাটাস এবং এই বিষয়ে নিরীক্ষক হতে প্রাপ্ত সনদ সংযুক্তি-B, পৃষ্ঠা নং ৭৮ ও সংযুক্তি-C, পৃষ্ঠা নং ৭৯-তে সংযুক্ত করা হয়েছে।

অপরিশোধিত বা অদাবিকৃত লভ্যাংশের সারসংক্ষেপ:

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের পত্র নং. এসইসি/এসআরএমআইসি/১৬৫/-২০২০/পার্ট-১/১৬৬, তারিখ ৬ জুলাই ২০২১ইং অনুযায়ী, জিপিএইচ ইম্পাত লিমিটেড ২০১১-২০১২ সাল থেকে ২০১৮-২০১৯ সাল পর্যন্ত শেয়ারহোল্ডারদের অদাবিকৃত নগদ লভ্যাংশের মোট ৪৩,২২,০৩৯.৯৭ টাকা ক্যাপিটাল মার্কেট স্টেবিলাইজেশন ফান্ডে জমা করেছে। জিপিএইচ ইম্পাত লিমিটেড শেয়ারহোল্ডারদের অদাবিকৃত বোনাস লভ্যাংশের ৬৭৫ টি সাসপেন্স বোনাস শেয়ার ক্যাপিটাল মার্কেট স্টেবিলাইজেশন ফান্ডে স্থানান্তর করেছে। এছাড়া, অদাবিকৃত আইপিও সাবস্ক্রিপশন অর্থ হিসাবে ৪,০৫,০০০.০০ টাকা ক্যাপিটাল মার্কেট স্টেবিলাইজেশন ফান্ডে জমা করা হয়েছে। রেগুলেটরী নির্দেশনা অনুসারে শেয়ারহোল্ডারদের অদাবিকৃত লভ্যাংশের পরিমাণ কোম্পানির ব্যালেন্স শীটে একটি পৃথক লাইন আইটেম হিসাবে দেখানো হয়েছে এবং কোম্পানির ওয়েবসাইটে প্রকাশ করা হয়েছে। ৩০ জুন, ২০২৩ইং তারিখ পর্যন্ত শেয়ারহোল্ডারদের মোট অদাবিকৃত লভ্যাংশের সারসংক্ষেপ সংযুক্তি-G, পৃষ্ঠা নং ৯৭-এ সংযুক্ত করা হয়েছে।

পণ্যের মান নিয়ন্ত্রণ:

আমরা বিশ্বাস করি সেরা প্রযুক্তি সেরা মানের পণ্য উৎপাদন করতে পারে। জিপিএইচ-এর ভিশন এবং মিশন মাথায় রেখে আমরা বিশ্বসেরা “কোয়ান্টাম ইলেকট্রিক আর্ক ফার্নেস অ্যান্ড উইনলিংক” প্রযুক্তির মাধ্যমে মানসম্পন্ন স্টিল পণ্য উৎপাদন করছি। জিপিএইচ ইস্পাতের পরিচালনা পর্ষদ তার পণ্যের মান সংরক্ষণ এবং উন্নত করার উপর সর্বোচ্চ অগ্রাধিকার দিয়ে থাকে। উৎপাদন প্রক্রিয়ার প্রতিটি পর্যায়ে একটি উচ্চতর মান বজায় রাখা হয়, যা আমাদের পণ্যের বিশ্বমানের পাশাপাশি স্থানীয় মানও নিশ্চিত করেছে। পণ্যের মান নিয়ন্ত্রণের জন্য রয়েছে একটি উচ্চ-গ্রেডের মানসম্পন্ন পরীক্ষাগার সুবিধা এবং অত্যাধুনিক কম্পিউটারাইজড সরঞ্জাম। এছাড়াও, একটি অত্যন্ত অভিজ্ঞ এবং নিবেদিত গবেষণা ও উন্নয়ন টীম পণ্যের মানের সাথে কোন রকম আপস ছাড়া-ই নৈতিক লক্ষ্য অর্জনে নিযুক্ত রয়েছে।

মার্কেটিং এবং ব্র্যান্ডিং:

বাংলাদেশের ইস্পাত মার্কেট অত্যন্ত প্রতিযোগিতামূলক বিষয়টি বিবেচনায় নিয়ে, পরিচালনা পর্ষদ কোম্পানির বিপণন এবং ব্র্যান্ডিং কৌশল সম্পর্কে সর্বদা সচেতন রয়েছে। প্রত্যাশিত মার্কেট শেয়ার বৃদ্ধি নিশ্চিত করার জন্য কার্যকর বিপণন নীতিমালা এবং এর বাস্তবায়ন একটি গুরুত্বপূর্ণ বিষয়। একটি দূরদর্শী চিন্তাভাবনা থেকে জিপিএইচ ইস্পাত কর্তৃপক্ষ বাংলাদেশে বিশ্বের সর্বাধুনিক কোয়ান্টাম ইলেকট্রিক আর্ক ফার্নেস প্রযুক্তি স্থাপন করেছে। সেই ধারাবাহিকতায় জিপিএইচ ইস্পাত বাংলাদেশে প্রথমবারের মতো GPH Quantum B600C-R এবং GPH Quantum B600D-R স্টিল রি-বার উৎপাদন ও বাজারজাতকরণ শুরু করেছে। মার্কেট শেয়ার বৃদ্ধির লক্ষ্যে, সেরা মানের পণ্যের পাশাপাশি জিপিএইচ ইস্পাত বছর ব্যাপি টেলিভিশন কর্মশিলায়, রিয়েলিটি শো, প্রেস বিজ্ঞাপন, সড়কের সৌন্দর্য বর্ধন, বিলবোর্ড, নিয়ন সাইন, হাই-ওয়াল পেইন্টিং, শপ পেইন্টিং, শপ-সাইনবোর্ড, শপ মার্চেন্টাইজিং, নতুন বছরের ক্যালেন্ডার, প্রচারপত্র ইত্যাদি এর মতো মার্কেটিং ও ব্র্যান্ডিং কার্যক্রম পরিচালনা করেছে। এছাড়াও, আমাদের ব্র্যান্ডের সাথে সংশ্লিষ্ট যারা রয়েছে তাদের জন্য ডিলার সম্মেলন, রিটেইলার সম্মেলন, ইঞ্জিনিয়ার সম্মেলন, রাজমিস্ত্রি সম্মেলন, হালখাতা অনুষ্ঠানের আয়োজন করা হয়েছে।

অধিকন্তু, ডিজিটাল প্ল্যাটফর্মের মধ্যে আমাদের ব্র্যান্ডের প্রচার বৃদ্ধি করার জন্য আমরা ফেসবুক, টুইটার, ইনস্টাগ্রাম, লিংকডইন, ইউটিউব এবং গুগল ডিসপ্লে নেটওয়ার্ক সহ বিভিন্ন সামাজিক যোগাযোগ মাধ্যমে আমাদের সম্পৃক্ততা বৃদ্ধি করেছি।

মানব সম্পদ ব্যবস্থাপনা এবং কর্মীদের জন্য সুযোগ-সুবিধা সমূহ:

পরিচালনা পর্ষদ বিশ্বাস করে, প্রতিষ্ঠানের কর্মীরা যদি প্রতিষ্ঠানকে নিজেদের পরিবার হিসেবে গ্রহণ করে তাহলে সেই প্রতিষ্ঠানের সফলতা নিয়ে কোনো সন্দেহ থাকে না। সুতরাং, আমরা আমাদের কর্মীবাহিনীর পূর্ণ সম্ভাবনাকে কাজে লাগানোর জন্য একটি সর্বোত্তমশ্রেণীর অন্তর্ভুক্তিমূলক কাজের পরিবেশ প্রদানের জন্য প্রচেষ্টা চালিয়ে যেতে সর্বদা প্রতিশ্রুতিবদ্ধ। আমরা এটাও স্বীকার করি যে প্রতিভাবান কর্মী নিয়োগ এবং তাদেরকে ধরে রাখা আমাদের সাফল্যের জন্য অপরিহার্য। গত কয়েক বছরে আমরা আমাদের প্রতিষ্ঠানের সংস্কৃতি এবং দিকনির্দেশক নীতিমালাগুলোকে সুসংহত করার জন্য এবং সকলের মধ্যে একত্ববোধ গড়ে তোলার জন্য কাজ করে যাচ্ছি। আমাদের কর্মীরা কীভাবে আমাদের নিকট গুরুত্বপূর্ণ বোধ করে তা জেনে আমরা কর্মীদের ক্রমাগত উন্নতির মাধ্যমে একটি সর্বোত্তম কর্মক্ষেত্র তৈরি করার লক্ষ্যে কাজ করছি। একটি শক্তিশালী এবং সর্বোত্তম অভিজ্ঞতা সম্পন্ন কর্মীবাহিনী তৈরি করতে, আমরা নেতৃত্বের ধারাবাহিকতা এবং একটি শক্তিশালী উত্তরাধিকার নিশ্চিত করতে পেশাগত উন্নয়ন, অভ্যন্তরীণ প্রচার এবং কর্মীউত্তরাধিকার পরিকল্পনা প্রচেষ্টা অব্যাহত রাখব। একটি দায়িত্বশীল কর্পোরেট প্রতিষ্ঠান হিসাবে, সঠিক কাজের জন্য সঠিক লোক নিয়োগ, বেতন ও মজুরি ব্যবস্থাপনা, কর্মক্ষেত্রে কর্মীদের শারীরিক ও মানসিক নিরাপত্তা নিশ্চিত করা, যেকোন ধরনের বৈষম্য দূর করা, কর্মসংস্থানের সুবিধা নিশ্চিত করার পাশাপাশি শ্রম আইন অনুযায়ী কর্মীদের জন্য নির্ধারিত সুবিধা নিশ্চিত করা, নতুনদের সাদরে গ্রহণ করা এবং যারা চলে যায় তাদের বিদায় জানানোর বিষয়ে আমরা সর্বদা সচেতন থাকি। এছাড়াও, প্রভিডেন্ট ফান্ড, গ্র্যাচুইটি এবং গ্রুপ ইন্সুরেন্স ইত্যাদির মত দীর্ঘ মেয়াদী সুবিধাও কর্মীদের প্রদান করা হচ্ছে। কর্মকর্তা, কর্মচারী ও শ্রমিকদের দক্ষতা উন্নয়নের জন্য জিপিএইচ বছর ব্যাপি বিভিন্ন ধরনের অভ্যন্তরীণ, দেশে এবং বিদেশে প্রশিক্ষণের ব্যবস্থা গ্রহণ করে আসছে।

জিপিএইচ ইস্পাত বছরব্যাপি বিপুল সংখ্যক মানুষের জন্য প্রত্যক্ষ ও পরোক্ষভাবে কর্মসংস্থান সৃষ্টি করেছে। ২০২২-২০২৩ সালে, আমরা বিভিন্ন বিভাগে টেকনিক্যাল এবং ননটেকনিক্যাল মোট ৩০৭ জন নতুন কর্মকর্তা-কর্মচারী নিয়োগ করেছি। ৩০ জুন ২০২৩ইং তারিখ পর্যন্ত, কোম্পানির মোট ২,২৮৬ জন স্থায়ী কর্মকর্তা ও কর্মচারী ছাড়াও অনেক লোক ছিল যারা জীবিকা নির্বাহের জন্য ডিস্ট্রিবিউটর, ডিলার, খুচরা বিক্রেতা, সরবরাহকারী, ঠিকাদার এবং অন্যান্য ব্যবসায়িক অংশীদার হিসাবে কাজ করার মাধ্যমে প্রত্যক্ষ ও পরোক্ষভাবে জিপিএইচ-এর উপর নির্ভরশীল ছিল।

পরিবেশ, স্বাস্থ্য এবং নিরাপত্তা ব্যবস্থাপনা:

জিপিএইচ ইস্পাত লিমিটেড শুধুমাত্র আর্থিক ফলাফলই অনুসরণ করে না বরং ২০২২-২০২৩ সময়কালে এর স্থায়িত্ব এবং পরিবেশগত বিষয়, স্বাস্থ্য এবং নিরাপত্তা (EHS) উদ্যোগের ক্ষেত্রে উল্লেখযোগ্য অগ্রগতি অর্জন করেছে। নিরাপত্তা এবং স্থায়িত্বের প্রতি আমাদের অটল অঙ্গীকার আমাদের সাফল্যের মূল ভিত্তি। আমরা শেয়ার করতে পেরে আনন্দিত যে, আমাদের নিবেদিত কর্মীবাহিনী যারা সম্মিলিতভাবে অবদান রেখেছে এবং আমাদের প্রতিষ্ঠান জুড়ে লস্ট টাইম ইনজুরি (LTI) ফ্রিকোয়েন্সি রেইট কমাতে গুরুত্বপূর্ণ ভূমিকা পালন করেছে। স্থায়িত্বের প্রতি আমাদের প্রতিশ্রুতি আরও প্রমাণিত হয় আমাদের পরিবেশগত বিধিবিধান মেনে চলার মাধ্যমে। উল্লেখ্য যে, অফ-গ্যাস এবং সাসপেন্ডেড পার্টিকুলেট ম্যাটার (SPM) নির্গমন ধারাবাহিকভাবে পরিবেশ অধিদপ্তর দ্বারা নির্ধারিত নির্দেশিকাগুলোর নীচেই রয়েছে।

আমাদের পরিবেশ, স্বাস্থ্য এবং নিরাপত্তা উদ্যোগগুলোর মধ্যে ব্যাপক নিরাপত্তা প্রশিক্ষণ, প্রক্রিয়ার উন্নতি এবং নিরাপত্তা অবকাঠামোতে বিনিয়োগ অন্তর্ভুক্ত রয়েছে। আমাদের প্রশাসনিক ভবনের জন্য ফায়ার পাম্প স্থাপন এবং থার্মেলুমিনেসেন্ট ডিসিমিটার (TLD) ব্যাজধারী কর্মীদের নিয়মিত স্বাস্থ্য পরীক্ষা করার মতো উদ্যোগগুলো একটি নিরাপদ এবং স্বাস্থ্যকর কর্মক্ষেত্র তৈরিতে আমাদের প্রতিশ্রুতি প্রদর্শন করে। আমরা আমাদের কার্যক্রমের মধ্যে প্রয়োজনীয় কমপ্ল্যায়েন্সগুলো রেগুলেটরী মানদণ্ডের সাথে সামঞ্জস্যপূর্ণ রেখে অত্যন্ত সফলতার সাথে সম্পাদন করেছি। আমাদের চলমান পদ্ধতিগুলো শুধুমাত্র নন-কমপ্ল্যায়েন্স এর সাথে সম্পর্কিত ঝুঁকিগুলোকে প্রশমিত করে না বরং আমাদের কার্যক্রমের দক্ষতা এবং স্থায়িত্বকেও বাড়িয়ে তোলে। আমাদের কার্যক্রমের মধ্যে নিরাপত্তা মূল্যায়ন এবং ঝুঁকি ব্যবস্থাপনায় সম্ভাব্য বিপদ চিহ্নিত করা হয় এবং তা মোকাবেলা করা হয়, যা আমাদের কর্মীদের নিরাপত্তা এবং কার্যক্রমের অখণ্ডতা নিশ্চিত করে। আমরা বছরব্যাপি বিভিন্ন নিরাপত্তা বিষয়ের উপর ব্যাপক কর্মশালা এবং প্রশিক্ষণ সেশন পরিচালনা করেছি। এটি নিশ্চিত করে যে আমাদের কর্মীরা যে কোন পরিস্থিতি মোকাবেলা করার জন্য ভালভাবে প্রস্তুত রয়েছে।

ঋণমান নির্ধারণ:

আলফা ক্রেডিট রেটিং লিমিটেড ২০২২-২০২৩ সালের জন্য আমাদের ঋণমান যাচাই সম্পন্ন করেছে, যা নিম্নরূপ:

দীর্ঘকালীন	স্বল্পকালীন
AA	ST-2

“AA” কোম্পানি আর্থিক অঙ্গীকার পূরণে অত্যন্ত শক্তিশালী সামর্থ্য ইঙ্গিত করে।

“ST-2” কোম্পানি স্বল্প মেয়াদী আর্থিক অঙ্গীকার পূরণে গড় এর উপরে সামর্থ্য ইঙ্গিত করে।

রাষ্ট্রীয় কোষাগারে অবদান:

জিপিএইচ ইম্পাত লিমিটেড প্রতিষ্ঠার পর থেকেই রাষ্ট্রীয় কোষাগারে উল্লেখযোগ্য অবদান রেখে চলেছে। ২০২২-২০২৩ হিসাবকালে জিপিএইচ মূল্য সংযোজন কর (ভ্যাট), কর্পোরেট ট্যাক্স, উৎস কর, সম্পূরক শুল্ক (এসডি), কাষ্টমস শুল্ক এবং বিবিধ রেজিস্ট্রেশন ফি বাবদ রাষ্ট্রীয় কোষাগারে ৫,২০১.২০ মিলিয়ন টাকা জমা করেছে যা পূর্ববর্তী বছরে ছিল ৪,৪২২.৩৩ মিলিয়ন টাকা। এছাড়াও, উক্ত বছরে জিপিএইচ ইম্পাত লিমিটেড ইউটিলিটি বিল বাবদ ৪,৯৩১.১০ মিলিয়ন টাকা পরিশোধ করেছে।

নিরীক্ষক নিয়োগ:

গত বার্ষিক সাধারণ সভায় মেসার্স হোদা ভাসী চৌধুরী এন্ড কোং, চার্টার্ড একাউন্টেন্টস্-কে কোম্পানির ৩০ জুন, ২০২৩ইং তারিখে সমাপ্ত হিসাব বছরের নিরীক্ষা কাজের জন্য সংবিধিবদ্ধ নিরীক্ষক হিসেবে নিয়োগ প্রদান করা হয়। নিরীক্ষকগণ ৩০ জুন, ২০২৩ইং তারিখে সমাপ্ত বছরের নিরীক্ষাকার্য সম্পাদন করে এর প্রতিবেদন উপস্থাপন করেছেন। বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশন: বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৮/এডমিন/৮১ তারিখ ২০ জুন ২০১৮ইং, অনুসারে মেসার্স হোদা ভাসী চৌধুরী এন্ড কোং, চার্টার্ড একাউন্টেন্টস্ কোম্পানির সংবিধিবদ্ধ নিরীক্ষক হিসেবে পুনরায় নিয়োগ পাওয়ার যোগ্য বিধায় ৩০ জুন ২০২৪ইং তারিখে সমাপ্ত বছরের নিরীক্ষাকার্য পরিচালনার ইচ্ছা প্রকাশ করেছে। পরিচালনা পর্ষদ ৩০ জুন ২০২৪ইং তারিখে সমাপ্ত হিসাব বছরের নিরীক্ষা কাজের জন্য কোম্পানির সংবিধিবদ্ধ নিরীক্ষক হিসেবে মেসার্স হোদা ভাসী চৌধুরী এন্ড কোং, চার্টার্ড একাউন্টেন্টস্-কে পুনরায় নিয়োগের সুপারিশ করেছেন। এছাড়াও, পরিচালনা পর্ষদ ৩০ জুন ২০২৪ইং তারিখে সমাপ্ত বছরে কোম্পানির কর্পোরেট গভর্নেন্স কমপ্লাইয়েন্স নিরীক্ষক হিসেবে হোসেন ফরহাদ এন্ড কোং, চার্টার্ড একাউন্টেন্টস্-কে নিয়োগের সুপারিশ করেছেন। উক্ত নিরীক্ষকদ্বয়ের নিয়োগ আসন্ন বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারদের অনুমোদন নেয়া হবে।

ধন্যবাদ জ্ঞাপন:

পরিশেষে, পরিচালনা পর্ষদের পক্ষ থেকে আমি সকল সম্মানিত শেয়ারহোল্ডারদের কোম্পানির প্রতি তাদের সমর্থনের জন্য আন্তরিক ধন্যবাদ এবং কৃতজ্ঞতা জানাচ্ছি এবং আগামী বছরগুলোতে ইহা অব্যাহত থাকবে বলে আশা করছি।

পরিচালনা পর্ষদের পক্ষে



মোঃ আলমগীর কবির
চেয়ারম্যান

ANNEXURE TO THE DIRECTORS' REPORT



ANNEXURE-A

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



GPH Ispat Limited Declaration by Managing Director (MD) and Chief Financial Officer (CFO)

Date: 28 October 2023

The Board of Directors

GPH Ispat Limited

Crown Chamber, 325 Asadgonj
Chattogram-4000.

Subject: Declaration on Financial Statements for the year ended on 30 June 2023.

Dear Sir(s),

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

- 1) The Financial Statements of GPH Ispat Limited for the year ended on 30 June 2023 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 reasonably and fairly presented in its financial statements;
- 4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
- 5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
- 6) The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regard, we also certify that:-

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

Sincerely yours,

Mohammed Jahangir Alam
Managing Director (MD)

Abu Bakar Siddique, FCMA
Chief Financial Officer (CFO)

GPH ISPAT LTD.

Corporate Office : Crown Chamber, 325 Asadgonj, Chattogram-4000, Tel: +88 031 631460, Fax: +88 031 610995, E-mail: info@gphispat.com.bd
Dhaka Office: Hamid Tower (3rd & 11th floor), 24 Gulshan C/A, Circle -2, Dhaka-1212, Tel: +88 02 9840177, Fax: +88 02 9880366, E-mail: salesdhk@gphispat.com.bd

ANNEXURE-B

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



Corporate Office:

📍 : House # 15, Road # 12, Block # F, Niketon
Gulshan-1 Dhaka-1212, Bangladesh
☎ : +88 (02)8836015-7 📠 : +88 01681126120
✉ : hfc@hfc-bd.com 🌐 : www.hfc-bd.com

Annexure-B

Report to the Shareholders of GPH Ispat Limited on compliance on the Corporate Governance Code

We have examined the compliance status to the Corporate Governance Code by **GPH Ispat Limited** for the year ended on **30 June 2023**. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03rd June 2018 of the Bangladesh Securities and Exchange Commission.

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

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

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

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

Place: Chattogram
Dated: 15 November 2023

For & behalf of
Hussain Farhad & Co.
Chartered accountants

Sarwar Uddin, FCA
Partner
ICAB Enrollment no: 0779



Chattogram Office:
Yunusco City Centre (9th Floor), 807, CDA Avenue, Nasirabad, Chattogram ☎ +88 01810-030701 ✉ ctg@hfc-bd.com



ANNEXURE-C

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

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

(Report under Condition No. 9)

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1	BOARD OF DIRECTORS			
1(1)	Size of the Board of Directors The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	✓		
1(2)	Independent Directors			
1(2)(a)	At least one-fifth (1/5) of the total number of directors in the company's Board shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s);	✓		
1(2)(b)(i)	Who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company;	✓		
1(2)(b)(ii)	Who is not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the company;	✓		
1(2)(b)(iii)	Who has not been an executive of the company in immediately preceding 2 (two) financial years;	✓		
1(2)(b)(iv)	Who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	✓		
1(2)(b)(v)	Who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	✓		
1(2)(b)(vi)	Who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	✓		
1(2)(b)(vii)	Who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;	✓		
1(2)(b)(viii)	Who is not independent director in more than 5 (five) listed companies;	✓		
1(2)(b)(ix)	Who has not been 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);	✓		



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
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 (ninety) days;	✓		
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 Director			
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 minimum paid-up capital of Tk. 100.00 million or any listed company or a member of any national or international chamber of commerce or business association;	✓		
1(3)(b)(ii)	Corporate Leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid up capital of Tk. 100.00 million or of a listed company; or	✓		
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 economics or commerce or business or law; or			N/A
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or			N/A
1(3)(b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;			N/A
1(3)(c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	✓		
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.			N/A
1(4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer			
1(4)(a)	The positions of the Chairperson of the Board and the Managing Director (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 the same position in another listed company;	✓		
1(4)(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	✓		



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(4)(d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer	✓		
1(4)(e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		
1(5)	The Directors' Report 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 Margin and Net Profit Margin, where applicable;	✓		
1(5)(v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);			N/A
1(5)(vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	✓		
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;			N/A
1(5)(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.;			N/A
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;	✓		
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 the 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 the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	✓		
1(5)(xix)	A statement 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;			N/A
1(5)(xxii)	The total number of Board meetings 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 Associated Companies and other related parties (name-wise details);	✓		
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details);	✓		
1(5)(xxiii)(c)	Executives; and	✓		
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details);	✓		
1(5)(xxiv)(a)	A brief resume of the director;	✓		
1(5)(xxiv)(b)	Nature of his or her expertise in specific functional areas;	✓		
1(5)(xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committees of the Board;	✓		
1(5)(xxv)(a)	Accounting policies and estimation for preparation of financial statements;	✓		
1(5)(xxv)(b)	Changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	✓		
1(5)(xxv)(c)	Comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediately preceding five years explaining reasons thereof;	✓		
1(5)(xxv)(d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	✓		
1(5)(xxv)(e)	Briefly explain the financial and economic scenario of the country and the globe;	✓		
1(5)(xxv)(f)	Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company;	✓		
1(5)(xxv)(g)	Future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	✓		



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A;	✓		
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C.	✓		
1(6)	Meetings of the Board of Directors The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.	✓		
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer			
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)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;			N/A
2(b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;			N/A
2(c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;			N/A
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;			N/A
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.			N/A
3	MANAGING DIRECTOR (MD) OR CHIEF EXECUTIVE OFFICER (CEO), CHIEF FINANCIAL OFFICER (CFO), HEAD OF INTERNAL AUDIT AND COMPLIANCE (HIAC) AND COMPANY SECRETARY (CS).			
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 positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	✓		



Condition No.	Title	Compliance Status (Put ✓ in the 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 any 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 the Board as well as immediate dissemination to the Commission and stock exchange(s).	✓		
3(2)	Requirement to attend Board of Directors' Meetings The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board:	✓		
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 materially untrue statement or omit any material fact or contain statements that might be misleading;	✓		
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			
	For ensuring good governance in the company, the Board shall have at least following subcommittees:			
4(i)	Audit Committee;	✓		
4(ii)	Nomination and Remuneration Committee.	✓		
5	AUDIT COMMITTEE			
5(1)	Responsibility to the Board of Directors			
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 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;	✓		



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
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;	√		
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 director.	√		
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;	√		
5(3)(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	√		
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 four meetings in a financial year: Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee.	√		
5(4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	√		
5(5)	Role of Audit Committee			
5(5)(a)	Oversee the financial reporting process;	√		
5(5)(b)	Monitor choice of accounting policies and principles;	√		
5(5)(c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	√		
5(5)(d)	Oversee hiring and performance of external auditors;	√		
5(5)(e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	√		
5(5)(f)	Review along with the management, the annual financial statements before submission to the Board for approval;	√		



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
5(5)(g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	✓		
5(5)(h)	Review the adequacy of internal audit function;	✓		
5(5)(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report;	✓		
5(5)(j)	Review statement of all related party transactions submitted by the management;	✓		
5(5)(k)	Review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	✓		
5(5)(l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors;	✓		
5(5)(m)	Oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission:			N/A
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)	Suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;			N/A
5(6)(a)(ii)(c)	Suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations;			N/A
5(6)(a)(ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;			N/A
5(6)(b)	Reporting to the Authorities If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.			N/A
5(7)	Reporting to the Shareholders and General Investors Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.	✓		
6	Nomination and Remuneration Committee (NRC)			



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
6(1)	Responsibility to the Board of Directors			
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a subcommittee 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 comprise of at least three members including an independent director;	√		
6(2)(b)	All members of the Committee shall be non-executive directors;	√		
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board;	√		
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;	√		
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or 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;	√		
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;	√		
6(2)(g)	The company secretary shall act as the 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 the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	√		
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders;	√		
6(4)	Meeting of 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;	√		



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	✓		
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	✓		
6(5)	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)(i)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board: formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:			
6(5)(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	✓		
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks;	✓		
6(5)(b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	✓		
6(5)(b)(ii)	Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	✓		
6(5)(b)(iii)	Identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	✓		
6(5)(b)(iv)	Formulating the criteria for evaluation of performance of independent directors and the Board;	✓		
6(5)(b)(v)	Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria;	✓		
6(5)(b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies;	✓		
6(5)(c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	✓		
7	EXTERNAL OR STATUTORY AUDITORS			
7(1)	The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely:			
7(1)(i)	Appraisal or valuation services or fairness opinions;	✓		
7(1)(ii)	Financial information systems design and implementation;	✓		
7(1)(iii)	Book-keeping or other services related to the accounting records or financial statements;	✓		
7(1)(iv)	Broker-dealer services;	✓		
7(1)(v)	Actuarial services;	✓		



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
7(1)(vi)	Internal audit services or special audit services;	✓		
7(1)(vii)	Any service that the Audit Committee determines;	✓		
7(1)(viii)	Audit or certification services on compliance of corporate governance as required under condition No. 9(1);	✓		
7(1)(ix)	Any other service that creates conflict of interest.	✓		
7(2)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members.	✓		
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	✓		
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 date of listing.	✓		
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓		
9	REPORTING AND COMPLIANCE OF CORPORATE GOVERNANCE			
9(1)	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	✓		
9(2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting.	✓		
9(3)	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions or not.	✓		

- Directors who take part in the day-to-day operation of the company and work as a remunerated person is not Executive Director. Only the Managing Director of the Company holds executive power.
- Two members of the Audit Committee are remunerated persons, but they do not hold any executive power as they are Non-Executive Directors.
- Two members of the Nomination and Remuneration Committee are remunerated persons, but they do not hold any executive power as they are Non-Executive Directors.



ANNEXURE –D

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

RISKS AND RISKS MITIGATION PLAN

1. Profitability Reduction Risk

The Company is operating in a highly competitive industry with low profit & the market is also highly sensitive. Moreover, the Company faces competition from a number of private sector mills that are found to be very aggressive in the market. The inability to offer competitive products may hinder the Company's growth potential.

Mitigation Plan

The company has successfully entered in the market till date and is working to offer its customers new and better-quality products like the world's best "GPH Quantum" steel at competitive terms. GPH Ispat also started manufacturing and marketing the GPH QUANTUM B600C-R & GPH QUANTUM B600D-R Steel Re-bar for the first time in Bangladesh with the world's best Quantum Electric Arc Furnace technology. Moreover, the group's track records of the last 5 (five) years for operating at a low profit and highly sensitive market environment established its capability.

2. Technology Related Risks

Technology always plays a vital role in each and every type of business. Better technology can increase productivity and reduce the costs of production. Firms are exposed to technology risks when there are better technologies available in the market than the one is used by the company which may cause technological obsolescence and negative operational efficiency.

Mitigation Plan

The company is aware of technological changes and has adopted new technology according to its needs. The new expansion plant substantially increases the production capacity of the company and further consolidates its position as the country's leading steel producer serving the growing domestic and export market. This "State-of-the-Art" technology based on "EAF Quantum Technology" with the highest level of automation, precision, and engineering would ensure world-class products. Furthermore, routine and proper maintenance of the equipment carried out by the Company ensures longer service life for the existing equipment and facilities.

3. Risk of new entrants

New entrants of similar/higher scale may push the Company into a competitive scenario.

Mitigation Plan

Implementation of a similar project generally has a lead time of 3 (three) years and before the earliest entrant, the Company will be able to consolidate its both financial as well as market position. Furthermore, with the track record of GPH and its market reputation, it will be very difficult for newcomers to make inroads into the quality steel market. Moreover, Steel is a highly capital-intensive industry and therefore, barriers to entry are high. GPH Ispat Limited enhanced its production capacity of MS Billet by 840,000 MT and MS Rod/Medium Section product (Steel Beam, Angle, Channel, Flat Bar, etc.) by 640,000 MT per annum. Now, the total annual production capacity of MS Billet is 10,50,000 MT and MS Rod/Medium section products (Steel Beam, Angle, Channel, Flat Bar, etc.) are 7,90,000 MT. As the company established the latest technology-based production plant it would be more capable of facing new entrants.

4. Sourcing of Raw Materials

As the steel market price is so volatile, sourcing of raw materials is important. Shortages or price hikes of raw materials may affect the Company's operation.

Mitigation Plan

The main raw materials of the company are melting scrap, which is available both in the international market and local market from ship breaking yards. The company has a bilateral arrangement with a group of independent suppliers of raw materials. Therefore, it is expected that the company will have a smooth flow of raw materials.

5. Interest Rate Risk

Interest rate risk is the risk that the Company faces due to unfavorable movement in the interest rates. Changes in the Government's monetary policy and increased demand for loans/investments trend to increase the interest rates. Such rises in interest rates mostly affect Companies having floating rate loans or Companies investing in debt securities.

Mitigation Plan

In order to manage this risk and overcome it, the management of the company closely monitors its cash flows, coupled with continued strength in sales and marketing. GPH is very careful in forecasting the prices of international steel and manages its costs in an effective manner, so as to ensure that the debt repayments are met on schedule, even if the interest rates were to rise.

6. Foreign Currency Exchange Rate Risk

Foreign currency exchange rate risk is the risk of changes in exchange rates that adversely affect the company's earnings, equity, and competitiveness. As the Company import equipment/raw materials from abroad and earns revenue in local currency, unfavorable volatility or currency fluctuation may affect the profitability of the Company.

Mitigation Plan

Appropriate and responsible hedging mechanisms were applied by GPH in the past in case of significant taka devaluation in order to keep the cost minimum and the same will be followed in the future. GPH Ispat also maintains a foreign currency account in which export collection is directly deposited and we can meet foreign currency payment requirements. However, if the price of the US Dollar appreciates too sharply against the BDT, this will be a nationwide phenomenon experienced by the whole industry. In such a scenario, there will be a market adjustment to end product prices. Moreover, Exchange rate fluctuation is beyond the control of the management.

7. Potential Changes in Global or National Policies

Changes in the existing global or national policies can have either positive or negative impacts on the company. Any scarcity or price hike of raw materials due to changes in policy in the international market might hamper production and profitability. Furthermore, the performance of the company may also be hampered due to unavoidable circumstances both in Bangladesh and worldwide like political turmoil. Since the risk involved with the potential changes in global or national policies is a macro factor, it is beyond the capability of GPH to control.

Mitigation Plan

The management of GPH Ispat Limited is always concerned about the prevailing and upcoming future changes in global or national policy and shall respond appropriately and timely to safeguard its interest. Strong brand equity of the company in the local market and deep and profound knowledge of the sponsors will always endeavor to withstand unexpected changes or any such possible threats. Nevertheless, political stability and a congenial business environment is definitely the best situation in which GPH will achieve its maximum potential. Political turmoil and disturbance are bad for the economy as a whole and also for the company. On the other hand, the Government has special attention to the growth of the industry as it is related to the infrastructure development of the country.

8. Potential or Existing Government Regulations

The Company operates under the Company's Act 1994, Income Tax Ordinance 1984, Income Tax Rules 1984, Value Added Tax (VAT) Act 1991, Value Added Tax (VAT) Rules 1991 and other related regulations. Any abrupt changes in the policies made by the regulatory authorities may adversely affect the business of the company.

Mitigation Plan

Since the Company operates in the steel sector, the Government regulations are mostly investment-friendly. However, unless any policy change may negatively and materially affect the industry as a whole, the business of the Company is expected not to be affected. As it is an emerging sector, it is highly expected that the Government will not frustrate the growth of the industry with adverse policy measures.

9. History of Non-operation, if any

Is there any history of the Company becoming non-operative from its commercial operation?

Mitigation Plan

GPH Ispat Limited was incorporated in Bangladesh as a Private Limited Company with limited liability on 17 May 2006 under the Companies Act 1994 and started commercial operation on 21 August 2008 and it has no history of non-operation till now. The Company is an independent entity that is operated by its Memorandum & Articles of Association and within the jurisdiction of applicable laws implemented by the Government. Besides, the Company's financial strength is satisfactory. So, the chance of becoming non-operative for the Company is very minimum.

10. Operational Risks

Non-availability of materials/equipment/services may affect the smooth operational activities of the Company. On the other hand, the equipment may face operational and mechanical failure due to natural disasters, terrorist attacks, unforeseen events, lack of supervision and negligence, leading to severe accidents and losses.

Mitigation Plan

The Company is equipped with a power backup and security system, which reduces operational risk. Besides, the equipment has insurance coverage in order to get reasonable compensation for any damages. Apart from these, routine security checks and proper maintenance of the equipment also reduce/eliminate operational risk.

11. The risk associated with labor unrest

Smooth production is dependent on a good relationship with the factory workers and their ability to provide high-quality services. In the event of disagreements with the workers, the company may experience adverse impacts.

Mitigation Plan

GPH Ispat Limited maintains a good atmosphere at the workplace and provides all sorts of facilities to the workers as per law of the land. GPH employees/workers have been provided with all necessary facilities according to service rules. So, it is unlikely for them to create such unrest. The company has a good remuneration package and welfare policies for its human resources, which reduce the risk of labor unrest.

12. Availability of Power and Gas

Steel industries require a huge and uninterrupted power supply. Any unfavorable change in power-related regulations may affect the Company's business. The Company also requires gas for heating billets and accordingly shortage of gas supply will affect the operation of the Company.

Mitigation Plan

GPH Ispat Limited has total 92 MW power connections. Among that 15 MW load connection through 132/33 KV substation (33 KV H. T. line) from PDB, 65 MW load connection through 230/33 KV substation (33 KV H. T. line) from national grid of BPDB and 12 MW gas fired captive power plant named GPH Power Generation Limited which ensures uninterrupted power supply. Furthermore, GPH's gas connection is connected with the main distribution line of Chattogram zone. So, GPH Ispat Limited is enjoying uninterrupted and sufficient electricity and gas supply at present except for complying with some Govt. special orders and it is expected that this availability will remain same in the near future.

13. Impact on Environment

Steel production has a number of impacts on the environment including air emissions, wastewater contaminants, hazardous wastes, and solid wastes. The major environmental impacts of integrated steel mills are from coking and iron-making. Moreover, reducing CO₂ emissions in steelmaking must be tackled on a global level. Making the substantial CO₂ reductions required will need technology transfer, collaboration and breakthrough technologies.

Mitigation Plan

Climate change is the biggest issue for the steel industry in the 21st century and GPH Ispat Limited always feels the importance of environmental issues. In this connection, GPH Ispat set out an Effluent Treatment Plant (ETP) system to make a pollution-free environment. GPH Ispat also installed an Air Separation Plant (ASP) based on the latest technology and international standard for its expansion plant. In Bangladesh, every factory uses a tremendous amount of water for its manufacturing process, and in most if not all cases, is drawn from the groundwater reserves, causing a shortage for the community as a whole. But at GPH Ispat, not a single drop of water is drawn from the groundwater table, as all the water requirement is met through rainwater harvesting, which is collected and stored in an artificial lake. Moreover, the smart water solution for GPH Ispat's steel manufacturing plant is composed of two parts; one is Closed Loop Zero Discharge Circulation System and another is Water Treatment Plant. The two parts work in conjunction to remove all contamination from the wastewater before discharging to the artificial lake, used again for production, and ensure that the water stays within the system. No waste is discharged through water, thereby ensuring no damage to the natural environment. Moreover, in order to drastically reduce the overall CO₂ emissions from the production of steel, the development of breakthrough technologies is crucial. At present, a large number of promising projects are ongoing in different parts of the world. We have installed State-of-the-Art technology for our expansion project. By using this technology, carbon emissions will be 90% less than the World Bank's prescribed limit and 96% less than the Bangladesh Standard's recommended limit.

ANNEXURE –E

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

The pattern of Shareholding as on 30 June 2023

Name	Status/Position	No of Shares	% of Shareholding
(a) Parent or Subsidiary or Associate Companies and other related parties:			
	N/A	N/A	N/A
(b) Directors, CEO, CS, CFO, Head of Internal Audit and Compliance and their spouses and minor children:			
Mr. Md. Alamgir Kabir	Chairman	22,172,403	4.81%
Mr. Mohammed Jahangir Alam	Managing Director	108,652,757	23.58%
Mr. Mohammed Almas Shimul	Additional Managing Director	49,887,907	10.83%
Mr. Mohammad Ashrafuzzaman	Director	13,825,240	3.00%
Mr. Md. Abdul Ahad	Director	11,060,192	2.40%
Mr. Md. Azizul Haque	Director	9,216,826	2.00%
Mr. Md. Abdur Rouf	Sponsor (Deceased)	13,825,240	3.00%
Mr. Mukhtar Ahmed	Independent Director	-	-
Mr. Safiul Alam Khan Chowdhury	Independent Director	-	-
Mr. Abu Bakar Siddique, FCMA	Chief Financial Officer (CFO)	-	-
Mr. Md. Mosharof Hossain	Company Secretary (Acting)	-	-
Mr. Md. Sharif Billah Bhuiyan	Head of Internal Audit and Compliance (In-charge)	-	-
Mrs. Masuma Begum	W/O Mr. Mohammed Jahangir Alam	4,334,756	0.94%
Mrs. Farjana Sharmin Muktha	W/O Mr. Mohammed Almas Shimul	7,241,052	1.57%
Mrs. Amina Khanom Roni	W/O Mr. Mohammad Ashrafuzzaman	4,096,367	0.89%
Mrs. Israt Jahan Najnin	W/O Mr. Md. Abdul Ahad	3,277,092	0.71%
(c) Executives:			
Mr. Kamrul Islam, FCA	Executive Director (Finance and Business Development)	54,114	0.01%
Mr. Shobhon Mahbub Shahabuddin (Raj)	Chief Corporate Relations Officer	-	-
Mr. T. Mohan Babu	Chief Operating Officer	-	-
Engr. A S M Shumon, Ph.D	Chief Research Project Officer	-	-
Ms. Sharmin Sultan	Chief People Officer (Human Resources)	-	-
(d) Shareholders holding 10% or more voting interest in the Company:			
Mr. Mohammed Jahangir Alam	Managing Director	108,652,757	23.58%
Mr. Mohammed Almas Shimul	Additional Managing Director	49,887,907	10.83%

Shareholding Position as on June 30 2023 are as follows:

Directors/Sponsors	Government	Institute	Foreign	Public
49.61%	-	17.93%	-	32.46%

ANNEXURE –F

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

Management's Discussion and Analysis

GPH Ispat Limited is one of the leading integrated steel manufacturing companies in Bangladesh engaged in the manufacturing and trading of M. S. Billet and M. S. Rod. World-class manufacturing facilities, a highly trained and efficient workforce, and tireless efforts from the management were behind this remarkable achievement.

Pursuant to condition No. 1(5)(xxv) of the Corporate Governance Code issued by the Bangladesh Securities and Exchange Commission, the Management Discussion and Analysis for the year ended 30 June 2023 presents the Company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on as follows:

Accounting policies and estimation for preparation of financial statements:

The financial statements of GPH Ispat Limited for the year ended on 30 June 2023 have been prepared a going concern basis following the accrual basis of accounting except for statement of cash flows in accordance with the International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) as adopted in Bangladesh by the Institute of Chartered Accountants of Bangladesh (ICAB). Detail descriptions of the accounting policies and estimations applied for the preparation of the financial statements of the Company are disclosed in **Notes 2 and 3 of the financial statements, page number 118 & 121.**

a) Changes in accounting policies and estimation:

GPH Ispat Limited has been following consistent policies and estimations and there have been no such changes in accounting policies and estimations that have had a material impact on the financial statements of the Company.

b) Comparative analysis of financial performance or results and financial position as well as cash flows for the current financial year with immediately preceding five years:

The Board of Directors' Report provides an analysis of financial performance and position during the year under review. However, the major areas of financial performance, financial position as well as cash flows for the current financial year along with the immediate preceding five years are tabulated below:

Financial Performance:

Particulars	2022-2023	2021-2022	2020-2021	2019-2020	2018-2019	2017-2018
	Taka	Taka	Taka	Taka	Taka	Taka
Gross Revenue (Million)	59,011.45	47,959.93	28,949.12	9,716.50	13,421.05	9,923.40
Net Revenue (Million)	57,656.89	46,827.52	28,166.46	9,406.69	13,268.68	9,814.10
Cost of Goods Sold (Million)	49,696.52	40,478.44	23,965.15	7,852.83	11,110.76	8,211.56
Gross Profit (Million)	7,960.36	6,349.07	4,201.31	1,553.86	2,157.93	1,602.54
Operating Profit (Million)	6,472.91	4,945.60	3,218.38	1,121.43	1,735.00	1,276.27
Profit before Tax (Million)	1,236.41	2,781.54	2,122.27	398.58	1,075.12	863.66
Profit after Tax (Million)	267.61	1,494.27	1,660.89	299.42	806.20	666.06
Earnings per Share (EPS)	0.58	3.42	4.18	0.79	2.24	2.03

Financial Position:

Particulars	As on June 30, 2023	As on June 30, 2022	As on June 30, 2021	As on June 30, 2020	As on June 30, 2019	As on June 30, 2018
	Taka	Taka	Taka	Taka	Taka	Taka
Non-Current Assets (Million)	50,417.25	34,579.59	33,821.01	27,043.69	23,010.70	13,976.55
Current Assets (Million)	35,966.46	30,307.14	19,838.25	12,945.80	8,482.32	8,717.68
Total Assets (Million)	86,383.72	64,886.74	53,659.26	39,989.49	31,493.02	22,694.23
Equity (Million)	24,461.99	12,576.30	11,856.92	6,433.36	6,335.36	5,525.35
Non-Current Liabilities (Million)	26,595.79	22,057.39	22,431.12	20,648.88	16,952.44	8,619.71
Current Liabilities (Million)	35,325.93	30,253.04	19,371.22	12,907.25	8,205.22	8,549.17
Total Equity and Liabilities (Million)	86,383.72	64,886.74	53,659.26	39,989.49	31,493.02	22,694.23
Net Asset Value (NAV)	53.08	28.79	29.86	17.01	17.59	16.87

Cash Flow:

Particulars	2022-2023	2021-2022	2020-2021	2019-2020	2018-2019	2017-2018
	Taka	Taka	Taka	Taka	Taka	Taka
Net Cash Flows Generated by Operating Activities (Million)	(969.55)	(3,122.03)	(1,607.99)	(3,063.59)	579.85	365.48
Net Cash Flows Used in Investing Activities (Million)	(2,343.00)	(2,890.35)	(3,493.50)	(4,563.33)	(7,894.96)	(8,900.32)
Net Cash Flows Used in Financing Activities	3,238.26	6,327.04	5,192.91	7,383.92	7,372.54	8,447.86
Net Operating Cash Flow per Share	(2.10)	(7.15)	(4.05)	(8.10)	1.61	1.12

Shares and Dividend Information:

Particulars	2022-2023	2021-2022	2020-2021	2019-2020	2018-2019	2017-2018
Shares Outstanding (Nos.)	46,08,41,387	43,68,16,480	39,71,05,891	37,81,96,087	36,01,86,750	32,74,42,500
Face Value per Share (Tk.)	10.00	10.00	10.00	10.00	10.00	10.00
Cash Dividend	5%	5.50%	20%	5%	5%	-
Stock Dividend	5%	5.50%	10%	5%	5%	10%

* 5% Cash Dividend for the year 2022-2023 only for General Shareholders except Sponsors & Directors.

c) Comparison of financial performance and financial position as well as cash flows with the peer industry scenario:

There are a number of steel manufacturing companies in Bangladesh, but only a few companies are listed with the Stock Exchanges. A comparison of peer industry financial performance and financial position, as well as cash flows for the year ended 30 June 2023 compared with GPH Ispat Limited, are tabulated below:

Particulars	GPH Ispat Ltd.	BSRM Steels Ltd.	BSRM Ltd.
	Taka	Taka	Taka
Earnings per Share (EPS)	0.58	7.92	9.76
Net Asset Value (NAV) per Share	53.08	73.32	140.46
Net Operating Cash Flow per Share	(2.10)	29.15	10.74

d) Financial and Economic Scenario of Bangladesh and the Globe:

Bangladesh:

After a strong economic recovery from the COVID-19 pandemic, Bangladesh's economy has been interrupted by supply chain disruptions due to the Russia-Ukraine war, leading to a sharp widening of the current account deficit, rapid decline of foreign exchange reserves, rising inflation and slowing growth. Bangladesh's economic growth in the pre-COVID-19 fiscal year (FY 2018-19) was 7.88 percent. During the COVID-19 period, this growth rate declined to 3.45 percent in FY 2019-20, which increased to 6.94 percent in FY 2020-21 and 7.10 percent in FY 2021-22. According to the provisional estimates of the Bangladesh Bureau of Statistics (BBS), the GDP growth stood at 6.03 percent in FY 2022-23.

To successfully graduate from Least Developed Country status and achieve middle-income status by 2031 and meet the vision for a Smart Bangladesh by 2041, it is imperative to build on past successes, the right policies and timely actions Bangladesh can accelerate its recovery from the economic downturn. The long-term continuous efforts also increase the GDP growth, per capita income, export earnings, remittance, foreign exchange reserves etc. However, despite challenges on many fronts, circumstances also offer favorable conditions for the steel market as the mega infrastructure developments of Bangladesh are going on. As one of the emerging industries, the steel industry has been contributing significantly to the national infrastructure and economic development. Though the history of the Steel Industry of Bangladesh is not older, it can make a glorious future.

The Global:

The global economic growth in 2023 remains highly uncertain due to the impact of the COVID-19 pandemic over the past three years and the growing adverse effects of the ongoing Russia's war in Ukraine. In the World Economic Outlook (WEO), the International Monetary Fund (IMF) has expected the global economy to slow down from 3.4 percent in 2022 to 2.8 percent in 2023 and rebound to 3.0 percent in 2024. The slowdown of economic activity is observed due to spikes in commodity prices and supply chain disruption driven by the effects of war. Sluggish growth rates between advanced economies and emerging markets and developing economies will be divergent. Growth in advanced economies is expected to decline from 2.7 percent in 2022 to 1.3 percent in 2023 and rebound 1.4 percent in 2024. In emerging markets and developing economies, however, growth is expected to drop from 4.0 percent in 2022 to 3.9 percent in 2023 and rebound to 4.2 percent in 2024.

At present, Russia's invasion of Ukraine and its effects on commodity markets, supply chains, inflation, and financial conditions have steepened the slowdown in global growth. One key risk to the outlook is the possibility of high global inflation accompanied by tepid growth. This could eventually result in a sharp tightening of monetary policy in advanced economies, which could lead to financial stress in some emerging markets and developing economies. Policymakers will need to balance the need to support the recovery while safeguarding price stability and fiscal sustainability and to continue efforts toward promoting growth-enhancing reforms. Policymakers can also help entrench a lasting recovery by undertaking growth enhancing reforms and steering their economies onto a green, resilient, and inclusive development path.

e) Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company;

GPH Ispat Limited has exposure to the Financial Risk, Credit Risk, Liquidity Risk and Market Risk arising from the financial statements. The detailed explanation of risk and concerns are explained in **Note No. 45 and the page number 164** of the annual audited financial statements. Moreover, GPH Ispat Limited has sufficient and effective measures/controls to mitigate the risk and concerns. A detailed report on risks and concerns mitigation plans are discussed in **Annexure-D, Page 90**.

f) Future plan for the company's operation, performance and financial position:

In times of high inflation, we have increased our focus on cost reduction of the company. We also make short, mid and long-term goals to reach financial stability. We also focus on the strategy of increasing the market share by enhancing customer relationships and exploring new markets locally and internationally. Moreover, as Bangladesh is moving forward as a middle-income country, GPH Ispat wants to take strong participation to achieve this goal. In this regard, there is no scope for compromise with the quality of products for the sustainability of any infrastructure development in the country. The Management is also very sincere in the adoption of necessary feasible plans and strategies in respect of operations, performance, financial and sustainability for its foreseeable future.

Mohammed Jahangir Alam
Managing Director

ANNEXURE-G

[As per Directive No. BSEC/CMRRCD/2021-386/03, Dated, 14 January 2021]

Summary of Unpaid or Unclaimed Dividend

As on 30 June 2023

Sl. No.	Dividend Year	Amount
1.	Unclaimed Dividend 2019-2020	588,149.00
2.	Unclaimed Dividend 2020-2021	1,737,722.00
3.	Unclaimed Dividend 2021-2022	888,147.00
	Total	3,214,018.00

Note: As per BSEC Letter No. SEC/SRMIC/165/-2020/part-1/166 dated 6 July 2021, GPH Ispat Limited transferred total Tk. 43,22,039.97 to the Capital Market Stabilization Fund as the unclaimed dividend of the shareholders from the years 2011-2012 to 2018-2019. The details of the unclaimed dividend have been uploaded in the website of the Company at <https://www.ghispat.com.bd/investor-matters/unpaid-unclaimed-dividend-list>.

AUDIT COMMITTEE REPORT

For the year ended on June 30, 2023

Dear Shareholders,

The Audit Committee acts as a sub-committee of the Board of Directors of GPH Ispat Limited. The Committee also assists the Board in ensuring that the financial statements reflect a true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business. The Audit Committee report provides an overview of how the committee operated, an insight into the committee's activities and its role in ensuring the integrity of the company's published financial information.

Composition of the Audit Committee:

The Committee has been formed in accordance with the guidelines of the Corporate Governance Code 2018. The Committee comprises one Independent Director and two Non-Executive Directors who are as follows:

1. Mr. Mukhtar Ahmed – Chairman
2. Mr. Mohammed Almas Shimul – Member
3. Mr. Mohammad Asrafuzzaman – Member

As per the regulatory guidelines, Mr. Md. Mosharof Hossain, Company Secretary (Acting) acted as the Secretary of the Audit Committee.

Meetings of the Audit Committee:

The Audit Committee has conducted four meetings during the year 2022-2023 to perform various activities in order to meet the regulatory requirements. The members of the Committee attended all four meetings of the Audit Committee. The Independent Director, Mr. Mukhtar Ahmed acted as Chairman of the Committee. Moreover, Mr. Kamrul Islam FCA, Executive Director (Finance and Business Development), Mr. Abu Bakar Siddique FCMA, Chief Financial Officer and Mr. H. M. Ashraf-Uz-Zaman FCA, Group CFO also attended the meetings on invitation of the Chairman of the Audit Committee.

Key Responsibilities of the Audit Committee:

As per the Corporate Governance Code 2018, the key responsibilities of the Audit Committee are as follows:

- a) Oversee the financial reporting process and monitor the choice of accounting policies and principles;
- b) Monitor the internal audit and compliance process and review the internal audit and compliance report;
- c) Hold meeting with the Statutory Auditors to review the annual Financial Statements before submission to the board for approval or adoption;
- d) Review along with the management, the quarterly Financial Statements and annual Financial Statements before submission to the board for approval;
- e) Review the adequacy of the internal audit function;
- f) Review the management discussion and analysis before disclosing it in the Annual Report;
- g) Review the statement of all Related Party Transactions submitted by the management; and
- h) Evaluate the performance of external auditors and recommend to the Board for their appointment and remuneration fees.

Major Activities of the Audit Committee during the Reporting Period:

The Audit Committee carried out the following activities during the year 2022-2023:

- Reviewed and recommended the quarterly Financial Statements for the year 2022-2023 and the annual Financial Statements for the year ended 30 June 2023.

- Oversee the financial reporting process and monitored the choice of accounting policies and principles;
- Monitored the internal audit and compliance process and reviewed the internal audit and compliance report;
- Reviewed the adequacy of the internal audit function;
- Reviewed the Management Discussion and Analysis for the year 2022-2023.
- Reviewed and recommended related party transactions.
- Reviewed the performance of the statutory auditors and made a recommendation to the board on the appointment and remuneration of statutory auditors.

Acknowledgment:

The Audit Committee would like to express its heartfelt thanks to the members of the Board, key management executives and all other employees for their utmost cooperation with the Audit Committee.



Mukhtar Ahmed
Chairman
Audit Committee

NOMINATION AND REMUNERATION COMMITTEE REPORT

For the year ended on June 30, 2023

The Nomination and Remuneration Committee (NRC):

The Nomination and Remuneration Committee acts as a sub-committee of the Board and is responsible and accountable to the Board of Directors and the shareholders of GPH Ispat Limited. The NRC also assists the Board broadly in the formulation of policy with regard to determining the qualifications, positive attributes, experiences and remuneration mainly for the Directors and the top-level Executives of the company.

Composition of the NRC:

The NRC has been formed in accordance with the guidelines of the Corporate Governance Code 2018. The Committee comprises one Independent Director and two Non-Executive Directors who are as follows:

1. Mr. Safiul Alam Khan Chowdhury – Chairman
2. Mr. Mohammed Almas Shimul – Member
3. Mr. Md. Abdul Ahad – Member

As per the regulatory guidelines, Mr. Md. Mosharof Hossain, Company Secretary (Acting) acted as the Secretary of the Nomination and Remuneration Committee.

Meeting of the NRC:

The Nomination and Remuneration Committee has conducted one meeting during the year 2022-2023 to perform various activities. The members of the Committee attended the meeting. Mr. Safiul Alam Khan Chowdhury, the Independent Director acted as Chairman of the Committee. Mr. Abu Bakar Siddique FCMA, Chief Financial Officer also attended the meetings on invitation of the Chairman of NRC.

Mejor Role of the NRC:

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

- a) Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommending a policy to the Board, relating to the remuneration of the directors, top level executives;
- b) Devising a policy on the Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;
- c) Identifying persons who are qualified to become directors and who may be appointed in top level executive positions in accordance with the criteria laid down, and recommend their appointment and removal to the Board;
- d) Formulating the criteria for evaluation of performance of independent directors and the Board;
- e) Identifying the company's needs for employees at different levels and determining their selection, transfer or replacement and promotion criteria; and
- f) Developing, recommending and reviewing annually the company's human resources and training policies;

Nomination Policy of the Directors:

The NRC is responsible to ensure that the procedures for appointing new Directors are transparent and appropriate. The Board places great emphasis on ensuring its membership reflects diversity in a broader sense. A combination of age, gender, experience, ethnicity, educational background, nationality as well as personal attributes provide all-round of perspectives and insights for appropriate decision-making. The aim of the selection and appointment process is to ensure that candidates with the most suitable skill, knowledge, experience, and personal values can be selected.

Evaluation Criteria of the Directors:

The NRC is responsible for ensuring the effectiveness of the Board. The NRC shall carry out an evaluation of the Directors once a year of its work, functions, and performance as well as monitoring of internal control over financial reporting and provide reasonable assurance that the assets are safeguarded, and transactions are authorized and properly recorded. The evaluation process is led by the Chair of the NRC. Each Director is required to complete a confidential pre-set questionnaire. The evaluation includes a review of the administration of the board and its committees covering their operations, agenda, reports, and information produced for consideration, and relationship with the management.

Selection Policy of the Top-level Executives:

The performance of the company depends upon the quality of its top-level Executives. So, the selection and recruitment of top-level Executives is an important fact. The recruitment process of top-level Executives shall be transparent, non-discriminatory, diversified and in alignment with the GPH standard. The recruitment processes for top-level Executives identify candidates with the most suitable skills, knowledge, experiences and personal values. The recruitment standards also support GPH Ispat's reputation as an attractive employer of choice.

Remuneration Policy for the Directors and Top-level Executives:

The Directors who are directly engaged with the operational activities of the company shall eligible for reasonable remuneration along with traveling facilities. Directors also receive remuneration from the company for attending every Board Meeting along with traveling facility for travel to and returning from Board Meetings. The Director's remuneration is recommended by NRC and approved by the Board of Directors.

On the other hand, the structure, scale and composition of remuneration are reasonable and sufficient to attract, retain and motivate suitable top-level executives and other employees to run the company efficiently and successfully. The context of packages, including remuneration monthly, yearly and in the long run for all the employees are categorically laid down and meet the appropriate performance benchmarks. Moreover, the objective of GPH Ispat's remuneration policy is to secure that rewards for the top-level executives shall contribute to attracting, engaging and retaining the right person in the right place to deliver sustainable value for the company as well as the shareholders.

Activities of the Nomination and Remuneration Committee during the reporting period:

The Nomination and Remuneration Committee has performed its duties as per the Terms of Reference which were formulated in accordance with the Corporate Governance Code 2018. The major activities of the NRC are as follows:

- a) Reviewed the background, qualification and independence of Independent Directors and recommended the extension of tenure of the Independent Directors;
- b) Reviewed the criteria for determining qualifications and positive attributes of the top-level executives;
- c) Reviewed the standard of manpower planning;
- D) Reviewed the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria;
- e) Reviewed the employee benefits policy to attract job seekers and retain internal talents;
- f) Reviewed the recruitment and selection process where competent candidates get hired.
- g) Reviewed and recommended the company's human resources and training policies;

Acknowledgment:

The Nomination and Remuneration Committee would like to express its heartfelt thanks to the members of the Board, key management executives and all other employees for their utmost cooperation with the Committee during the year 2022-2023.

On behalf of the Nomination and Remuneration Committee



Safiul Alam Khan Chowdhury
Chairman

DIVIDEND DISTRIBUTION POLICY OF GPH ISPAT LIMITED

1. OBJECTIVE:

The objective of Dividend Distribution Policy is to ensure the right balance between the amount of Dividend paid and amount of profits retained in the business for various purposes. Towards this end, the Policy lays down parameters to be considered by the Board of Directors of the Company before recommending or declaring dividend to its shareholders from time to time.

2. PHILOSOPHY:

The philosophy of the Company is to maximize the shareholders' wealth in the Company through business decision and performance. The Company believes that driving growth creates maximum shareholders' value. Thus, the Company shall consider the investors' expectations, market scenario and impacts of dividend policy on market capitalization to distribute the profits/retain earnings in the form of dividend to the shareholders.

3. REGULATORY FRAMEWORK:

The policy is framed in compliance with the Bangladesh Securities and Exchange Commission's Directive No. BSEC/CMRRCD/2021-386/03, dated 14 January, 2021 and Dhaka Stock Exchange and Chittagong Stock Exchange (Listing) Regulations, 2015.

4. AUTHORITY:

Dividends will be recommended by the Board of Directors of GPH Ispat Limited and approved by the shareholders in the Annual General Meeting.

5. FORMS OF DIVIDENDS; INTERIM DIVIDEND, FINAL OR SPECIAL:

The Board will recommend cash/stock or both dividend once a year as final dividend, after the announcement of the full year results and before the Annual General Meeting (AGM) of the shareholders, as may be permitted by the Companies Act, 1994. The Board may also recommend interim dividends subject to Company's periodic business performance and as may be permitted by the Companies Act, 1994.

6. PARAMETERS FOR DECLARATION OR RECOMMENDATION OF DIVIDEND:

The Board of Directors of the Company would consider the following parameters for declaration or recommendation of Dividend:

a) Financial Parameters/Internal Factors:

- Financial performance of the Company for the period for which dividend is declared or recommended;
- Working capital requirements;
- Capital expenditure requirements;
- Resources required to fund acquisitions and/or new businesses;
- Cash flow required to meet contingencies;
- Outstanding borrowings;
- The ratio of debt to equity;
- Cost of raising funds from alternate sources of capital;
- Past dividend trends.

b) Statutory and Regulatory Compliance/External Factors:

- Prevailing legal requirements, regulatory conditions or restrictions laid down under the applicable laws including tax laws;
- Economic environment;

- Dividend pay-out ratios of companies in the same industry;
- Shareholder expectations.

c) Circumstances under which the Shareholders may or may not expect Dividend:

In case of adverse business performance of the Company, the Board of Directors can take decision to recommend 0 (zero) dividend for a particular period/year. Moreover, the shareholders of the Company may not expect Dividend under the following circumstances:

- Whenever it undertakes or proposes to undertake a significant expansion project requiring higher allocation of capital;
- Significantly higher working capital requirements adversely impacting free cash flow;
- Whenever it undertakes any acquisitions or joint ventures requiring significant allocation of capital;
- If the eligibility criteria for recommendation of dividend have not been met by the Company, including any regulatory restriction placed on the Company on declaration of dividend or if the Board strongly believes the need to conserve capital for growth or other exigencies.

d) Utilization of Retained Earnings:

The Board of Directors of the company may recommend dividend out of the profits of the Company for the year or out of the profits for any previous years or out of the free reserves available for distribution of Dividend, after having due regard to the parameters laid down in this Policy.

e) Parameters adopted with regard to various classes of shares:

Currently, the Company has no any other class of shares (including shares with differential voting rights/preference shares) other than equity shares having face value Taka 10 (Ten) each. In the absence of any other class of shares and/or shares with differential voting rights, the entire distributable profit for the purpose of declaration of dividend is considered for the equity shareholders. As and when the Company issues other kind of shares, the Board of Directors may suitably amend this Policy. Therefore, dividend declared will be distributed amongst all shareholders, based on their shareholding on the record date.

7. DIVIDEND RECOMMENDATION PROCEDURE:

The Board of Directors of GPH Ispat Limited works for the best interest of the shareholders and the Board always takes decision regarding dividend recommendation on the basis of performance and strategic planning of the company. The Board has also established a long-term and sustainable dividend policy considering the followings that allows the shareholders to make an enlightened investment decision.

- The agenda of the Board of Directors where Dividend declaration or recommendation is proposed shall contain the rationale of the proposal;
- In consultation with the Chief Financial Officer (CFO), the Managing Director (MD) or Chief Executive Officer (CEO) of the Company shall recommend any amount to be declared/recommended as Dividend to the Board of Directors of the Company;
- Pursuant to the provisions of applicable laws and this Policy, interim Dividend approved by the Board of Directors will be confirmed by the shareholders and final Dividend, if any, recommended by the Board of Directors, will be subject to shareholders' approval, at the ensuing Annual General Meeting of the Company;
- The Company shall ensure compliance of provisions of applicable laws and this policy in relation to Dividend declared by the Company.

8. DIVIDEND DISTRIBUTION PROCEDURE:

- The Company shall pay off the dividend (cash/stock) to the entitled shareholders within 30 days of declaration or approval or record date as the case may be;
- The Company shall pay off the cash dividend directly to the bank account of the entitled shareholder as available in the BO account maintained with the depository participant (DP), or the bank account as provided by the shareholder in paper form, through Bangladesh Electronic Funds Transfer Network (BEFTN) or through bank transfer or any electronic payment system as recognized by the Bangladesh Bank, if not possible through BEFTN;

- c) Cash Dividend of the margin client of stock broker or merchant banker or portfolio manager shall pay off to the Consolidated Customer's Bank Account (CCBA) of the stock broker or to the separate bank account of the merchant banker or portfolio manager through BEFTN;
- d) In case of non-availability of bank account information or not possible to distribute cash dividend through BEFTN or any electronic payment system, shall issue cash dividend warrant and shall send it by post to the shareholder;
- e) The Company shall credit the stock dividend to the BO account or issue the bonus share certificate of the entitled shareholder;
- f) Company shall follow the directives/circulars in force of the securities regulator, related to dividend distribution from time to time.

9. AMENDMENTS/MODIFICATIONS:

The Board of Directors may amend, abrogate, modify or revise any or all provisions of this Policy at any time according to the business necessity and in compliance with the Bangladesh Securities and Exchange Commission guidelines as may be issued or such other regulatory authority from time to time. However, amendments in the act or the regulatory guidelines shall be binding even if not incorporated in this policy.

10. EFFECTIVE DATE:

This Policy has been approved by the Board of Directors of the Company at its meeting and would be effective and applicable for dividend, if any, declared for the Financial Year 2020-21 onwards.

11. DISCLOSURE OF POLICY:

The Dividend Distribution Policy will be available in the Company's website (www.gphispat.com.bd) and will also be disclosed in the Company's Annual Report.



GPH ISPAT LIMITED
ENVIRONMENTAL, SOCIAL AND ECONOMICAL SUSTAINABILITY REPORT

FOR THE YEAR ENDED ON 30 JUNE 2023

In the pursuit of our Environmental, Social, and Governance (ESG) objectives, our company has demonstrated a steadfast commitment to sustainability across key facets of our operations. Over the period from July 2022 to June 2023, our efforts in environmental sustainability have been marked by significant achievements.

ENVIRONMENTAL SUSTAINABILITY:

Air Quality:

Our air quality, well below the DoE limit, at 198 µg/m³, reflects our dedication to clean air in our facilities, safeguarding the health of our employees and surrounding communities.

Water Management:

Achieving 99% surface water sustainability through our Zero Liquid Discharge Water Treatment Plant underscores our responsible water management practices, emphasizing our commitment to preserving this critical resource.

Energy Efficiency:

With an energy intensity of 1.18 GJ/ton, we've showcased our commitment to reducing energy consumption and minimizing our carbon footprint, contributing to a greener and more sustainable future.

Noise Pollution Control:

Our noise levels at 70.43 dBA, below the DoE limit, not only promote a healthier working environment but also demonstrate our commitment to minimizing our impact on the communities around our facilities.

Carbon Emissions:

Actively working towards minimizing greenhouse gas emissions, our CO₂ emission intensity of 0.231 tons CO₂/ton reflects our dedication to combatting climate change.

Material Efficiency:

With a material efficiency of ±95%, we are optimizing resource utilization, demonstrating a responsible approach to material sourcing and consumption.

SAFETY AND HEALTH:

Reduced Lost Time Injury Frequency:

A commendable reduction in the one-year rolling Lost Time Injury frequency rate from 1.20 to 1.10 per 1,000,000 man-hours underscores our commitment to the safety and well-being of our workforce.

Investment in Training:

With 11,654 training man-hours invested in enhancing skills and safety awareness, we prioritize continuous improvement in the competency and well-being of our employees and contractors.

ECONOMIC SUSTAINABILITY:

Product Development Impact:

Our investment in product development, specifically the B600C-R, has proven economically advantageous, leading to substantial steel savings, reduced construction costs, and improved efficiency in congested sections.

Positive Economic and Environmental Impact:

The implementation of B600C-R not only reduces fabrication time and costs but also positively impacts the environment by curtailing transport costs and decreasing energy demand for steel production.

RECOGNITION AND AWARDS:

We have received recognition from the Sustainability Band Forum Bangladesh for our alignment with Sustainable Development Goal No. 9, showcasing our commitment to the Mujib Climate Action Plan and NDC implementation.

RENEWABLE ENERGY INITIATIVES:

The installation of 3.90 MWp solar PV systems on our facilities' rooftops and contribution to the national grid through Net Metering Guideline 2018 highlight our commitment to renewable energy, aligning with climate action plans.

In summary, this comprehensive report underscores our ongoing dedication to environmental responsibility, safety, economic efficiency, and renewable energy initiatives. As a company, we remain steadfast in our pursuit of continuous improvement and contributing to a sustainable future.





**AUDITED
FINANCIAL STATEMENTS OF
GPH ISPAT LIMITED
FOR THE YEAR ENDED 30 JUNE 2023**

Hoda Vasi Chowdhury & Co

Chartered Accountants

INDEPENDENT AUDITORS' REPORT

To
The Shareholders of
GPH ISPAT LIMITED

Opinion

We have audited the accompanying financial statements of **GPH ISPAT LIMITED** (the Company), which comprise the Statement of Financial Position as at 30 June 2023, 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, together with the notes numbering 01 to 46 annexed thereto.

In our opinion and to the best of our information and according to explanations given to us, the accompanying Financial Statements, prepared in accordance with International Financial Reporting Standards (IFRSs), give a true and fair view of the financial position of the company as at 30 June 2023 and of its financial performance and cash flows for the period from 01 July 2022 to 30 June 2023 and comply with the Companies Act, 1994, the Securities and Exchange Rules, 1987 and other applicable laws and regulations.

Basis of opinion

We conducted our audit in accordance with International Standard on Auditing (ISAs) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB). Our responsibilities under those standards are further described in "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) that are relevant to our audit of the financial statements in Bangladesh, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

We believe that the audit evidence we have obtained are sufficient and appropriate to provide a basis for our audit 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 for 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.



Hoda Vasi Chowdhury & Co

SL No.	Key Audit Matters	How our audit addressed the key audit matter
1	<p>Revenue Recognition (Refer to note 25)</p> <p>Revenue of TK. 59,011,458,603 is recognized in the Statement of Profit or Loss and Other Comprehensive Income of GPH ISPAT LIMITED for the year ended 30 June 2023. We identified revenue recognition as a key audit matter because revenue is one of the key performance indicators of the company and therefore there is an inherent risk of manipulation of the timing of recognition of revenue by management to meet specific targets or expectations.</p> <p>As described in the accounting policy 3.15 to the financial statements, the company recognizes revenue upon rendering services to the customers/clients as per IFRS 15 – Revenue from Contract with Customers.</p>	<p>In light of the fact that the high degree of complexity we assessed the Company's processes and controls for recognizing revenue as part of our audit. Furthermore, in order to mitigate the inherent risk in this area, our audit approach included testing of the controls and the substantive audit procedure, including:</p> <ul style="list-style-type: none"> ➤ We evaluated the Company's accounting policies pertaining to revenue recognition and assessed compliance with the policies in terms of IFRS 15 – Revenue from Contracts with Customers. ➤ We identified and tested controls related to revenue recognition and our audit procedure focused on assessing the invoicing and measurement systems up to entries in the general ledger. Examining customers' invoices and receipts of payment on a sample basis. ➤ We conducted substantive testing of revenue recorded over the year using sampling techniques, by examining the relevant supporting documents including sales invoices. In addition, we confirmed certain customers' receivable balances at the reporting date, selected on a sample basis by considering the amounts outstanding with those customers. ➤ Furthermore, we tested the sales transactions recognized shortly before and after the reporting date, including the sales returns recorded after that date, to examine whether sales transactions were recorded in the correct recording periods.
2	<p>Inventories (Refer to note 11)</p> <p>Inventories represent about 29.98% of the total revenue of the Company; inventories are thus a material item to the financial statements. Please refer to note 11 to the financial statements.</p> <p>As described in the accounting policy note 3.07 to the financial statements, inventories are valued at the lower of the cost or net realizable values. As such, management is required to make judgments in determining whether inventories are being appropriately valued, and also need to make provision for aged inventories, if required.</p> <p>Due to the value and volume of inventories being held by the Company at the reporting date and complexities involved in the accounting and presentation thereof, inventories have been considered as a key audit matter.</p>	<p>We verified the appropriateness of management control applied in calculating the value of the inventory provision by:</p> <ul style="list-style-type: none"> ➤ Tested the operating effectiveness of key controls over inventories; including observing the process of management's year-end inventory count. ➤ Verified a sample of inventory items to ensure that costs have been appropriately recorded. ➤ Tested on a sample basis the net realizable value by comparing costs to recent selling prices and assessing the reasonableness of any resulting write down of inventory items.

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SL No.	Key Audit Matters	How our audit addressed the key audit matter
		<ul style="list-style-type: none"> ➤ Assessed whether appropriate provision have been recognized for aged, damaged, slow moving or obsolete inventories by reviewing the age of inventories held and evaluating management's basis for determining the usability of inventories. ➤ Performed cut-off tests to determine that the purchase and sales of the inventories have been considered in the correct accounting period. ➤ Reviewed the historical accuracy of inventory provision and the level of write downs.
3	<p>Property Plant and Equipment (Refer to note 04)</p> <p>The company has a large number of Property, Plant and Equipment items. In view of availability of latest machinery due to improved technology, the obsolescence & impairment may be noticed in existing machineries.</p> <p>Management has concluded that there is no impairment in respect of all assets. This conclusion required significant management judgment. Hence, we considered this to be key audit matter.</p>	<p>Our audit procedure in this area included, among others;</p> <ul style="list-style-type: none"> ➤ Assessing the consistency of methodologies use for depreciating the assets; ➤ Checking on a sample basis, the accuracy and relevance of the accounting of PPE by management; and ➤ For selected samples, performing physical observation to assess management's determination on whether the equipment is obsolete, and testing the assumptions used in estimating recoverable amount, such as estimated useful life and replacement cost. ➤ Examining management's periodic review of Property, Plant and Equipment for determination of impairment and obsolescence. <p>We have however, reviewed to valuation report submitted by G. Kibria & Co. Chartered Accountants dated 22 June 2023 and ensured implementations of their findings/ recommendation(s).</p>
4	<p>Measurement of Deferred Tax (Refer to note 20)</p> <p>The Company recognizes deferred taxes relating to Property, Plant and equipment, Investment in associates and employee benefits (Gratuity), which are very complex in nature.</p> <p>As such accounting for deferred taxes involves management in developing estimates of tax exposures and contingencies in order to assess the adequacy of tax provision. Hence, we considered this to be a key audit matter.</p>	<p>Our audit procedure in this area included, among others.</p> <ul style="list-style-type: none"> ➤ Assessing the design, implementation and operating effectiveness of key controls in respect of the company and the process of recognition of deferred taxes. ➤ Using our own tax specialist to evaluate the tax bases and Company tax strategy. ➤ Assessing the accuracy and completeness of deferred tax, and

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SL No.	Key Audit Matters	How our audit addressed the key audit matter
		<ul style="list-style-type: none"> ➤ Evaluating the adequacy of the financial statement's disclosure, including disclosures of assumption, judgements and sensitivities. We involved tax specialist to assess key assumptions, control recognition and measurement of deferred tax liabilities (Assets).
5	<p>Trade Receivables (Refer to note 12)</p> <p>Trade receivable is a key audit matter in the audit due to quantum of the trade receivable balance, realization nature of long outstanding invoices and management judgement at the time of impairment test.</p>	<p>Our audit procedures in this area included among others:</p> <ul style="list-style-type: none"> ➤ Obtained trade receivable balance confirmation; ➤ Analyzed the ageing of trade receivable; ➤ Obtained a list of long outstanding receivable and assessed the recoverability of these through inquiry with management and by obtaining sufficient corroborative evidence to support the conclusion. ➤ Reviewed subsequent status of receivables.

Reporting on other Information

Other information consists of the information included in the Company's 30 June 2023 year ended Annual Report other than the financial statements and our auditor's report thereon. We obtained the Director's Report, Management Discussion and Analysis, Financial information, and Corporate Governance report prior to the date of our auditor's report, and we expect to obtain the remaining reports of the Annual Report after the date of our auditor's report. Management is responsible for the other information.

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.

Based on the work we have performed; we conclude that we have nothing to report in this respect.

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

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



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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.

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

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

- (a) 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.
- (b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- (c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- (d) 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 auditors' 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- (e) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- (f) Obtain sufficient appropriate audit evidence regarding the financial information of the or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the Company audit. We remain solely responsible for our audit opinion.

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

We communicate with 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.



Hoda Vasi Chowdhury & Co

We determine those matters, from the matters communicated with those charged with governance 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 auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other legal and regulatory requirements

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

- i) 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;
- ii) In our opinion, proper books of account as required by law have been kept by the company so far as it appeared from our examination of these books and;
- iii) The statement of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of account and returns.
- iv) The expenditure incurred was for the purposes of the company's business.



Chattogram, 02 November 2023

For and on behalf of
Hoda Vasi Chowdhury & Co
Chartered Accountants



Showkat Hossain, FCA
Senior Partner
Enrollment No: 0137
DVC:2311020137AS965943

GPH ISPAT LIMITED
Statement of Financial Position
As at 30 June 2023

	Note(s)	30 June 2023 Taka	30 June 2022 Taka
ASSETS			
Non-current assets			
Property, plant and equipment	4.00	45,551,153,270	31,015,518,304
Right of Use Assets	5.00	131,800,094	148,898,625
Capital work-in-progress	6.00	4,563,241,317	3,241,016,198
Intangible assets	7.00	1,766,944	2,167,899
Investments	8.00	169,297,886	171,998,290
Total non-current assets		50,417,259,511	34,579,599,316
Current assets			
Short term investment	9.00	2,403,554,551	2,224,065,981
Advances, deposits and prepayments	10.00	8,672,153,570	6,192,398,719
Inventories	11.00	17,695,225,133	15,979,789,926
Trade and Other receivables	12.00	6,824,964,470	5,466,050,256
Cash and cash equivalents	13.00	370,562,834	444,842,678
Total current assets		35,966,460,558	30,307,147,560
Total Assets		86,383,720,069	64,886,746,876
EQUITY AND LIABILITIES			
Equity			
Share capital	14.00	4,608,413,870	4,368,164,800
Share premium	15.00	1,136,440,000	1,136,440,000
Revaluation Reserve	16.00	15,628,615,873	3,850,132,682
Retained earnings	17.00	3,088,526,189	3,221,570,157
		24,461,995,932	12,576,307,639
Liabilities			
Non-current liabilities			
Long term loan	18.01	22,044,892,873	20,648,351,119
Finance lease obligations	5.00	88,439,678	109,707,227
Defined Benefit Obligation - Gratuity	19.00	86,286,208	65,079,334
Deferred tax liability	20.00	4,376,173,680	1,234,261,441
		26,595,792,439	22,057,399,121
Current liabilities			
Current portion of long term loan	18.01	2,216,832,848	3,275,776,093
Current portion of finance lease obligations	5.00	50,001,246	41,019,367
Short term borrowings	21.00	30,030,316,737	23,882,391,653
Creditors and accruals	22.00	2,205,904,652	2,329,816,135
Unclaimed Dividend	23.00	3,214,018	3,182,912
Current tax liability	24.00	819,662,197	720,853,956
Total current liabilities		35,325,931,698	30,253,040,116
Total liabilities		61,921,724,137	52,310,439,237
TOTAL EQUITY AND LIABILITIES		86,383,720,069	64,886,746,876
NET ASSET VALUE PER SHARE	32.00	53.08	28.79

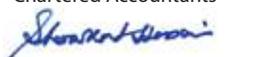
These financial statements should be read in conjunction with the annexed notes: 1 to 46
and were approved by the Board of Directors on: October 28, 2023
and were signed on its behalf by:


Company Secretary


Director


Managing Director

For and on behalf of
Hoda Vasi Chowdhury & Co
Chartered Accountants


Showkat Hossain, FCA
Senior Partner
Enrollment No: 0137
DVC: 2311020137AS965943



Chattogram, 02 November 2023

GPH ISPAT LIMITED
Statement of Profit or Loss and Other Comprehensive Income
For the year ended 30 June 2023

	Note(s)	01 July 2022 to 30 June 2023 Taka	01 July 2021 to 30 June 2022 Taka
Gross Revenue	25.00	59,011,458,603	47,959,934,807
Value Added Tax		(1,354,565,767)	(1,132,409,850)
Net Revenue		57,656,892,836	46,827,524,957
Cost of goods sold	26.00	(49,696,528,648)	(40,478,446,890)
Gross Profit		7,960,364,188	6,349,078,067
Administrative expenses	27.00	(400,362,118)	(355,960,816)
Selling and distribution expenses	28.00	(1,087,086,220)	(1,047,512,874)
Profit from operating activities		6,472,915,850	4,945,604,377
Finance Cost	29.00	(5,319,826,294)	(2,160,878,575)
Finance income	30.00	143,522,469	112,396,730
Profit before other income		1,296,612,025	2,897,122,532
Other income	31.00	7,575,384	32,669,960
Net change in fair value of investment in quoted shares	8.02	(2,700,404)	(1,845,975)
Profit before Income Tax and distribution of WPPF and Welfare Fund		1,301,487,005	2,927,946,517
Contribution to WPPF and Welfare Fund	22.03	(65,074,350)	(146,397,326)
Profit before Income Tax		1,236,412,655	2,781,549,191
Income tax expenses			
Current	24.00	(806,371,385)	(716,277,882)
Deferred	20.00	(162,430,218)	(570,994,876)
Profit after Tax		267,611,052	1,494,276,433
Other comprehensive income			
Revaluation of property, plant and equipment	16.00	14,837,808,326	-
Deferred tax on revaluation reserve of property, plant and equipment	20.00	(2,979,482,021)	19,325,461
Total other comprehensive income		11,858,326,305	19,325,461
Total comprehensive income		12,125,937,357	1,513,601,894
Earning Per Share (Basic)	33.00	0.58	3.42
Earning Per Share (Restated)	33.00		3.24

These financial statements should be read in conjunction with the annexed notes: 1 to 46
and were approved by the Board of Directors on: October 28, 2023
and were signed on its behalf by:


Company Secretary


Director


Managing Director

For and on behalf of
Hoda Vasi Chowdhury & Co
Chartered Accountants


Showkat Hossain, FCA
Senior Partner
Enrollment No: 0137
DVC: 2311020137AS965943

Chattogram, 02 November 2023

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

Particulars	Amount in Taka				
	Share Capital	Share Premium	Revaluation Reserve	Retained Earnings	Total Equity
Balance as on 01 July 2021	3,971,058,910	1,136,440,000	3,916,698,157	2,832,720,460	11,856,917,527
Revaluation Reserve	-	-	-	-	-
Transfer of difference in depreciation between cost and revalued amount	-	-	(85,890,936)	85,890,936	-
Adjustment of deferred tax liability due to extra depreciation charged to	-	-	19,325,461	-	19,325,461
Revaluation reserved	-	-	-	-	-
Dividend (Stock)	397,105,890	-	-	(397,105,890)	-
Dividend (Cash)	-	-	-	(794,211,782)	(794,211,782)
Net profit after tax	-	-	-	1,494,276,433	1,494,276,433
Balance as at 30 June 2022	4,368,164,800	1,136,440,000	3,850,132,682	3,221,570,157	12,576,307,639
Balance as on 01 July 2022	4,368,164,800	1,136,440,000	3,850,132,682	3,221,570,157	12,576,307,639
Revaluation Reserve	-	-	14,837,808,326	-	14,837,808,326
Deferred tax on Revaluation Reserve	-	-	(2,997,446,722)	-	(2,997,446,722)
Revaluation reserved	-	-	-	-	-
Adjustment of deferred tax liability due to extra depreciation charged to	-	-	17,964,701	-	17,964,701
Revaluation reserved	-	-	-	-	-
Transfer of difference in depreciation between cost and revalued amount	-	-	(79,843,114)	79,843,114	-
Dividend (Stock)	240,249,070	-	-	(240,249,070)	-
Dividend (Cash)	-	-	-	(240,249,064)	(240,249,064)
Net profit after tax	-	-	-	267,611,052	267,611,052
Balance as at 30 June 2023	4,608,413,870	1,136,440,000	15,628,615,873	3,088,526,189	24,461,995,932
Note(s)	14.00	15.00	16.00	17.00	

These financial statements should be read in conjunction with the annexed notes: 1 to 46
and were approved by the Board of Directors on: October 28, 2023
and were signed on its behalf by:



(Signature)

Managing Director

(Signature)

Director

(Signature)

Company Secretary

GPH ISPAT LIMITED
Statement of Cash Flows
For the year ended 30 June 2023

	Note(s)	01 July 2022 to 30 June 2023	01 July 2021 to 30 June 2022
		Taka	Taka
a. Operating activities			
Receipts from customers against sales	36.02.01	56,452,238,901	44,682,258,869
Cash Paid to suppliers, operating and other expenses	36.02.02	(54,294,205,691)	(47,195,390,373)
Foreign currency exchange gain/(loss)	36.02.03	(2,325,087,448)	(282,457,184)
Income from forfeited account	36.02.04	733,834	311,904
Income tax paid	36.02.05	(803,230,690)	(326,759,988)
Net cash flows generated by operating activities	36.01	(969,551,094)	(3,122,036,772)
b. Investing activities			
Acquisition of property, plant and equipment	36.02.06	(2,268,280,807)	(2,163,875,416)
Acquisition of right of use asset	36.02.07	(42,346,073)	(38,811,385)
Acquisition of Intangible asset	36.02.08	-	(1,059,075)
Investment in quoted shares	36.02.09	-	(2,401,965)
Dividend received (net of tax)	36.02.10	3,583,112	2,940,136
Interest received from bank deposits and others	36.02.11	95,461,730	68,999,337
Other investments	36.02.12	(131,427,831)	(756,143,539)
Net cash flows used in investing activities		(2,343,009,869)	(2,890,351,907)
c. Financing activities			
Receipts from long term loans	36.02.13	337,598,509	62,404,626
Repayments of finance lease obligation	36.02.14	(12,285,670)	(2,600,231)
(Repayment) / Receipt of short term borrowings	36.02.15	6,147,925,084	8,941,647,220
Dividend paid	36.02.16	(240,217,958)	(795,982,933)
Interest and bank charges paid	36.02.17	(2,994,751,884)	(1,878,420,936)
Net cash flows used in financing activities		3,238,268,081	6,327,047,746
d. Net increase in cash and cash equivalents (a+b+c)		(74,292,882)	314,659,067
e. Opening cash and cash equivalents		444,842,678	130,184,066
f. Effect of foreign exchange rate changes	36.02.18	13,038	(455)
g. Cash and cash equivalents at the end of the period (d+e+f)		370,562,834	444,842,678
Net operating cash flows per share	34.00	(2.10)	(7.15)

*These financial statements should be read in conjunction with the annexed notes: 1 to 46
and were approved by the Board of Directors on: October 28, 2023
and were signed on its behalf by:*


Company Secretary


Director


Managing Director

GPH ISPAT LIMITED
Notes to the Financial Statements
For the year ended 30 June 2023

1.00 REPORTING ENTITY

1.01 Formation and Legal Status

GPH Ispat Limited (hereinafter referred to as “GPH” or “the company”) was incorporated in Bangladesh as a Private Limited company on 17 May 2006 at the Office of the Registrar of Joint Stock Companies & Firms, Chittagong vide registration no. CH-5853 of 2006 under the Companies Act 1994. The company, subsequently, was converted into a Public Limited company on 18 December 2009 along with the subdivision of face value of shares from Tk. 100 to Tk. 10 each and enhancement of Authorized Capital from Tk. 2,500,000,000 to Tk. 10,000,000,000.

GPH became listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited during April 2012. The registered office and principal place of business of the company is located at Crown Chamber, 325 Asadgonj, Chattogram, Bangladesh.

1.02 Nature of Business

The principal activities of the company are manufacturing and trading of iron products and steel materials of all kinds (except ferro alloy products) or other metallic or allied materials and marketing thereof. The commercial production of the factory commenced on 21 August 2008.

2.00 BASIS OF PREPARATION AND PRESENTATION

2.01 Statement of Compliance

The financial statements of the company under reporting have been prepared on a going concern basis following accrual basis of accounting except for statement of cash flows in accordance with the International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) as adopted in Bangladesh by the Institute of Chartered Accountants of Bangladesh (ICAB).

2.02 Basis of Reporting

The financial statements are prepared and presented for external users by the company in accordance with identified financial reporting framework. Presentation has been made in compliance with the requirements of IAS 1 – “Presentation of Financial Statements”. The financial statements comprise of:

- a) A statement of Financial Position as at 30 June 2023;
- b) A statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2023
- c) A statement of Changes in Equity for the year ended 30 June 2023;
- d) A statement of Cash Flows for the year ended 30 June 2023; and
- e) Notes, comprising a summary of significant accounting policies and explanatory information.

2.03 Other Regulatory Compliances

As required, GPH Ispat Limited complies with the following major legal provisions in addition to the Companies Act 1994 and other applicable laws and regulations:

- a) The Income Tax Act 2023
- b) The Value Added Tax and Supplementary Duty Act 2012



- c) The Value Added Tax and Supplementary Duty Rules 2016
- d) The Securities and Exchange Ordinance 1969
- e) The Securities and Exchange Rules 1987
- f) Securities and Exchange Commission Act 1993
- g) The Customs Act 1969
- h) Bangladesh Labour Law 2006 (as amended in 2022)

2.04 Authorization for Issue

The financial statements were authorized for issue by the Board of Directors on 28 October 2023.

2.05 Basis of Measurement

The Financial Statements have been prepared on going concern basis under the historical cost convention except investment in quoted shares which are measured at fair value.

2.06 Functional and Presentation Currency

The financial statements are expressed in Bangladesh Taka (Taka/Tk.) which is both functional currency and presentation currency of the Company. The figures of financial statements have been rounded off to the nearest Taka except when otherwise indicated.

2.07 Cash Flows Statement

Statement of Cash Flows is prepared principally in accordance with IAS-7 "Statement of Cash Flows" and the cash flows from operating activities have been presented under direct method. A reconciliation of net income or net profit with cash flows from operating activities making adjustments for non-cash items, for non-operating items and for the net changes in operating accruals as per requirement of Securities and Exchange Rules 1987.

2.08 Going Concern

The company has adequate resources to continue its operation in foreseeable future. For this reason the directors continue to adopt going concern basis in preparing the financial statements. The current revenue generations and resources of the company provide sufficient fund to meet the present requirements of its existing business and operation.

2.09 Reporting Period

The financial statements of the company covers one year from 01 July 2022 to 30 June 2023 and is followed consistently.

2.10 Application of Accounting Standards

The financial statements have been prepared in compliance with requirement of IASs (International Accounting Standards) and International Financial Reporting Standards (IFRSs) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) as applicable in Bangladesh. The following IASs and IFRSs are applied to preparation of the financial statement for the year under report :

Accounting Standards

IAS-1-Preparation of Financial Statements

IAS-2-Inventories

IAS-7-Statement of Cash Flows



IAS-8-Accounting Policies, Changes in Accounting Estimates and Errors
 IAS-10-Events after the Reporting Period
 IAS-12-Income Taxes
 IAS-16-Property, Plant and Equipment
 IAS-19-Employee Benefits
 IAS-21-The Effects of Changes in Foreign Exchange Rate
 IAS-23-Borrowing Cost
 IAS-24-Related Party Disclosures
 IAS-33-Earning Per Share
 IAS-36-Impairment of Assets
 IAS-37-Provisions, Contingent Liabilities and Contingent Assets
 IAS-38-Intangible Assets
 IFRS-7-Financial Instruments: Disclosures
 IFRS-9-Financial Instruments
 IFRS-13-Fair Value Measurement
 IFRS-15-Revenue from Contract with Customers
 IFRS-16-Leases

2.11 Initial application of new standards

The entity has initially applied IFRS 16 (see 3.05) from 01 July 2019. This standard do not have a material effect on the financial statements.

2.12 Use of Estimates and Judgements

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

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

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

Note: 4 Property, plant and equipment
 Note: 5 Right of Use Assets
 Note: 6 Capital work-in-progress
 Note: 7 Intangible assets
 Note: 11 Inventories
 Note: 12 Trade and other receivables
 Note: 19 Defined benefit obligation - gratuity
 Note: 20 Deferred tax liabilities
 Note: 24 Current tax liability

2.13 Classification of current and non-current

The Company presents assets and liabilities in the statement of financial position based on current/non-current classification.



An asset is current when it is:

- Expected to be realised or intended to sold or consumed in the normal operating cycle
 - Held primarily for the purpose of trading
 - Expected to be realised within twelve months after the reporting period
- Or,
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in the normal operating cycle
 - It is held primarily for the purpose of trading
 - It is due to be settled within twelve months after the reporting period
- Or,
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.14 Comparative Information and reclassification

Comparative information has been disclosed for all numerical information in the financial statements and also the narrative and descriptive information when it is relevant for understanding of the current period financial statements. To facilitate comparison, certain relevant balances pertaining to the previous period have been rearranged/reclassified wherever considered necessary to conform to current periods presentation.

3.00 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The specific accounting policies selected and applied by the company's directors for significant transactions and events that have material effect within the framework of IAS-1 "Presentation of Financial Statements", in preparation and presentation of financial statements have been consistently applied throughout the period and were also consistent with those used in earlier periods.

For a proper understanding of the financial statements, these accounting policies are set out below in one place as prescribed by the IAS-1 "Presentation of Financial Statements". The recommendations of IAS-1 relating to the format of financial statements were also taken into full consideration for fair presentation.

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

- 3.01 Consistency
- 3.02 Property, Plant and Equipment
- 3.03 Intangible Assets
- 3.04 Capital Work-in-Progress
- 3.05 Leases
- 3.06 Investment
- 3.07 Inventories
- 3.08 Financial Instruments
- 3.09 Impairment



- 3.10 Share Capital
- 3.11 Employee Benefits
- 3.12 Taxation
- 3.13 Loans and Borrowings
- 3.14 Provisions, Contingent Liabilities and Contingent Assets
- 3.15 Revenue Recognition
- 3.16 Other Income
- 3.17 Finance Income and Cost
- 3.18 Earnings Per Share
- 3.19 Measurement of Fair Values
- 3.20 Events after the Reporting Period

3.01 Consistency

Unless otherwise stated, the accounting policies and methods of computation used in preparation of Financial Statements for the year ended 30 June 2023 are consistent with those policies and methods adopted in preparing the financial statements for the year ended 30 June 2022.

3.02 Property, Plant and Equipment

i) Recognition and Measurement

Property, plant and equipment are stated at cost less accumulated depreciation except land and land development. Cost includes expenditure that is directly attributable to the acquisition of asset. The cost of self constructed asset includes the cost of material and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use, and the costs of dismantling and removing the items and restoring the site on which they are located.

ii) Pre-Operating Expenses and Borrowing Costs

Interest and other incurred by the company in respect of borrowing of fund are recognized as expenses in the year in which they incurred unless the activities that are necessary to prepare the qualifying assets for its intended use are in progress. Expenses capitalized also include applicable borrowing cost considering the requirement of IAS-23 "Borrowing Costs".

iii) Subsequent Costs and Maintenance Activities

The company recognizes in the carrying amount of an item of property, plant and equipment, the cost of replacing part of such an item when the cost is incurred, it is probable that the future economic benefits embodied with the item will flow to the company and the cost of the item can be measured reliably. Expenditure incurred after the assets have been put into operation, such as repair and maintenance is normally charged off as revenue expenditure in the year 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 property, plant and equipment, the expenditure is capitalized as an additional cost of the assets. All other costs are recognized to the profit and loss account as expenses if incurred. All upgradation /enhancement are generally charged off as revenue expenditure unless they bring similar significant additional benefits.

iv) Depreciation

Land is held on a freehold basis and is not depreciated considering the unlimited life. In respect of all other property, plant and equipment, depreciation is recognized in the statement of profit or loss and other comprehensive income on diminishing balance method.



The depreciation rate(s) are as follows:

Rate of Depreciation for the year		
Class of assets	30 June 2023	30 June 2022
Land & Land development	-	-
Plant and Machinery	5%	5%
Factory Building	5%	5%
Furniture, Fixture and Decoration	10%	10%
Computer and Accessories	20%	20%
Motor Vehicles	10%	10%
Logistic Vehicles	7.50%	7.50%
Electric and Gas Line Installation	5%	5%
Lab Equipment	10%	10%
Office Equipment	20%	20%

Depreciation of an asset begins when it is available for use, i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Depreciation of an asset ceases at earlier of the date that the asset is classified as held for sale in accordance with IFRS 5 and the date that the asset is derecognised. The depreciation method used reflects the pattern in which the asset's economic benefits are consumed by the entity. After considering the useful life of assets as per IAS-16 "Property, plant and equipment", the annual depreciation have been applied equal allocation of total cost over useful life of assets which is considered reasonable by the management.

Depreciation methods and useful lives are reassessed at the reporting date and adjusted if appropriate.

Upon retirement of assets, the cost and related accumulated depreciation are eliminated from the accounts and resulting gain or loss is charged or credited to statement of profit or loss and other comprehensive income.

Total depreciation is distributed as under:

Category	Rate
Direct expenses	90%
Administrative expenses	5%
Selling and distribution expenses	5%

v) Impairment of Assets

The company reviews the recoverable amount of its assets at each reporting date. If there exists any indication that the carrying amount of assets exceeds the recoverable amount, the company recognizes such impairment loss in accordance with IAS-36 "Impairment of Assets".

vi) Retirement and Disposals

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



vii) Revaluation of Property, Plant and Equipment

As per decision of the Board of Directors (BoD), the Company has revalued its freehold land and development, Plant & Machineries and Electric and Gas Line Installation of QEAF project to the determination of current fair market value to be used to show the actual picture of the company in the Financial Statements by an independent valuer G. Kibria & Co.; Chartered Accountants dated 22 June 2023. As per BoD meeting dated 28 June 2023, the Board of Directors has accepted the revaluation report and agreed to effect revaluation surplus amount in the accounts of GPH Ispat Limited by following necessary accounting policies.

Any revaluation increase arising on the revaluation of such land and land development, plant and machinery, Electric and Gas Line Installation is recognized in other comprehensive income and accumulated in equity as revaluation reserve, except to the extent that it reverses a revaluation decreases for the same asset previously recognized in profit or loss, in which case the increase is credited to profit or loss to the extent if the decrease previously expensed. A decrease in the carrying amount arising on the revaluation of such Land, building, plant and machinery, furniture, fixtures and equipments is recognized in profit or loss to the extent that it exceeds the credit balance, if any, held in the properties revaluation reserve relating to a previous revaluation of that asset.

3.03 Intangible Assets**i) Recognition and Measurement**

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

ii) Amortization

Amortization is recognized in the statement of profit or loss and other comprehensive income on straight line method at the rate of 10% per annum. Amortization is charged on an asset when the asset is available for use i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Amortization of an asset ceases at earlier of the date that the asset is classified as held for sale in accordance with IFRS 5 and the date that the asset is derecognised.

iii) Subsequent Costs

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

3.04 Capital Work-in-Progress

Capital work-in-progress represents the cost incurred for acquisition and/or construction of property, plant and equipment that were not ready for use at the end of 30 June 2023 and these are stated at cost.

3.05 Leases

At inception of an arrangement, the company determines whether the arrangement is or contains a lease. At inception or on reassessment of an arrangement that contains a lease, the entity separates payments and other consideration required by the arrangement into those for the lease and those for other elements on the basis of their relative fair values.

3.05.01 Finance Lease

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



in accordance with the accounting policy applicable to that asset. Minimum lease payments made under finance lease are apportioned between the finance expense and the reduction of outstanding liability. The finance expense is allocated to each year during the lease term so as to produce a constant rate of interest on the remaining balance of the liability.

3.05.02 Operating Lease

Leases that are not finance lease are considered as operating leases and the leased assets are not recognised in the Company's Statement of Financial Position. Payments made under operating leases are recognised in profit or loss on a straight line basis over the term of the lease.

3.05.03 Leasehold Assets

Assets held under finance leases are recognized as assets of the company at their fair value at the date of acquisition or, if lower, at the present value of the minimum lease payments. The corresponding liability is included in the statement of financial position as a finance lease obligation. Lease payments are apportioned between finance costs and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance costs are recognized in the statement of profit or loss and other comprehensive income.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets.

3.06 Investment

i. Investment in unquoted shares are initially recognized at cost. After initial recognition these are carried at cost less impairment losses, if any.

ii. Investment in quoted shares are recognized at fair value through other comprehensive income. Changes in fair value are recognized under other comprehensive income in the financial statements. Fair values of investment in quoted shares are determined by reference to their quoted price less cost to sale in active market at the reporting date. Dividend and gain/(loss) from sale are recognised in the profit or loss.

3.07 Inventories

i) Nature of Inventories

Inventories comprise of Finished goods, Raw materials and Spares and other materials.

ii) Valuation of Inventories

Inventories are measured at lower of cost or net realizable value in accordance with the Para of 21 and 25 of IAS 2 "Inventories" after making due allowance for any obsolete or slow moving item and details of valuation are as follows:

<u>Category</u>	<u>Valuation method</u>
i) Raw materials	Valued at Cost or Net Realisable Value whichever is lower.
ii) Finished goods	Valued at Cost or Net Realisable Value whichever is lower.
iii) Spares and other materials	Based on weighted average method.

3.08 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

3.08.01 Financial Assets

The Company initially recognizes loans, receivables and deposits on the date that they are originated. All other financial assets are recognized initially on the date at which the company becomes a party to the contractual provisions of the instrument.

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expires, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial assets are transferred.



Financial assets include Trade Receivables, Advances, Deposits and Prepayments, Short Term Investments, and Cash and cash equivalents.

Loans and Receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortized cost.

Loans and receivables comprise cash and cash equivalents, loans, trade receivables, and deposits.

a) Trade Receivables

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

b) Advances, Deposits and Prepayments

Advances are initially measured at cost. After initial recognition, advances are carried at cost less deductions, adjustments or charges to other account heads such as Property, Plant and Equipment, Inventory or Expenses.

Deposits are measured at payment value.

Prepayments are initially measured at cost. After initial recognition, prepayments are carried at cost less charges to profit and loss.

c) Cash and Cash Equivalents

According to IAS-7 "Statement of Cash Flows " cash comprises cash in hand and bank deposit and cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. IAS-1 "Presentation of Financial Statements" provides that cash and cash equivalent are not restricted in use. Considering the provision of IAS 7 and IAS 1, cash in hand and bank balances have been considered as cash and cash equivalents.

Available-for-sale

Available-for-sale financial assets are non-derivative financial assets that are designated as available for sale and are not classified in any other categories of financial assets. Generally available-for-sale financial assets are recognized initially at fair value plus any directly attributable transaction costs and subsequent to initial recognition at fair value and changes therein other than impairment losses are recognized in other comprehensive income and presented in the fair value reserve in equity. Financial assets which are not traded in the market have been valued at cost unless any indication of impairment in value of such financial assets exist. Cumulative gain/losses recognized in the other comprehensive income are reclassified from equity to profit or loss upon derecognition or reclassification.

3.08.02 Financial Liabilities

The company initially recognizes all financial liabilities on the trade date which is the date the company becomes a party to the contractual provisions of the instrument.

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

The company classifies non-derivative financial liabilities into the other financial liabilities category. Such financial liabilities are recognized initially at fair value less directly attributable transaction cost. Subsequent to initial recognition, these financial liabilities are measured at amortized cost.

Other financial liabilities comprise loans and borrowings, bank overdrafts and trade and other payables.



a) Trade and Other Payables

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

b) Interest-bearing borrowings

Interest-bearing borrowings comprise loans and operational overdraft.

3.09 Impairment**3.09.01 Financial Assets**

Financial assets not carried at fair value through profit or loss, loans and receivables are assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

3.09.02 Non-Financial Assets

The carrying amounts of the company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the recoverable amount of the asset is estimated. An impairment loss is recognized if the carrying amount of an asset or its related cash-generating unit (CGU) exceeds its estimated recoverable amount.

3.10 Share Capital

Paid-up-capital represents total amount contributed by the shareholders and bonus shares issued by the company to the ordinary shareholders. Incremental costs directly attributable to the issue of ordinary shares are recognized as expenses as and when incurred. Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to vote at shareholders' meetings. In the event of a winding up of the company, ordinary shareholders will be rank after all other shareholders. Creditors are fully entitled to any proceeds of liquidation before all shareholders.

3.11 Employee Benefits

The company maintains both defined contribution plan and defined benefit plan for its eligible permanent employees.

3.11.01 Defined Contribution Plan (Staff Provident Fund)

The company maintains a recognized provident fund @ 5% of basic pay (Equally contributed by employee and employer) for all eligible permanent employees.

Notification of Financial Reporting Council (FRC) on distribution of forfeited amount among members of provident fund dated 07 July 2020 has been complied with.

3.11.02 Defined Benefit Plan

The company maintains an unfunded gratuity scheme, provision in respect of which is made annually for the employees. Gratuity payable at the end of each year is determined on the basis of following rules and regulations of the company;

Service Length	Payment Basis
Less than 5 (Five) years	Nil amounts
After completion of 5 (Five) years but upto 10 (Ten) years	Half times of last month basic salary X years of services
Above 10 (Ten) years but upto 15 (Fifteen) years	One times of last month basic salary X years of services
Above 15 (Fifteen) years	One and half times of last month basic salary X years of services

Six months continued service in the year of leaving or retirement will be trailed as one year for the purpose of calculation of gratuity.



3.11.03 Workers' Profit Participation and Welfare Funds

The company contributed 5% of net profit to the aforementioned fund in accordance with the requirement of Section 234 (Kha), Chapter 15 of Labour Law 2006 (as amended in 2022) and payable to these to employee and Bangladesh Sramik Kallyan Foundation.

3.12 Taxation**3.12.01 Current Tax**

Provision for taxation is calculated on the basis of applicable corporate tax rate for publicly traded company as per ITA 2023.

3.12.02 Deferred Tax

Deferred tax liabilities are the amount of income taxes payable in the future periods in respect of taxable temporary differences. Deferred tax assets are the amount of income taxes recoverable in future periods in respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditure and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantially enacted at the statement of financial position date. The impact of changes on the account in deferred tax assets and liabilities has also been recognized in the profit and loss account as per IAS-12 "Income taxes".

The deferred tax asset/income or liability/expense does not create a legal liability/recoverability to and from the income tax authority.

3.13 Loans and Borrowings

Principal amount of the loans and borrowings are stated at their outstanding amount. Borrowings repayable within twelve months from the financial position date are classified as current liabilities whereas borrowings repayable after twelve months from the financial position date are classified as non-current liabilities. Accrued interest and other charges are classified as current liabilities.

Interest and other costs incurred by the company in connection with the borrowing of funds are recognised as expense in the year in which they are incurred, unless such borrowing cost relates to acquisition / construction of assets in progress that are capitalized as per IAS 23 "Borrowing Costs". Borrowing cost incurred against loan for BMRE project has been capitalised under effective interest rate method.

3.14 Provisions, Contingent Liabilities and Contingent Assets

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

Contingent liabilities are not recognized but disclosed, unless the possibility of an outflow of economic resources is remote.

Contingent assets are not recognized but disclosed where an inflow of economic benefits is probable. When the realization of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate.

3.15 Revenue Recognition

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



Type of products	Nature and timing of satisfaction of performance obligations	Revenue recognition under IFRS 15
<ul style="list-style-type: none"> - Local sales - Export sales - By Products 	Customers obtain control of products when goods are shipped out at factory gate. Invoices raised as per management approved price list are generated at that point in time.	Revenue is recognized when (or as) the entity satisfies a performance obligation by transferring the promised good or service to a customer.

The company is in the business of providing M.S. Billet and M.S. Rod. Revenue from contracts with customers is recognised when control of the goods are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods before transferring them to the customer.

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of Value Added Tax (VAT). Gross turnover comprises local sales of M. S. Billet, M.S. Rod, By-products, export of M.S. Rod and includes VAT paid to the Government of Bangladesh.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for local sales, the Company considers the effects of variable consideration payable to the customer.

The company has variable considerations included in the contracts with customers which are netted off against the revenue to determine the transaction price. The variable considerations are pre-determined. The effect of variable considerations on revenue is only from contracts with local customers.

3.16 Other Income

Other income includes gain / (loss) on sale of property, plant and equipment, Gain on sale of investment in quoted shares, dividend and other miscellaneous.

3.17 Finance Income and Cost

3.17.01 Finance Income

Interest income on bank deposits and loan to related companies is recognised in the profit or loss in accrual basis following specific rate of interest in agreement with banks, financial institution and related companies.

3.17.02 Finance Cost

Interest expenses comprises interest expense on operational overdraft, LATR, term loan and short term borrowings incurred during the period are charged to Statement of Profit or Loss and Other Comprehensive Income.

3.17.03 Transactions in Foreign Currencies

Foreign currency transactions are recorded at the applicable rates of exchange ruling on the date of transactions. Monetary assets and liabilities, if any, denominated in foreign currencies at the reporting date are translated at the applicable rates of exchange ruling at that date and the related exchange differences are recognized as gain or loss in the profit or loss under finance cost.

3.18 Earnings Per Share

The company calculates its earnings per share in accordance with International Accounting Standard IAS-33 "Earnings per Share" which has been reported on the face of Statement of Profit or Loss and Other Comprehensive Income.



3.18.01 Basis of Earnings

This represents profit for the year attributable to ordinary shareholders. As there were no preference shares requiring returns or dividends, non-controlling interest or extra ordinary items, the net profit after tax for the year has been considered as fully attributable to the ordinary shareholders.

3.18.02 Basic Earnings Per Share

This has been calculated by dividing total attributable profit by the total number of ordinary shares outstanding during the year.

3.18.03 Diluted Earnings Per Share

Diluted earnings per share is required to be calculated for the year when there is scope for dilution exists.

3.18.04 Re-stated Earnings Per Share

Issue of bonus share in any year requires re-stating the EPS of the prior year. In such a case, the EPS calculation for those and any prior financial statements presented are based on the new number of shares.

3.19 Measurement of Fair Values

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

Level 1: Quoted prices (unadjusted) in active markets for identical assets and liabilities.

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the assets or liabilities that are not based on observable market data.

If the inputs used to measure the fair value of an asset or liability might be categorized in different levels of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Property, Plant and Equipment

The fair value of items of property, plant and equipment has been determined based on the depreciated replacement cost method and net realizable value method as applicable.

Equity and Debt Securities

Fair values of tradable equity and debt securities are determined by reference to their quoted closing price in active market at the reporting date which are categorized under 'Level 1' of the fair value hierarchy.

3.20 Events after the Reporting Period

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



4.00 Property, plant and equipment - Revalued Model

	Amount in Taka										
	Land & Land development	Plant and Machinery	Factory Building	Furniture, Fixture and Decoration	Computer and Accessories	Motor Vehicles	Logistic Vehicles	Electric and Gas Line Installation	Lab Equipment	Office Equipment	Total
At cost											
As at 01 July 2021	6,480,190,919	18,931,083,461	4,989,875,568	40,570,973	30,319,286	123,756,388	520,978,291	2,674,847,832	31,908,258	48,552,948	33,872,083,924
Addition during the year	258,162,119	7,195,652	107,854,173	1,544,658	7,484,761	-	7,207,714	26,687,266	-	4,482,878	420,619,221
Revaluation during the year	-	-	-	-	-	-	-	-	-	-	-
Disposal during the year	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2022	6,738,353,038	18,938,279,113	5,097,729,741	42,115,631	37,804,047	123,756,388	528,186,005	2,701,535,098	31,908,258	53,035,826	34,292,703,145
As at 01 July 2022	6,738,353,038	18,938,279,113	5,097,729,741	42,115,631	37,804,047	123,756,388	528,186,005	2,701,535,098	31,908,258	53,035,826	34,292,703,145
Addition during the year	171,576,562	758,517,308	2,020,000	795,094	4,635,054	1,587,000	-	490,478	-	6,434,192	946,055,688
Revaluation during the year	1,515,822,892	11,685,247,583	-	-	-	-	-	1,636,737,851	-	-	14,837,808,326
Disposal during the year	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2023	8,425,752,492	31,382,044,004	5,099,749,741	42,910,725	42,439,101	125,343,388	528,186,005	4,338,763,427	31,908,258	59,470,018	50,076,567,159
Accumulated depreciation											
As at 01 July 2021	-	1,130,726,261	374,952,884	12,846,028	11,845,253	56,499,647	143,303,101	112,344,916	16,273,255	9,749,457	1,868,540,802
Charged for the year	-	946,742,432	251,388,976	4,165,684	6,789,082	12,375,639	39,185,568	134,578,918	3,190,826	10,226,914	1,408,644,039
Adjustment for disposal during the year	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2022	-	2,077,468,693	626,341,860	17,011,712	18,634,335	68,875,286	182,488,669	246,923,834	19,464,081	19,976,371	3,277,184,841
As at 01 July 2022	-	2,077,468,693	626,341,860	17,011,712	18,634,335	68,875,286	182,488,669	246,923,834	19,464,081	19,976,371	3,277,184,841
Charged for the year	-	854,900,995	223,594,644	2,560,457	4,274,390	5,593,910	25,927,300	122,744,869	1,244,418	7,388,065	1,248,229,048
Adjustment for disposal during the year	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2023	-	2,932,369,688	849,936,504	19,572,169	22,908,725	74,469,196	208,415,969	369,668,703	20,708,499	27,364,436	4,525,413,889
Carrying amount											
As at 30 June 2022	6,738,353,038	16,860,810,420	4,471,387,881	25,103,919	19,169,712	54,881,102	345,697,336	2,454,611,264	12,444,177	33,059,455	31,015,518,304
As at 30 June 2023	8,425,752,492	28,449,674,316	4,249,813,237	23,338,556	19,530,376	50,874,192	319,770,036	3,969,094,724	11,195,759	32,105,582	45,551,153,270

Class wise details are shown in Annexure - A

Depreciation allocated to:	Note(s)	Allocation Basis	01 July 2022 to 30 June 2023		01 July 2021 to 30 June 2022	
			Taka	Taka	Taka	Taka
Direct expenses	26.02	90.00%	1,123,406,144	1,267,779,635	-	-
Administrative expenses	27.00	5.00%	62,411,452	70,432,202	70,432,202	-
Selling and distribution expenses	28.00	5.00%	62,411,452	70,432,202	70,432,202	-
			1,248,229,048	1,408,644,039	1,408,644,039	-



4.01 Property, plant and equipment - Cost Model

	Amount in Taka										
	Land & Land development	Plant and Machinery	Factory Building	Furniture, Fixture and Decoration	Computer and Accessories	Motor Vehicles	Logistic Vehicles	Electric and Gas Line Installation	Lab Equipment	Office Equipment	Total
At cost											
As at 01 July 2021	3,867,626,518	17,843,664,468	4,359,475,857	40,570,973	30,319,286	123,756,388	520,978,291	2,674,847,832	31,908,258	48,552,948	29,541,700,819
Addition during the year	258,162,119	7,195,652	107,854,173	1,544,658	7,484,761	-	7,207,714	26,687,266	-	4,482,878	420,619,221
Disposal during the year	-	-	-	-	-	-	-	-	-	-	-
As at 30 June 2022	4,125,788,637	17,850,860,120	4,467,330,030	42,115,631	37,804,047	123,756,388	528,186,005	2,701,535,098	31,908,258	53,035,826	29,962,320,040
As at 01 July 2022	4,125,788,637	17,850,860,120	4,467,330,030	42,115,631	37,804,047	123,756,388	528,186,005	2,701,535,098	31,908,258	53,035,826	29,962,320,040
Addition during the year	171,576,562	758,517,308	2,020,000	795,094	4,635,054	1,587,000	-	490,478	-	6,434,192	946,055,688
Disposal during the year	-	-	-	-	-	-	-	-	-	-	-
As at 30 June 2023	4,297,365,199	18,609,377,428	4,469,350,030	42,910,725	42,439,101	125,343,388	528,186,005	2,702,025,576	31,908,258	59,470,018	30,908,375,728
Accumulated depreciation											
As at 01 July 2021	-	1,103,540,786	367,072,888	12,846,028	11,845,253	56,499,647	143,303,101	112,344,916	16,273,255	9,749,457	1,833,475,331
Charged for the year	-	892,371,482	219,868,990	4,165,684	6,789,082	12,375,639	39,185,568	134,578,918	3,190,826	10,226,914	1,322,753,103
Adjustment for disposal during the year	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2022	-	1,995,912,268	586,941,878	17,011,712	18,634,335	68,875,286	182,488,669	246,923,834	19,464,081	19,976,371	3,156,228,434
As at 01 July 2022	-	1,995,912,268	586,941,878	17,011,712	18,634,335	68,875,286	182,488,669	246,923,834	19,464,081	19,976,371	3,156,228,434
Charged for the year	-	804,607,867	194,044,658	2,560,457	4,274,390	5,593,910	25,927,300	122,744,869	1,244,418	7,388,065	1,168,385,934
Adjustment for disposal during the year	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2023	-	2,800,520,135	780,986,536	19,572,169	22,908,725	74,469,196	208,415,969	369,668,703	20,708,499	27,364,436	4,324,614,368
Carrying amount											
As at 30 June 2022	4,125,788,637	15,854,947,852	3,880,388,152	25,103,919	19,169,712	54,881,102	345,697,336	2,454,611,264	12,444,177	33,059,455	26,806,091,606
As at 30 June 2023	4,297,365,199	15,808,857,293	3,688,363,494	23,338,556	19,530,376	50,874,192	319,770,036	2,332,356,873	11,199,759	32,105,582	26,583,761,360

Class wise details are shown in Annexure - B

Depreciation allocated to:	Allocation Basis	01 July 2022 to 30 June 2023		01 July 2021 to 30 June 2022	
		Taka	Taka	Taka	Taka
Direct expenses	90.00%	1,051,547,340	1,190,477,793	66,137,655	66,137,655
Administrative expenses	5.00%	58,419,297	66,137,655	-	-
Selling and distribution expenses	5.00%	58,419,297	66,137,655	-	-
		1,168,385,934	1,322,753,103		



5.00 Lease**5.01 As a Lessee****5.01.01 Right of Use Assets**

	Note(s)	Motor Vehicles	Logistics Vehicles	Total
At 01 July 2021		40,930,000	154,980,000	195,910,000
Additions during the year		25,731,384	13,080,001	38,811,385
Disposals/adjustment during the year		-	-	-
At 30 June 2022		66,661,384	168,060,001	234,721,385
At 01 July 2022		66,661,384	168,060,001	234,721,385
Additions during the year		22,134,073	20,212,000	42,346,073
Disposals/adjustment during the year		-	-	-
At 30 June 2023		88,795,457	188,272,001	277,067,458
AMORTISATION				
At 01 July 2021		18,611,706	21,635,511	40,247,217
Charge during the year		6,866,495	38,709,048	45,575,543
Disposals/adjustment during the year		-	-	-
At 30 June 2022		25,478,201	60,344,559	85,822,760
At 01 July 2022		25,478,201	60,344,559	85,822,760
Charge during the year		22,055,610	37,388,994	59,444,604
Disposals/adjustment during the year		-	-	-
At 30 June 2023		47,533,811	97,733,553	145,267,364
CARRYING AMOUNT				
At 30 June 2022		41,183,183	107,715,442	148,898,625
At 30 June 2023		41,261,646	90,538,448	131,800,094
	Note(s)	30 June 2023	30 June 2022	
		Taka	Taka	
5.01.02 Lease liabilities				
Opening balance		150,726,594	153,326,825	
Lease obligations		29,377,433	34,276,200	
Paid during the year	5.01.05	(41,663,103)	(36,876,431)	
		138,440,924	150,726,594	
5.01.03 Finance Lease Obligation - Maturity analysis				
Due within one year		50,001,246	41,019,367	
Due after one year		88,439,678	109,707,227	
		138,440,924	150,726,594	
5.01.04 Amounts recognised in profit or loss				
Interest on lease liabilities	5.01.05	14,031,382	15,566,136	
		14,031,382	15,566,136	
5.01.05 Amount recognised in the statements of cash flows				
Principal paid on lease liabilities	5.01.02	41,663,103	36,876,431	
Interest paid on lease liabilities	5.01.04	14,031,382	15,566,136	
		55,694,485	52,442,567	



	Note(s)	30 June 2023	30 June 2022
		Taka	Taka
5.01.06 Allocation of Depreciation of ROU Asset			
Factory overhead	26.02	53,500,144	41,017,989
Administrative expenses	27.00	2,972,230	2,278,777
Selling and distribution expenses	28.00	2,972,230	2,278,777
		59,444,604	45,575,543
6.00 Capital work-in-progress			
Opening balance		3,241,016,198	1,497,760,003
Cost incurred during the year		1,564,246,568	1,816,608,702
		4,805,262,766	3,314,368,705
Capitalized during the year		(242,021,449)	(73,352,507)
Closing balance		4,563,241,317	3,241,016,198
7.00 Intangible assets			
Software	7.01	1,766,944	2,167,899
		1,766,944	2,167,899
7.01 Intangible assets schedule			
Cost			
Opening balance		4,009,550	2,950,475
Addition during the year		-	1,059,075
Closing balance		4,009,550	4,009,550
Accumulated amortization			
Opening balance		1,841,651	1,449,521
Charged during the year	27.00	400,955	392,130
Closing balance		2,242,606	1,841,651
Carrying amount		1,766,944	2,167,899
8.00 Investments			
Investment in Un-quoted equity-at cost	8.01	64,500,000	64,500,000
Investment in quoted shares - at fair value	8.02	104,797,886	107,498,290
		169,297,886	171,998,290
8.01 Investment in Un-quoted equity-at cost			
GPH Steels Limited		1,000,000	1,000,000
Star Allied Venture Limited		63,500,000	63,500,000
		64,500,000	64,500,000
8.01.01			
GPH Ispat Limited has acquired 10% equity of GPH Steels Limited i.e. 100,000 ordinary shares of Tk. 10 each. GPH Steels Limited has yet to start its commercial operation till the date of Statement of Financial Position.			
8.02 Investment in quoted shares - at fair value			
Opening balance		107,498,290	98,049,188
Purchases during the year	8.02.01	-	183,544,882
		107,498,290	281,594,070
Sales during the year		-	181,142,917
Gain on sale of shares		-	8,893,112
Net change in fair value of investment in quoted shares	8.02.01	(2,700,404)	(1,845,975)
		104,797,886	107,498,290



8.02.01 Details of investment in quoted (tradeable securities) shares

Particulars	Cost	Purchase during the year	Number of shares (Present Qty)	Sales during the year	30 June 2023		30 June 2022	
					Fair value	Gain/(Loss)	Fair value	Fair value
Argon Denim Limited	11,549,176	-	472,500	-	8,907,924	(141,396)	9,049,320	
Beximco Pharmaceuticals Ltd.	2,200,028	-	10,000	-	1,458,345	(97,755)	1,556,100	
British American Tobacco BD.	3,180,607	-	5,000	-	2,587,016	(119,201)	2,706,217	
City Bank Limited	6,128,307	-	243,843	-	5,205,194	(255,640)	5,460,834	
Dutch Bangla Bank Limited	10,149,082	-	147,812	-	8,713,850	(132,728)	8,846,578	
Eastern Bank Limited	524,001	-	38,670	-	1,145,628	31,266	1,114,362	
Esquire Knit Composite Ltd.	8,523,342	-	200,000	-	6,882,750	(99,750)	6,982,500	
IFIC Bank Limited	932,325	-	53,812	-	601,187	(27,238)	628,425	
Jamuna Bank Limited	4,880,030	-	217,000	-	4,523,962	154,912	4,369,050	
Lanka Bangla Finance Limited	18,499,817	-	402,344	-	10,434,792	(923,077)	11,357,869	
Pubali Bank Limited	13,122,694	-	490,568	-	13,114,354	587,209	12,527,145	
Southeast Bank Limited	16,463,857	-	1,081,600	-	14,349,317	(278,023)	14,627,340	
Square Pharmaceuticals Ltd	14,032,643	-	95,894	-	20,090,567	(700,733)	20,791,300	
Sumit Power Ltd.	9,437,720	-	200,000	-	6,783,000	(698,250)	7,481,250	
	119,623,629	-	3,659,043	-	104,797,886	(2,700,404)	107,498,290	

8.02.02 Investments in quoted shares are carried at fair value net of cost to sale as on 30 June 2023. Changes in fair value are recognized under profit or loss in the statement of profit or loss and other comprehensive income.

Note(s)	30 June 2023 Taka	30 June 2022 Taka
9.01 Short term investment		
Investments in Fixed Deposit Receipts (FDR)	2,403,554,551	2,224,065,981
	2,403,554,551	2,224,065,981

Name of the banks	Purpose	Tenure	Rate of Interest	30 June 2023 Taka	30 June 2022 Taka
AB Bank Limited	Lien against Term Loan	6-12 Months	6.50%	95,664,881	91,081,726
Bank Asia Limited	Lien against Overdraft	12 Months	6.00%	59,474,111	8,808,833
BRAC Bank Limited	L/C Margin	12 Months	7.00% - 7.50	80,389,387	76,768,667
Dutch Bangla Bank Limited	L/C Margin	12 Months	3.00% - 3.50%	96,430,079	122,550,453
IPDC Finance Limited	Lien against Term Loan	12-60 Months	6.50% - 7.00%	36,070,593	33,979,837
Islami Bank Bangladesh Limited	L/C Margin	1 Month	3.10%	104,324,869	100,944,933
Jamuna Bank Limited	L/C Margin	3 Months	4.00%	2,925,512	51,639,249
Mercantile Bank Limited	L/C Margin	3-12 Months	4.25% - 4.75%	253,242,821	262,612,443
Midland Bank Limited	BG Margin	3-12 Months	6.50% - 7.25%	38,435,207	34,871,130
Modhumoti Bank Limited	Lien against Overdraft	3-12 Months	4.00%	85,125,298	72,595,997
Mutual Trust Bank Limited	L/C Margin	6-12 Months	4.00% - 6.00%	154,773,724	93,812,581
NCC Bank Limited	L/C Margin	3-6 Months	6.50% - 6.75%	174,984,743	147,647,385
NRB Commercial Bank Limited	Lien against Overdraft	12 Months	6.50%	54,489,364	51,822,917
One Bank Limited	L/C Margin	6-12 Months	4.00 - 6.50%	10,137,642	-
Pubali Bank Limited	L/C Margin	6 Months	6.50%	329,220,138	208,466,194
SBAC Bank Limited	L/C Margin	3-12 Months	6.00%	98,189,550	52,393,397
Southeast Bank Limited	L/C Margin	3-12 Months	4.00%	126,801,775	83,176,887
Standard Chartered Bank	Lien against Overdraft	00 Months	0.00%	134,377,829	133,925,217
State Bank of India	BG Margin	12 Months	3.50%	2,808,219	2,721,027
The City Bank Limited	L/C Margin	3 Months	2.50%	40,318,998	95,169,473
Trust Bank Limited	L/C Margin	3-6 Months	6.00% - 6.50%	141,736,398	183,088,388
United Commercial Bank Limited	L/C Margin	3-24 Months	3.75% - 4.50%	283,633,413	291,561,548
Uttara Bank Limited	L/C Margin	3 Months	0.00%	-	24,427,699
Total				2,403,554,551	2,224,065,981

9.01



	Note(s)	30 June 2023 Taka	30 June 2022 Taka
10.00 Advances, deposits and prepayments			
Advances	10.01	8,525,921,944	6,073,121,081
Deposits	10.02	123,969,319	102,644,130
Prepayments	10.03	22,262,307	16,633,508
		8,672,153,570	6,192,398,719
10.01 Advances			
Against income tax	10.01.01	1,386,940,111	1,288,131,870
Against VAT	10.01.02	4,882,393	8,023,088
Against VAT current account		476,448	476,448
Against land		757,400,000	757,400,000
Against LC		2,499,408,673	1,956,491,470
Against other supply		3,854,837,032	2,047,646,407
Against raw material supply		13,897,904	11,098,615
Against employees		8,079,383	3,853,183
		8,525,921,944	6,073,121,081
10.01.01 Advance income tax			
Opening balance		1,288,131,870	915,488,653
Addition during the year	24.00	806,371,385	716,277,882
Paid/adjusted during the year	24.00	(707,563,144)	(343,634,665)
		1,386,940,111	1,288,131,870
10.01.02 Advance VAT			
Opening balance		8,023,088	397,540,982
Addition during the year		102,971,867	166,928,025
Paid/adjusted during the year		(106,112,562)	(556,445,919)
		4,882,393	8,023,088
10.02 Deposits			
Bangladesh Power Development Board		100,000,000	80,000,000
Karnaphuli Gas Distribution Company Limited		23,532,319	21,738,586
Security to Shipping Lines		337,000	805,544
Bangladesh Railway		100,000	100,000
		123,969,319	102,644,130
10.03 Prepayments			
Insurance premium		14,212,307	16,633,508
Bangladesh Standards and Testing Institution		8,050,000	-
		22,262,307	16,633,508
10.04			
The directors consider that all the above advances, deposits and prepayments are either adjustable or recoverable in kind or in cash and that no provision against those are required at this stage.			
11.00 Inventories			
Finished goods	11.01	6,239,103,309	7,534,192,359
Raw materials	11.02	6,567,107,688	5,017,002,570
Spares and other materials	11.03	4,889,014,136	3,428,594,997
		17,695,225,133	15,979,789,926



	Note(s)	30 June 2023 Taka	30 June 2022 Taka
11.01 Finished Goods			
M. S. Rod	26.00	5,625,612,944	3,922,974,399
M. S. Billet	26.00	613,490,365	3,611,217,960
		6,239,103,309	7,534,192,359
11.02 Raw Materials			
Melting Scrap		6,329,196,916	3,595,316,160
Sponge Iron		30,618,342	56,428,029
Lime		24,330,004	118,138,413
Dolomite		31,557,771	340,097,118
Chemicals		132,793,615	560,391,427
Quartz Powder		1,712,001	2,766,695
Pet Coke		16,899,039	343,864,728
	26.01	6,567,107,688	5,017,002,570
11.03 Spares and other materials			
Refractory Bricks		1,308,595,767	958,304,393
Spares and Consumables		2,946,329,809	2,092,592,036
Rolls		79,962,877	78,441,831
Graphite Electrode		519,537,991	285,818,840
Copper Mould Tube		34,587,692	13,437,897
	26.01	4,889,014,136	3,428,594,997
12.00 Trade and other receivables			
Trade receivables	12.01	6,318,562,409	5,010,039,818
Other receivable	12.02	506,402,061	456,010,438
		6,824,964,470	5,466,050,256
12.01 Ageing of trade receivables			
Dues within 6 Months		6,218,949,906	4,911,714,497
Dues over 6 months		99,612,503	98,325,321
		6,318,562,409	5,010,039,818
12.02 Other receivable			
Other receivable		504,960,207	456,010,438
Bengal Commercial Bank Limited (Stimulus Fund)		1,100,457	-
State Bank of India (Stimulus Fund)		341,397	-
		506,402,061	456,010,438
12.03			
Trade Receivables represent receivable from 1,147 parties as on 30 June 2023 (1,033 Parties as on 30 June 2022). Receivables are unsecured but considered good and recoverable. Therefore no doubtful debt provision against receivable are required.			
12.04			
Interest at 10% per annum has been charged on outstanding balance of other receivable from Arbee Textiles Ltd.			
13.00 Cash and cash equivalents			
Cash in hand	13.01	5,286,599	3,546,093
Cash at bank	13.02	365,276,235	441,296,585
		370,562,834	444,842,678



	Note(s)	30 June 2023 Taka	30 June 2022 Taka
13.01 Cash in hand			
Dhaka office petty cash		1,608,940	1,378,241
Factory petty cash - IF		1,959,990	799,506
Factory petty cash - QEAF		1,717,669	1,368,346
		5,286,599	3,546,093

13.02 Cash at Bank

Name of the Banks	Branch	Account Type	30 June 2023 Taka	30 June 2022 Taka
AB Bank Limited	Gulshan	Current	45,220	45,910
AB Bank Limited	Sitakunda	Current	41,305	58,938
AB Bank Limited	Khatungonj	Current	3,312,138	-
Agrani Bank Limited	Asadgonj	Current	100,112	746,067
Agrani Bank Limited	Principal	Current	1,850	11,478
Al-Arafah Islami Bank Limited	Jubilee Road	Current	17,209,293	6,228,990
Al-Arafah Islami Bank Limited	Khatungonj	Current	52,279	14,328
Bangladesh Development Bank Limited	Khatungonj	Current	1,231	1,231
Bank Al Falah Limited	Agrabad	Current	13,453	15,867
Bank Asia Limited	Anderkilla	Current	21,445	872,035
Bank Asia Limited	Banani	Current	141	8,143
BASIC Bank Limited	Asadgonj	Current	106,460	10,281
Bengal Commercial Bank Limited	Gulshan	Current	41,798	13,328
Bengal Commercial Bank Limited	Agrabad	Current	8,805	9,495
BRAC Bank Limited	Agrabad	Current	10,000	-
Community Bank Bangladesh Limited	Agrabad	Current	-	57,482
Dhaka Bank Limited	Khatungonj	Current	2,237,692	607,689
Dutch Bangla Bank Limited	Khatungonj	Current	6,050,489	2,892,296
Dutch Bangla Bank Limited	Agrabad	Current	-	1,068,202
Eastern Bank Limited	Agrabad	Current	26,158	30,033
EXIM Bank Limited	Khatungonj	Current	1,258,759	1,424,563
First Security Islami Bank Limited	Khatungonj	Current	1,265,619	509,774
First Security Islami Bank Limited	Gulshan	Current	8,557	-
HSBC	Agrabad	Current	2,970	2,970
IFIC Bank Limited	Khatungonj	Current	3,663,672	4,902,971
Islami Bank Bangladesh Limited	Khatungonj	Current	17,560,175	13,258,277
Jamuna Bank Limited	Khatungonj	Current	5,823,567	3,871,356
Janata Bank Limited	Khatungonj	Current	4,248,923	1,411,342
Mercantile Bank Limited	Khatungonj	Current	-	42,194
Meghna Bank Limited	Agrabad	Current	94,606	421,340
Midland Bank Limited	Agrabad	Current	716,181	32,360
Modhumoti Bank Limited	Agrabad	Current	18,114	34,942
Modhumoti Bank Limited	O.R Nizam Road	Current	12,556	105,147
Mutual Trust Bank Limited	Khatungonj	Current	1,278,191	895,416
National Bank Limited	Anderkilla	Current	1,804,057	2,183,967
National Bank Limited	Jubilee Road	Current	2,920	4,300
NCC Bank Limited	Khatungonj	Current	1,599	87,747
NRB Bank Limited	Agrabad	Current	22,229	17,916



Name of the Banks	Branch	Account Type	30 June 2023 Taka	30 June 2022 Taka
NRB Commercial Bank Limited	Agrabad	Current	2,103,247	1,125,197
One Bank Limited	Khatungonj	Current	11,873,835	54,658,584
Premier Bank Limited	Khatungonj	Current	20,027,173	34
Premier Bank Limited	O.R Nizam Road	Current	13,416	14,106
Prime Bank Limited	Khatungonj	Current	1,151,480	1,630,076
Prime Bank Limited	O.R Nizam Road	Current	253,119	164,969
Pubali Bank Limited	Principal	Current	-	5,968
Pubali Bank Limited	Khatungonj	Current	-	4,892,725
Rupali Bank Limited	Laldighi	Current	936,335	-
Shahajalal Islami Bank Limited	Gulshan	Current	2,515	3,550
Shahajalal Islami Bank Limited	Khatungonj	Current	2,754,031	1,278,983
Shimanto Bank Limited	Agrabad	Current	920,430	2,396,204
Social Islami Bank Limited	Khatungonj	Current	1,560,773	1,015,642
Social Islami Bank Limited	Kawran Bazar	Current	5,862	7,127
Sonali Bank Limited	Khatungonj	Current	1,323,556	3,465,843
Sonali Bank Limited	Motijheel F. Ex.	Current	1,641,343	175,448
South Bangla Agricultural Bank Limited	Agrabad	Current	1,749	28,341
South Bangla Agricultural Bank Limited	Khatungonj	Current	3,855,633	7,392
Southeast Bank Limited	Khatungonj	Current	25,136,348	10,367,197
Standard Bank Limited	Khatungonj	Current	2,599,196	485,240
Standard Bank Limited	Agrabad	Current	2,257,152	579,721
State Bank of India	Jubilee Road	Current	13,408	26,810
The City Bank Limited	Khatungonj	Current	72,883	10,595,155
Trust Bank Limited	Ashulia	Current	619	964
Trust Bank Limited	CDA Avenue	Current	2,301	250,076,987
United Commercial Bank Limited	Khatungonj	Current	-	2,074,708
United Commercial Bank Limited	Gulshan	Current	4,293,446	34,918,175
United Commercial Bank Limited	Khatungonj	Escrow	109,435,389	11,676
Sub-total			259,297,803	421,905,197
United Commercial Bank Limited	Khatungonj	Escrow	97,436,213	28,594
United Commercial Bank Limited	Khatungonj	FC	2,648,191	344,477
Union Bank Limited	Khatungonj	Current	1,111,140	4,494,470
Uttara Bank Limited	Khatungonj	Current	44,189	223,304
Uttara Bank Limited	Laldighi	Current	43,992	3,223,700
Uttara Bank Limited	Laldighi	Current	-	43,488
AB Bank Limited	Khatungonj	USD	60,082	49,748
AB Bank Limited	Khatungonj	GBP	15,546	12,842
AB Bank Limited	Khatungonj	SND	10,766	3,935,210
Mutual Trust Bank Limited	Khatungonj	SND	-	1,093
Standard Chartered Bank	Agrabad	SND	2,499,906	2,808,178
Standard Chartered Bank	Agrabad	SND	896,785	3,010,866
Standard Chartered Bank	Agrabad	SND	1,210,741	1,215,418
United Commercial Bank Limited	Sitakunda	SND	881	-
Sub-total			105,978,432	19,391,388
Total			365,276,235	441,296,585



14.00 Share capital**Authorized Capital**

1,000,000,000 Ordinary Shares of Tk 10 each

30 June 2023 Taka	30 June 2022 Taka
10,000,000,000	10,000,000,000

Issued, subscribed and paid-up Capital

No. of Shares		
100,000	Ordinary Shares of Tk. 10 each as at 17 May 2006	1,000,000
1,100,000	Ordinary Shares of Tk. 10 each as at 28 September 2008	11,000,000
17,000	Ordinary Shares of Tk. 10 each as at 24 January 2010	170,000
36,428,600	Ordinary Shares of Tk. 10 each as at 28 April 2010	364,286,000
12,354,400	Ordinary Shares of Tk. 10 each as at 28 April 2010	123,544,000
20,000,000	Ordinary Shares of Tk. 10 each as at 20 August 2011	200,000,000
20,000,000	Ordinary Shares of Tk.10 each issued through IPO 07 March 2012	200,000,000
18,000,000	Ordinary Shares of Tk. 10 each as at 13 November 2012	180,000,000
10,800,000	Ordinary Shares of Tk. 10 each as at 09 november 2013	108,000,000
5,940,000	Ordinary Shares of Tk. 10 each as at 10 November 2014	59,400,000
187,110,000	Rights Shares of Tk. 10 each as at 01 June 2016	1,871,100,000
15,592,500	Ordinary Shares of Tk. 10 each as at 10 December 2017	155,925,000
32,744,250	Ordinary Shares of Tk. 10 each as at 19 January 2019	327,442,500
18,009,337	Ordinary Shares of Tk. 10 each as at 26 December 2019	180,093,370
18,909,804	Ordinary Shares of Tk. 10 each as at 21 December 2020	189,098,040
39,710,589	Ordinary Shares of Tk. 10 each as at 20 December 2021	397,105,890
24,024,907	Ordinary Shares of Tk. 10 each as at 28 December 2022	240,249,070
460,841,387		4,608,413,870
		4,368,164,800

14.01 Position of share holding

Shareholders	30 June 2023		30 June 2022	
	Percentage of holding	Amount in Taka	Percentage of holding	Amount in Taka
Mr. Mohammed Jahangir Alam	23.58%	1,086,527,570	23.58%	1,029,883,960
Mr. Md. Abdur Rouf	3.00%	138,252,400	3.00%	131,044,930
Mr. Md. Alamgir Kabir	4.81%	221,724,030	4.81%	210,164,960
Mr. Mohammed Almas Shimul	10.83%	498,879,070	10.83%	472,871,160
Mr. Mohammad Ashrafuzzaman	3.00%	138,252,400	3.00%	131,044,930
Mr. Md. Abdul Ahad	2.40%	110,601,920	2.40%	104,835,950
Mr. Md. Azizul Haque Raju	2.00%	92,168,260	2.00%	87,363,280
General Shareholders	50.38%	2,322,008,220	50.38%	2,200,955,630
TOTAL	100%	4,608,413,870	100%	4,368,164,800



14.02 Classification of shares by holding

Slab by number of shares	30 June 2023			30 June 2022
	No. of Holders	No. of Shares	Holding(%)	Holding(%)
Less than 500	7,812	1,589,449	0.34%	0.37%
500-5,000	12,324	20,484,681	4.45%	3.89%
5,001-10,000	1,932	12,975,993	2.82%	2.61%
10,001-20,000	1,206	15,830,304	3.44%	2.83%
20,001-30,000	393	9,290,535	2.02%	1.75%
30,001-40,000	167	5,701,202	1.24%	1.21%
40,001-50,000	97	4,271,771	0.93%	1.10%
50,001-100,000	214	14,150,524	3.07%	2.96%
100,001-1,000,000	173	43,171,432	9.37%	9.95%
Above 1,000,000	35	333,375,496	72.32%	73.33%
TOTAL	24,353	460,841,387	100%	100%

	Note(s)	30 June 2023 Taka	30 June 2022 Taka
15.00 Share Premium			
Share Premium		1,136,440,000	1,136,440,000
		1,136,440,000	1,136,440,000
16.00 Revaluation Reserve			
Opening Balance		3,850,132,682	3,916,698,157
Revaluation Reserve increase during the year	4.00	14,837,808,326	-
		18,687,941,008	3,916,698,157
Excess Depreciation charged on revaluation transfer to Retained Earnings	17.00	(79,843,114)	(85,890,936)
Deferred Tax on Excess Depreciation Charged	20.00	17,964,701	19,325,461
Deferred Tax on Revaluation	20.00	(2,997,446,722)	-
Closing Balance		15,628,615,873	3,850,132,682
17.00 Retained Earnings			
Opening Balance		3,221,570,157	2,832,720,460
Net Profit for the Year		267,611,052	1,494,276,433
Transfer from revaluation surplus due to extra depreciation charged on Revaluation	16.00	79,843,114	85,890,936
		3,569,024,323	4,412,887,829
Stock Dividend		(240,249,070)	(397,105,890)
Cash Dividend		(240,249,064)	(794,211,782)
Closing Balance		3,088,526,189	3,221,570,157
18.00 Long Term Loan			
Term Loan	18.02	1,654,450,684	189,645,957
Long Term Financing Facility	18.03	4,318,853,018	4,127,725,290
Syndication Term Loan	18.04	8,661,947,228	9,712,654,558
ECA Backed Finance	18.05	7,749,926,484	7,763,099,354
Non-Banking Financial Institutions	18.06	802,726,687	1,057,180,433
Loan From Directors	18.07	1,073,821,620	1,073,821,620
		24,261,725,721	23,924,127,212



	Note(s)	30 June 2023 Taka	30 June 2022 Taka
18.01 Long Term Loan - Maturity analysis			
Due within one year		2,216,832,848	3,275,776,093
Due after one year		22,044,892,873	20,648,351,119
		24,261,725,721	23,924,127,212
18.02 Term Loan			
One Bank Limited		378,724,174	-
Pubali Bank Limited		1,135,826,510	189,645,957
Trust Bank Limited		139,900,000	-
		1,654,450,684	189,645,957

18.02.01 Terms of Long Term Loan Facility**Security:**

- i) Post dated Cheques covering full credit facility.
- ii) Personal Guarantee of Mr. Mohammed Jahangir Alam & Corporate Guarantee of Jahangir & Others Limited and GPH Power Generation Limited.
- iii) Personal Guarantee of all sponsor director of GPH Ispat Limited.
- iv) Charge over insurance benefit (Assignment) in favor of the term loan lenders as per their respective participation and demand promissory note along with the letter of continuity.
- v) First Priority Fixed and Floating Hypothecation Charge on the assets acquired out of bank finance to be created with RJSC and the vehicle will also be registered in the name of GPH Ispat Limited.
- vi) 2nd ranking fixed and floating charge over all assets (present and future) of GPH Ispat Limited in Pari passu basis.
- vii) An irrevocable general power of attorney to self the hypothecated assets notarized with the Notary Public of Bangladesh.

Rate of Interest:

Interest rate is 9.00% per annum and will be calculated on quarterly basis and variable depending on the situation of money market.

	Note(s)	30 June 2023 Taka	30 June 2022 Taka
18.03 Long Term Financing Facility			
Eastern Bank Limited		575,400,442	550,534,709
Mutual Trust Bank Limited		438,850,444	418,495,567
NCC Bank Limited		1,157,925,537	1,108,830,271
One Bank Limited		176,146,826	167,971,162
Pubali Bank Limited		879,749,147	837,977,717
Southeast Bank Limited		219,440,060	209,266,578
United Commercial Bank Limited		871,340,562	834,649,286
		4,318,853,018	4,127,725,290



18.03.01 Terms of Long Term Financing Facility**Lenders:**

The company entered into a long term financing facility to support the setting up a 840,000 M.Ton per annum M.S. Billet plant and 640,000 M. Ton per annum M.S. Rod plant at Masjiddah, Kumira, Sitakunda, Chattogram and managed its finance through this facility with United Commercial Bank Limited as "lead arranger" and 6 (Six) other local Banks.

Total loan facilities:

The long term financing facility comprises USD 44.2 million.

Interest rate:

Margin 4.25% + 6 months LIBOR

Interest payable:

Interest is payable quarterly (30th September, 31st December, 31st March and 30th June) from the date of 1st drawdown.

Disbursement:

First Disbursement of USD on 13 February 2019.

Repayments:

Principal amount under the USD term loan facility shall be repaid in 32 (thirty two) equal quarterly installments. Repayment from the end of 27th month of the date of 1st drawdown the facilities agreement and will end on the 120th month and the balance amount, if any shall be paid in last installment.

Security:

- i) Mortgage of 28 acre Land duly registered with RJSC.
- ii) First ranking pari-passu charge registered with RJSC over all fixed and floating assets of the Company.
- iii) Charge over Insurance Benefit (assignment) in favor of the term loan lender as per their respective participation.
- iv) Personal Guarantee of all the Directors of the Company.
- v) Demand Promissory note along with the letter of continuity from the Company with supporting Board Resolution.
- vi) One Post dated cheque covering full Credit facility is to be taken in advance.
- vii) Personal Guarantee of Mr. Mohammed Jahangir Alam & Corporate Guarantee of Jahangir & Others Limited and GPH Power Generation Limited.

Purpose:

To procure plants, machineries, equipment and prefabricated building and steel structures relating to the project and to meet civil construction and other expenses required for implementation of steel melting plant.

	Note(s)	30 June 2023 Taka	30 June 2022 Taka
18.04 Syndication Term Loan			
AB Bank Limited		85,317,103	97,324,137
Agrani Bank Limited		1,038,146,782	1,103,076,166
BASIC Bank Limited		229,335,857	277,177,832
Bengal Commercial Bank Limited		293,464,992	351,242,976



Note(s)	30 June 2023 Taka	30 June 2022 Taka
Bangladesh Infrastructure Finance Fund Limited	856,996,717	910,249,175
Community Bank Bangladesh Limited	292,590,571	350,798,828
Dutch Bangla Bank Limited	381,490,533	438,717,803
Jamuna Bank Limited	87,153,282	99,603,649
Janata Bank Limited	1,042,862,435	1,108,052,692
Mercantile Bank Limited	573,820,262	659,577,698
Midland Bank Limited	393,917,672	451,130,694
NRB Bank Limited	152,589,930	175,399,422
NRB Commercial Bank Limited	382,576,199	439,001,550
One Bank Limited	80,870,432	92,605,700
Pubali Bank Limited	533,355,221	630,363,806
Sonali Bank Limited	854,852,596	913,118,891
Southeast Bank Limited	65,162,653	74,552,271
The City Bank Limited	62,115,109	69,683,290
United Commercial Bank Limited	720,709,085	856,773,285
Uttara Bank Limited	534,619,797	614,204,693
Total	8,661,947,228	9,712,654,558

18.04.01 Terms of Syndicate term Loan Facility

Lenders:

The company entered into a syndicated loan agreement to set up a Billet plant (840,000 M.Ton per annum) and MS Rod plant (640,000 M. Ton per annum) at Masjiddah, Kumira, Sitakunda, Chattogram and managed its finance through a syndicate debt facility with United Commercial Bank Limited as "lead arranger" and 19 (nineteen) Financial Institution & other local banks.

Total loan facilities:

The syndication financing comprises BDT. 9968 million only for implementation of the steel melting plant.

Interest rate:

<u>BDT</u>	<u>30 June 2023</u>
Government Banking Institutions	9.00%
Non-government Banking Institutions	9.00%

Interest payable:

Interest is payable quarterly (30th September, 31st December, 31st March and 30th June) from the date of 1st drawdown.

Disbursement:

First Disbursement of BDT made on 31 March 2018.

Repayments:

Principal amount under the BDT from government banking institutions shall be repaid in 32 (thirty two) equal quarterly installments and BDT from non-government banking institutions shall be repaid in 96 (Ninety six) monthly installments. For government banking institutions, repayment will be started from the end of 27th month of the date of 1st drawdown, for non-government banking institutions, repayment from the end of 25th month of the date of 1st drawdown and the balance amount, if any shall be paid in last installment.



Security:

Registered Mortgage on 37 acres land along with personal guarantee and corporate guarantee, with first ranking pari passu basis and hypothecation of machineries.

- i) Mortgage of 37 acre Land duly registered with RJSC.
- ii) First ranking pari-passu charge registered with RJSC over all fixed and floating assets of the Company.
- iii) Charge over Insurance Benefit (assignment) in favor of the term loan lender as per their respective participation.
- iv) Personal Guarantee of all the Directors of the Company.
- v) Demand Promissory note along with the letter of continuity from the Company with supporting Board Resolution.
- vi) One Post dated cheque covering full Credit facility is to be taken i in advance.
- vii) Corporate Guarantee of Jahangir & Others Ltd and GPH Power Generation Ltd.

Purpose:

To procure plants, machineries, equipment and prefabricated building and steel structures relating to the project and to meet civil construction and other expenses required for implementation of steel melting plant.

18.05 ECA Backed Finance

ODDO BHF Aktiengesellschaft, Germany

30 June 2023 Taka	30 June 2022 Taka
7,749,926,484	7,763,099,354
7,749,926,484	7,763,099,354

18.05.01 Terms of ECA Backed Finance borrowings

Lenders:

The company entered into a ECA backed loan agreement to set up a Billet plant (840,000 M.Ton per annum) and MS Rod plant (640,000 M. Ton per annum) at Masjiddah, Kumira, Sitakunda, Chattogram and managed an ECA backed finance from ODDO BHF Aktiengesellschaft, Germany.

Total loan facilities:

The syndication financing comprises of USD 94.84 million only.

Interest rate:

ODDO BHF Aktiengesellschaft, Germany Margin 2.65% + 6 months LIBOR

Interest payable:

Interest is payable half yearly (30th April and 31 October) from the date of 1st drawdown

Disbursement:

First Disbursement made on 09 August 2017

Repayments:

Principal amount shall be repaid in 16 (sixteen) equal half yearly installments from the end of 42nd month of 1st drawdown and the balance amount (if any) shall be paid in last installment.



Security:

Registered Mortgage on 28 acres land, personal guarantee and corporate guarantee along with first ranking pari passu basis and hypothecation of machineries.

- i) Mortgage of 28 acre Land duly registered with RJSC
- ii) First ranking pari-passu charge registered with RJSC over all fixed and floating assets of the Company.
- iii) Charge over Insurance Benefit (assignment) in favor of the term loan lender as per their respective participation.
- iv) Personal Guarantee of all the Directors of the Company.
- v) Demand Promissory note along with the letter of continuity from the Company with supporting Board Resolution
- vi) One Postdated cheque covering full Credit facility is to be taken in advance.
- vii) Personal Guarantee of Mr. Mohammed Jahangir Alam & Corporate Guarantee of Jahangir & Others Limited and GPH Power Generation Limited.

Purpose:

To procure plants, machineries, equipment and prefabricated building and steel structures relating to the project and to meet civil construction and other expenses required for implementation of steel melting plant.

	30 June 2023 Taka	30 June 2022 Taka
18.06 Non-Banking Financial Institutions		
IPDC Finance Limited	543,200,040	731,991,639
United Finance Limited	259,526,647	325,188,794
	802,726,687	1,057,180,433

Security :

- i) Post dated cheques
- ii) FDR lien Tk 30 million against loan from IPDC Finance Limited
- iii) Personal Guarantee of Directors

Rate of Interest:

Interest rate is 9.50% to 10.50% per annum and will be calculated on quarterly basis and variable depending on the situation of money market.

18.07 Loan From Directors		
Mr. Mohammed Jahangir Alam	723,525,125	723,525,125
Mr. Mohammed Almas Shimul	350,296,495	350,296,495
	1,073,821,620	1,073,821,620
19.00 Defined Benefit Obligation (Gratuity)		
Opening Balance	65,079,334	50,517,125
Provision made during the year	22,727,537	17,093,125
	87,806,871	67,610,250
Paid during the year	(1,520,663)	(2,530,916)
Closing balance	86,286,208	65,079,334



Note(s)	30 June 2023 Taka	30 June 2022 Taka
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20.00 Deferred tax liability

Deferred tax liability has been calculated below at the applicable tax rate on the temporary difference between the carrying value and tax base.

		1,234,261,441	682,592,026
Opening Balance			
Provided/(adjusted) during the year			
Taxable/(deductible) temporary difference of PPE (excluding Land & Land Development)		167,562,037	574,305,897
Intangible asset		(90,215)	150,062
Provision for Gratuity		(4,771,547)	(3,276,497)
Investment in quoted shares		(270,057)	(184,586)
		162,430,218	570,994,876
On revaluation reserve	16.00	2,997,446,722	-
Adjustment for impact of depreciation on revaluation reserve	16.00	(17,964,701)	(19,325,461)
Closing Balance		4,376,173,680	1,234,261,441

20.01 Reconciliation of deferred tax liabilities /(assets) are as follows :

As on 30 June 2023	Carrying amount	Tax base	Rate Applied	Temporary difference	Deferred tax liability /(asset)
	Taka	Taka	(%)	Taka	Taka
Property, plant and equipment (Exept Land & Land Development)	37,125,400,778	17,716,431,587	22.50%	19,408,969,191	4,367,018,068
Right of use asset	131,800,094	-	22.50%	131,800,094	29,655,021
Intangible asset	1,766,944	-	22.50%	1,766,944	397,562
Provision for gratuity	(86,286,208)	-	22.50%	(86,286,208)	(19,414,397)
Investment in quoted shares	104,797,886	119,623,629	10.00%	(14,825,743)	(1,482,574)
					4,376,173,680

As on 30 June 2022	Carrying amount	Tax base	Rate Applied	Temporary difference	Deferred tax liability /(asset)
	Taka	Taka	(%)	Taka	Taka
Property, plant and equipment (Exept Land & Land Development)	24,277,165,266	18,872,157,087	22.50%	5,405,008,179	1,216,126,840
Right of use asset	148,898,625	-	22.50%	148,898,625	33,502,191
Intangible asset	2,167,899	-	22.50%	2,167,899	487,777
Provision for gratuity	(65,079,334)	-	22.50%	(65,079,334)	(14,642,850)
Investment in quoted shares	107,498,290	119,623,463	10.00%	(12,125,173)	(1,212,517)
					1,234,261,441



	Note(s)	30 June 2023 Taka	30 June 2022 Taka
21.00 Short term borrowings			
Loan against Trust Receipt (LATR)	21.01	467,260,977	433,863,025
Time loan	21.02	14,303,978,582	9,901,146,597
Bank overdraft and cash credit	21.03	5,078,898,863	2,876,496,491
Accepted Bill for Payment	21.04	10,180,178,315	10,670,885,540
		30,030,316,737	23,882,391,653
21.01 Loan against Trust Receipt (LATR)			
AB Bank Limited		1,374,003	77,159,595
Midland Bank Limited		111,129,060	-
NRB Bank Limited		17,462,103	3,031,161
One Bank Limited		197,242,381	-
Premier Bank Limited		-	5,715,623
Pubali Bank Limited		-	60,593,665
South Bangla Agriculture & Commerce Bank Limited		-	9,420,449
The City Bank Limited		-	269,173,297
Trust Bank Limited		140,053,430	8,769,235
		467,260,977	433,863,025
21.02 Time loan			
Al-Arafah Islami Bank Limited		207,684,141	201,328,926
Bank Asia Limited		1,005,905,961	1,497,854,588
Bengal Commercial Bank Limited		-	101,137,509
BRAC Bank Limited		1,180,183,558	730,156,494
Dutch Bangla Bank Limited		499,598,082	1,238,221,849
Eastern Bank Limited		955,042,506	749,136,519
Islami Bank Bangladesh Limited		799,909,542	125,671,875
Meghna Bank Limited		436,686,229	449,613,348
Mercantile Bank Limited		503,615,938	230,467,481
Midland Bank Limited		94,059,563	190,971,023
NRB Bank Limited		772,230,305	703,740,124
One Bank Limited		448,286,903	188,359,597
Pubali Bank Limited		124,557,884	64,137,634
Standard Bank Limited		303,798,337	202,951,389
Standard Chartered Bank		503,888,441	415,098,499
State Bank of India		-	121,215,000
The City Bank Limited		2,357,000,237	1,523,066,241
Trust Bank Limited		1,130,264,629	1,035,918,268
United Commercial Bank Limited		2,981,266,326	132,100,233
		14,303,978,582	9,901,146,597



	Note(s)	30 June 2023 Taka	30 June 2022 Taka
21.03 Bank overdraft and cash credit			
AB Bank Limited		3,930	28,909,605
Agrani Bank Limited		1,436,222,640	227,848,092
Bank Asia Limited		60,523,029	2,433,854
Basic Bank Limited		49,388,719	42,878,133
BRAC Bank Limited		99,999,655	85,537,989
Community Bank Bangladesh Limited		191,603,216	113,755,989
Eastern Bank Limited		98,318,648	86,424,915
Meghna Bank Limited		26,135,758	18,769,735
Mercantile Bank Limited		197,653,850	13,046,663
Midland Bank Limited		153,777,632	122,729,096
Modhumoti Bank Limited		401,597,945	393,906,620
NCC Bank Limited		203,998,646	157,670,660
NRB Bank Limited		331,568	-
Premier Bank Limited		155,577,581	2,391,398
Pubali Bank Limited		53,461,329	-
Sonali Bank Limited		1,039,531,955	778,515,418
South Bangla Agriculture & Commerce Bank Limited		101,486,193	95,980,245
Standard Chartered Bank		19,520,674	133,174,686
State Bank of India		370,357,996	399,104,061
The City Bank Limited		44,118,083	41,377,002
Trust Bank Limited		102,013,950	58,974,629
United Commercial Bank Limited		124,805,685	73,067,701
Uttara Bank Limited		148,470,181	-
		5,078,898,863	2,876,496,491
21.04 Accepted Bill for Payment (ABP)			
AB Bank Limited		-	621,432,543
Al-Arafah Islami Bank Limited		172,878,000	229,058,446
Bank Asia Limited		196,734,692	371,487,543
BRAC Bank Limited		416,974,749	528,539,153
Dutch Bangla Bank Limited		258,484,693	1,062,709,257
Eastern Bank Limited		867,362,926	659,644,477
Islami Bank Bangladesh Limited		699,943,693	392,294,605
Jamuna Bank Limited		225,286,567	-
Mercantile Bank Limited		1,162,833,034	705,609,945
Midland Bank Limited		202,148,930	95,588,279
Modhumoti Bank Limited		14,845,947	-
Mutual Trust Bank Limited		353,619,059	-
NCC Bank Limited		421,378,084	304,465,643



	Note(s)	30 June 2023 Taka	30 June 2022 Taka
One Bank Limited		325,792,933	717,866,276
Pubali Bank Limited		1,200,429,989	820,459,702
South Bangla Agriculture & Commerce Bank Limited		-	167,684,662
Southeast Bank Limited		291,033,540	440,779,026
Standard Bank Limited		716,982,052	
Standard Chartered Bank		325,328,393	237,604,320
The City Bank Limited		691,152,318	527,574,721
Trust Bank Limited		387,595,843	586,055,523
United Commercial Bank Limited		1,249,372,873	1,669,603,822
Uttara Bank Limited		-	532,427,597
		10,180,178,315	10,670,885,540
21.05 Terms of Short term borrowings			
Security			
i) Post dated cheques			
ii) Personal guarantee of all the sponsor directors			
iii) Registered mortgage of land			
iv) Pari-passu 1st charge on floating assets			
Rate of Interest:			
Interest rate is 8.00% to 9.00% per annum with quarterly basis.			
22.00 Creditors and accruals			
For Revenue Expenses	22.01	469,198,789	447,623,470
For Other Finance	22.02	193,903,983	145,162,655
For Supplies		641,113,921	710,805,491
GPH Power Generation Limited		600,642,887	745,362,467
Advance Against Sales		235,970,722	134,464,726
Workers' Profit Participation Fund	22.03	65,074,350	146,397,326
		2,205,904,652	2,329,816,135
22.01 Revenue Expenses			
Salary Payable		82,378,570	76,081,515
Audit Fee Payable		575,000	575,000
Utility Bill Payable		376,721,742	367,880,895
Provident Fund	22.01.01	8,248,477	1,811,060
Directors' Remuneration Payable		1,275,000	1,275,000
		469,198,789	447,623,470
22.01.01 Provident Fund			
Opening Balance		1,811,060	1,513,433
Addition during the year		23,977,548	22,991,155
		25,788,608	24,504,588
Paid during the year		(17,540,131)	(22,693,528)
Closing balance		8,248,477	1,811,060



	Note(s)	30 June 2023 Taka	30 June 2022 Taka
22.02 Other Finance			
Tax Deducted at Source Payable		37,500,116	36,688,800
VAT Deducted at Source		31,595,055	34,292,065
Sales VAT Payable		124,760,142	74,133,120
Unpaid Refund Warrant		48,670	48,670
		193,903,983	145,162,655
22.03 Workers' Profit Participation Fund			
Opening Balance		146,397,326	111,698,531
Addition during the year		65,074,350	146,397,326
		211,471,676	258,095,857
Paid during the year		(146,397,326)	(111,698,531)
Closing balance		65,074,350	146,397,326
23.00 Unclaimed Dividend			
Opening Balance		3,182,912	4,954,063
Dividend Declared during the year		240,249,064	794,211,782
Paid during the year		(240,217,958)	(795,982,933)
Closing Balance		3,214,018	3,182,912
<p>The Company has transferred an amount of Tk. 551,533 For the period ended 30 June 2019 to Capital Market Stabilization Fund as per notification no - BSEC/CMRRCD/2021-391/20/Admin/121 dated 01 June 2021 to fulfill its requirement to transferred the unclaimed dividend that remain unpaid for 03 (Three) years or more</p>			
23.01 Year wise details of unclaimed dividend			
For year ended on			
30 June 2019 (Final)		-	551,533
30 June 2020 (Final)		588,149	589,088
31 June 2021 (Final)		1,737,722	2,042,291
31 June 2022 (Final)		888,147	-
		3,214,018	3,182,912
24.00 Current tax liability			
Opening Balance		720,853,956	348,210,739
Provision made during the year	24.02	806,371,385	716,277,882
		1,527,225,341	1,064,488,621
Paid/adjusted during the year	10.01.01	(707,563,144)	(343,634,665)
Closing balance		819,662,197	720,853,956



24.01 Year wise income tax assessment status is as follows:

Accounting Year	Assessment Year	Opening balance	Provided during the year	Adjusted during the year	Balance	Remarks
Prior to 2015-2016			-	-	-	
2016-2017	2017-2018	111,031,009	179,191,873	(106,839,951)	183,382,931	Assessment completed
2017-2018	2018-2019	183,382,931	169,979,806	(177,186,575)	176,176,162	Assessment in Appeal (Second)
2018-2019	2019-2020	176,176,162	248,877,693	(170,552,518)	254,501,337	Assessment in Appeal (Second)
2019-2020	2020-2021	254,501,337	84,721,754	(248,733,025)	90,490,066	Assessment in Appeal (Second)
2020-2021	2021-2022	90,490,066	343,634,665	(85,913,992)	348,210,739	Assessment in Appeal (Second)
2021-2022	2022-2023	348,210,739	716,277,882	(343,634,665)	720,853,956	Assessment under process
2022-2023	2023-2024	720,853,956	806,371,385	(707,563,144)	819,662,197	Return due by 15th January 2024

30 June 2023		30 June 2022	
Rate	Taka	Rate	Taka

24.02 Reconciliation of effective tax rate

Profit before tax		1,236,412,655		2,781,549,191
Total income tax expense	65.22%	806,371,385	25.75%	716,277,882
Factors affecting the tax charge:				
Tax using the applicable rate	22.50%	278,192,847	22.50%	625,848,568
Difference between accounting and fiscal depreciation	-12.09%	(149,507,121)	-19.95%	(554,892,207)
Difference between gratuity provision and payment	0.39%	4,771,547	0.12%	3,276,497
Difference between regular tax and minimum tax u/s 163(C) of ITA-2023	55.88%	690,923,420	22.89%	636,637,434
Difference between WPPF and Welfare Fund provision and payment	-1.48%	(18,297,670)	0.28%	7,807,229
Capital gain on sale of shares of listed companies (on the basis of actual cost)	0.00%	-	0.07%	2,000,950
Rebate on export sales	-0.02%	(207,258)	-0.06%	(1,611,465)
Adjustment of unrealized Gain/(Loss) on sale of Shares in Listed Companies	0.05%	607,592	-0.06%	(1,585,606)
Adjustment for reduced rated taxable income	-0.01%	(111,972)	-0.04%	(1,203,518)
	65.22%	806,371,385	25.75%	716,277,882



	Note(s)	01 July 2022 to 30 June 2023 Taka	01 July 2021 to 30 June 2022 Taka
25.00 Revenue			
Local Sales	25.01	58,712,313,003	46,093,692,824
Export Sales	25.02	299,145,600	1,866,241,983
		59,011,458,603	47,959,934,807
Value Added Tax		(1,354,565,767)	(1,132,409,850)
		57,656,892,836	46,827,524,957
25.01 Local Sales			
M.S. Rod		53,022,046,503	40,530,448,932
M.S. Billet		5,432,991,080	5,250,002,450
Cut Pieces		127,365,160	93,267,100
Miss Roll and Ovel		-	32,046,770
Oxygen, Nitrogen and Argon		129,910,260	187,927,572
		58,712,313,003	46,093,692,824
25.02 Export Sales			
M.S. Rod		291,315,697	48,013,867
M.S. Billet		-	1,771,358,052
APC Dust		7,829,903	42,635,969
Zinc Oxide		-	4,234,095
		299,145,600	1,866,241,983
26.00 Cost of goods sold			
Opening Finished goods			
M.S. Rod	11.01	3,922,974,399	3,163,895,266
M.S. Billet	11.01	3,611,217,960	1,195,988,810
		7,534,192,359	4,359,884,076
Add: Cost of Production	26.01	48,401,439,598	43,652,755,173
		55,935,631,957	48,012,639,249
Less: Closing Finished goods			
M.S. Rod	11.01	5,625,612,944	3,922,974,399
M.S. Billet	11.01	613,490,365	3,611,217,960
		6,239,103,309	7,534,192,359
		49,696,528,648	40,478,446,890
26.01 Cost of Production			
Opening Stock of:			
Raw Material	11.02	5,017,002,570	3,973,915,432
Spare and Other materials	11.03	3,428,594,997	1,731,365,847
		8,445,597,567	5,705,281,279
Add: Purchase			
Raw Material		41,971,968,513	36,638,491,557
Spare and Other materials		2,414,016,134	2,968,932,784
		44,385,984,647	39,607,424,341



	Note(s)	01 July 2022 to 30 June 2023 Taka	01 July 2021 to 30 June 2022 Taka
Less: Closing Stock of			
Raw Material	11.02	6,567,107,688	5,017,002,570
Spare and Other materials	11.03	4,889,014,136	3,428,594,997
		11,456,121,824	8,445,597,567
Raw and Other Materials Consumed		41,375,460,390	36,867,108,053
Add: Factory overhead	26.02	7,025,979,208	6,785,647,120
Cost of Production		48,401,439,598	43,652,755,173
26.02 Factory overhead			
Salaries, Wages and Allowances		644,712,944	564,656,540
Overtime		33,050,653	36,040,101
Bonus		2,133,727	3,978,602
Depreciation	4.00	1,123,406,144	1,267,779,635
Amortization on right of use assets	5.00	53,500,144	41,017,989
Carriage Inward		18,241,684	17,067,384
Daily Labour Bill		61,311,692	58,800,834
Electricity Bill		4,619,656,888	4,410,900,484
Factory Canteen		28,945,721	28,460,379
Fuel, Oil and Lubricant		37,548,000	34,160,349
Gas Bill		311,450,076	224,375,502
Insurance		19,914,025	21,058,443
Mobile, Telephone and Internet Charges		1,760,362	1,742,853
Loading and Unloading Expenses		26,540,826	24,657,221
Medical Expenses		657,806	1,350,368
Oxygen and LP Gas Charges		1,767,354	4,333,057
Repair and Maintenance		19,457,084	18,773,844
Staff Uniform		3,730,637	4,237,255
Testing Expenses		1,124,212	1,699,816
Vehicle Expenses		17,069,229	20,556,464
		7,025,979,208	6,785,647,120
27.00 Administrative expenses			
Directors' Remuneration		19,782,000	17,895,000
Salary and Allowances		189,189,363	144,995,449
Depreciation	4.00	62,411,452	70,432,202
Amortization on right of use assets	5.00	2,972,230	2,278,777
Amortization of Software	7.01	400,955	392,130
Audit fee		874,000	1,092,500
BIS Certificate Expenses		220,236	-
BO Account Expenses		900	1,050
Board Meeting Expenses		786,353	692,895
Bonus		19,418,044	18,588,650



	Note(s)	01 July 2022 to 30 June 2023 Taka	01 July 2021 to 30 June 2022 Taka
Electricity and Other Utility Expenses		41,807,461	41,639,517
Entertainment		15,757,800	13,479,309
Fees and Renewal		6,073,104	3,435,434
General Meeting Expenses		447,300	258,500
Group Insurance Premium		1,824,246	1,136,735
Legal and Professional Fee		1,252,902	3,257,300
Medical Expenses		407,487	142,950
Miscellaneous Expenses		1,469,685	1,457,313
Mobile, Telephone and Internet Charges		3,498,493	3,891,455
Newspaper and Periodicals		44,919	37,544
Office Maintenance		2,392,887	1,406,103
Office Rent		4,032,000	4,140,000
Postage and Stamps		1,631,286	936,806
Recruitment Expenses		158,653	88,650
Rent, Rate & Taxes		212,100	703,196
Share Management Expenses		2,438,195	3,481,158
Software & Data Connectivity Expenses		249,225	631,550
Stationery and Printing Charges		1,325,262	2,224,065
Training Fee		898,419	128,690
Travelling and Conveyance		8,313,607	7,043,902
Vehicle Expenses		10,071,554	10,071,986
		400,362,118	355,960,816
28.00 Selling and distribution expenses			
Advertisement Expenses		122,923,824	127,376,030
Carriage Outward		600,805,675	467,323,611
Salary and Allowances		121,519,923	82,540,444
Loading & Delivery Expenses		54,677,267	47,791,533
Bonus		11,916,236	9,735,933
Travelling and Conveyance		18,186,274	13,705,610
Commission on Sales		24,625,770	36,382,150
Promotional Expenses		52,123,127	56,770,436
Depreciation	4.00	62,411,452	70,432,202
Amortization on right of use assets	5.00	2,972,230	2,278,777
Marketing Collection Expenses		190,420	114,100
Export Expenses		1,727,236	123,911,795
Vehicle Expenses		9,746,217	6,244,005
Mobile, Telephone and Internet Charges		2,562,999	2,496,031
Postage and Stamps		697,570	410,217
		1,087,086,220	1,047,512,874



	Note(s)	01 July 2022 to 30 June 2023 Taka	01 July 2021 to 30 June 2022 Taka
29.00 Finance Cost			
Interest on Bank Loan		2,945,101,191	1,838,037,248
Bank Charge		25,163,490	19,981,329
Loan Processing Fee		24,487,203	20,402,359
Foreign Currency Exchange (Gain)/Loss		2,325,074,410	282,457,639
		5,319,826,294	2,160,878,575
30.00 Finance income			
Interest Earned from FDR		95,267,674	68,612,095
Interest Income from SND Account		194,056	387,242
Interest Income from Arbee Textiles Limited		48,060,739	43,397,393
		143,522,469	112,396,730
31.00 Other income			
Dividend Income		4,478,890	3,675,170
PF Forfeited		733,834	311,904
Rebate on Export Sales		2,362,660	19,789,774
Realised Gain/(Loss) on Sale of Shares in Listed Companies		-	8,893,112
		7,575,384	32,669,960
	Note(s)	30 June 2023 Taka	30 June 2022 Taka
32.00 Net Asset Value Per Share (NAV)			
Total Assets		86,383,720,069	64,886,746,876
Less: Liabilities		(61,921,724,137)	(52,310,439,237)
Net Asset Value (NAV)		24,461,995,932	12,576,307,639
Number of ordinary shares outstanding during the year		460,841,387	436,816,480
Net Assets Value (NAV) per share		53.08	28.79
	Note(s)	01 July 2022 to 30 June 2023 Taka	01 July 2021 to 30 June 2022 Taka
33.00 Earnings per share (EPS)			
33.01 Basic Earnings per share			
The composition of Earnings per share (EPS) is given below :			
Total earnings attributable to the ordinary shareholders		267,611,052	1,494,276,433
Number of ordinary shares outstanding during the year		460,841,387	436,816,480
Weighted average number of ordinary shares outstanding during the year		460,841,387	436,816,480
Basic Earnings Per Share		0.58	3.42
Restated Earnings Per Share*			3.24

*EPS for the year 01 July 2021 to 30 June 2022 has been restated based on the new weighted average number of ordinary shares in accordance with para 64 of IAS 33.

Reason For Significant Deviation of EPS

Although net sales and operating profit has been increased but due to significant increase of raw materials price at international market followed by exchange loss in foreign currency transactions EPS has been decreased by 83.04% than previous year.



33.02 Diluted EPS

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

- 33.03** The production capacity of the company has been gradually increased due to completion of its expansion plant, as a result sales capacity has also been increased steadily which shown positive impact in sales/revenue of the company compared with corresponding last year revenue/sales. The sales price per metric ton has also increased compared with corresponding last year sales rate per metric ton.

	Note(s)	01 July 2022 to 30 June 2023 Taka	01 July 2021 to 30 June 2022 Taka
34.00 Net operating cash flow per share			
Net operating cash flows (from statement of cash flows)		(969,551,094)	(3,122,036,772)
Number of ordinary shares outstanding during the period		460,841,387	436,816,480
Net operating cash flow per share		(2.10)	(7.15)

Reason For Significant Deviation of Net Operating Cash Flow Per Share

NOCFPS increased by 70.63% from previous year due to increase in payment receipt from customers Tk. 11,769,980,032 while payment made for suppliers, employees and others Tk.7,098,815,318, foreign currency loss require to pay additional 2,042,630,264 and Advance income tax payment increased by Tk. 476,470,703. which result significant increase of Net Operating Cash Flow per share to Tk (2.10) than previous year Tk. (7.15).

	Note(s)	30 June 2023 Person	30 June 2022 Person
35.00 Number of employees			
Employees drawing salary Tk 3,000 or below per month		-	-
Employees drawing salary above Tk 3,000 per month		2,286	2,122
		2,286	2,122

36.00 Related Notes for Statements of Cash Flows
36.01 Reconciliation of cash flows from operating activities

Profit before income tax		1,236,412,655	2,781,549,191
Adjustment for			
Depreciation charged	4.00	1,248,229,048	1,408,644,039
Amortization charged	7.01	400,955	392,130
Amortization on right of use asset	5.00	59,444,604	45,575,543
Finance Cost	29.00	2,994,751,884	1,878,420,936
Finance income	30.00	(143,522,469)	(112,396,730)
Realised Gain/(Loss) on Sale of Shares in Listed Companies	31.00	-	(8,893,112)
Changes in fair value	8.02	2,700,404	1,845,975
Dividend Income (net of tax)	31.00	(3,583,113)	(2,940,136)
		5,394,833,968	5,992,197,836



	Note(s)	30 June 2023 Taka	30 June 2022 Taka
<u>(Increase)/decrease in Current Assets</u>			
Advances, deposits and prepayments	10.00	(2,384,087,305)	(1,358,650,780)
Inventories	11.00	(1,715,435,207)	(5,914,624,571)
Trade and other receivables	12.00	(1,358,914,214)	(2,098,296,458)
<u>Increase/(decrease) in Current Liability</u>			
Defined benefit obligation - gratuity	19.00	21,206,874	14,562,209
Creditors and accruals	22.00	(123,924,520)	569,534,980
		(166,320,404)	(2,795,276,784)
Income tax paid		(803,230,690)	(326,759,988)
Net cash flows generated by operating activities		(969,551,094)	(3,122,036,772)
36.02 Notes for Statement of Cash Flows			
36.02.01 Receipts from customers against sales			
Revenue	25.00	57,656,892,836	46,827,524,957
Increase in Trade Receivables	12 & 22	(1,207,016,595)	(2,165,055,862)
Rebat on Export Sales	31.00	2,362,660	19,789,774
		56,452,238,901	44,682,258,869
36.02.02 Paid to suppliers, operating and other expenses			
Cost of Sales	26.00	(49,696,528,648)	(40,478,446,890)
General & Administrative Costs	27.00	(400,362,118)	(355,960,816)
Selling & Distribution expenses	28.00	(1,087,086,220)	(1,047,512,874)
Paid to workers participation and welfare fund	22.03	(146,397,326)	(111,698,531)
Depreciation	4.00	1,248,229,048	1,408,644,039
Amortization of Software	7.01	400,955	392,130
Increase in Inventories	11.00	(1,715,435,207)	(5,914,624,571)
Other receivable	12.00	(50,391,623)	(44,115,772)
(Increase) / Decrease in Advances, Deposits and Pre-payments	10.00	(2,384,087,305)	(1,358,650,780)
Tax on dividend income	31.00	895,778	735,034
Provision for gratuity	19.00	21,206,874	14,562,209
Amortization on right of use asset	5.00	59,444,604	45,575,543
Increase in Creditors and accruals	22.00	(144,094,503)	645,710,906
		(54,294,205,691)	(47,195,390,373)
36.02.03 Foreign currency exchange gain/(loss)			
Gain/(loss) on currency fluctuation	29.00	(2,325,074,410)	(282,457,184)
Gain/Loss on Currency Flautuation on Bank Balance		(13,038)	-
		(2,325,087,448)	(282,457,184)
36.02.04 Income from forfeited account			
PF Forfeited	31.00	733,834	311,904
		733,834	311,904
36.02.05 Income tax paid			
Provided during the year	24.00	(806,371,385)	(716,277,882)
Increase/(decrease) in Advance income tax	10.00	(98,808,241)	(372,643,217)
Increase/(decrease) in Advance VAT	10.00	3,140,695	389,517,894
(Increase)/decrease in current tax liability	24.00	98,808,241	372,643,217
		(803,230,690)	(326,759,988)



	Note(s)	30 June 2023 Taka	30 June 2022 Taka
36.02.06 Acquisition of property, plant and equipment			
Addition of property, plant and equipment during the year	4.00	(946,055,688)	(420,619,221)
Capitalized during the year	6.00	242,021,449	73,352,507
Addition in capital work-in-progress	6.00	(1,564,246,568)	(1,816,608,702)
		(2,268,280,807)	(2,163,875,416)
36.02.07 Acquisition of right of use asset			
Addition of right of use asset during the year	5.00	(42,346,073)	(38,811,385)
		(42,346,073)	(38,811,385)
36.02.08 Addition to intangible assets			
Addition of intangible assets during the year	7.00	-	(1,059,075)
		-	(1,059,075)
36.02.09 Investment in quoted shares			
Investment in quoted shares	8.02	2,700,404	(9,449,102)
Gain on sale of investment in quoted shares	8.02	-	8,893,112
Net change in fair value of investment in quoted shares	8.02	(2,700,404)	(1,845,975)
		-	(2,401,965)
36.02.10 Dividend received (net of tax)			
Dividend Received	31.00	4,478,890	3,675,170
Less: Advance Tax adjustment	31.00	(895,778)	(735,034)
		3,583,112	2,940,136
36.02.11 Received from other sources			
Interest Earned from FDR	30.00	95,267,674	68,612,095
Interest Income from SND Account	30.00	194,056	387,242
		95,461,730	68,999,337
36.02.12 Other investments			
Short term investment	9.00	(179,488,570)	(799,540,932)
Accrued Interest	30.00	48,060,739	43,397,393
		(131,427,831)	(756,143,539)
36.02.13 Receipt/(repayment) of long term borrowings	18.00	337,598,509	62,404,626
36.02.14 Receipt/(repayment) of finance lease obligation	5.00	(12,285,670)	(2,600,231)
36.02.15 Receipt/(repayment) of short term borrowings	21.00	6,147,925,084	8,941,647,220
36.02.16 Dividend paid			
Cash dividend declared & disbursed	23.00	(240,249,064)	(794,211,782)
Increase/(decrease) in unclaimed dividend	23.00	31,106	(1,771,151)
		(240,217,958)	(795,982,933)
36.02.17 Interest paid			
Interest on Bank Loan	29.00	2,945,101,191	1,838,037,248
Bank Charge	29.00	25,163,490	19,981,329
Loan Processing Fee	29.00	24,487,203	20,402,359
		2,994,751,884	1,878,420,936
36.02.18 Effect of foreign exchange rate changes in cash and cash equivalent	29.00	13,038	(455)



	Note(s)	01 July 2022 to 30 June 2023 Taka	01 July 2021 to 30 June 2022 Taka
37.00 Capacity and production			
Production Capacity (In M. Ton)	37.01	1,840,000	1,840,000
Actual Production (In M. Ton)	37.02	1,316,789	1,199,960
Capacity Utilization (%)		71.56	65.22
37.01 Production Capacity (In M. Ton)			
M.S. Billet		1,050,000	1,050,000
M.S. Rod		790,000	790,000
		1,840,000	1,840,000
37.02 Actual Production (In M. Ton)			
M.S. Billet		725,587	680,927
M.S. Rod		591,202	519,033
		1,316,789	1,199,960

38.00 Related Party Transactions

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

Sl. No	Name of the Party	Relation	Nature of Transactions	Outstanding as on 30 June 2023	Outstanding as on 30 June 2022
1	GPH Power Generation Ltd.	Common Directorship	Supply of power at a flat rate	Cr. 600,642,887	Cr. 745,362,467
2	Jahangir and Other Ltd.	Common Directorship	Head office rent	Cr. 508,527	Dr. 1,879,208
3	GPH Steels Ltd.	Investee	Investment in equity shares	Dr. 1,000,000	Dr. 1,000,000
4	Asia Insurance Ltd.	Common Directorship	Insurance Policy against Letter of Credit	Cr. 7,591,101	Cr. 46,442,134
5	Arbee Textiles Ltd.	Common Directorship	Payment against interest bearing loan	Dr. 504,960,207	Dr. 456,010,438
6	LIPD Industries Ltd.	Common Directorship	Advance	Dr. 185,500	Dr. 185,500
7	GPH Ship Builders Ltd.	Common Directorship	Advance	Dr. 1,830,314	Dr. 1,885,375
8	ECO Ceramics Industries Ltd.	Common Directorship	Advance	Dr. 99,348,600	Dr. 68,771,400
9	GPH Agro Industries Ltd.	Common Directorship	Advance	Dr. 142,503	-
10	GPH Oxygen Limited	Common Directorship	Advance	Dr. 2,757,045	-



Note(s)	01 July 2022 to 30 June 2023 Taka	01 July 2021 to 30 June 2022 Taka
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39.00 Key management personnel compensation

In accordance with para 17 of IAS 24 related party disclosure: during the year the amount of compensation paid to key management personnel including Board of Directors is as follows;

Short term employee benefits	154,157,184	150,011,740
Post Employment Benefits	9,282,687	8,699,647
Other long Term benefit	-	-
Termination Benefit	-	-
Share-based Payment	-	-
	163,439,871	158,711,387

40.00 Directors' Remuneration

Details of directors' remuneration paid during the period are as follows:

Name	Designation		
Mr. Mohammed Jahangir Alam	Managing Director	4,410,000	4,200,000
Mr. Mohammed Almas Shimul	Director	7,875,000	7,500,000
Mr. Mohammad Ashrafuzzaman	Director	2,898,000	3,435,000
Mr. Md. Abdul Ahad	Director	4,599,000	2,760,000
		19,782,000	17,895,000

Managing Director and Director Mr. Mohammed Almas Shimul, are provided with transport facilities along with remuneration.

41.00 Attendance status of Directors in Board Meetings

During the year ended 30 June 2023, 05 (Five) board meeting were held. The attendance status of all the meetings are as follows:

Name of the Director	Designation	Meetings Held	Attendance
Mr. Md. Alamgir Kabir	Chairman	5	4
Mr. Mohammed Jahangir Alam	Managing Director	5	5
Mr. Mohammed Almas Shimul	Director	5	4
Mr. Mohammad Ashrafuzzaman	Director	5	5
Mr. Md. Abdul Ahad	Director	5	5
Mr. Md. Azizul Haque	Director	5	5
Mr. M. A. Malek	Independent Director	5	2
Mr. Mukhtar Ahmed	Independent Director	5	5
Mr. Safiul Alam Khan Chowdhury	Independent Director	5	1



	Note(s)	30 June 2023 Taka	30 June 2022 Taka
42.00 Contingent liabilities			
Bank guarantee	42.01	771,745,703	616,611,277
L/C liabilities	42.02	5,609,992,468	7,003,638,069
Bangladesh Power Development Board	42.03	14,141,771	14,404,335
		6,395,879,942	7,634,653,681
42.01 Bank guarantee			
AB Bank Limited		41,238,295	44,729,759
Eastern Bank Limited		830,184	736,874
Mercantile Bank Limited		197,388,107	6,759,114
Midland Bank Limited		7,900,900	56,841,438
State Bank of India		1,688,500	19,639,700
Southeast Bank Limited		34,795,325	-
United Commercial Bank Limited		487,904,392	487,904,392
		771,745,703	616,611,277
42.02 L/C liabilities			
AB Bank Limited		39,444,516	128,203,964
Agrani Bank Limited		12,472,151	-
Al-Arafah Islami Bank Limited		124,582,000	18,886,000
Bank Asia Limited		85,799,640	47,363,631
BRAC Bank Limited		856,827,215	1,130,610,724
Dutch Bangla Bank Limited		588,866,912	207,108,518
Eastern Bank Limited		56,606,561	92,985,750
Islami Bank Bangladesh Limited		-	28,402,600
Jamuna Bank Limited		2,527,084	166,386,281
Mercantile Bank Limited		224,552,275	101,140,565
Midland Bank Limited		8,441,439	99,790,930
Modhumoti Bank Ltd		1,591,000	20,565,734
Mutual Trust Bank Limited		624,201,354	1,025,898,546
NCC Bank Limited		452,685,045	1,893,655,213
NRB Bank Limited		-	1,342,657
One Bank Limited		-	23,837,076
Premier Bank Limited		21,767,000	-
Pubali Bank Limited		142,579,600	152,951,812
SBAC Bank Limited		119,486,315	41,440,386
The City Bank Limited		-	38,311,337
Sonali Bank Limited		58,016,246	-
Southeast Bank Limited		71,033,000	148,730,766
Standard Bank Limited		87,573,121	1,026,990
Standard Chartered Bank		323,588,833	18,944,046
Trust Bank Limited		1,327,972,846	5,664,839
United Commercial Bank Limited		379,378,315	1,610,389,704
		5,609,992,468	7,003,638,069



42.03 A Claim for Taka 14,141,771 from Bangladesh Power Development Board against Surcharge for the month March 2021.

42.04 Capital expenditure commitment

There is no capital expenditure commitment as at 30 June 2023.

43.00 Events after reporting date

43.01 Proposed Dividend:

The Board of Directors at the meeting held on 28 October 2023 has recommended 5.00% stock dividend and 5.00% cash dividend (only for General Shareholders except Sponsors and Directors) for the year ended 30 June 2023 (2022: 5.50% stock dividend and 5.50% cash) which is subject to approval by the shareholders in the Annual General Meeting.

44.00 Credit facility not availed

There was no credit facility available to the company under any contract, but not availed as on 30 June 2023 other than trade credit available in the ordinary course of business.

45.00 Financial risk management

International Financial Reporting Standard (IFRS) 7 - Financial Instruments: Disclosures - requires disclosure of information relating to both recognized and unrecognized financial instruments, their significance and performance, accounting policies, terms and conditions, net fair values and risk information- the Company's policies for controlling risks and exposures.

The management has overall responsibility for the establishment and oversight of the company's risk management framework. The company's risk management policies are established to identify and analyse the risks faced by the company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the company's activities. This note presents information about the company's exposure to each of the following risks, the company's objectives, policies and processes for measuring and managing risk, and its management of capital. The company has exposure to the following risks from its use of financial instruments.

		Note(s)
a)	Credit risk	45.01
b)	Liquidity risk	45.02
c)	Market risk	45.03

45.01 Credit risk

Credit risk is the risk of a financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivables from distributors, institutional and export customers etc.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

In monitoring credit risk, debtors are grouped according to their risk profile, i.e. their legal status, financial condition, ageing profile etc. Accounts receivable are related to sale of steels (M.S. Billet, M.S. Rod and allied products).

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



a) Exposure to credit risk

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

	Note(s)	Amount in Taka 30 June 2023	Amount in Taka 30 June 2022
Trade and other receivables	12.00	6,824,964,470	5,466,050,256
Advance and deposits	10.01&10.02	8,649,891,263	6,175,765,211
Investment in FDRs	9.00	2,403,554,551	2,224,065,981
Investment in Un-quoted equity	8.00	64,500,000	64,500,000
Investment in quoted shares	8.00	104,797,886	107,498,290
Cash at bank	13.00	365,276,235	441,296,585
		18,412,984,405	14,479,176,323
b) Ageing of receivables			
Dues within 6 months	12.01	6,218,949,906	4,911,714,497
Dues over 6 months	12.01	99,612,503	98,325,321
		6,318,562,409	5,010,039,818

45.02 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 normal 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 financial obligations and accordingly arrange for sufficient liquidity/fund to make the expected payments within due dates. Moreover, the company seeks to maintain short term lines of credit with scheduled commercial banks to ensure payment of obligation in the event that there is insufficient cash to make the required payment. The requirement is determined in advance through cash flow projections and credit lines with banks are negotiated accordingly.

The following are the contractual maturities of financial liabilities:

Category of Liabilities	Carrying amount Taka	Nominal interest rate	Contractual cash flows		
			Within 12 months or less Taka	Over 12 months or less Taka	Total Taka
Defined Benefit Obligation - Gratuity	86,286,208	N/A	-	86,286,208	86,286,208
Long term loans	24,261,725,721	5.58% - 10.50%	2,216,832,848	22,044,892,873	24,261,725,721
Short term loans	30,030,316,737	8.00% - 9.00%	30,030,316,737	-	30,030,316,737
Finance lease obligations	138,440,924	9.00% - 12.00%	50,001,246	88,439,678	138,440,924
Creditors and accruals	2,205,904,652	N/A	2,205,904,652	-	2,205,904,652
Total	56,722,674,242		34,503,055,483	22,219,618,759	56,722,674,242



45.03 Market Risk

Market risk is the risk that changes in market prices such as foreign exchange rates, will 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, while optimizing the return.

a) Currency risk

The company is exposed to currency risk on certain revenues and purchases such as melting scrap, chemical and acquisition of equipment. Majority of the company's foreign currency transactions are denominated in USD.

(i) Exposure to currency risk

As at 30 June 2023	GBP	USD	Taka
Foreign currency denominated assets			
Cash and cash equivalents	113.34	552.02	75,628
	113.34	552.02	75,628
Foreign currency denominated liabilities			
ECA Backed Finance	-	71,204,764	7,749,926,484
Long Term Financing Facility	-	39,680,752	4,318,853,018
Liability for Accepted Bills for Payment (ABP)	-	93,533,428	10,180,178,315
	-	204,418,944	22,248,957,817
Net exposure	113.34	(204,418,392)	(22,248,882,189)
As at 30 June 2022			
	GBP	USD	Taka
Foreign currency denominated assets			
Cash and cash equivalents	113.34	552.02	62,590
	113.34	552.02	62,590
Foreign currency denominated liabilities			
ECA Backed Finance	-	83,072,224	7,763,099,354
Long Term Financing Facility	-	44,170,415	4,127,725,290
Liability for Accepted Bills for Payment (ABP)	-	114,188,181	10,670,885,540
	-	241,430,820	22,561,710,184
Net exposure	113.34	(241,430,268)	(22,561,647,594)

The company has translated all of its monetary items in foreign currency at the end of its accounting period by using two different rates since the bank offering two different rates for settling its assets and liabilities in foreign currency.

The following significant exchange rate is applied during the year:



	30 June 2023 Taka	30 June 2022 Taka
Exchange rate of US Dollar	108.84	93.45
Exchange rate of GBP	137.16	113.31

(ii) Foreign exchange rate sensitivity analysis for foreign currency expenditures

A reasonably possible strengthening (weakening) of the US Dollar against BD Taka at the reporting date would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. The analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecasted sales and purchases.

	30 June 2023 Profit or loss		30 June 2022 Profit or loss	
	Strengthening	Weakening	Strengthening	Weakening
	Taka	Taka	Taka	Taka
USD (2% movement)	(444,977,955)	(444,977,955)	(451,234,204)	451,234,204
GBP (2% movement)	311	(311)	257	(257)

(b) Transaction risk

Transaction risk is the risk that the Company will incur exchange losses when the accounting results are translated into the home currency.

(c) Economic risk

Economic risk refers to the effect of exchange rate movements on the international competitiveness of the company.

(d) Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowings. Short term bank borrowings are, however, not significantly affected by fluctuations in interest rates. The company has not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

Exposure to interest rate risk

The interest rate profile of the company's interest-bearing financial instruments as reported to the management of the company is as follows.

	30 June 2023 Taka	30 June 2022 Taka
Fixed- rate instruments		
Fixed rate instrument		
Financial assets	18,412,984,405	14,479,176,323
Financial liabilities	54,430,483,382	47,957,245,459
	72,843,467,787	62,436,421,782
Variable- rate instruments		
Financial assets	Nil	Nil
Financial liabilities	Nil	Nil
	-	-

Cash flow sensitivity analysis for variable rate instruments

There being no variable rate instruments, sensitivity analysis has not presented.



46.00 Financial Instruments- Accounting classifications and fair values

The following table shows the carrying amounts of financial assets and financial liabilities. It does not include fair value information for financial assets and financial liabilities not measured at fair value as the carrying amount is a reasonable approximation of fair value.

Note (s)	Fair value through profit or loss	Financial assets at amortised cost	Other financial liabilities	Total
30 June 2023				
Financial Assets measured at fair value				
	Investment in quoted shares	-	-	104,797,886
Financial Assets not measured at fair value				
	Trade and other receivables	6,824,964,470	-	6,824,964,470
12.00	Deposits	123,969,319	-	123,969,319
10.02	Investments in FDR	2,403,554,551	-	2,403,554,551
9.00	Cash at banks	365,276,235	-	365,276,235
13.02		9,717,764,575	-	9,717,764,575
Financial Liabilities not measured at fair value				
	Long term borrowings	-	24,261,725,721	24,261,725,721
18.00	Finance lease obligations	-	138,440,924	138,440,924
5.00	Short term borrowings	-	30,030,316,737	30,030,316,737
21.00	Creditors and accruals	-	2,205,904,652	2,205,904,652
22.00		-	56,636,388,034	56,636,388,034
30 June 2022				
Financial Assets measured at fair value				
	Investment in quoted shares	-	-	107,498,290
8.02.01				
Financial Assets not measured at fair value				
	Trade and other receivables	5,466,050,256	-	5,466,050,256
12.00	Deposits	102,644,130	-	102,644,130
10.02	Investments in FDR	2,224,065,981	-	2,224,065,981
9.00	Cash at banks	441,296,585	-	441,296,585
13.02		8,234,056,952	-	8,234,056,952
Financial Liabilities not measured at fair value				
	Long term borrowings	-	23,924,127,212	23,924,127,212
18.00	Finance lease obligations	-	150,726,594	150,726,594
5.00	Short term borrowings	-	23,882,391,653	23,882,391,653
21.00	Creditors and accruals	-	2,329,816,135	2,329,816,135
22.00		-	50,287,061,594	50,287,061,594



(Signature)

Managing Director

(Signature)

Director

(Signature)

Company Secretary

Property, plant and equipment - Revalued Model

Annexure - A

	Amount in Taka												
	Land & Land development under QEAF Project	Plant and Machinery	Plant and Machinery under QEAF Project	Factory Building	Furniture, Fixture and Decoration	Computer and Accessories	Motor Vehicles	Logistic Vehicles	Electric and Gas Line Installation	Lab Equipment	Office Equipment	Total	
At cost													
As at 01 July 2021	3,762,078,652	2,718,112,267	3,517,808,083	15,413,275,378	4,989,875,568	40,570,973	30,319,286,123	756,388	520,978,291	2,674,847,832	31,908,258	48,552,948	33,872,083,924
Addition during the year	16,315,446	241,846,673	2,941,527	4,254,125	107,854,173	1,544,658	7,484,761	-	7,207,714	26,687,266	-	4,482,878	420,619,221
Revaluation during the year	-	-	-	-	-	-	-	-	-	-	-	-	-
Disposal during the year	-	-	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2022	3,778,394,098	2,959,958,940	3,520,749,610	15,417,529,503	5,097,729,741	42,115,631	37,804,047,123	756,388	528,186,005	2,701,535,098	31,908,258	53,035,826	34,292,703,145
As at 01 July 2022	3,778,394,098	2,959,958,940	3,520,749,610	15,417,529,503	5,097,729,741	42,115,631	37,804,047,123	756,388	528,186,005	2,701,535,098	31,908,258	53,035,826	34,292,703,145
Addition during the year	9,196,940	162,379,722	130,681,095	627,836,213	2,020,000	795,094	4,635,054	1,587,000	-	490,478	-	6,434,192	946,055,688
Revaluation during the year	-	-	-	-	-	-	-	-	-	-	-	-	-
Disposal during the year	-	-	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2023	3,787,590,938	4,638,161,554	3,651,430,705	27,730,613,299	5,099,749,741	42,910,725	42,439,101,125	343,388	528,186,005	4,338,763,427	31,908,258	59,470,018	50,076,567,159
Accumulated depreciation													
As at 01 July 2021	-	-	777,631,056	353,095,205	374,952,884	12,846,028	11,845,253	56,499,647	143,303,101	112,344,916	16,273,255	9,749,457	1,868,540,802
Charged for the year	-	-	193,673,007	753,069,425	251,388,976	4,165,684	6,789,082	12,375,639	39,185,568	134,578,918	3,190,826	10,228,914	1,408,644,039
Adjustment for disposal during the year	-	-	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2022	-	-	971,304,063	1,106,164,630	626,341,860	17,011,712	18,634,335	68,875,286	182,488,669	246,923,834	19,464,081	19,976,371	3,277,184,841
As at 01 July 2022	-	-	971,304,063	1,106,164,630	626,341,860	17,011,712	18,634,335	68,875,286	182,488,669	246,923,834	19,464,081	19,976,371	3,277,184,841
Charged for the year	-	-	127,613,118	727,287,877	223,594,644	2,560,457	4,274,390	5,593,910	25,927,300	122,744,869	1,244,418	7,388,065	1,248,229,048
Adjustment for disposal during the year	-	-	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2023	-	-	1,098,917,181	1,833,452,507	849,936,504	19,572,169	22,908,725	74,469,196	208,415,969	369,668,703	20,708,499	27,364,436	4,525,413,889
Carrying amount													
As at 30 June 2022	3,778,394,098	2,959,958,940	2,549,445,547	14,311,364,873	4,471,387,881	25,103,919	19,169,712	54,881,102	345,697,336	2,454,611,264	12,444,177	33,059,455	31,015,518,304
As at 30 June 2023	3,787,590,938	4,638,161,554	2,552,513,524	25,897,160,792	4,249,813,237	23,338,556	19,530,376	50,874,192	319,770,036	3,969,094,724	11,199,759	32,105,582	45,551,153,270



Property, plant and equipment - Cost Model

Annexure - B

	Amount in Taka												
	Land & Land development under QEAF Project	Plant and Machinery	Plant and Machinery under QEAF Project	Factory Building	Furniture, Fixture and Decoration	Computer and Accessories	Motor Vehicles	Logistic Vehicles	Electric and Gas Line Installation	Lab Equipment	Office Equipment	Total	
At cost													
As at 01 July 2021	1,149,514,251	2,718,112,267	2,430,389,090	15,413,275,378	4,359,475,857	40,570,973	30,319,286	123,756,388	520,978,291	2,674,847,832	31,908,258	48,552,948	29,541,700,819
Addition during the year	16,315,446	241,846,673	2,941,527	4,254,125	107,854,173	1,544,658	7,484,761	-	7,207,714	26,687,266	-	4,482,878	420,619,221
Disposal during the year	-	-	-	-	-	-	-	-	-	-	-	-	-
As at 30 June 2022	1,165,829,697	2,959,958,940	2,433,330,617	15,417,529,503	4,467,330,030	42,115,631	37,804,047	123,756,388	528,186,005	2,701,535,098	31,908,258	53,035,826	29,962,320,040
As at 01 July 2022	1,165,829,697	2,959,958,940	2,433,330,617	15,417,529,503	4,467,330,030	42,115,631	37,804,047	123,756,388	528,186,005	2,701,535,098	31,908,258	53,035,826	29,962,320,040
Addition during the year	9,196,840	162,379,722	130,681,095	627,836,213	2,020,000	795,094	4,635,054	1,587,000	-	490,478	-	6,434,192	946,055,688
Disposal during the year	-	-	-	-	-	-	-	-	-	-	-	-	-
As at 30 June 2023	1,175,026,537	3,122,338,662	2,564,011,712	16,045,365,716	4,469,350,030	42,910,725	42,439,101	125,343,388	528,186,005	2,702,025,576	31,908,258	59,470,018	30,908,375,728
Accumulated depreciation													
As at 01 July 2021	-	-	750,445,581	353,095,205	367,072,888	12,846,028	11,845,253	56,499,647	143,303,101	112,344,916	16,273,255	9,749,457	1,833,475,331
Charged for the year	-	-	139,302,057	753,069,425	219,868,990	4,165,684	6,789,082	12,375,639	39,185,568	134,578,918	3,190,826	10,226,914	1,322,753,103
Adjustment for disposal during the year	-	-	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2022	-	-	889,747,638	1,106,164,630	586,941,878	17,011,712	18,634,335	68,875,286	182,488,669	246,923,834	19,464,081	19,976,371	3,156,228,434
As at 01 July 2022	-	-	889,747,638	1,106,164,630	586,941,878	17,011,712	18,634,335	68,875,286	182,488,669	246,923,834	19,464,081	19,976,371	3,156,228,434
Charged for the year	-	-	77,319,990	727,287,877	194,044,658	2,560,457	4,274,390	5,593,910	25,927,300	122,744,869	1,244,418	7,388,065	1,168,385,934
Adjustment for disposal during the year	-	-	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2023	-	-	967,067,628	1,833,452,507	780,986,536	19,572,169	22,908,725	74,469,196	208,415,969	369,668,703	20,708,499	27,364,436	4,324,614,368
Carrying amount													
As at 30 June 2022	1,165,829,697	2,959,958,940	1,543,582,979	14,311,364,873	3,880,388,152	25,103,919	19,169,712	54,881,102	345,697,336	2,454,611,264	12,444,177	33,059,455	26,806,091,606
As at 30 June 2023	1,175,026,537	3,122,338,662	1,596,944,084	14,211,913,209	3,688,363,494	23,338,556	19,630,376	50,874,192	319,770,036	2,332,356,873	11,199,759	32,105,582	26,583,761,360



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ইস্পাত খাত কঠিন সময় পার করছে



Registered Office: Crown Chamber, 325 Asadgonj, Chattogram, Bangladesh.

PROXY FORM

I/We _____

of _____ being a Shareholder of GPH Ispat Ltd. do hereby appoint

Mr./MS. _____ of _____ as my/our proxy to attend

and vote on my/our behalf at the 17th Annual General Meeting (AGM) of the Company to be held on **Thursday, 28 December, 2023**

at 3:00 pm by using Digital Platform through link **http://gphispat17th.digitalagmbd.net** and at any adjournment thereof.

As witness my hand this _____ day of _____ 2023.

Affix Revenue
Stamp of
Tk. 20

(Signature of Shareholder)

Number of Shares held _____

(Signature of Proxy)

Shareholders BO ID No:

Note:

1. The proxy form duly filled up should reach to the Registered Office of the company not less than 48 hours before the time fixed for the meeting.
2. Signature of the Shareholder should agree with the specimen signature registered with the Company or BO Account/CDBL Record.



Registered Office: Crown Chamber, 325 Asadgonj, Chattogram, Bangladesh.

SHAREHOLDER'S ATTENDANCE SLIP

I/We hereby record my/our presence at the 17th Annual General Meeting of the Company to be on Thursday, 28 December 2023

at 3:00 pm by using the Digital Platform (**link http://gphispat17th.digitalagmbd.net**).

Name of the Shareholder/Proxy: _____

Shareholders BO ID No:

Signature of Shareholder/Proxy

Authorized Signatory
GPH ispat Ltd.

N.B: Please present this slip at the reception desk on the AGM date.



ispat

Registered Office

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Factory

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www.gthispat.com.bd