

AIMING High



Annual Report 2024
Linde Bangladesh Limited



Our Vision

We are committed to fulfilling our vision to be the best performing global industrial gases and engineering company, where our people deliver innovative and sustainable solutions for our customers in a connected world.

Our Mission

We live our mission of making our world more productive every day. Through our high-quality solutions, technologies and services we are making our customers more successful and helping to sustain and protect our planet.

Our Strategic Direction

We will work as One Linde to build on our individual and collective strengths across a larger global footprint. We will increase network density in core industrial gas geographies and will execute our robust backlog. We are fully committed to capturing the full value of the merger.

Our Core Values

Safety

We put safety first. We believe all incidents are preventable, and our goal is no harm to people, communities or the environment. We continuously work to improve our safety culture and performance worldwide.

Integrity

We always strive to achieve our goals ethically, and with the highest integrity. We expect transparent and respectful interactions between management, employees and our business partners, consistent with our Code of Business Integrity.

Community

We are committed to improving the communities where we live and work. Our charitable contributions, along with employee volunteerism, support initiatives that make important and sustainable contributions to our world.

Inclusion

We embrace diversity and inclusion in order to attract, develop and retain the best talent and build high-performing teams. By hearing all voices and benefiting from diverse opinions, thoughts and perspectives, we achieve our full promise and potential.

Accountability

We hold ourselves accountable for our performance, individually and collectively. We focus both on what we accomplish and how we accomplish it, and we are committed to delivering on individual and company goals.

Aiming High

Setting ambitious goals and striving to achieve them is a hallmark of successful organizations. 'Aiming High' is much more than a motivational slogan; it is a strategic approach that can lead to significant growth for an enterprise. However, no goal is achievable without proper planning, prioritization, and execution.

The seven decades of Linde Bangladesh Limited's journey in the country, which started before the Liberation War, has been a continuous and consistent story of expansion of operation and strategic growth. Our motto of 'aiming high' have enabled us to attain new milestones and wade through all difficulties and challenges. Our Board of Directors' guidance, patronage and their timely decisions have further empowered us in this direction.

Linde Bangladesh Limited has been and will remain to be a silent contributor to the nations' progress. We will further explore new avenues and directions to retain and sustain our position as the leading industrial and healthcare gases manufacturer.



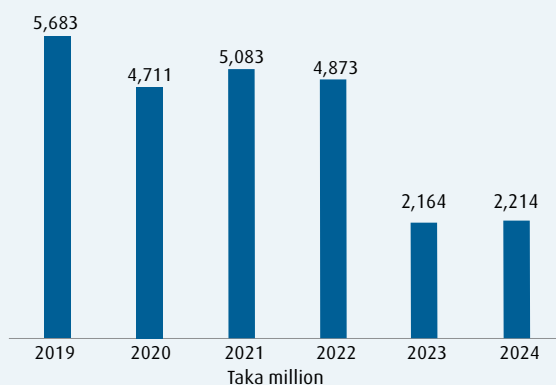
Financial History.

		2019	2020	2021	2022	2023	2024
Revenue	'000 Taka	5,683,441	4,711,417	5,082,840	4,873,004	2,164,337	2,214,080
Profit before tax	"	1,660,989	1,444,876	1,494,345	1,135,084	349,652	7,628,003
EBITDA	"	1,887,324	1,681,684	1,774,568	1,459,629	580,270	7,977,379
Taxation	"	(429,401)	(371,267)	(268,569)	(251,789)	147,358	1,231,438
Deferred tax	"	53,283	30,602	(54,617)	1,957	(26,347)	(24,701)
Earnings	"	1,231,588	1,073,609	1,225,776	883,295	228,641	6,421,266
Final Dividend proposed	"	760,914	608,731	837,005	639,168	-	608,731
Interim Dividend paid	"	-	-	-	-	23,436,151	6,239,495
General reserve *	"	4,956,526	5,261,654	5,867,479	5,896,130	5,497,860	3,337,938
Share capital	"	152,183	152,183	152,183	152,183	152,183	152,183
Revaluation Reserve	"	-	-	-	-	-	-
Shareholder's equity*	"	5,108,709	5,413,837	6,019,662	6,048,313	5,650,043	3,490,121
Net fixed assets	"	3,617,639	3,436,945	3,379,547	3,298,221	2,794,831	2,600,121
Depreciation and impairment	"	-	309,996	303,062	305,901	259,874	318,183
Earnings per share		80.93	70.55	80.55	58.04	15.02	421.94
Price earnings ratio-times	Taka	16	18	20	24	93	2
Return on Capital Employed		24	20	20	15	4	184
Gross profit ratio	%	44	47	46	41	49	47
Debt equity ratio-times	%	-	-	-	-	-	-
Current ratio-times		2.24	2.57	3.10	3.15	2.88	1.70
Dividend per share		50.00	40.00	55.00	42.00	154	450
Dividend percentage (%)		500	400	550	420	1,540	4,500
Net assets per share*		335.7	355.75	395.55	397.44	371.27	229.34
Operating cash flow per share		102.8	77.70	80.34	37.32	36.33	24.20

* Adjusted for change in presentation of proposed dividends and includes other component of equity.

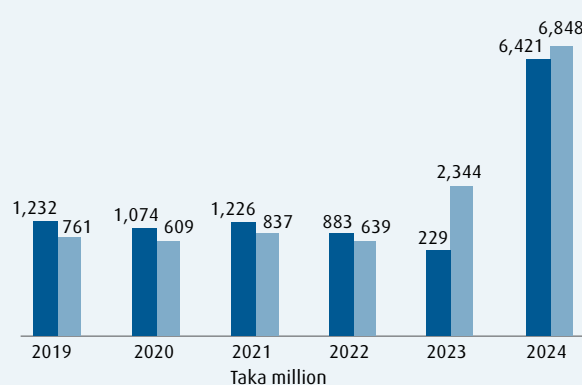
Revenue

■ Revenue



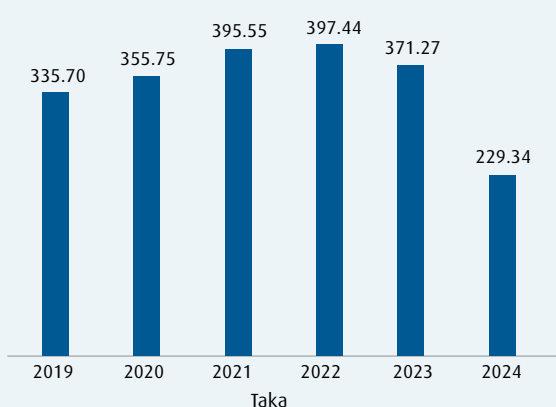
Earnings & dividend

■ Earnings ■ Dividend



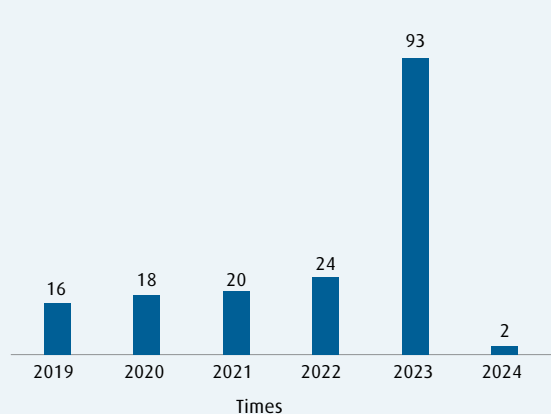
Net assets per share

■ Net Assets per Share



Price earning ratio*

■ Price earning ratio*

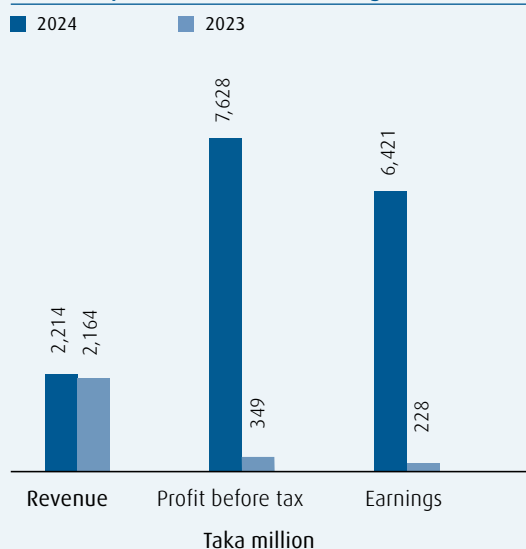


* The revenue and earnings data for this year represent consolidated numbers.

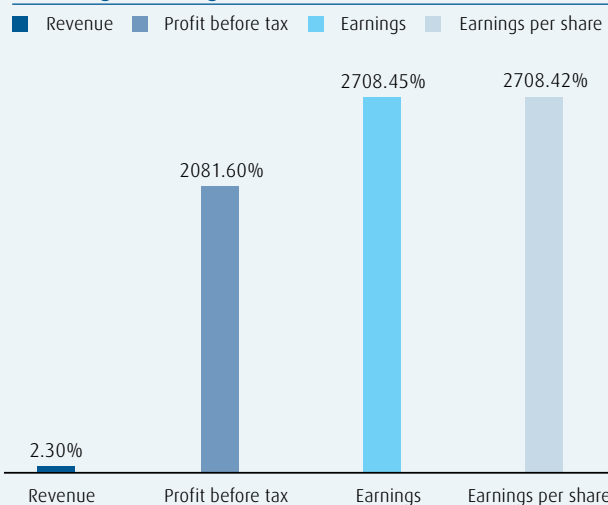
The Year at a Glance.

		2024	2023	Change over 2023
Revenue	'000 Taka	2,214,080	2,164,337	2.30%
Profit before tax	"	7,628,003	349,652	2081.60%
Earnings	"	6,421,266	228,641	2708.45%
Earnings per share	Taka	421.94	15.02	2708.42%

Revenue, profit before tax & earnings



Percentage of change over 2023



* The revenue and earnings data for this year represent consolidated numbers.

Statement of Value Added.

	Year ended 31 December			
	2024		2023	
	'000 Taka	%	'000 Taka	%
Turnover (Including VAT)				
Bought in materials and services	2,565,865		2,488,988	
	(1,321,584)		(1,177,005)	
	1,244,282		1,311,983	
Other income including interest on bank deposits	7,761,772		41,583	
Available for distribution	9,006,054	100	1,353,566	100
Distributions				
To Employees in remuneration and benefits	703,315	8%	408,631	30%
To Provider of capital in :				
(a) Interest on borrowings	1,476	0%	1,808	0%
(b) Dividend	6,848,226	76%	2,343,617	173%
To Government in taxes, VAT, duties and surcharges	1,558,522	16%	445,662	34%
Retained for reinvestment and future growth:				
(a) Depreciation	321,473	4%	268,824	20%
(b) Reserve and surplus	-426,960	-6%	-2,114,976	-155%
	9,006,054	100	1,353,567	100

Contents.

Inside cover fold-out

Corporate Overview

C2	Corporate Vision, Mission, Strategic direction, Core values & Theme Introduction
C3	Financial History
C4	The Year at a Glance
C4	Statement of Value Added

Shareholders Notice

1	Contents.
2	Corporate History.
3	Corporate Directory.
4	Rejoicing Our Award And Recognition.
5	Some of the photos for the community impact through various Environmental, Social, and Governance initiatives.
6	Notice of Annual General Meeting.

Statutory Reports

7	Company in the Capital Market.
8	Glimpses from 51st Annual General Meeting & Extra-Ordinary General Meeting.
9	Board of Directors.
13	Chairman's Statement.
16	Report of the Board of Directors.
36	Nomination and Remuneration Committee (NRC) Charter (Terms of Reference).
38	Management's Discussion and Analysis.
40	Corporate Governance.
45	Dividend Distribution Policy Statement.
46	Statement of Directors' Responsibilities.
47	Audit Committee Report.
49	Report on the Nomination & Remuneration Committee (NRC).

Financial Statements

51	Consolidated Independent Auditors' Report to the Shareholders.
54	Independent Auditors' Report to the Shareholders.
57	Consolidated Statement of Financial Position.
58	Consolidated Statement of Profit or Loss and other Comprehensive Income.
59	Consolidated Statement of Changes in Equity.
60	Consolidated Statement of Cash Flow.
61	Statement of Financial Position.
62	Statement of Profit or Loss and other Comprehensive Income.
63	Statement of Changes in Equity.
64	Statement of Cash Flow.
65	Notes to the consolidated and separate financial statements.
98	Linde Bangladesh Limited Annual Report (Bangla)
128	BOC Bangladesh Limited

Additional Information

139	Range of Products and Services.
143	Linde Bangladesh Limited: Form of Proxy.

Corporate History.

Linde plc is a leading industrial gases and engineering company in the world. In October 2018, formed by the merger of Praxair, Inc. and Linde AG, two world-class companies with nearly 140 years of shared history and successful achievements. Today we now operate as One Linde which represents the collective strengths that unite 66,000 employees more than 100 countries to leverage our extensive footprint and capabilities to fully capture the value of this merger.

In the 2024 financial year, it achieved sales of \$33 billion (\$33 billion in 2023).

Our bequest in Bangladesh

Linde Bangladesh Limited, a member of Linde plc, has been contributing towards the development of the nation as a silent partner. A strong in-built culture with solid work values developed and strengthened Linde Bangladesh over the years which are reflected in the performance of its employees for more than 70 years with continuous expansion in operations and business.

We sell our products to more than 35000 customers from a wide spectrum of industries running from chemicals and petrochemicals to steel. Our team of around 300 trained, motivated and professional members manage 24 hour operations at three major locations across the country to support our customers.

In Linde Bangladesh Limited we are committed to the quality of our products and services. Our motto is to ensure optimum conditions in health, safety and the environment for employees, customers and stakeholders.

Our milestones at a glance

- 1953 Chittagong Oxygen plant was commissioned.
- 1973 Bangladesh Oxygen Limited (BOL) Incorporated in the joint stock companies and received government approval as the first full-fledged "Company" of the newly formed country.
- 1976 First CO2 plant was introduced.
- 1979 Welding Training Centre started its journey.
- 1995 The Company changed its name from "Bangladesh Oxygen Limited" to "BOC Bangladesh Limited."
- 1995 The Company has commissioned a 30TPD ASU Plant and 1st Welding Production line at Rupganj.
- 1998 2nd Welding production line at Rupganj was commissioned.
- 1999 20 TPD Shitalpur plant was acquired.
- 2000 ASPEN at shitalpur and LPG Bottling plant at Bogra commissioned.
- 2004 Moved into newly built Corporate Office.
- 2006 The BOC Bangladesh Limited acquired by the Linde Group, Germany.
- 2010 Achieved BDT 100 Crore EBITDA.
- 2011 3rd Welding production line at Rupganj was commissioned.
- 2011 The Company changed its name from "BOC Bangladesh Limited" to "Linde Bangladesh Limited."
- 2012 4th Welding production line at Rupganj was commissioned.
- 2013 LPG Plant at Bogra decommissioned.
- 2017 Rupganj 100 TPD ASU plant was commissioned.
- 2019 36 TPD CO2 plant was commissioned at Rupganj
- 2023 Formation of Linde Industries Pvt. Ltd. as demerged company for hardgoods business.
- 2024 Sale of Linde Industries Pvt. Ltd. to ESAB Middle East FZE

Corporate Directory.

Chairman

Mr. Abhijit Banerjee

Independent Director

Mr. Shehzad Munim
Ms. Farzanah Chowdhury

Directors

Mr. Tanjib- Ul Alam
Mr. Neeraj Kumar Jumrani
Mr. Rajesh Chand Kaushik

Audit Committee

Mr. Shehzad Munim
Mr. Tanjib-Ul Alam
Ms. Farzanah Chowdhury
Mr. Neeraj Kumar Jumrani

Nomination & Remuneration Committee

Mr. Shehzad Munim
Mr. Tanjib-Ul Alam
Ms. Farzanah Chowdhury
Mr. Neeraj Kumar Jumrani

Managing Director

Mr. Bibhabasu Sengupta (Up to 30 April 2025)
Mr. Faridul Hoque Sikder (Effective from 1 May 2025)

Chief Financial Officer

Mr. Suvendu Chowdhury

Company Secretary

Mr. Abu Mohammad Nisar FCS

Head of Internal Audit

Mr. Imtiaz Mohammed Arafeen

Bankers

The Hong Kong Shanghai Banking Corporation Limited
Standard Chartered Bank Limited

Legal Advisors

Jamali and Morshed

Auditors

Statutory Auditors
Hoda Vasi Chowdhury & Co.
Chartered Accountants

Compliance Auditors
Al-Muqtadir Associates
Chartered Secretaries & Consultants

Factories

Rupganj
Dhuptara, Rupganj
Narayanganj

Shitalpur
Sitakund
Chattogram

Registered Office

Corporate Office
285 Tejgaon I/A
Dhaka 1208

Rejoicing Our Award And Recognition.

Linde Bangladesh Limited has consistently been recognised for excellent results and making momentous value for all. We believe these recognitions motivate us to strive to excel further and we are grateful to everyone who have carried the torch and showed the way.

We focus both on what we accomplish and how we accomplish it, and we are committed to delivering on individual and company goals. We are committed to focus of making our world more productive every day.



Mr. Abu Mohammad Nisar FCS, Company Secretary and Mr. Nurur Rahman, Business Head, Sales & Mkt (Ind Gases) received the trophy for Bronze Award from Dr. Salehuddin Ahmed, Honorable Adviser, Ministry of Finance, Ministry of Commerce and Ministry of Science and Technology.

Some of the photos for the community impact through various Environmental, Social, and Governance initiatives.



Donation of IT assets for youth at Nari Maitree, Shree-E-Bangla Nagar, Dhaka



Awareness on Safety & Env. session at Mahona Govt. Primary School, Rupganj.



The Samakal Madhyamik Bidyapith Library in Tala, Satkhira, was established from Linde's Global CSR funding.



Tree plantation at Radio Colony Model School & College, Savar

Notice of Annual General Meeting.

Notice is hereby given that the 52nd Annual General Meeting of Linde Bangladesh Limited will be held virtually by using digital platform through the following link <https://agmbd.live/lindebd2025>, on Thursday 29 May 2025 at 11:00 am to transact the following business

- 1 To receive and adopt the accounts for the year ended 31 December 2024 and the reports of the Auditors and Directors thereon.
- 2 To declare a Dividend for the year ended 31 December 2024.
- 3 To elect Directors.
- 4 To appoint Auditors and fix their remuneration.
- 5 To appoint Compliance Auditors and fix their remuneration.

By order of the Board



Abu Mohammad Nisar FCS
Company Secretary
Dhaka, 17 April 2025

Registered Office
Corporate Office
285 Tejgaon I/A
Dhaka 1208



Notes:

- 1 Shareholders whose names will appear in the share register of the Company or in the depository register as on Record Date i.e., 9 April 2025 will be eligible to attend the Annual General Meeting and receive dividend approved.
- 2 Pursuant to the Bangladesh Securities and Exchange Commission's Order No. SEC/SRMIC/94-231/25 dated 8 July 2020, the AGM will be virtual meeting of the Members, which will be conducted via live webcast by using digital platform.
- 3 The Members will be able to submit their questions/comments and vote electronically 24 hours before 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 credential as proof of their identity by visiting the link: <https://agmbd.live/lindebd2025>.
- 4 We encourage the Members to log in to the system prior to the meeting. Please allow ample time to login and establish your connectivity. The webcast will start at 10:00 am. Please contact 8802-8870322-7 for any technical difficulties in accessing the virtual meeting.
- 5 A member eligible to attend the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf. No person shall act as proxy unless he/she is entitled to be present and vote in his/her own right. The "Proxy Form", duly filled, signed and stamped at BDT 100 must be deposited at the office or e-mail at info.bd@linde.com no later than 72 hours before commencement of the AGM.

Company in the Capital Market.

Linde Bangladesh Limited plays a vital role in the capital market with a sustainable economic growth. The Company also continues to have regular communication with Shareholders through the website updates and media publications. The Company conducts Annual General Meeting and publication of Annual Report, Quarterly updates on financial performance. The top practices are monitored by the Company which supports investors to hold up their belief and confidence in the Company.

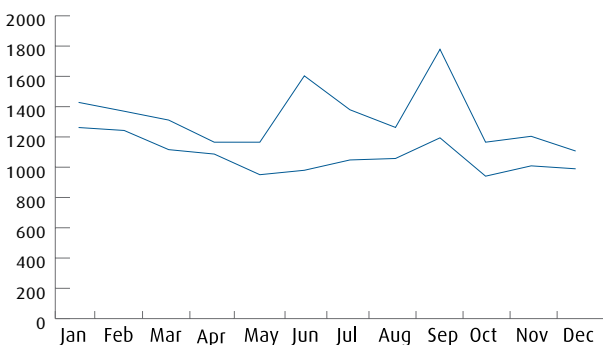
DSEX, the key index of the DSE, ended at 5,216 points on the last trading day of 2024, down by 16.45% from 6,243 points from beginning of the year. DSE-30, the key index of the DSE, ended at 1,940 points on the last trading day of 2024, down by 7.27% from 2,092 points from beginning of the year.

Capital market-based figures

		For the year ended 31 December	
		2024	2023
Number of shares with dividend entitlement for the financial year	No.	152,18,280	152,18,280
Year-end closing price	Tk	1,019.5	1,397.70
Year high	Tk	1,800.0	1,397.70
Year low	Tk	871.2	1,397.70
Volume	No.	6,588,287	58,540
Total dividend for the financial year	Tk million	6,848.23	2,343.62
Market capitalisation	Tk million	15,515	21,271
Information per share			
Cash dividend	Tk	450.00	154.00
Dividend yield	%	44.14	11.02
Operating cash flow per share	Tk	24.20	36.33
EPS	Tk	421.94	15.02
NAV per share	Tk	229.34	371.27

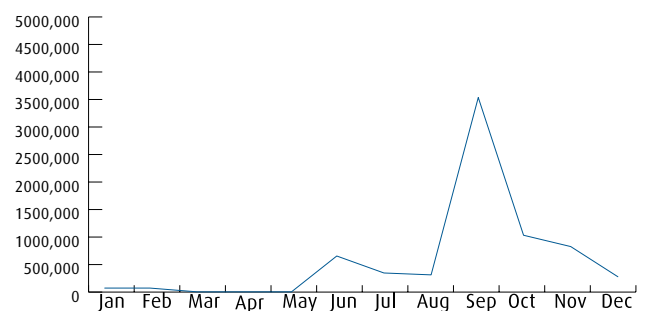
Company high & low share price month wise

■ High Share price ■ Low Share price



Company share volume traded month wise

■ Volume of Share



Glimpses from 51st Annual General Meeting & Extra-Ordinary General Meeting .



At the 51st Annual General Meeting held virtually on 7 August 2024.



Extra-Ordinary General Meeting held virtually on 23 June 2024.

Board of Directors.



Abhijit Banerjee

Chairman since January 2025

Mr. Abhijit Banerjee appointed as Chairman of the Board of Linde Bangladesh Limited effective from 27 January 2025. He joined the Board as Director in April 2024.

Mr. Banerjee is the Head of Linde Cluster Region RSA, joined Linde India in 2009 and was appointed as Managing Director of Linde India Limited in 2019. He has rich experience of about 34 years in manufacturing sector covering design engineering, marketing, project management, business development and strategic account management across reputed companies in India and abroad.

Mr. Banerjee holds a bachelor's degree in chemical engineering from the Indian Institute of Technology, Kharagpur.



Bibhabasu Sengupta

Managing Director upto 30 April, 2025

Mr. Bibhabasu Sengupta joined the Board of Directors as an alternate Director to Mr. Sujeet Kumar Pai on 8 February 2023 and was appointed as the Managing Director of Linde Bangladesh Limited on 1 April 2023. Prior to joining Linde Bangladesh Limited, he worked as the Director - Marketing & Communications for Linde South Asia Services Pvt. Ltd. (LSAS) from 2020 at Bangalore, India. During these three years, he was heading the Marketing & Communications function for India, Bangladesh and Sri Lanka, as part of the Linde South Asia Leadership Team. He also had multiple overarching responsibilities for Marketing & Communications for the ASEAN countries since the integration of Linde South Asia and ASEAN countries in 2022.

Mr. Sengupta started his career with Larsen & Toubro Limited in 1997, and worked as an Engineer at various Petrochemical, Infrastructure and Refinery Project Sites across India till 2005.

His stint in Industrial Gases started with the Project Engineering Division (PED) of erstwhile BOC India Ltd. in 2005.

Earlier to the Linde - Praxair merger, Mr. Sengupta had worked for Praxair India Pvt. Ltd. from 2007 to 2020 in various capacities of C&MES, Unit Business Owner for Packaged Gases Business, National Sales Manager for Packaged Gases in India, Head of Product Management, Marketing & Communications and Head of Productivity. He won the Hallmark Award in 2021, as the Transformational Leader for 2021, and another Excellence Award for Sales Integration, as the best Marketing Project for 2021. Thereafter, in 2022, he won the Excellence Award for Profitable Growth in MPG Business.

Mr. Bibhabasu Sengupta holds a Mechanical Engineering Diploma from the Govt. of West Bengal, India, and have undertaken Executive Learning Program from IIM - Ahmedabad, India on Advanced Customer Analytics.



Faridul Hoque Sikder

Joined the Board as Managing Director in May 2025

Mr. Faridul Hoque Sikder appointed as Managing Director of the Company with effect from 1 May 2025.

Mr. Sikder brings an impressive 37 years of experience across diverse industries namely Pharmaceuticals, Gases & Chemicals, Telecommunications and IT Sectors. Notably he was a part of Linde Bangladesh Limited (formerly BOC) for 12 years from 1997-2008.

Throughout his distinguished career, he has held senior leadership positions at Sanofi, Linde, Nokia Networks, GSK and Tiger IT, successfully managing strategic roles in Finance, Government Affairs, Corporate Governance, Planning and Marketing. Most recently, he served as CEO at Tiger IT, demonstrating strong strategic leadership and business expertise.

Mr. Sikder holds an MBA from Institution of Business Administration, University of Dhaka.



Shehzad Munim

Joined the Board of Directors in November 2024

Mr. Shehzad Munim complete his entire education in Bangladesh and he was the student of the first batch of BBA from IBA DU. After his graduation Mr. Shehzad joined British American Tobacco Bangladesh in the marketing department in the year 1997.

Mr. Shehzad had a very successful career within BAT Bangladesh and also worked in BAT New Zealand and Australia. After completing successful international assignments he then returned back to BAT Bangladesh as Marketing Director.

In 2010 he was transferred to BAT Pakistan to assume the Area Head of Marketing role for South Asia. After 16 years of a very successful career Mr. Shehzad was first ever local MD of BAT Bangladesh and ran one of the largest Multinational companies of Bangladesh for 11 years MD.

Mr. Shehzad is a well known personality within the business community of Bangladesh and he also served as the President of Foreign Investors Chamber of Commerce and Industries for 2 years and acted as the treasurer of the British Business Group. Shehzad is a champion of diversity and inclusion, sustainability and talent development. He is seen as a mentor and coach for many successful talents within corporate sector of south Asia.

During his illustrious career Shehzad has received many local and International awards; including the "CEO/MD of the Year Award" at the first ever Bangladesh C-Suite Award, organized by Bangladesh Brand Forum.



Tanjib-ul Alam

Director since 2019

Mr. Tanjib-ul Alam, barrister-at-law, has been practicing in Bangladesh since 1997 and in the Appellate Division of the Supreme Court of Bangladesh since 2005. He completed LL.B. Hons. from the University of London in 1996 and was called to the Bar of England from the Lincoln's Inn, UK, in 1997. His area of practice includes arbitration, corporate, cross-border investment, energy, oil and gas, merger and acquisition, project finance, securities and telecommunication. In corporate sector, he has been involved in number of ground-breaking project finance and IPOs in Bangladesh. He has substantial experience in representing energy companies in innumerable arbitrations and litigations, including mergers of energy companies and acted as lead counsel in many syndicated transactions involving rental power projects, and advised many clients during establishment of gas based and coal based power projects.

As legal consultant, Mr. Alam was actively involved in drafting the Bangladesh Energy Regulatory Commission Act, Bangladesh Telecommunication Act, and Information and Communication Technology Act for Bangladesh. He was the Lead Consultant for International Finance Corporation ("IFC") in drafting new Companies Act for Bangladesh. Besides, Mr. Alam has extensive experience of consultancy for Institutional Reform International Inc. (IRIS), USA, World Bank, UNDP and other reputed international organizations on diversified areas of law. Mr. Alam has also been involved as a lawyer in number of leading constitutional law cases during the past decade which have far reaching impact in the rule of law and constitutionalism in the legal history of Bangladesh. Mr. Alam heads the renowned law firm, Tanjib Alam and Associates, based in Dhaka. His law firm, Tanjib Alam and Associates, has acquired the reputation of being one of the most talented team of professionals in Bangladesh having experience of working with world's leading international law firms. Mr. Alam has been serving as a Member of the Board of Directors of Biman Bangladesh Airlines, the national flag carrier airline.



Ms. Farzanah Chowdhury

Joined the Board of Directors in October 2024

Ms. Farzanah Chowdhury is the Managing Director & CEO of Green Delta Insurance PLC., one of Bangladesh's largest nonlife insurance company. Her leadership has sustained the company's prominence in the industry through extensive product innovation, driving long-term growth. Green Delta Insurance PLC. pioneered digital insurance in Bangladesh, launching the country's first digital insurance ecosystem in 2023.

Under Ms. Chowdhury's leadership, Green Delta Insurance PLC. and its subsidiaries have grown into a prominent financial services conglomerate, encompassing investment banking, asset management, healthcare, and a global pharmacy chain. As Bangladesh's first female insurance CEO, Ms. Chowdhury has also significantly enhanced financial inclusion via microinsurance, crop insurance, and specialized schemes for marginalized communities.

Committed to sustainability, digital innovation, and universal healthcare, she was recognized as a UN Global Compact Local SDG Pioneer for her initiatives on women's economic security, notably the Nibedita insurance scheme. Her accolades include "Best CEO of the Year – Insurance" at the South Asian Business Excellence Award 2022 and "Woman Leader of the Year" at the Asia Insurance Industry Awards 2019.

A Chartered Insurer (ACII, UK) with an MBA from Monash University and a Master's in Finance from the University of Dhaka, she holds prominent board memberships nationally and globally, including Bata Bangladesh, Dhaka Electric Supply Company (DESCO) Limited, and the World Economic Forum's New Champion Community. In these roles, Ms. Chowdhury champions ESG principles, inclusive growth, and Bangladesh's economic advancement, inspiring innovation and positive change in financial services.



Neeraj Kumar Jumrani

Joined the Board of Directors in January 2025

Mr. Neeraj Kumar Jumrani joined the Board as Director in place of Mr. Moley Banerjee on 27 January 2025. Mr. N K Jumrani has 20 years of enriched experience in full suite Finance & Accounting function including financial planning & performance management, corporate accounting & governance, strategy, treasury management, internal controls and stakeholder relationship management. He joined Linde in 2006 and has held various roles in Linde plc Group companies within and outside India.



Rajesh Chand Kaushik

Joined the Board of Directors in April 2025

RC Kaushik (RCK) is Head of Sales at Linde India since year 2020 and heading all the verticals. RCK began his career with Hindusthan Gases & Industries Ltd (HGI), an Aditya Birla Group companies in 1992 as Management Trainee. He joined Praxair India Pvt Ltd., in 1996 in Sales Department and worked in various LOBs. To grow the Package business, Praxair came up with a concept of Unit Business Owner (UBO) in 2004 & RCK was one of the first UBOs in Praxair. In this role, he was responsible of P&L of Package business in East region. RCK was given the role of Sales Director, Western region in India and moved to Praxair Bombay office in March 2008. In October 2009, he was given the responsibility of Vertical Head and transferred to Praxair Corporate office at Bangalore as Head of Package business for India.

Praxair came up with a concept of Regional Vice President (RVP) in mid-2012 and RCK was given the position of RVP and transferred to Kolkata. In this role, he was responsible for all the businesses in East and North regions.

Year 2016 Jan, RCK was given the role of RVP – South region and in few months, added West region also. Later he was made Head of Bulk & Package Gases business for India.

In year 2020, RCK was given the position of Head Sales for merged entity in India heading all the verticals – Bulk, Package, Spec and Healthcare. He was given the additional responsibility of Bangladesh in April 2023. Further in May 2024, Onsite business was added with him.

After completing his graduation in Science, RCK completed his post-graduation in Economics and MBA in marketing before joining HGI.



Abu Mohammad Nisar FCS

Company Secretary

Mr. Abu Mohammad Nisar FCS is a Company Secretary of Linde Bangladesh Limited. Mr. Nisar is a fellow member (FCS) of the Institute of Chartered Secretaries of Bangladesh (ICSB).

He also has additional responsibility as Company Secretary BOC Bangladesh, a subsidiary of Linde Bangladesh Limited. He joined in 1989 in Company Secretarial function with many years of experience in the Company.

Apart from his varied role as Company Secretary, he is also Secretary of the Audit Committee, Nomination and Remuneration Committee of the Board.

Chairman's Statement.



Dear Shareholders,

It is my pleasure to welcome you to the 52nd Annual General Meeting of your Company, Linde Bangladesh Limited and present to you the results for the year 2024.

Last year was a challenging and transformative year for many reasons. The seamless and successful divestment of Linde Industries Pvt. Ltd. to ESAB Middle East FZE represents a major turning point. I would like to acknowledge the teamwork that enabled a smooth transition.

The Company has achieved completion of the Share Sale and Purchase Agreement dated 27 May 2024 for the sale and transfer of 138,290,500 Equity Shares of Linde Industries Pvt. Ltd. held by Company to ESAB Middle East FZE & 1 Equity Share held by Mr. Abu Mohammed Nisar, as a nominee shareholder of the Company to Exelvia International Holdings B.V.

While 2024 will leave behind enduring historical footnotes on political unrest and transformation Linde Bangladesh Limited anticipates a macroeconomic rebound in 2025 as we go forward towards developing a new transparent nation, political stability, free and fair investments and digital transformation that will improve our competitiveness and customer experience.

Linde Bangladesh Limited, a subsidiary of Linde plc, has been a silent but active partner in the country's development for more than 70 years. The Company produced another satisfactory year's outcome with industry-leading financial performance, best-in-class safety, and measurable progress toward our sustainability targets, despite geopolitical and economic challenges. Indeed, these accomplishments are evidence of our employees' diligence and hard work. The company has made a noteworthy dividend payment of 154 per share in 2023 and proposed final cash dividend 40.00 Per Share (i.e. total 4500% cash dividend for the year 2024 inclusive of 4100% interim dividend which has already been paid), demonstrating our continued commitment to generating long-term value for all our stakeholders, including our customers, shareholders, employees, and the environment. As we look to the future, we are well-positioned to take advantage of new opportunities and tackle the challenges that lie ahead.

In 2024, the company navigated through a complex business environment because of the socio-political challenges in the country. These challenges adversely affected almost all the end-user market segments across the country. This in turn, impacted our Gases business performance, and we fell short of our budgeted growth targets. Despite these challenges, the company demonstrated resilience amidst challenging market conditions, and sales revenue remained stable compared to the previous year.

Effective management of safety, health, environment and quality (SHEQ) is a key priority for Linde Bangladesh Limited and is embedded in our corporate culture. Health, safety and environmental responsibility are core values, which means always acting and operating in a way that prevents harm to people, the environment and the communities in which we operate.

In 2024, our SHEQ performance was strong across all areas. We focused on various aspects including process safety, personal safety, industrial hygiene, transport safety, emergency response, quality, and pharmacovigilance.

We started the year with the leadership message and employee engagement campaign of "Show Us Your Why?". This is to drive the goal of zero incident & to understand how the incident effecting not only us but also to our family and friends.

In 2024, the organization's Information Technology (IT) team successfully implemented key initiatives to support Linde Bangladesh's transformation into a high-performance organization. A major milestone was the migration of our enterprise applications from SAP R/3 to SAP S4 Hana, enhancing application performance, integration, and reliability. Hosted on a robust, world-class infrastructure, our system boasts improved security and uptime. The transition to SAP S4 Hana was seamless, with no disruption to business operations, with meticulous planning, extensive testing, and cross-functional collaboration. Key activities, such as data migration, user training, and system configuration, were executed efficiently, with comprehensive contingency plans in place.

Throughout 2024, your company consistently demonstrated strong performance in IT security and compliance key performance indicators (KPIs), maintaining good governance and best practices in uptime for critical services.

We have positive community impact through various Environmental, Social, and Governance initiatives. The Samakal Madhymik Bidyapith Library in Tala, Satkhira, was established with USD 20,000 from Linde's Global CSR funding, benefiting 521 students with 8,418 books. On World Soil Day, activities like painting competitions, tree plantations, and "Waste Warriors" selection raised environmental awareness. Additionally, 300 trees were planted across five educational institutions, flood victims received donations from 1day's employee salary contribution that was doubled Linde's matching funds, and 30 refurbished laptops were distributed to empower underprivileged youth through digital access.

Linde Bangladesh Limited is committed to fostering an inclusive, respectful, and fair workplace for all employees, regardless of gender, ethnicity, age, disability, or other diversity dimensions. Strong collaboration across teams ensures a positive and supportive work environment throughout the year. Learning and development remain

a key focus, with various digital platforms providing accessible growth opportunities. Our traineeship program supports the next generation, equipping them with the skills needed to become future-ready professionals. As Linde grows, employees continue to grow by taking on enriched responsibilities. The diverse skills and talents of our workforce are fundamental to our longterm human resources development strategy.

Despite all concurrent environmental challenges—the individual and collective efforts of our employees are even more admirable. The Board of Directors makes certain that shareholders get the most out of their investment receive accurately reported financial statistics, as well as any other pertinent information that may affect their assets and keep up a profitable, well-managed company while adhering to rules and regulations. One of the main responsibilities of the Company's Board of Directors is to ensure that management, staff, and business partners behave in a manner consistent with our Code of Business Integrity.

I am happy to inform you that in 2024 your Company was awarded a Bronze Medal in the Fuel and Power category at the Corporate Governance Excellence 2023 by the Institute of Chartered Secretaries of Bangladesh (ICSB). This recognition was based on the company's outstanding performance in 2023.

As you are aware, our company upholds its beliefs and principles while striving to become the industry leader in the gases business in Bangladesh. I believe we are well positioned to tackle these challenges in 2025. We can confidently state that our business is currently poised for long-term success. To achieve this, we must continuously innovate and enhance cost-effectiveness and operational efficiency. Additionally, we must continue to invest in our people, products, and processes as needed.

The Directors of our Company recommended a final dividend of Taka 40.00 (400%) per share for the year ended 31 December 2024. This would require a pay out of Taka 608.73 million. The total payout for the year, including interim dividend of Taka 450.00 (4500%) per share, would be Taka 6848.23 million and the dividend would be Taka 450.00 (4500%) per share.

I am confident that the dedication of the Board of Directors and employees has always been the cornerstone of Linde's success as we continue to build a bright future.

Your commitment, diligence and courage have been crucial in enabling us to prosper throughout difficult times and I look forward to your further

assistance in propelling our expansion and maintaining our position as a leader in the sector.

We extend our gratitude to our customers, shareholders, suppliers, government officials, bankers and agencies for their unwavering support.

Take care. Stay well and safe.

Thank you, ladies, and gentlemen.



Abhijit Banerjee
Dhaka, 13 March 2025

Report of the Board of Directors.

The Board of Directors of Linde Bangladesh Limited is pleased to present the Directors’ Report and Auditors’ Report together with the Financial Statements of the Company for the year ended 31 December 2024. The Directors’ report highlights the key business activities that drove the performance of the Company and presents the necessary disclosures about good corporate governance.

Industry Outlook and Possible Future Developments

The events that took place in July and August of 2024 that resulted in the overthrow of a long-serving ruling party in a student-led rebellion will always be remembered as a significant chapter in Bangladeshi history. Bangladesh suffered from excessive monetary inflation, and the financial industry had some loss of faith due to claimed major foreigners. Bangladesh Bank is expected to prioritize preserving depositor confidence and priorities include reducing inflation, increasing foreign reserves, and resolving the banking industry's issues. This was in addition to the political unrest that occurred both domestically and in many parts of the world, notably Syria, Gaza, Myanmar, Ukraine and Russia.

Bangladesh, the second-largest economy in South Asia, saw strong growth after the wars in Ukraine, Gaza, Syria with macroeconomic stability, improvements in infrastructure, and a growing digital economy. But in 2024, the nation faced economic problems like poverty, inflation, climate change, debt, conflict, food shortages, and fragility that resulted from worldwide geopolitical conflicts. Bangladesh still faces additional challenges due to geopolitical tensions and uncertainties in international trade. The financial institutions were also affected, which has made the banking sector crisis worse over the past years. Private investment did not increase because export performance was not enough to raise the inflow of US dollars to the expected level, the external account was still under stress, the foreign exchange reserves were still under stress, and raw materials were lower than usual last year.

We saw in 2024, mixed carried with it both successes and setbacks. Sociopolitical challenges have affected us on many levels, particularly in terms of end-user demand. This affected our Gases business performance against the annual plan. This year, the Linde Industries Pvt. Ltd. divestment yielded especially notable gains.

Using efficient technology and the encouragement of continuous productivity initiatives, Linde Bangladesh Limited is continuously striving to reduce its carbon footprint. As a responsible business, Linde seeks to safeguard its employees, customers, suppliers, and the environment in which it operates.

In 2024, Linde Bangladesh Limited built significant strides in strengthening distribution operations across the country leveraging

technological advancements, GHG (Greenhouse gas) sustainability and cost optimization initiatives. Upholding “Safety” as prime guiding principle, timely and reliable customer delivery and service were ensured for all segments of customers including remote hospital deliveries during devastating flood and unrest periods. Automated stock monitoring & scheduling software enabled us to offer elegant customer experience under VMI (vendor managed inventory) scheme.

AI based innovative approaches like Virtual Reality (VR) training, Fit-for-Duty test, etc. empowered our driver crews to evaluate their pre-dispatch readiness. Decentralization of Dewar/PCC filling built significant convenience for customers by providing the services at their footsteps. Newly implemented distribution center model enabled customer centric delivered mode bringing resilience in earlier customer collect arrangement. We always have concerns about our customers, stakeholders, and the community in which we live.

Gases Business performance

During the most challenging of times, the Company revenue was lower, but profit earnings were higher in 2024 compared to previous year due to divestment of the Linde Industries Pvt. Ltd. (LIPL). The Gases Revenue of the Company for the year 2024 was Tk. 2,214 m as against Tk. 2,164 m of 2023. The revenue is derived from following segments:

Segments	2024	2023
	MBDT	MBDT
Bulk Gases	785	829
Packaged Gas and Products (PG&P)	462	426
Healthcare	967	909
	2,214	2,164

Bulk gases comprise liquid industrial oxygen, liquid nitrogen, liquid argon, and liquid carbon dioxide. Packaged Gas and Products business is comprised of compressed industrial gases and Specialty products. The Healthcare business is comprised of various medical gases, medical equipment, and medical pipelines.

Details of business performance for the business segment i.e., Bulk, PG&P (Packaged Gas and Products), and Healthcare are provided in the subsequent sections.

Bulk

In the year 2024, Bulk business has continued facing challenges in the market followed from earlier year which have further aggravated from third quarter with country’s political situation. However, despite

the difficulties have escalated across all the product segment with major impact in liquid carbon dioxide and liquid nitrogen, the team have taken up strategic mitigating actions through liquid oxygen and liquid argon which helped minimize the overall impact. One key action was the execution of de-captivation of various merchant compressed gas suppliers in country followed by capturing pricing opportunities in liquid argon in second quarter. The merchant bulk business managed to maintain flat growth in volume and revenue through these mitigation actions and able to retain the market share. Market segments that contributed majorly were Metallurgy, Livestock, Bicycle export and Food & Beverages.

It is worth mentioning that the Bulk business has bagged multiple new orders 15 TPD during 2024 that is under various stages of commissioning. There is also a strong prospect pipeline of 25 TPD that is being pursued. A significant number of these wins are attributable to Linde's Application Technology driven projects those are expected to contribute to the business in the later half of 2025.

PG&P (packaged gas & products)

PG&P revenue increased by 6% compared to the previous year. Although the economic downtrend headwinds affected the overall PG&P business environment but capturing the opportunity sales in Specialty gases and in Sale of Equipment helped the business to grow. With continuous availability of Helium and other packaged refrigerant gases, Specialty gases business fared better.

PG&P business is expanding its horizon to ship-breaking & scrap-cutting segments through inclusion of Portable Cryogenic Container (PCC) aggressively which is counted as a game changer in the segmental business. There has also some value-added progressive planning in place for bagging up new prospect in manufacturing segment through reaching up to the doorstep of customers.

Healthcare

The healthcare business has seen a turnaround compared to the previous year, successfully meeting the budget with a 3% increase in revenue over the previous year. This growth was primarily driven by the organic growth of existing Medical Oxygen base customers, along with a few wins in CMO and MGPS. Strategic pricing decisions contributed to maintaining the anticipated profitability of the business. A considerable amount of outstanding payments was collected from government hospitals where Linde had supplied and invoiced lifesaving Medical Oxygen during the time of COVID-19 pandemic, enhancing the company's cash flow. Additionally, the company continued to promote

its new product offerings, such as Entonox and portable cryogenic containers, which are projected to aid in future expansion.

Financial Results

Despite all the challenges, the company's 2024 revenue gain over the previous year was satisfactory. In 2024, there was a 2.30% increase in sales and 28 times (2708.44%) increase in profit over the previous year due to sale of Linde Industries Pvt. Ltd. to ESAB Middle East FZE.

Linde Bangladesh Limited:

Particulars	2024	2023
	MBDT	MBDT
Revenue	2,214	2,164
Cost of Sales	(1,171)	(1,104)
Gross Profit	1043	1,061
Operating Expenses	(774)	(732)
Profit from operations	269	328
Net foreign exchange gain/(loss)	119	(7)
Income from sale of LIPL	7579	-
Other income/(loss)	47	9
Net finance income	16	38
Profit before contribution to WPPF	8,029	368
contribution to WPPF	(401)	(18)
Profit before taxation	7,628	350

Working Capital Management

Working capital in this year has been significantly optimized mainly by way of adjusting Inter company receivable against new shares issued by the demerged subsidiary named Linde Industries Pvt. Ltd. (LIPL). The working capital has been further rationalized resulting from divestment of shares in LIPL and payment of dividends.

Risks & Concerns

The Company has a defined business risk assessment process which has been illustrated under the Corporate Governance Chapter and the notes to the Financial Statements.

Minority Shareholders

The minority shareholders' rights and interests have been adequately protected, according to the Board of Directors of Linde Bangladesh Limited, through the implementation of transparent business procedures

and appropriate disclosure of significant information about the company. The timely holding of the annual general meeting, the adoption of the annual financial statements, adopt a new policy, the election of new directors, the appointment of statutory and compliance auditors, dividend payments, and other issues requiring the involvement and approval of shareholders. To protect the rights of its minority shareholders and the interests of all stakeholders, the Board of Directors is dedicated to upholding the highest standards of governance that foster honesty, openness, and accountability.

Related Party Transactions

Transactions with related parties are made on arm's length basis and are in the ordinary course of business. Detailed transactions with related parties are described at notes 33(C) of the Financial Statements of this Annual Report.

Internal Control

The Company maintains a sound internal control system that gives reasonable assurance that the Company's resources are safeguarded, and the financial position of the Company is well managed. The internal control framework is regularly reviewed by the Audit Committee in each meeting and reported to the Board of Directors. The Group Internal Audit team conducts an audit to evaluate the appropriateness of internal control. The findings and subsequent follow-up with remedial status are reported to the Audit Committee and are escalated to the Group Internal Audit. This report further encloses a detailed discussion on Corporate Governance.

Going Concern

The Directors are of the opinion that the Company is a going concern and there are no significant doubts about the Company's ability to continue as a going concern. Accordingly, Financial Statements are prepared on a going concern basis.

Sustainability

Linde Bangladesh Limited is leading gases & engineering company of the country and working for more than 70 years. In last year company celebrated 70 years, the journey stated from 1953 and contributing as silent partner of the development of the country. As responsible organization we always promote and work on sustainability.

"Our sustainability targets are key to our success. They drive our sustainability agenda and show the pathway to the future as we live our mission of making our world more productive. These are managed targets with full business alignment and reporting. We believe it is key to measure our performance against targets and report on them in a transparent way."

As part of the Linde Group, Linde Bangladesh Limited is following the sustainability goal set by the Group.

Sustainable Development 2028 Targets - Linde Group

The groups sustainability target by 2028 on energy and GHG emissions are as follow:

- Achieve a 35 percent absolute reduction of Scope 1 and 2 greenhouse gas emissions by 2035
- Achieve 35 percent greenhouse gas intensity improvement versus EBITDA
- Achieve 4 percent improvement in hydrogen greenhouse gas emissions intensity
- Achieve 10 percent improvement in trucking greenhouse gas emissions intensity
- Achieve a 10 percent absolute reduction in other greenhouse gas emissions
- More than two times low-carbon power sourcing, primarily from active renewable electricity

Like we have target from group on environment, safety & health, integrity and compliance, people and community as part of sustainability driver.

Sustainability Initiative-2024

We successfully explored sustainability in our operations through GHG improvement & green energy & there by saved 8% of our total productivity savings amount of 2024.

Zero Waste

The zero-waste concept is a goal to design products and processes to eliminate waste and conserve resources. It involves reducing consumption, reusing materials, and recycling. For Major operations site we are driving "Zero Waste" initiative as sustainability program. This drive contributes to the cost saving from the organization and also saving the environment.

Green Energy

To align the group target of "more than two times low-carbon power sourcing, primarily from active renewable electricity by 2028" Linde Bangladesh Limited has taken initiative to install 0.5 MW solar power plant at roof top of the operation site. Power Purchase Agreement (PPA) signed between Linde Bangladesh Limited and Megaroor Limited to driver the initiative. Megaroor Limited will produce the Solar power and Linde Bangladesh Limited will buy the power under the agreement.

Tree Plantation Program

Bangladesh, one of the most disaster-prone countries, faces growing challenges from climate change, with frequent cyclones, floods, rising sea levels, and extreme weather events. In response, ADAB, in collaboration with local communities and schools, has launched a two-year tree plantation program across five educational institutions in Gazipur and Savar. The objective of the program was -

- to raise awareness about climate change and promote climate resilience.
- to Motivate students and the local community to engage in sustainable initiatives like tree planting.
- Establish a model for future community-based climate resilience programs.

The tree plantation done at 5 schools of Gazipur and Savar Area. The stakeholders of the programs are Students, local communities, school management, local NGOs, ADAB, and Linde Bangladesh Limited. There was different type of trees like wooden, fruit, medicinal and palm trees.

This initiative aims to enhance climate resilience while promoting sustainability and environmental stewardship in local communities.

Community Engagement

Caring for soils: measure, monitor, manage

As part of our sustainability initiatives, Linde Bangladesh Limited had an excellent opportunity to celebrate "World Soil Day 2024" with an enthusiastic group of students and teachers at the neighbouring school of Rupganj site - Mahona Government Primary School. With the support of the school authority, our management team shared insights on the importance of soil, the impact of plastic pollution on soil fertility, and its effects on health. The session featured interactive activities, including:

- A painting competition on "Environmental Pollution," where every participant was a winner.
- Provision of smart waste bins for better plastic waste management.
- Selection of seven "Waste Warriors" to promote proper waste practices among students.
- A tree plantation program.
- A fun PPE demonstration using a PPE robot.
- Introduction of four products with their characteristics and uses, displayed in classrooms.

The experience from this initiative was wholesome as we have seen the commitment in the eyes of our next generation to keep our environment clean and pollution free. Such sessions will contribute for a better & sustainable future around our community & country, where we operate.

Future Plan

The Bangladesh Economic Zones Authority (BEZA) has granted the Company a provisional letter of allotment granting 5 acres of industrial land in the Mirsarai Economic Zone in Chattogram to establish a new manufacturing facility. Company is presently exploring the opportunities for further expansion, depending on the country's economic position and demand in industrial products, especially in the manufacturing and industrial sector.

Remuneration to Directors

Independent and Non-Executive Directors other than Directors who are in the employment by the Linde Group Companies are paid as agreed by the country management.

The remuneration, performance, and related bonuses of Executive Directors are reviewed and approved by the concerned management. The details of the remuneration paid to the Executive Directors during the year are given in notes 30 of the Financial Statements.

Dividends

An interim dividend of Taka 410.00 (4100%) per share amounting to Taka 6,239.49m was paid out in the year.

With the Directors' recommendation for a final dividend of Taka 40.00 per share for the year, involving a payout of Taka 609.73m subject to approval at the Annual General Meeting, over all dividend percentage for the year would be 4500% and total dividend payout for the year would amount to Taka 6848.23m (Taka 2,343.62m in 2023).

Transfer the Unclaimed Dividends to Capital Market Stabilization Fund (CMSF)

As per the Directive No. BSEC/CMRRCD/2021-386/03 and Bangladesh Securities and Commission Rules (Capital Market Stabilisation Fund) Rules, 2021, if cash dividend remains unpaid or unclaimed for a period of three years from the date of declaration or approval or record date, shall be transferred to CMSF (Capital market Stabilisation Fund). The Company transferred the dividend of BDT 73,75,360.00 that was unclaimed for more than 3 years to CMSF on 30 December 2024.

Additional statements on regulatory disclosure

The Directors of the Company have included the other following disclosures:

- I. The financial statements prepared by the management of the Company present fairly its state of affairs, the result of its operations, cash flows, and changes in equity;
- II. Proper books of accounts of the Company have been maintained;
- III. 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;
- IV. All deviations from the last year's operating results of the Company have been highlighted under the above Financial Results;
- V. The summarized key operating and financial data of at least preceding five years (2019-2024) is set out in page # 23;
- VI. All transactions with related parties have been made on a commercial basis and the basis was the principle of "Arm's Length Transactions". Related party transactions have been presented in notes to the Financial Statements;
- VII. There is no extra-ordinary gain or loss during the year;
- VIII. An explanation of any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;
- IX. During the year, the Company has paid a total of Tk 720,000 as Board meeting attendance fees. The remuneration of Directors has been mentioned in the Notes to the Financial Statements;

The Directors also report that:

- a) The Managing Director and Chief Financial Officer have certified to the Board that they have reviewed the financial statements for the year and to the best of their knowledge believe that these statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading.
- b) The Managing Director and Chief Financial Officer have certified to the Board that they have reviewed the financial statements for the year and to the best of their knowledge believe that 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.
- c) The Managing Director and Chief Financial Officer have further certified to the Board that there are to the best of their knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal, or violation of the Company's Code of Conduct.

Reserves

The Directors propose to transfer net profit for the year Taka 6,423.19 m to General Reserve.

Directors

The present directors are named on pages 09 to 12 of this report.

Proposals for retirement and re-election of Directors at the 52 Annual General Meeting under Articles 81, 87 of the Articles of Association of the Company and BSEC Code:

a) Under the provisions no. 81 of these Articles, at the Ordinary Meeting in each subsequent year, one-third of the directors for the time being or, if the number is not three or a multiple of three, then the number nearest to one-third shall retire from office.

Following member (s) will retire and re-elected at the 52 Annual General Meeting:

Mr. Abhijit Banerjee retires under Article 81 of the Articles of Association of the Company and being eligible, offers himself for re-election.

b) Under the provisions no. 87 of these Articles, any casual vacancy occurring in the Board of Directors may be filled up by the directors, but any person (other than the Managing Director) so chosen shall retain his office only until the next following Ordinary Meeting of the Company, at the close of which he shall retire, but he shall be eligible for re-election at that meeting:

Mr. Neeraj Kumar Jumrani having been appointed to the Board since the previous Annual General Meeting under the provision of Article 87 also retires and being eligible, offers himself for re-election.

The Board of Directors appointed Mr. Neeraj Kumar Jumrani, as Non-Executive Director in place of Mr. Moloy Banerjee on 27 January 2025.

Mr. Moloy Banerjee retired from the position of Director and Chairman of the Company on 31 December 2024. Mr. Banerjee boosted the company's value by providing ten years of devoted service. The Board wishes to express its profound appreciation for the committed service and significant contribution to the business.

The Board of Directors appointed Mr. Faridul Hoque Sikder, as Managing Director in place of Mr. Bibhabasu Sengupta with effect from 1 May 2025.

Mr. Bibhabasu Sengupta retired from the position of Managing Director of the Company on 30 April 2025. Mr. Sengupta's two years of dedicated service increased the company's worth. The Board would like to convey its gratitude for the dedicated service to the company.

The Board of Directors appointed Mr. Rajesh Chand Kaushik, as Director with effect from 17 April 2025.

c) Ms. Rupali H Chowdhury has completed her 2(two) tenures as an Independent Director of the Company. The Board wishes to express its heartfelt gratitude for the committed service and priceless contribution to the company. Subject to the provisions of Bangladesh Securities and Exchange Commission (BSEC) notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated 3 June 2018 and Notification No. BSEC/CMRRCD/2009-193/66/PRD/148 dated 16 October 2023, we have appointed Mr. Shehzad Munim and Ms. Farzanah Chowdhury as two Independent Directors, subject to the Commission's previous approval, following due consideration of the company's Nomination and Remuneration Committee's (NRC) recommendation. Consents of shareholders is required for the appointments of Mr. Shehzad Munim and Ms. Farzanah Chowdhury at 52 Annual General Meeting as Independent Directors of the Company.

If agreed, the following resolutions would be proposed at the forthcoming Annual General Meeting of the Company:

- i. "That Mr. Shehzad Munim be and hereby appointed Independent Director of the Company for a period of 3 years under guideline of Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated 3 June 2018 and Notification No. BSEC/CMRRCD/2009-193/66/PRD/148 dated 16 October 2023."
- ii. "That Ms. Farzanah Chowdhury be and hereby appointed Independent Director of the Company for a period of 3 years under guideline of Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated 3 June 2018 and Notification No. BSEC/CMRRCD/2009-193/66/PRD/148 dated 16 October 2023."

On behalf of the Board of Directors,
Dhaka, 17 April 2025



Abhijit Banerjee
Director and Chairman

Contribution to National Exchequer

Total payment of duty and taxes to National Exchequer in 2024 was Tk 2,135 m as against Tk. 1,322 m for 2023.

Statutory Auditors

Hoda Vasi Chowdhury & Co., Chartered Accountants, being eligible, offer themselves for reappointment.

Compliance Auditors

The Compliance Auditor of the Company, Al-Muqtadir Associates, Chartered Secretaries, have audited for the year ended 31 December 2024. As per BSEC's new code, the professional who will provide the certificate of compliance with this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting. In compliance with BSEC order # BSEC/CMRRCD/2006-158/207/Admin/80 dated 3 June 2018, it is necessary to appoint Compliance auditors for the Company. Al-Muqtadir Associates, Chartered Secretaries, have expressed their willingness to be appointed as Compliance Auditors of Linde Bangladesh Limited. The Board recommends the appointment of Al-Muqtadir Associates, Chartered Secretaries as Compliance Auditors of the Company for the year 2025 subject to the approval of the shareholders in the 52 Annual General Meeting at a fee of BDT Taka 80,000 excluding VAT only.



Bibhabasu Sengupta
Managing Director

Committees.

Audit Committee

The Board has constituted an Audit Committee for the Company according to the conditions of BSEC guidelines. The composition of Audit Committee as at 31 December 2024 is as follows:

Chairman	Mr. Shehzad Munim	Independent Director
Member	Ms. Farzanah Chowdhury	Independent Director
Member	Mr. Tanjib-Ul Alam	Nominated Director
Member	Mr. Neeraj Kumar Jumrani	Nominated Director
Secretary	Mr. Abu Mohammad Nisar FCS	Company Secretary
In Attendance	Mr. Imtiaz Mohammed Arafeen	Country Head of Internal Audit

Nomination and Remuneration (NRC) Committee

The Board has constituted Nomination and Remuneration (NRC) Committee for the Company according to the conditions of BSEC guidelines. The composition of NRC Committee as at 31 December 2024 is as follows:

Chairman	Mr. Shehzad Munim	Independent Director
Member	Ms. Farzanah Chowdhury	Independent Director
Member	Mr. Tanjib-Ul Alam	Nominated Director
Member	Mr. Neeraj Kumar Jumrani	Nominated Director
Secretary	Mr. Abu Mohammad Nisar FCS	Company Secretary

Country Leadership Team

The Board of Directors is duly assisted by the senior management of the Company, namely the Country Leadership Team (CLT). The Managing Director leads the CLT which comprises of the following head of functions:

Chairman	Mr. Bibhabasu Sengupta	Managing Director (Upto 30 April 2025)
Chairman	Mr. Faridul Hoque Sikder	Managing Director (Effective from 1 May 2025)
Member	Mr. Suvendu Chowdhury	Chief Financial Officer
Member	Mr. Chowdhury Nurur Rahman	Head of PGP & Gases Sales
Member	Mr. Shafiqur Rahman	Head of HealthCare Sales
Member	Mr. Mohammad Baaque Billah	Head of SHEQ
Member	Mr. Md. Khurram Bin Mondol	Head of Distribution
Member	Ms. Umme Habiba	Head of Human Resources

Safety Council Team

Safety Council Team, this forum works to support safety related programs and try to improve the safety performance and culture. The objective of the team is to monitor the country leading and lagging indicator of safety and also other safety related issues. The Managing Director leads the Safety Council Team which comprises of 19 members as follows:

Head of Safety, Health, Environment and Quality (SHEQ)	On site Plant Manager
Country leadership team	Operation Manager
Head of all Functions	Customer Engineer Service Manager
Transport Safety Manager	

Key Financial History.

Key Operating and Financial data of five years preceding the year ended 31 December 2024.

		2019	2020	2021	2022	2023	2024
Revenue	'000 Taka	5,683,441	4,711,417	5,082,840	4,873,004	2,164,337	2,214,080
Profit before tax	"	1,660,989	1,444,876	1,494,345	1,135,084	349,652	7,628,003
EBITDA	"	1,887,324	1,681,684	1,774,568	1,459,629	580,270	7,977,379
Taxation	"	(429,401)	(371,267)	(268,569)	(251,789)	147,358	1,231,438
Deferred tax	"	53,283	30,602	(54,617)	1,957	(26,347)	(24,701)
Earnings	"	1,231,588	1,073,609	1,225,776	883,295	228,641	6,421,266
Final Dividend proposed	"	760,914	608,731	837,005	639,168	-	608,731
Interim Dividend paid	"	-	-	-	-	23,436,151	6,239,495
General reserve *	"	4,956,526	5,261,654	5,867,479	5,896,130	5,497,860	3,337,938
Share capital	"	152,183	152,183	152,183	152,183	152,183	152,183
Revaluation Reserve	"	-	-	-	-	-	-
Shareholder's equity*	"	5,108,709	5,413,837	6,019,662	6,048,313	5,650,043	3,490,121
Net fixed assets	"	3,617,639	3,436,945	3,379,547	3,298,221	2,794,831	2,600,121
Depreciation and impairment	"	-	309,996	303,062	305,901	259,874	318,183
Earnings per share		80.93	70.55	80.55	58.04	15.02	421.94
Price earnings ratio-times	Taka	16	18	20	24	93	2
Return on Capital Employed		24	20	20	15	4	184
Gross profit ratio	%	44	47	46	41	49	47
Debt equity ratio-times	%	-	-	-	-	-	-
Current ratio-times		2.24	2.57	3.10	3.15	2.88	1.70
Dividend per share		50.00	40.00	55.00	42.00	154	450
Dividend percentage (%)		500	400	550	420	1,540	4,500
Net assets per share*		335.7	355.75	395.55	397.44	371.27	229.34
Operating cash flow per share		102.8	77.70	80.34	37.32	36.33	24.20

* Adjusted for change in presentation of proposed dividends and includes other component of equity.

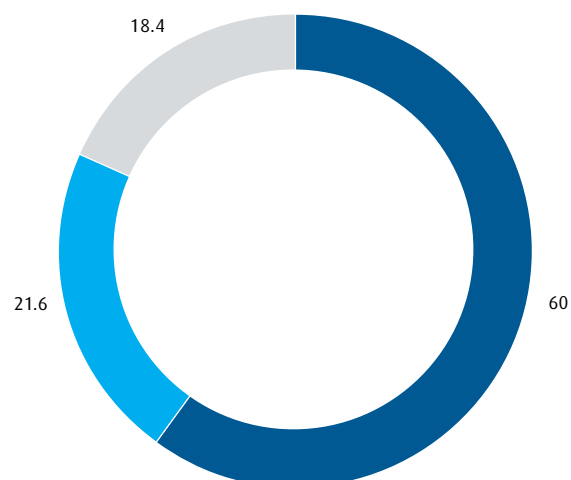
Shareholding Pattern and Percentage.

Shareholding Pattern

Director's Name	No. of shares		
	2022	2023	2024
None. (None of their spouse and minor children hold any shares)	0	0	0
Executive Name			
Mr. Abu Mohammad Nisar FCS (Company Secretary)	28	28	28
CFO, HIAC and other executives (none of their spouse and minor children hold any shares)	Nil	Nil	Nil
10% or above shareholding : Name			
The BOC Group Limited UK, which is fully owned by Linde AG, Germany	9,130,968	9,130,968	9,130,968
ICB Unit Fund/Investment Corp. of Bangladesh*	1,166,179	1,166,179	886,412
Parent, Subsidiary, Associated Companies			
Linde plc, incorporated in Ireland, a new ultimate holding Company			
BOC Group Limited of United Kingdom (UK) and Linde AG of Germany, both are fellow subsidiaries			
BOC Bangladesh Limited, Subsidiary Company			
Linde industries Pvt. Ltd., Subsidiary Company (Sale to ESAB Middle East FZE LPG)			

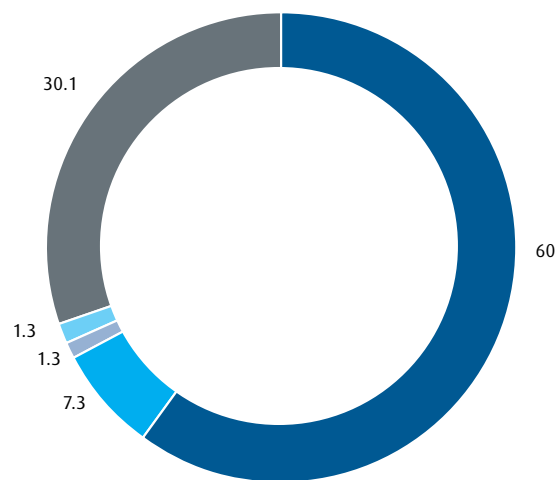
Percentage of shareholdings – institutes & publics

- The BOC Group Limited (60.0)
- Various Institutes (21.6)
- Public (18.4)



Percentage of shareholdings – various companies & others

- The BOC Group Limited (60)
- Investment Corporation of Bangladesh (7.3)
- Pubali Bank Securities Limited (1.3)
- Sadharan Bima Corporation (1.3)
- Other Shareholders (30.1)



Meetings.

Board Meetings

During the period the Board met eleven times.

	Name of the Directors	No. of Attendance
1	Mr. Moloy Banerjee -Chairman (Resigned on 31 December 2024)	11
2	Mr. Bibhabasu Sengupta -Managing Director (Upto 30 April 2025)	11
3	Ms. Rupali H Chowdhury (Completed two tenures)	11
4	Mr. Tanjib-Ul Alam	8
5	Mr. Abhijit Banerjee- Chairman (Appointed Chairman in place of Mr. Moloy Banerjee on 27 January 2025)	8
6	Mr. Shehzad Munim (Appointed Independent Director on 11 November 2024)	1
7	Ms. Farzanah Chowdhury (Appointed Independent Director on 31 October 2024)	1
8	Mr. Neeraj Kumar Jumrani (Appointed Director on 27 January 2025 in place of Mr. Moloy Banerjee)	1

Audit Committee Meetings

There were six meetings during the period.

	Name of the Members	No. of Attendance
1	Ms. Rupali H Chowdhury-Chairperson (Independent Director)- Completed two tenures	6
2	Mr. Tanjib-Ul Alam	6
3	Mr. Abhijit Banerjee (Resigned on 27 January 2025)	4
4	Mr. Shehzad Munim -Chairman (Appointed Independent Director on 11 November 2024)	0
5	Ms. Farzanah Chowdhury (Appointed Independent Director on 31 October 2024)	0
6	Mr. Neeraj Kumar Jumrani (Appointed Director on 27 January 2025)	0

Nomination and Remuneration Committee Meetings

There were four meetings during the period.

	Name of the Members	No. of Attendance
1	Ms. Rupali H Chowdhury -Chairperson (Independent Director)- Completed two tenures	4
2	Mr. Tanjib-Ul Alam	3
3	Mr. Abhijit Banerjee (Resigned on 27 January 2025)	4
4	Mr. Shehzad Munim -Chairman (Appointed Independent Director on 11 November 2024)	1
5	Ms. Farzanah Chowdhury (Appointed Independent Director on 31 October 2024)	0
6	Mr. Neeraj Kumar Jumrani (Appointed Director on 27 January 2025)	0

Annexure A.

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

Declaration by CEO and CFO

13 March 2025

The Board of Directors

Linde Bangladesh Limited
Corporate Office
285 Tejgaon Industrial Area
Dhaka-1208, Bangladesh

Subject: Declaration on Financial Statements for the year ended on 31 December 2024

Dear Sirs,

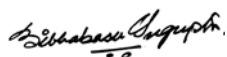
Pursuant to the condition No. 1(5)(xxvi) imposed vide the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 Dated 3 June 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

1. The Financial Statements of Linde Bangladesh Limited for the year ended on 31 December 2024 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
2. The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
3. The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
4. To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
5. Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
6. The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

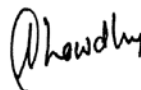
In this regard, we also certify that:

- i. We have reviewed the financial statements for the year ended on 31 December 2024 and that to the best of our knowledge and belief:
 - (a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (b) These statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- ii. There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the Company's Board of Directors or its members.

Sincerely yours,



Bibhabasu Sengupta
Managing Director



Suvendu Chowdhury
Chief Financial Officer

Annexure B.



efforts umpteenth : প্রয়াস অন্তহীন

Business Office :
House # 406, Apartment - 6
Road: 08, Block - D
Bashundhara R/A, Dhaka - 1229
Bangladesh

Phone : 01730 340 340
e-mail: muqtadir@muqtadirbd.com
g-mail: akamuqtadir@gmail.com
VAT Reg: 19041063900
BINNo : 000179575-0202

Report to the Shareholders of Linde Bangladesh Limited on compliance with the Corporate Governance Code

[\[As required under code 1\(5\)\(xxvii\) of the BSEC Code of Corporate Governance\]](#)

We have examined the compliance status to the Corporate Governance Code by **Linde Bangladesh Limited** for the year ended on 31st December 2024. This code relates to the gazette notification no: BSEC/CMRRCD/2006-158/207/Admin/80 dated the 3rd June 2018 (as amended) of Bangladesh Securities and Exchange Commission (BSEC).

Such compliance with the Corporate Governance Code is the responsibility of the Company. Our examination was limited to the procedures and implementation thereof as adopted by the Management in ensuring compliance to the conditions of Corporate Governance Code. This is a scrutiny and verification and an independent audit on compliance of the conditions of Corporate Governance Code as well as provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of the Corporate Governance Code.

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

- The Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Corporate Governance Code issued by the Commission.
- 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.
- 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
- The standard of governance in the Company is satisfactory.

This report, however, is no endorsement about quality of contents in the Annual Report of the Company for the year 2024.

Al-Muqtadir Associates
Chartered Secretaries & Consultants



Dhaka, 13 March 2025

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

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 3 June 2018 and Notification No. BSEC/CMRRCD/2009-193/66/PRD/148 dated 16 October 2023 issued under section 2CC of the Securities and Exchange Ordinance, 1969 (XVII of 1969):

(Report under Condition No. 9).

Condition No.	Title	Compliance Status Put (✓) in the appropriate column		Remarks (if any)
		Complied	Not Complied	
1.00	Board of Directors.			
1.1	Board's Size: Board members should not be less than 5(five) and more than 20 (twenty).	✓		Board comprised of 6 directors
1.2	Independent Directors.			
1.2 (a)	At least 2(two) directors or one-fifth (1/5) of the total number of directors in the company's Board, whichever is higher, shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s)	✓		One Independent Director (ID) in the Board
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.	✓		As declared by the IDs
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: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members;	✓		Do
1.2 (b) (iii)	who has not been an executive of the company in immediately preceding 2 (two) financial years;	✓		Do
1.2 (b) (iv)	who does not have any other relationship, whether pecuniary or otherwise, with the Company or its subsidiary/associated companies.	✓		Do
1.2 (b) (v)	who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	✓		Do
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;	✓		Do
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;	✓		Do
1.2 (b) (viii)	Not an Independent Director in more than five listed companies	✓		Do
1.2 (b) (ix)	who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan to a bank or a Non-Bank Financial Institution (NBFI);	✓		Do
1.2 (b) (x)	who has not been convicted for a criminal offence involving moral turpitude.	✓		Do
1.2 (c)	The independent director (s) shall be appointed by the board of directors and approved by the shareholders in the Annual General Meeting (AGM).	✓		Appointed by Board and duly approved at the AGM
1.2 (d)	The post of independent director (s) cannot remain vacant for more than 90 (ninety) days.	✓		No such case in the year
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) term only. Provided that a former independent director may be considered for reappointment for another tenure after a time gap of one tenure, i.e., three years from his or her completion of consecutive two tenures [i.e. six years]: Provided further that the independent director shall not be subject to retirement by rotation as per of under section 18 of the Companies Act, 1994.	✓		The IDs are in their regular term of office
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, regulatory and corporate laws and can make meaningful contribution to business.	✓		As declared by the IDs
1.3 (b)	Independent director shall have following qualifications			
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; or	✓		Do
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	✓		Do

Condition No.	Title	Compliance Status Put (✓) in the appropriate column		Remarks (if any)
		Complied	Not Complied	
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			Not Applicable
1.3 (b) (iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or			Not Applicable
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;			Not Applicable
1.3 (c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	✓		As declared by the IDs
1.3 (d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.			No such case in year
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;	✓		They are different individuals
1.4 (b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed Company shall not hold the same position in another listed Company;	✓		Compliance declared by the incumbent
1.4 (c)	The Chairperson of the Board shall be elected from among the non-executive directors of the Company;	✓		He is a non-executive director
1.4 (d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;	✓		Their roles and responsibilities are clearly defined
1.4 (e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	✓		No such case in the reporting year
1.5	The Directors' Report to Shareholders.			
1.5 (i)	Industry outlook and possible future developments in the industry;	✓		Stated in the Directors' Report
1.5 (ii)	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;	✓		Do
1.5 (iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	✓		Do
1.5 (v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss).	✓		Do
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;	✓		Do
1.5 (vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;			Not Applicable
1.5 (viii)	An explanation if the financial results deteriorate after the Company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Offer, Direct Listing, etc.			Not Applicable
1.5 (ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;	✓		Stated in the Directors' Report
1.5 (x)	A statement of remuneration paid to the directors including independent directors;	✓		Do
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;	✓		Do
1.5 (xii)	A statement that proper books of account of the issuer Company have been maintained;	✓		Do
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;	✓		Do
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;	✓		Do
1.5 (xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	✓		Do

Condition No.	Title	Compliance Status Put (✓) in the appropriate column		Remarks (if any)
		Complied	Not Complied	
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;	✓		Do
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;	✓		Do
1.5 (xviii)	An explanation that significant deviations from the last year's operating results of the issuer Company shall be highlighted and the reasons thereof shall be explained;	✓		Do
1.5 (xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	✓		Do
1.5 (xx)	An explanation on the reasons if the issuer Company has not declared dividend (cash or stock) for the year;			Dividend duly declared
1.5 (xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	✓		Stated in the Directors' Report
1.5 (xxii)	The total number of Board meetings held during the year and attendance by each director;	✓		Do
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:-			Do
1.5 (xxiii) (a)	Parent or Subsidiary or Associated Companies and other related parties (name-wise details);	✓		Do
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);	✓		Do
1.5 (xxiii) (c)	Executives; and	✓		Do
1.5 (xxiii) (d)	Shareholders holding ten percent (10%) or more voting interest in the Company (name wise details)	✓		Do
1.5 (xxiv)	In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders:			Do
1.5 (xxiv) (a)	A brief resume of the director;	✓		Do
1.5 (xxiv) (b)	Nature of his/her expertise in specific functional areas; and	✓		Do
1.5 (xxiv) (c)	Names of companies in which the person also holds the directorship and the membership of committees of the Board;	✓		Do
1.5 (xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:			Do
1.5 (xxv) (a)	Accounting policies and estimation for preparation of financial statements;	✓		Do
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;			No such case in the reporting year
1.5 (xxv) (c)	Comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	✓		Stated in the Directors' Report
1.5 (xxv) (d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;			Not Applicable
1.5 (xxv) (e)	Briefly explain the financial and economic scenario of the country and the globe;	✓		Stated in the Directors' Report
1.5 (xxv) (f)	Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the Company; and	✓		Do
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;	✓		Do
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; and	✓		Do
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.	✓		Do
1.6	Meeting 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.	✓		Bangladesh Secretarial Standards (BSS) duly implemented

Condition No.	Title	Compliance Status Put (✓) in the appropriate column		Remarks (if any)
		Complied	Not Complied	
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;	✓		The NRC recommended Board code of conduct is in place
1.7 (b)	The code of conduct as determined by the NRC shall be posted on the website of the Company including, among others, prudent conduct and behaviour; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.	✓		Do
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;	✓		Same Governance for the subsidiaries as well
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;	✓		Do
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;	✓		Do
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;	✓		Do
2 (e)	The Audit Committee of the holding Company shall also review the financial statements, in particular the investments made by the subsidiary Company.	✓		The Audit Committee performed as per CG guidelines
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);	✓		The positions are duly replenished
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;	✓		The are different individuals
3.1 (c)	The MD or CEO, CS, CFO and HIAC of a listed Company shall not hold any executive position in any other Company at the same time;	✓		The guidelines are meticulously followed
3.1 (d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	✓		
3.1 (e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).	✓		No such case in the reporting year
3.2	Requirement to attend Board of Directors' Meeting.			
3.2 (i)	The MD or CEO, CS, CFO and HIAC of the Company shall attend the meetings of the Board: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.	✓		In practice
3.3	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)			Do
3.3 (a) (i)	These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	✓		Stated in the Directors' Report
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;	✓		Do
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;	✓		Do
3.3 (c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	✓		Do
4	Board of Directors' Committee.			
4 (i)	Audit Committee; and	✓		Do
4 (ii)	Nomination and Remuneration Committee	✓		Do
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;	✓		In practice

Condition No.	Title	Compliance Status Put (✓) in the appropriate column		Remarks (if any)
		Complied	Not Complied	
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;	✓		The AC performed as per CG Codes
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.	✓		Do
5.2	Constitution of the Audit committee.			
5.2 (a)	The Audit Committee shall be composed of at least 3 (three) members;	✓		AC is comprised of 3 members
5.2 (b)	The Board shall appoint members of the Audit Committee who shall be nonexecutive directors of the Company excepting Chairperson of the Board and shall include at least 1 (one) independent director;	✓		The AC is constituted as per the CG Code
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;	✓		Do
5.2 (d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 1 (one) month from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;			No such case in the reporting year
5.2 (e)	The Company secretary shall act as the secretary of the Committee;	✓		In practice
5.2 (f)	The quorum of Audit Committee meeting shall not constitute without at least 1 (One) independent director.	✓		Do
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;	✓		Do
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.	✓		No such case in the reporting year
5.3 (c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM): Provided that in absence of Chairperson of the Audit Committee, any other member from the Audit Committee shall be selected to be present in the annual general meeting (AGM) and reason for absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the AGM.	✓		He was present in the Annual General Meeting
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;	✓		Four meetings duly held
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.	✓		Practiced as per the CG Code
5.5	Role of Audit Committee.			
5.5 (a)	Oversee the financial reporting process;	✓		Do
5.5 (b)	Monitor choice of accounting policies and principles;	✓		Do
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;	✓		Do
5.5 (d)	oversee hiring and performance of external auditors;	✓		Do
5.5 (e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	✓		Do
5.5 (f)	Review along with the management, the annual financial statements before submission to the Board for approval;	✓		Do
5.5 (g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	✓		Do
5.5 (h)	Review the adequacy of internal audit function;	✓		Do
5.5 (i)	Review the Management’s Discussion and Analysis before disclosing in the Annual Report;	✓		Do

Condition No.	Title	Compliance Status Put (✓) in the appropriate column		Remarks (if any)
		Complied	Not Complied	
5.5 (j)	Review statement of all related party transactions submitted by the management;	✓		Do
5.5 (k)	Review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	✓		Do
5.5 (l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	✓		Do
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: Provided that the management shall disclose to the Audit Committee about the uses or applications of the proceeds by major category (capital expenditure, sales and marketing expenses, working capital, etc.), on a quarterly basis, as a part of their quarterly declaration of financial results: Provided further that on an annual basis, the Company shall prepare a statement of the proceeds utilized for the purposes other than those stated in the offer document or prospectus for publication in the Annual Report along with the comments of the Audit Committee			Not Applicable
5.6	Reporting of the Audit Committee.			
5.6 (a)	Reporting the Board of Directors.			
5.6 (a) (i)	The Audit Committee shall report on it activates to the Board;	✓		Report submitted
5.6 (a) (ii) (a)	Report on conflicts of interest;	✓		No such case in reporting year
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;	✓		Do
5.6 (a) (ii) (c)	Suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and	✓		Do
5.6 (a) (ii) (d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;	✓		Do
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.			No such case in the reporting year
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.	✓		The AC Report is duly presented in the Annual Report
6	Nomination and Remuneration Committee (NRC).			
6.1	Responsibility to the Board of Directors.			
6.1 (a)	The Company shall have a Nomination and Remuneration Committee (NRC) as a subcommittee of the Board;	✓		In practice
6.1 (b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	✓		The NRC performed as per the CG Codes
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).	✓		Do
6.2	Constitution of the NRC.			
6.2 (a)	The Committee shall comprise of at least three members including an independent director;	✓		The NRC is comprised of 3 members
6.2 (b)	At least 02 (two) members of the Committee shall be non-executive directors;	✓		In practice
6.2 (c)	Members of the Committee shall be nominated and appointed by the Board;	✓		In practice
6.2 (d)	The Board shall have authority to remove and appoint any member of the Committee;	✓		In practice
6.2 (e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;			No such case in the reporting year

Condition No.	Title	Compliance Status Put (✓) in the appropriate column		Remarks (if any)
		Complied	Not Complied	
6.2 (f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;			No such case in the reporting year
6.2 (g)	The Company secretary shall act as the secretary of the Committee;	✓		In practice
6.2 (h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	✓		Practiced as per the CG Code
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.	✓		No such case in the reporting year
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;	✓		Practiced as per the CG Code
6.3 (b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;			No such case in the reporting year
6.3 (c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders;	✓		The NRC Chairman attended the AGM
	Provided that in absence of Chairperson of the NRC, any other member from the NRC shall be selected to be present in the annual general meeting (AGM) for answering the shareholder's queries and reason for absence of the Chairperson of the NRC shall be recorded in the minutes of the AGM.			No such case in the reporting year
6.4	Meeting of the NRC.			
6.4 (a)	The NRC shall conduct at least one meeting in a financial year;	✓		Performed as per guidelines
6.4 (b)	The chairperson of the NRC may convene any emergency meeting;	✓		No such case
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);	✓		Practiced as per the CG Code
6.4 (d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such mines shall be confirmed in the next meeting.	✓		Do
6.5	Role of NRC.			
6.5 (a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	✓		Do
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	✓		Do
6.5 (b) (i) (b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	✓		Do
6.5 (b) (i) (c)	The 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;	✓		Do
6.5 (b) (ii)	Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	✓		Do
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;	✓		Do
6.5 (b) (iv)	Formulating the criteria for evaluation of performance of independent directors and the Board;	✓		Do
6.5 (b) (v)	Identifying the Company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and	✓		Do
6.5 (b) (vi)	Developing, recommending and reviewing annually the Company's human resources and training policies;	✓		Do
6.5 (c)	The Company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	✓		The NRC Report is duly presented in the 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:			

Condition No.	Title	Compliance Status Put (✓) in the appropriate column		Remarks (if any)
		Complied	Not Complied	
7.1 (i)	Appraisal or valuation services or fairness opinions;	✓		The code was duly followed
7.1 (ii)	Financial information systems design and implementation;	✓		Do
7.1 (iii)	Book-keeping or other services related to the accounting records or financial statements;	✓		Do
7.1 (iv)	Broker-dealer services;	✓		Do
7.1 (v)	Actuarial services;	✓		Do
7.1 (vi)	Internal audit services or special audit services;	✓		Do
7.1 (vii)	Any service that the Audit Committee determines;	✓		Do
7.1 (viii)	Audit or certification services on compliance of corporate governance as required under condition No. 9(1); and	✓		Do
7.1 (ix)	Any other service that creates conflict of interest;	✓		Do
7.2	No partner or employees of the external audit firms shall possess any share of the Company they audit at least during the tenure of their audit assignment of that Company; his or her family members also shall not hold any shares in the said Company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members;	✓		Do
7.3	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	✓		In practice
8	Maintaining a website by the Company.			
8.1	The Company shall have an official website linked with the website of the stock exchange.	✓		In practice
8.2	The Company shall keep the website functional from the date of listing.	✓		In practice
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).	✓		In practice
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.	✓		Practiced as per the CG Guidelines and the Certificate is presented 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.	✓		The professional is duly appointed at the AGM
9.3	The directors of the Company shall state, in accordance with the Annexure-C attached, in the directors' report whether the Company has complied with these conditions or not.	✓		The Annexure-C is presented in the Report

Nomination and Remuneration Committee (NRC) Charter (Terms of Reference).

1. Introduction

In pursuance of the Bangladesh Securities and Exchange Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3 June 2018 (Corporate Governance Code) issued by Bangladesh Securities and Exchange Commission in exercise of the power conferred by section 2CC of the Securities and Exchange Ordinance 1969, the Board of Directors ("Board") of the Linde Bangladesh Limited ("Company") has constituted the Nomination and Remuneration Committee ("Committee") as a sub Committee of the Board.

In compliance with Condition No. 6(1)(c) of the aforesaid notification, the Board of the Company has formulated this Terms of Reference of the Committee.

2. Objective

The primary objectives of this Terms of Reference is to define the scope of work of the Committee and govern a framework for the Committee.

3. Membership of the Committee

3.1 Composition

The Committee comprises of the followings:

- i. The Committee shall comprise of at least three members including an Independent Director.
- ii. All members of the Committee shall be Non-Executive Directors.

3.2 Membership

- i. Members of the Committee shall be nominated and appointed by the Board through resolution.
- ii. The Board shall have authority to remove and appoint any member of the Committee.
- iii. In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies which makes the number of the Committee members to be lower than the 3 (three) persons the Board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee.
- iv. The term of the member of the Committee shall be continued unless terminated by the Board of Directors.
- v. The Committee shall have access to adequate internal and external resources. The Chairperson of the Committee may appoint or co-opt any external and/or internal expert 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.

3.3 Secretary

The company secretary shall act as the secretary of the Committee.

4. Administrative Matters

4.1 Meeting

The committee will meet as often as the Committee members deem necessary in order to fulfil their role. However, it is intended that the Committee shall conduct at least one meeting in a financial year.

4.2 Convening and Notice of Meeting

- i. The Chairperson and the Secretary may convene any meeting upon receiving request from any member of the Committee.
- ii. Notice shall be given to every member of the Committee of every meeting at the member's advised address.

4.3 Quorum

The quorum of the meeting of the Committee 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.

4.4 Chairperson

- i. The Board shall select 1 (one) member of the Committee to be Chairperson of the Committee, who shall be an Independent Director.
- ii. In the absence of the Chairperson of the Committee, the remaining members may elect one of themselves from Independent Directors as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes.
- iii. The Chairperson of the Committee shall attend the Annual General Meeting (AGM) to answer the queries of the shareholders.
- v. In absence of Chairperson of the Committee, any other member from the Committee shall be selected to be present in the AGM for answering the shareholder's queries and reason for absence of the Chairperson of the Committee shall be recorded in the minutes of the AGM.

4.5 Minutes

- i. The proceedings of each meeting of the Committee shall duly be recorded in the minutes by the Company Secretary and, such minutes shall be confirmed in the next meeting of the Committee. All minutes

of the Committee must be entered into a minute book maintained for that purpose.

- ii. The minutes of any meeting of the Committee shall be presented at the next Board Meeting following the Committee Meeting.

4.6 Voting

- i. Every member of the Committee shall have one vote while voting on any resolution.
- ii. Matters arising for determination at Committee meetings shall be decided by a majority of votes of members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- iii. In the case of equality of votes, the Chairman of the meeting will have a casting or second vote.

4.7 Attendance Fees

No member of the Committee 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.

4.8 Reporting

- i. The Committee shall report on its activities to the Board. The Company shall disclose the Nomination and Remuneration policy and the evaluation criteria and activities of the Committee during the year at a glance in its Annual Report.
- ii. The Committee shall immediately report to the Board of any material matter arising out of the Committee meeting.

5. Role and Responsibilities

The Committee shall be independent and responsible or accountable to the Board and to the Shareholders. The responsibilities of the Committee are as follows:

- i. Review and recommend the size and composition of the Board to the Board, including review of Board succession plans and the succession of the Chairman.
- ii. Review and recommend a policy to the Board relating to the nomination criteria for determining qualifications, positive attributes, experiences and Independence of Directors and top level executives.

- iii. Assist the Board as required to identify individuals who are qualified to become Directors and who may be appointed in top level executive position in accordance with the nomination criteria laid down, and recommend their appointment/re-appointment and removal to the Board.
- iv. Review and recommend to the Board the policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality.
- v. Review the Code of Conduct of Board on a periodic basis and recommend any amendments for Board consideration.
- vi. Ensure that an effective induction process is in place for any newly appointed Director and regularly review its effectiveness.
- vii. Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria.
- viii. Developing, recommending and reviewing annually the company's human resources and training policies.
- ix. Review and recommend a policy to Board relating to the remuneration of the Directors and top level executive, considering the following:
 - a. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable Directors to run the company successfully,
 - b. The relationship of remuneration to performance is clear and meets appropriate performance benchmarks, and
 - c. Remuneration to Directors and 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.
- x. Assist the Board to formulate the criteria for evaluation of performance of the Board including Independent Director.
- xi. Review and recommend to the Board the meeting attendance fees for the Non-Executive Directors of the Board.
- xii. Recommend a report to the Board on activities of the Committee during the financial year.
- xiii. Such other key issues/matters as may be referred by the Board or as may be necessary in view of the provisions of the Country's Laws, Rules and Regulations.

6. Review

- 6.1 Review the charter as and when required in line with BSEC guideline and discuss any necessary or desirable amendments to ensure it remains consistent with the Board's objectives, current laws and best practice.
- 6.2 Ensure that the charter is approved or re approved by the Board.

Management's Discussion and Analysis.

Overview

Linde Bangladesh Limited, a member of Linde plc, is a leading multinational company in the industrial gases business and has been contributing towards the development of the nation as a silent partner. A strong in-built culture with solid work values developed and strengthened Linde Bangladesh over the years which are reflected in the performance of its employees for more than 70 years with continuous expansion in operations and business.

(a) Accounting policies and estimation for preparation of financial statements

The financial records have been compiled in accordance with the (International Financial Reporting Standards (IFRS), the Companies Act, 1994, the Securities and Exchange Rules, 2020, as well as additional rules and regulations in Bangladesh. According to the Securities and Exchange Rules, 2020, cash flows from operating activities are produced using the direct method.

The financial statements have been prepared on a historical cost basis, except for debt and equity financial assets and contingent consideration that have been measured at fair value. The financial statements provide comparative information in respect of the previous period.

International Accounting Standards (IAS) International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements.

See accounting policies in note 3 of financial statements and the estimates on the director's report for more information.

(b) Changes in accounting policies and estimation

There were no major changes in the in the accounting policies and estimates. The company has followed the same accounting policies and estimates used in the previous year and there were no material changes observed. Moreover, appropriate accounting policies have been consistently applied in preparation of the financial statements. Please see note 3 of the financial statements for more information.

(c) Comparative analysis of financial performance, operational performance

The business results and accounting have been handled separately since the demerger, and both divisions are running autonomously. Thus, it is not feasible to compare the financial and operational performances.

Financial and Operational Performance

Particulars	2024 MBDT	2023 MBDT	2022 MBDT	2021 MBDT	2020 MBDT
Revenue	2,214	2,164	4,873	5,083	4,711
Cost of Sales	(1,171)	(1,104)	(2,867)	(2,761)	(2,484)
Gross Profit	1043	1,061	2,006	2,322	2,228
Operating Expenses	(774)	(732)	(808)	(793)	(780)
Profit from operations	269	328	1,198	1,529	1,448
Net foreign exchange gain (loss)	119	(7)	(34)	(4)	(7)
Income from sale of LIPL	7,579	-	-	-	-
Other income	47	9	12	25	2
Net finance income	16	38	18	23	78
Profit before contribution to WPPF	8,029	368	1,195	1,573	1,521
contribution to WPPF	(401)	(18)	(60)	(79)	(76)
Profit before taxation	7,628	350	1,135	1,494	1,445
Movement of Cash Flow					
Cash generated from operating activities	501	853	876	1,546	1,589
Income Tax paid	(133)	(300)	(308)	(323)	(406)
Interest received	17	42	16	24	91
Net cash from operating activities	368	553	568	1,223	1,182
Net cash from investing activities	7,757	(110)	(207)	1,320	(283)
Net cash from financing activities	(8,782)	(762)	(842)	(689)	(759)
Net increase in cash and cash equivalents	(657)	(320)	(481)	1,854	140
Cash & cash equivalents at beginning of the year	2,204	2,520	2,999	1,145	1,005
Cash and cash equivalents at end of the year	1,560	2,204	2,520	2999	1,145
Dividend					
Profit after tax	6,421	229	883	1226	1074
Earnings per share (BDT)	421.94	15.02	58.04	80.55	70.55
Final Dividend proposed	6,848	2,344	639	837	609
Stock ratio	-	-	-	-	-
Number of shares	15,218	15,218	15,218	15,218	15,218
Dividend per share (BDT)	450.00	154.00	42.00	55.00	40.00
Price earnings ratio-times	2	93	24	20	18
Dividend yield (%)	44.14	11.02	3.00	3.48	3.12
Cash and cash equivalents at end of the year	1,560	2,204	2,520	2,999	1,145

• The data for this year represent consolidated numbers.

(d) Comparison of financial performance with the peer industry scenario

Linde Bangladesh Limited's business nature differs significantly from other listed companies on the stock exchanges. Due to its unique operational and business model, comparing its financial position and cash flow with those of other companies would not be meaningful or relevant.

(e) Financial and economic scenario of the country and the global economy

Global Economic Scenario

The global economy is navigating through a complex landscape of challenges and opportunities. The International Monetary Fund (IMF) projects a moderate growth rate of 3.2%, down from the pre-pandemic pace. The slowdown is attributed to lingering trade tensions, rising debt levels, and various geo-political tensions.

Trade conflict between large economies continues to impact the global trade, with large nations imposing tariffs on each other's goods. This has resulted in disrupted supply chains, higher production costs, and decreased consumer spending.

Rising debt levels, particularly in emerging markets, pose a significant risk to economic stability. Climate change also remains a pressing concern, with increasing frequency and severity of natural disasters affecting economic activity.

Despite these challenges, there are pockets of growth and opportunity. The digital economy continues to expand, driven by advancements in technology and innovation. Emerging markets, such as India and Africa, offer promising prospects for investment and growth.

Economy of Bangladesh

After political unrest during July and August 2024 the long serving ruling party was replaced by a Govt. that is now being run by a team of Advisors. Immediately after that, the country was hit by floods in September 2024, all this leading to negatively impacting the growth momentum of the country, and sentiments of the investors.

Exchange rates have stabilized, money laundering has mostly stopped, remittance flows have increased, and foreign exchange reserves have improved. Measures have been made in the banking industry to help failing banks, rebuild the institutions' management structures, and win back the public's confidence in the banking system.

Bangladesh's economic growth has faced several hurdles, including high inflation, which has slowed down its growth rate. The inflation rate remains alarmingly high at nearly 11%, undermining economic expansion. To address these challenges, the interim government has initiated various reform measures, focusing on administrative restructuring, banking sector reforms, election commission recasting, and enhanced financial sector oversight.

These efforts aim to mitigate the economic slowdown and pave the way for sustainable growth. The ongoing crisis is expected to resolve through a fair election by the interim government.

(f) Risks and concerns issues related to the financial statements

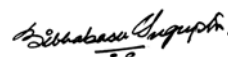
Linde Bangladesh Limited has risk management systems in place. These are continually being updated and adapted by the Company under guidance of Linde Group. The effectiveness of these systems is reviewed by group internal auditor and statutory auditor and the Board of Directors. The management of the Company made risk assessment on business and made risk mitigation plan to eliminate risks. The audit committee supports the Board in monitoring activities of management and deals with risk management issues. The audit procedures include a review of the system for early identification of risks. The Audit Committee Updates Board on annual and periodical financial statement in detail prior to its publications.

(g) Future plan or projection or forecast for Company's operation, performance and financial position

The Bangladesh Economic Zones Authority (BEZA) has granted the Company a provisional letter of allotment granting 5 acres of industrial land in the Mirsarai Economic Zone in Chattogram to establish a new manufacturing facility. Company is presently exploring the opportunities for further expansion, depending on the country's economic position and demand in industrial products, especially in the manufacturing and industrial sector.

(h) Related party transactions

The company conducts transactions with related parties in a manner consistent with arm's length standards and in the normal course of business. Any transactions with related parties are fully disclosed in the company's Annual Report, specifically in note 32 of the Financial Statements. This note provides a detailed breakdown of all transactions made with related parties, including the nature of the transactions, the amounts involved, and any terms and conditions. The company takes great care to ensure that all transactions with related parties are conducted fairly and transparently, and that they do not present any conflicts of interest. By providing this information to shareholders and other stakeholders, the company aims to maintain accountability and transparency in its dealings with related parties, and to promote trust and confidence in its operations.



(Bibhabasu Sengupta)
Managing Director

Dhaka, 13 March 2025

Corporate Governance.

Corporate governance practices

Sound corporate governance is fundamental to a company's long term success. The Board of Directors of Linde Bangladesh Limited is firmly committed to upholding principles of sound corporate governance. The Board's Management and supervision of actions are always guided by a strong sense of responsibility. Board of Directors continues to follow developments in this area and adapt corporate governance practices as appropriate and beneficial for the Company. The main objective of corporate governance is creation of lasting value for stakeholders. Linde's success has always been built on close and effective cooperation between Board of Directors ability to serve shareholder interest, open communication with in the company, proper accounting and auditing and responsible approach to risk, statutory regulations and internal control practices.

Linde Bangladesh Limited follows the Corporate Governance Code promulgated by the Bangladesh Securities and Exchange Commission vide Bangladesh Securities and Exchange Commission Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3 June 2018.

Role of the Board of Directors

The Board of Linde Bangladesh Limited is responsible for managing the company and overseeing its general business activities. Its action and decisions are made in the best interests of the company, which includes the interests of shareholders, employees, customers and other stakeholder groups. Its aim is to create lasting value for stakeholders. Responsibilities of the Board is steered by the regulations contained in the Memorandum and Articles of Association of the Company, the Companies Act 1994, relevant valid regulations, Codes of Corporate Governance of BSEC, Listing Regulations of Exchanges, corporate best practices of the Country and Company's Codes of Conduct. The Board of Linde Bangladesh Limited comprises of 7 members of whom 2 members are independent directors, 1 member is an executive director, 4 are Linde nominated directors. The Board members include persons of high caliber with professional and academic qualification having experience in private and public sector operations. The Board of Directors reviews business performance in each meeting and approves periodical and annual financial results for publication. Board approves the annual plan, capital expenditure for the year and passes resolution at meetings held on a regular basis..

Board meeting

The Board of Linde Bangladesh Limited met 11 times in 2024. In the Board Meeting the actions and decisions are geared towards the best interests of the Company taking into account the concerns of shareholders, employees, customers and other stakeholders. Board meetings were held under section # 96 of Companies Act 1994 and Bangladesh Securities and Exchange Commission (BSEC) regulations regarding Board meeting were complied with. The company conducts its Board meetings and records the minutes of the meetings as well

as keeps 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). Director's attendance in the Board meeting is shown in [page # 25](#) of the Report of the Board of Directors.

Audit Committee

Linde Bangladesh Limited has an Audit Committee as a sub-Committee of the Board of Directors. The aims of the establishment of an Audit Committee is to create efficiency in the operations and to add value to the organization.

The Audit Committee is appointed by the Board of Directors to assist the Board in discharging its oversight responsibilities by reviewing:

- the financial reporting process to ensure the balance, transparency and integrity of published financial information so that the financial statements reflect true and fair view of the state of affairs of the company;
- the effectiveness of the company's internal financial control and risk management system as well as the effectiveness of the internal audit and compliance function to ensure sound monitoring system within the business;
- the independent audit process including recommending the appointment and assessing the performance of the external auditor.

In performing its duties, the Committee maintains effective working relationships with the Board of Directors, management, and the external and internal auditors. The Audit Committee is responsible to the Board of Directors according to the duties and responsibilities assigned by the Board of Directors. To perform his or her role effectively, each Committee member needs to develop and maintain his or her skills and knowledge, including an understanding of the committee's responsibilities and of the company's business, operations and risks. A separate report on activities of the Audit Committee is attached at [page # 47](#) of this report pursuant to condition # 5(7) of the Corporate Governance Code of 3 June 2018.

Nomination and Remuneration Committee (NRC)

The Nomination & Remuneration Committee of Linde Bangladesh Limited is appointed by the Board of Directors, as required by the Corporate Governance Code of Bangladesh Securities and Exchange Commission (BSEC) notification. The NRC consist of four members, of whom two are an independent directors and rest two are nominated directors.

The Nomination & Remuneration Committee (NRC) was set up with clear terms of reference. 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. The Nomination and Remuneration (NRC) Committee shall, at least once a year, consider

its own act and terms of reference to ensure that it is functioning at maximum usefulness and recommend any updates necessary to the Board for consent. The policy of NRC is attached at [page # 36](#) of this report pursuant to condition # 6.5(c) of the Corporate Governance Code of 3 June 2018.

Chairperson and Managing Director/CEO of the Company are different persons

To reinforce compliance of the Corporate Governance Code of 1(4), Chairperson of the Board and Managing Director/CEO of the Company are different individuals with different roles and responsibilities as defined by the Board. The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company. The Chairperson and Managing Director of the Board is to be balanced to ensure that its members collectively possess the knowledge, skills and professional experience necessary to enable them to discharge their duties in a fit and proper manner. The Chairperson is a Non-Executive Director while the Managing Director/CEO is an Executive Director. The Chairperson and Managing Director/CEO ensures that the Board is functioning in accordance with the Memorandum and Articles of Association of the Company as well as other applicable laws.

Role of the Chairperson

The Chairperson of the Board shall be elected by the Board of Directors from among the non-executive directors of the company. 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. The purpose of the role is to make the board excellent and to take personal responsibility for the level of quality in the boardroom, to improve and maximize the governance process, thus protecting the shareholders assets and ensuring decent return on their investment. A brief of the roles and responsibilities of the Chairperson is as follows:

- The Chairperson's responsibility is defined by the Board as directed by BSEC Corporate Governance code.
- Responsible for overseeing the board meetings as well as the executive sessions of independent directors, organizing and coordinating the board's activities.
- The Chairperson confirms that the Board is functioning in harmony with the Memorandum and Articles of Association of the Company as well as other pertinent laws.
- Reviewing and evaluating the performance of the Managing Director and the other board members.
- Ensure that all statutory and legal compliance is strictly adhered.
- Ensure internal Linde compliance in all aspects of the business.
- Work closely with the Board of Directors, Global, Regional, Cluster and Country Leadership Team, Regional Partners; in country teams; external organizations including industry and legislative bodies.

Role of the Managing Director and CEO

The directors shall appoint Managing Director & CEO for such period and upon such terms as they think fit. The purpose of the role is to drive profitable growth in Linde's business, identify new business opportunities, align the organisation internally and implement the industry best practices within the Company as per approved objective. The Managing Director works closely with the Board of Directors, Global, Regional, Cluster and Country Leadership Team, Functional Heads, Regional Partners; in country teams; external organizations including industry and legislative bodies. A brief of the roles and responsibilities of the Managing Director & CEO is as follows:

- Delivering company's over-all financial and non-financial targets (profit and loss management, safety, quality, regulatory compliance, customer service KPI's, DSO, etc.).
- Provide over-all leadership and management in business in terms of sales, marketing, local product management, pricing, trademark, branding and regulatory compliance.
- Reporting of key business qualitative and quantitative performance indicators across relevant departments and management levels.
- Develop in-depth understanding of the existing trend of local market, value chain, customer segments and competitors within the market sector and incorporate those into company's business strategies.
- Review organization and succession planning to ensure business continuity within the team.
- Ensure internal Linde compliance in all aspects of the business.

Role of the Chief Financial Officer (CFO)

The Chief Financial Officer (CFO) shall be appointed by the directors for such time, at such remuneration and upon such conditions as they may think fit, and any Chief Financial Officer so appointed may be removed by them. The Corporate Governance Code # 3 issued by BSEC requires a listed company to appoint a Chief Financial Officer who shall not hold any executive position in any other company at the same time. The Chief Financial Officer of a company has overall responsibility for the strategic planning, implementation, managing and running of all the finance activities of the company, including business planning, budgeting, forecasting, risk and governance as well as negotiations. The CFO job description should also implement company's overall financial policy to achieve Company's short and long term financial goals. A brief of the roles and responsibilities of the Chief Financial Officer is as follows:

- Formulates and administers financial policy and develops best financial practices in the Company.
- Draws strategy to maintain smooth cash flow throughout the year.
- Ensures that all rules and regulations of the Company, the Statutory/Regulatory bodies, the Company laws, Security & Exchange Rules are fully in compliance.
- Supports and monitors activities of Share and Finance Departments and provide shareholders' appropriate services.
- Assists and advises the Managing Director of the Company in matters of financial decisions and briefs the Board members with finance related information.

- Leads the budget preparation process and finalises it.
- Establishes standardised systems and processes for various financial operations and ensures development of standard operating procedures.
- Creates a culture of financial discipline by ensuring the implementation of management and financial management systems and processes across the organization.
- Present the financials to the Board and Country Leadership team.
- Manages key financial risks including that of Treasury and Insurance and update the Board time to time.
- Formulates and administers financial policy & accounting practices and reporting system in the Company.
- Strives to achieve cost control through judicious control over the commercial planning, contracts and taxation matters.

Role of the Company Secretary

The Secretary shall be appointed by the directors for such time, at such remuneration and upon such conditions as they may think fit, and any Secretary so appointed may be removed by them. The purpose of this position is to guide company directors about the operation of the company, including compliance with legal and statutory requirements to achieve Company's short and long term goals. The Corporate Governance Code # 3 issued by BSEC requires a listed company to appoint a full-fledged Company Secretary who shall not hold any executive position in any other company at the same time. Company Secretary should work closely with Board of Directors, different committee members, shareholders, regulatory authorities and all functional heads of the company. The Company Secretary plays an important role in ensuring that a company and its directors both comply with Company law. The Company Secretary shall organise 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 these Code and guided by the regulations contained in the Memorandum and Articles of Association of the Company, the Companies Act, 1994, relevant applicable regulations, BSEC Codes of Corporate Governance, Listing Regulations of the exchanges and other generally accepted corporate best practices.

Being a governance official, the Company Secretary drives for corporate compliance and provides support to the Chairman, other members of the Board and the Managing Director to ensure effective functioning of the Board. The Company Secretary organises and attends all Board and Committee meetings and ensures that deliberations on all issues are properly minuted decisions recorded and are duly communicated across the respective authority lines for necessary information and actions. A brief of the roles and responsibilities of the Company Secretary is as follows:

- Convening and servicing annual general meeting (AGM), Extra-Ordinary general meetings (EGM) including producing agendas, taking minutes; conveying decisions etc.
- Providing support to committees and working parties such as the Board of Directors, Audit Committee etc.
- Implementing procedural/administrative systems as directed.
- Handling correspondence before and after meetings.
- Ensuring policies are kept current, are approved, and that company members are aware of their implications.
- Prepare various management reports for Board Directors.
- Collating information and report accordingly as directed on company matters.
- Providing legal/financial advice during and outside of meetings.
- Ensure that all regulatory requirements and reporting are strictly adhered.
- Maintaining current awareness about company law.
- Keeping the register of shareholders updated and liaising with them on behalf of the company.

Role of the Head of Internal Audit & Compliance (HIAC)

The internal audit function of Linde, Region of South and East Asia (RSE) conducts at regular intervals efficiency and effectiveness of the risk management and internal control on all activities of the Company. They also carryout internal audit on all functions of the Company like, Operations, Distributions, Sales and Marketing, Finance, Treasury system, Information Service. Internal Auditor submits their observation on weaknesses and non compliance of company's practices and statutory provisions. The Head of Internal Audit and Compliance is responsible for the internal control system and reporting to the Audit Committee regarding deviations from accounting and internal control system. The internal auditors embark on a comprehensive audit of all functional areas and operations and their findings are referred to the Audit Committee of the Board for due appraisal with the BSEC guideline.

The Head of Internal Audit and Compliance (HIAC), performs group-wide independent, objective assurance and consulting activities in order to add value and improve the organisation's operations. Fulfils the country level Audit Committee requirements in the role of Country Head of Internal Audit which is a statutory requirement of the local country Companies Act. LBL has made relevant mandatory disclosures in its financial statements under the regulatory framework, including compliance with the provisions of International Financial Reporting Standards (IFRS) as adopted in Bangladesh. Besides that, it submits all the reports/statements regularly which are required to be sent to the regulators as well as the other stakeholders of the Company. A brief of the roles and responsibilities of the Head of Internal Audit and Compliance (HIAC) is as follows:

- Present project status updates to members of the Audit Committee.
- Convey key issues identified, the risks associated, the recommendations required and the management comments.
- Describe the severity of findings and how it impacts the respective country financial performance.
- Present feedback on investigations and outcomes.
- Handle all queries regarding Internal Audit as raised in the Audit Committee meeting or requested by the chairperson.
- Ensure stakeholder appreciation for the work done by Internal Audit.
- Achieve good understanding of the country operations and business models.
- Engage with the country leadership to build good working relations.

- Interact with the External Auditors as required to understand their challenges and risks identified in the company.
- Conduct annual risk assessments and feedback to the Head of Audit to incorporate in the risk based audit plans.
- Ensure the agreed audit plans are delivered for the respective country/ies.

Annual General Meeting

The shareholders assert their rights as conferred by the articles of association during the Annual General Meeting by exercising their right to vote. Each share entitles the shareholder to one vote.

The Annual General Meeting takes place within the first six months after end of the accounting year. Notice of Annual General Meeting together with the annual reports and documents as required by Companies Act. is sent to the shareholders, twenty one days, prior to the meeting.

Shareholders who cannot attend the Annual General Meeting have the option to exercise their vote through a proxy to another member of the Company. The proxy form duly filled in to be submitted to the Corporate Office of the Company within 72 hours before the meeting.

Corporate Governance Compliance Report

In accordance of the requirement of Bangladesh Securities and Exchange Commission Notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated 3 June 2018. Corporate Governance Compliance Report is attached in Annexure C.

Corporate and financial reporting framework

- The financial statements prepared by the management of the company present fairly, its state of affairs, the result of its operations, cash flows and changes in equity.
- Proper books of account of the company have been maintained.
- Appropriate accounting policies have been consistently applied in preparation of the financial statements and the accounting estimates are based on reasonable and prudent judgment.
- International Accounting Standards (IAS) International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements.
- The Company has implemented a sound system of internal control which ensures reasonable assurance to restrict material misstatement in financial statement. The internal control system is reviewed by the Group Internal auditor help updates Management and Audit Committee on the status of internal control.

Internal control

Sound internal control process is defined and practiced for all activities of the Company.

Group Internal Audit team conducts audit to evaluate appropriateness of internal control. The findings and subsequent remedial status are reported to the Audit Committee. Migration of data processing at Linde Global Services, Manila (LGSM -Share service) has strengthened internal control on accounting and data processing. Under the share service arrangement, Country Finance is responsible for preparing source data for Financial and Treasury Accounting and bill processing. On the other hand, LGSM is responsible for data editing, verifying and processing and uploading in online banking network. After uploading processed file in HSBC network by LGMS, signatories of the bank, authorise the cheques electronically per delegation of authority (DOA). However, depending on the situations in urgent cases, payments are made by in-house cheques after it being processed by LGSM. Under share service arrangement data ownership remained with country finance. LGSM is also responsible for reconciliation of General Ledger Accounts, Accounts Receivable, Accounts Payable and Bank reconciliation etc. The schedule and reconciliation are vetted by country finance. Country Finance and controlling functions are responsible for providing information for management discussion.

Internal audit

The internal audit function of Linde, Region of South and East Asia (RSE) conducts at regular intervals efficiency and effectiveness of the risk management and internal control on all activities of the Company. They also carryout internal audit on all functions of the Company like, Operations, Distributions, Sales and Marketing, Finance, Treasury system, Information Service etc. Internal Auditor submits their observation on weaknesses and non compliance of company's practices and statutory provisions. Each observation states the facts, weaknesses and recommendations for improvement. A direct responsible individual (DRI) is made for each observation and followed up by the Group internal auditor till recommendations are implemented. Internal audit activity is reviewed by the Audit Committee.

Risk management

Linde Bangladesh Limited has risk management systems in place. These are continually being updated and adapted by the Company under guidance of Linde Group. The effectiveness of these systems is reviewed by group internal auditor and statutory auditor and the Board of Directors. The management of the Company made risk assessment on business and made risk mitigation plan to eliminate risks. The audit committee supports the Board in monitoring activities of management and deals with risk management issues.

Statutory Audit

The Company prepares and publishes its annual financial statements and interim financial statements in accordance with Bangladesh Financial Reporting Standards (BFRS) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB). The annual and periodical financial statements are prepared by the management and reviewed by the Audit

Committee. Financial statements are audited by the statutory auditor in accordance with Bangladesh Audit Standard as promulgated by the ICAB. As per these regulations, auditors are appointed by Shareholders at each Annual General Meeting (AGM) and their remuneration is also fixed by the Shareholders at the same AGM. Appropriate structure is in place as per corporate governance best practices to ensure independence of statutory auditors. Statutory auditors are changed every three years in compliance with the Bangladesh Securities and Exchange Commission (BSEC) regulations.

The audit procedures include a review of the system for early identification of risks. The Audit Committee Updates Board on annual and periodical financial statement in detail prior to its publications.

Compliance Audit

Compliance audit of the company is ruled by the Corporate Governance Code # 9(1) issued by BSEC on 3 June 2018, which states that the professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting. The 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 such certificate shall be disclosed in the Annual Report. To ensure good governance a Compliance Certificate is obtained from licensed practicing professionals who certify that the company has duly complied with all the regulatory requirements as stipulated by the Bangladesh Securities and Exchange Commission (BSEC). The Compliance Certificate is available on at [page # 27](#) in this Report.

Declaration of CEO and the CFO regarding Financial Statements

A separate statement pertaining to due diligence of the Chief Executive Officer (CEO) and Chief Financial Officer (CFO) as required under Corporate Governance Code of BSEC is presented in Annexure-A on [page # 26](#) of this report.

Employee

Total number of employees in the Linde Bangladesh Limited on 31 December 2024 was 97 (31 December 2023: 128). The Company paid salary and wages Taka 302 million (31 December 2023 Taka 390 million) during the year under review. The strategy of Company is to attract,

develop and promote the best employee, build long term loyalty to the Company which is the most important prerequisite for long term success of the Company. Training arrangements were made throughout the year for people development. Through occupational safety and health protection measures, Linde Bangladesh Limited help its employee to stay healthy and protects them from risks that might arise from the work they perform for the Company.

Compliance with laws

Company respects the provisions of the law and complies with those in business practices. Each employee of the Company must learn provisions of the law that applies to their job. The Board of the Company ensures that all provisions of the law are complied with in a timely manner. Any non compliance is immediately addressed.

Code of Ethics

The Code of Ethics is structured to reflect the expectation of all stakeholders of the Company. Each employee of the Company must learn and comply with the standards and laws that applies to their job. Company actively monitors standards set out in the code. Code of Ethics covers:

- Making ethical decision.
- Dealing with customers, suppliers and markets.
- Dealing with shareholders.
- Dealing with employees.
- Dealing with the public.

Corporate website

The Company developed an information website under corporate governance responsibility, where public information related to the Company is placed for interested group like shareholders, employees, customers and other stakeholders.

Information which are hosted in Company Website are shown below:

- Annual Financial Statements.
- Periodical Financial Statements.
- Dividends
- Managements of the Company.
- Price Sensitive information.
- Notifications etc

The link of Company website is www.linde.com.bd.

Dividend Distribution Policy Statement.

Introduction

The Board of Directors of Linde Bangladesh Limited (the “Company”), herein after referred as “the Board”, has approved the Dividend Distribution Policy of the Company (“the Policy”) and shall disclose the same in the annual reports and on the website of the Company.

The Dividend Distribution Policy is prepared and adopted in compliance with the provisions of the Directive No. BSEC/CMRRCD/2021-386/03 dated 14 January, 2021 of the Bangladesh Securities and Exchange Commission (BSEC) about dividend declaration, pay off, disbursement and compliance.

Purpose

The Dividend Distribution Policy (“the policy”) prepared and adopted the principles to ascertain amounts that can be distributed to shareholders as dividend by the Company as well as enable the Company strike balance between pay-out and retained earnings, in order to address future needs of the Company.

Definitions

The Company’s Board of Directors shall be responsible for generating all proposed resolutions on the declaration and payment of dividends. The Company’s Board of Directors shall be responsible for generating all proposed resolutions on the declaration and payment of dividends. The Board of Directors may in its discretion declare an interim Dividend based on profits arrived at as per quarterly or half yearly unaudited financial results. Where no final dividend is declared, the interim Dividend (if any) shall be regarded as the final dividend in the AGM.

The Company decides to distribute dividends among its Shareholders in proportion to the amount paid-up on shares they hold in the form of Cash or Stock (Bonus) dividend. Therefore, dividend declared will be distributed amongst all shareholders, based on their shareholding on the record date. The time, place and procedure for payment of Dividends shall be publicly communicated to shareholders in advance of the register Record Date or closure date and payment date.

Final dividends will generally be recommended by the Board once a year, after the announcement of the full year results and before the Annual General Meeting (AGM) of the shareholders, as may be permitted by the Articles of Association of the Company as well as applicable provisions of the Companies Act, 1994 and Rules framed thereunder, BSEC Regulations, Tax Regulations, and other applicable legislation.

The Company has had a consistent dividend policy that balances the objective of appropriately rewarding shareholders through dividends and to support the future growth.

As in the past, subject to the provisions of the applicable law, the Company’s dividend payout will be determined based on available financial resources, investment requirements etc.

Declaration and Payment of Dividends

Dividend is the share of the profit that a Company decides to distribute among its Shareholders based on availability of profits/profit growth/liquidity position/diversification/expansion of the Company. The dividend policy of the Company is to distribute to its shareholders surplus funds from its distributable profits and/or general reserves, as may be determined by the Board of Directors, subject to:

- **Internal Factors**
 - i. The Company Profits earned during the financial year;
 - ii. Cash flow position of the Company;
 - iii. Accumulated reserves;
 - iv. Earnings steadiness;
 - v. Future cash requirements for growth/expansion;
 - vi. Long term investments;
 - vii. Acquisition of brands and businesses;
 - viii. Current and future leverage and incomparable circumstances, contingent liabilities,
 - ix. Working capital requirements;
- **External Factors**
 - i. Investor’s expectation and other relevant factors
 - ii. Business cycles,
 - iii. Industry outlook for the future years;
 - iv. Economic environment;
 - v. Change in regulatory provisioning requirements;
 - vi. Additional such criteria as the Board may deem fit from time to time;

Amendment

This Policy Statement shall be effective from the date of execution and may be amended from time to time and approved by the Board of Directors of the Company.

Disclosures

The Dividend Distribution Policy shall be disclosed on the Company’s website & a web-link thereto shall be provided in the Annual Report.

Disclaimer

The above Policy Statement does not represent a commitment on the future Dividends of the Company but represents a general guidance on the Dividend Policy.

Authority of Policy Approval

This policy was approved by the Company’s Board on 21 October 2021.

Statement of Directors' Responsibilities.

Financial statements and accounting records

Linde Bangladesh Limited Directors are responsible for approving the Annual Report and its financial statements for the year ended 31 December 2024 in accordance with applicable law and regulations.

The Management is required to prepare the financial statements in accordance with the International Accounting Standards (IAS), International Financial Reporting Standards (IFRS), the Companies Act 1994, the Securities and Exchange Rules 1987 and the regulations of the Dhaka, Chittagong Stock Exchanges. Under Company Law the Directors must not approve the accounts unless they are satisfied that financial statement reflects a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for the year.

The Directors are legally responsible for ensuring fair presentation of financial statements, which comprises of the statement of financial position as at 31 December 2024, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting

policies and other explanatory notes and related consolidated financial statements of Linde Bangladesh Limited and its subsidiaries.

To the best of our knowledge, and in accordance with the applicable reporting principles, the financial statements including consolidated financial statements have been prepared and presented to ensure that:

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

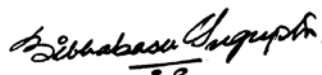
The Auditors of the Company have examined financial statements made available by the Board of Directors together with all relevant financial records and express their opinion in their report in [page # 51-56](#) of the Annual Report.

On behalf of the Board of Directors,

Dhaka, 13 March 2025



Abhijit Banerjee
Chairman



Bibhabasu Sengupta
Managing Director

Audit Committee Report.

The Members of the Audit Committee of Linde Bangladesh Limited are appointed by the Board of Directors, as recommended by Bangladesh Securities and Exchange Commission (BSEC) notification. The Audit Committee ensures that the best corporate governance(s) are followed the Company, and it is a sub-committee of the Board. As on 31 December 2024 the Audit Committee consisted of three members, of which one was an Independent Directors and the other two were Nominated Directors. As on the date of this Report the Audit Committee was reconstituted and comprised of four members, of which two are Independent Directors and the other two are Nominated Directors. Meetings of the Committee were attended by the Managing Director, Chief Financial Officer of the company on invitation.

The Composition of the Audit Committee

The terms of reference of Audit Committee have been set up by the Board of Directors in accordance with BSEC notification.

Composition of Audit Committee as on 31 December 2024:

Ms. Rupali H Chowdhury	Chairperson, Independent Director
Mr. Tanjib-Ul Alam	Member, Non-Executive Director
Mr. Abhijit Banerjee	Member, Non-Executive Director
Mr. Abu Mohammad Nisar FCS	Secretary

Composition of Audit Committee as on the date of Audit Report:

Mr. Shehzad Munim	Chairperson, Independent Director
Mr. Tanjib-Ul Alam	Member, Non-Executive Director
Ms. Farzanah Chowdhury	Member, Non-Executive Director
Mr. Neeraj Kumar Jumrani	Member, Non-Executive Director
Mr. Abu Mohammad Nisar FCS	Secretary

Six (6) meetings of Audit Committee were held during the year under review. Attendance of members in the meeting are as follows::

Name of members	No. of Attendance
Ms. Rupali H Chowdhury	6
Mr. Tanjib-Ul Alam	4
Mr. Abhijit Banerjee	6
Mr. Shehzad Munim	0
Ms. Farzanah Chowdhury	0
Mr. Neeraj Kumar Jumrani	0

In all meetings the internal auditor gave presentation to the committee which covered the internal audit plan, number of audits carried out during the year, audit observations, audit recommendations and the status of its implementation. Audit Committee also met external auditor to discuss their observations on statutory audit and their recommendations for improvement. The Committee also reviewed the

Financial Statement of the subsidiary company of BOC Bangladesh Limited.

Terms of Reference

The functions and responsibilities of the Committee are distinctly outlined in its Terms of Reference (ToR). The Board must provide its permission before any changes to the duties and responsibilities can be made. They are evaluated on a regular basis and may be made as needed for the business, in accordance with BSEC notifications.

Role of Audit Committee

The Audit Committee is empowered with Boards oversight responsibility to investigate any activity within its terms of reference. The Committee reports to Board of Directors as per terms of reference, on the activities assigned. The role of the committee includes:

- Review the financial statement with respect to presentation, disclosure and accuracy of data.
- Monitor and review effectiveness of internal and external audit.
- Review effectiveness of the financial internal control of the company.
- Review effectiveness of risk management system of the company.
- Review ethical standard and procedures to ensure compliance with regulatory and financial reporting requirements.
- Any other activities as per audit committee charter.

Meeting

There were four meetings during the period. The quorum shall be not less than two directors, one of whom, at least, shall be an independent director.

The audit committee may invite such other persons (e.g., the CEO, CFO, internal auditor) to its meetings, as it deems necessary. The external auditor shall normally attend the meetings of the committee at which it communicates audit risks and planning and the full year results. Company Secretary shall act as the secretary of the committee.

Activities carried out by the Audit Committee:

Audit Committee acted as per guideline mentioned in the charter of the Committee. The Committee reviewed effectiveness of internal control and external audit procedures and reports thereon. The Audit Committee regularly updates the Board of Directors on their observations and status of control environment. The members of Audit Committee were apprised duly by:

- The external auditor on accounting policies, internal controls, compliance of statutory provisions of law and other regulatory authorities, Compliance

of Bangladesh Accounting Standards and appropriateness of disclosure in the Financial Statements. The committee reviewed the audit findings and management responses.

- The Chief Financial Officer on financial performance of the company for the period under review.

Main activities of the Audit Committee (AC) during the reporting period

The Audit Committee performed the following functions during the year under review:

- Reviewed and recommended to the Board the quarterly, half yearly and annual financial statements of the Company for the year under review.
- Reviewed the Accounting procedures with a view to ascertaining that the international Financial Reporting Standard (IFRS) has been applied in maintaining books and records.
- Reviewed the Internal and External Inspection & Audit Report with a view to implementing the suggestions of Internal and External Auditors in respect of Internal Control structure and techniques.
- Reviewed the Management Letter from the external auditors in their presence.
- Reviewed the performance of the statutory/external auditors.
- Considered and made recommendation to the Board on the appointment and remuneration of the statutory and compliance auditors.
- Reviewed the adequacy of internal audit plan and functions, monitored progress and effected revisions, if and when necessary.
- Reviewed the draft Directors' Report of the year under report.
- Reviewed the Management Discussion and Analysis statement of the Company for the year.
- Reviewed the draft Annual Report to be tabled at the next Annual General Meeting.
- Reviewed the related party transactions to ensure that no material 'conflict of interest' exists in the system.
- Reviewed compliance of the codes of conduct of the company.
- Reviewed the statement of compliance prepared under the CG Codes.
- Reviewed the 'Certificate of Compliance' from the CG Compliance Auditor.
- Reviewed to minimize expenditures in all operational activities where possible.

- Reviewed the financial statements and capital investment, if any, made by the Subsidiary Companies.

- Reviewed the Report of the Audit Committee to ensure that:

- The AC performed as a true sub-committee of the Board,
- It had the required number of members in it with two Independent Directors,
- Board appointed Independent Director was the Chairman of AC,
- The members had true *financial literacy* in them,
- The AC meetings were held with required quorum as per the CG guidelines,
- Four meetings were held in the year under review to meet the requirement,
- The Company Secretary performed as the secretary to the Committee, and
- The Chairperson of AC attended the AGM of the year as required.

Reporting

Pursuant to condition # 5(6)(a) of the Corporate Governance Code-2018 issued by BSEC, the Committee reports that it did not find any conflict of interest, any fraud, irregularity or material defect in the internal control system. There also are no infringement of laws rules and regulations.

After due verification Audit Committee formed the opinion that adequate financial control and procedures are in place to provide reasonable assurance that the company's resources are safeguarded and the financial position of the Company is well managed.

On behalf of the Audit Committee



Shehzad Munim
Chairman

Dhaka, 13 March 2025

Report on the Nomination & Remuneration Committee (NRC).

The Nomination & Remuneration Committee of Linde Bangladesh Limited is appointed by the Board of Directors, as required by Corporate Governance Code of Bangladesh Securities and Exchange Commission (BSEC) notification. The NRC consists of four members, of whom one is an independent director and rest two are nominated directors.

Pursuant to code 6.5(c) of the codes of corporate governance, the Nomination & Remuneration Policy of the Company is presented hereunder at a glance:

Nomination & Remuneration Committee (NRC)

The Nomination & Remuneration Committee (NRC) was set up with clear terms of reference. 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 and top level executives. The Nomination and Remuneration Committee (NRC) shall conduct at least one meeting a year, consider its own act and terms of reference to ensure that it is functioning at maximum usefulness and recommend any updates necessary to the Board for consent.

During the year, NRC recommended all Directors including Independent Directors and Managing director to the Board as required to identify individuals who are qualified to become Directors in accordance with the nomination criteria laid down, and recommend their appointment/re-appointment and removal to the Board.

The Composition of the NRC

The Board of Directors has appointed the Nomination & Remuneration Committee comprising four members including two are an Independent Directors and other members of the Committee are Non-Executive Directors. Four (4) meetings of Nomination & Remuneration Committee

were held during the period in presence of the members. Composition of Nomination & Remuneration Committee as on 31 December 2024:

Ms. Rupali H Chowdhury	Chairperson, Independent Director
Mr. Tanjib-Ul Alam	Member, Non-Executive Director
Mr. Abhijit Banerjee	Member, Non-Executive Director
Mr. Abu Mohammad Nisar FCS	Secretary

Composition of Nomination and Remuneration Committee as on the date of Audit Report:

Mr. Shehzad Munim	Chairperson, Independent Director
Mr. Tanjib-Ul Alam	Member, Non-Executive Director
Ms. Farzanah Chowdhury	Member, Non-Executive Director
Mr. Neeraj Kumar Jumrani	Member, Non-Executive Director
Mr. Abu Mohammad Nisar FCS	Secretary

Main activities of NRC during the year under review

The Nomination and Remuneration Committee (NRC) performed the following functions during the year under review:

- Reviewed the Terms of Reference of the Committee,
- Reviewed the background qualifications, positive attributes and level of independence of the Board members and Independent Directors,
- Reviewed the mix & composition and overall performance of the Board and Committees,
- Reviewed and recommended the induction of new Director/ Independent Director in the Board,
- Reviewed the vacancy positions and/or new positions, if any,
- Reviewed the frequency of meetings of the Committee in a year.
- Reviewed the yearly report of NRC to ensure that:
 - The NRC performed as a true sub-committee of the Board,
 - It had the required number of members in it with one Independent Director,
 - Board selected Independent Director was the Chairman of NRC,

- All members of NRC were non-executive directors,
- The NRC meetings were held with required quorum as per the CG guidelines,
- None received any remuneration other than their routine fees,
- The Company Secretary performed as the secretary to the Committee,
- Minutes were duly prepared and confirmed in the following meeting of NRC, and
- The Chairman of NRC attended the AGM of the year as required.

The Responsibilities of the Nomination Committee

The Committee shall be independent and responsible or accountable to the Board and to the Shareholders. The responsibilities of the Committee are as follows:

- i. Review and recommend the size and composition of the Board, including review of Board succession plans and the succession of the Chairman.
- ii. Review and recommend a policy to the Board relating to the nomination criteria for determining qualifications, positive attributes, experiences and Independence of Directors and top level executives.
- iii. Assist the Board as required to identify individuals who are qualified to become Directors and who may be appointed in top level executive position in accordance with the nomination criteria laid down and recommend their appointment/re-appointment and removal to the Board.
- iv. Review and recommend to the Board the policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality.
- v. Review the Code of Conduct of Board on a periodic basis, and recommend any amendments for Board consideration.
- vi. Ensure that an effective induction process is in place for any newly appointed Director and regularly review its effectiveness.
- vii. Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria.
- viii. Developing, recommending and reviewing annually the company's human resources and training policies.
- ix. Review and recommend a policy to Board relating to the remuneration of the Directors and top level executive, considering the following:
 - a. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable Directors to run the company successfully,
 - b. The relationship of remuneration to performance is clear and meets appropriate performance benchmarks, and
 - c. Remuneration to Directors and 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.
- x. Assist the Board to formulate the criteria for evaluation of performance of the Board including Independent Director.
- xi. Review and recommend to the Board the meeting attendance fees for the Non-Executive Directors of the Board.
- xii. Recommend a report to the Board on activities of the Committee during the financial year.
- xiii. Such other key issues/matters as may be referred by the Board or as may be necessary in view of the provisions of the Country's Laws, Rules and Regulations.

On behalf of the Nomination & Remuneration Committee.



Shehzad Munim
Chairman

Dhaka, 13 March 2025

Consolidated Independent Auditors' Report to the Shareholders.

Report on the Audit of the consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of **Linde Bangladesh Limited and its subsidiary** (hereinafter referred to as "the Group"), which comprise the consolidated statement of financial position as at 31 December 2024, consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended and a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2024, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) and other applicable laws and regulations.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's Responsibilities for the *Audit of the Consolidated Financial Statements* section of our report, including in relation to these matters.

Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatements of the consolidated financial statements. These results of our audit procedures, including the procedures performed to address the matters

below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

1. Revenue recognition

Revenue recognition has significant and wide influence on the consolidated financial statements. The Group reported revenue for the amount of BDT 2,214,080,280 for the year.

Revenue is recognized when the amounts and the related costs are reliably measured and the performance obligation is satisfied through passing of control to the customers. Revenue from the sale of goods is recognized at the time when the goods are dispatched for delivery to the distributor or handed over to its customers and revenue from providing services is recognized after the services are provided to customers. Since sales contracts include many different terms, there is considerable risk due to the complexity of the systems necessary for properly recording and identifying revenue and the risk of incorrect timing of revenue recognition.

Refer to note 23 to the consolidated financial statements for relevant disclosures regarding revenue.

How our audit addressed the key audit matter

- We assessed the reporting environment of the Group as well as other relevant systems supporting the accounting of revenue;
- We examined customer invoice (Mushak 6.3), VAT submission form (Mushak 9.1) and receipts of payment on a test basis;
- We examined the ERP system (SAP) which generated sales register and compared it with Mushak 6.3;
- We summarized Mushak 9.1, month wise sales and cross-checked with consolidated financial statements;
- We obtained and reviewed supporting documents for sales transactions recorded;
- We assessed whether sufficient disclosure has been given; and
- We tested the timing of revenue recognition as well as cut off checked.

2) Property, plant and equipment

Included on the consolidated financial statements is the Group's property, plant and equipment balance of BDT 2,562,364,000 as at 31 December 2024.

Property, plant and equipment include the Group's long-term assets, which flow economic benefits to the entities for more than one year. Property, plant and equipment measured at historical cost less accumulated depreciation as per IAS-16 "Property, plant and equipment".

The carrying value of property, plant and equipment represents a significant portion of the Group's assets which includes function of depreciation charges that involves estimation. Therefore, it has been considered as a significant area of management's judgment and requires special attention. There is also a risk that the impairment charges may not have been recognized.

Refer to note 5 to the consolidated financial statements for relevant disclosures regarding property, plant and equipment.

How our audit addressed the key audit matter

- We understood, evaluated and validated management's key controls over property, plant and equipment;
- We reviewed the basis of recognition, measurement and valuation of assets;
- We checked ownership of the major assets;
- We checked the capital work-in-progress (CWIP) and its transfer to property, plant and equipment;
- We performed physical asset verification during our audit; and
- We reviewed the Group's assumptions in relation to recoverable amounts of the major property, plant and equipment to identify if there is any requirement of recognition of impairment.

3) Income from sale of LIPL

During the year, the Group reported income from sale of LIPL of BDT 7,579,340,823.

The Group completed the sale of its shares (investment) in subsidiary named Linde Industries Pvt. Ltd. (LIPL), resulting in a net income of the noted amount. The transaction was extraordinary in nature and as such, involved legal and regulatory processes apart from accounting and capital gain tax issues. Due to the material impact of the transaction on the consolidated financial statements of the Group, significant amount of capital gain and the regulatory compliance issues involved, this matter is considered as a key audit matter.

Refer to note 27 to the consolidated financial statements for relevant disclosures regarding income from sale of LIPL.

How our audit addressed the key audit matter

- We obtained and reviewed the share Sale and Purchase Agreement (SPA) and related documents to understand the terms and conditions of the transaction;
- We assessed the appropriateness of the accounting treatment applied by management, including the recognition and measurement of the capital gain in accordance with the IFRSs;
- We recalculated the capital gain by verifying the sales consideration and the carrying amount of the investment in the subsidiary;
- We reviewed whether sufficient and appropriate disclosure has been made in the consolidated financial statements related to the transaction;

- We reviewed the treatment of the tax on the capital gain to ensure compliance with the Income Tax Act, 2023 and IFRSs.

Reporting on Other Information

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

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

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

If, based on the work we have performed, on the other information obtained prior to the date of this audit report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

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

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

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

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

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's

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

As part of an audit in accordance with International Standards on Auditing (ISAs), we exercised professional judgment and maintained professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of internal control;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern; and
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the consolidated financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group's audit. We remain solely responsible for our audit opinion.

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

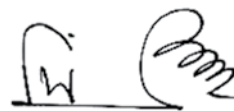
We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements:

In accordance with the Companies Act, 1994 and International Standards on Auditing (ISAs), we also report the following:

- a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- b. in our opinion, proper books of account as required by law have been kept by the Group so far as it appeared from our examination of those books;
- c. the consolidated statement of financial position and the statement of profit or loss and other comprehensive income along with the annexed notes 1 to 46 dealt with by the report are in agreement with the books of account; and
- d. the expenditures incurred and payments made were for the purposes of the Group's affairs.



A F Nesaruddin, FCA
Enrolment # 469
Senior Partner
Firm Reg. # CAF-001-057
Hoda Vasi Chowdhury & Co
Chartered Accountants
Dhaka, Bangladesh
Date, 13 March 2025

Independent Auditors' Report to the Shareholders.

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Linde Bangladesh Limited** (hereinafter referred to as "the Company"), which comprise the statement of financial position as at 31 December 2024, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year ended 31 December 2024 and a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 December 2024, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) and other applicable laws and regulations.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the year. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's *Responsibilities for the Audit of the Financial Statements* section of our report, including in relation to these matters.

Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatements of the financial statements. These results of our audit procedures, including

the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

1) Revenue recognition

Revenue recognition has significant and wide influence on financial statements. The Company reported revenue for the amount of BDT 2,214,080,280 for the year.

Revenue is recognized when the amounts and the related costs are reliably measured and the performance obligation is satisfied through passing of control to the customers. Revenue from the sale of goods is recognized at the time when the goods are dispatched for delivery to the distributor or handed over to its customers and revenue from providing services is recognized after the services are provided to customers. Since sales contracts include many different terms, there is considerable risk due to the complexity of the systems necessary for properly recording and identifying revenue and the risk of incorrect timing of revenue recognition.

Refer to note 23 to the financial statements for relevant disclosures regarding revenue.

How our audit addressed the key audit matter

- We assessed the reporting environment of the Company as well as other relevant systems supporting the accounting of revenue;
- We examined customer invoice (Mushak 6.3), VAT submission form (Mushak 9.1) and receipts of payment on a test basis;
- We examined the ERP system (SAP) which generated sales register and compared it with Mushak 6.3;
- We summarized Mushak 9.1, month wise sales and cross-checked with financial statements;
- We obtained and reviewed supporting documents for sales transactions recorded;
- We assessed whether sufficient disclosure has been given; and
- We tested the timing of revenue recognition as well as cut off checked.

2) Property, plant and equipment

Included on the financial statements is the Company's property, plant and equipment balance of BDT 2,562,364,000 as at 31 December 2024.

Property, plant and equipment include the Company's long-term assets, which flow economic benefits to the entities for more than one year. Property, plant and equipment measured at historical cost less accumulated depreciation as per IAS-16 "Property, plant and equipment".

The carrying value of property, plant and equipment represents a significant portion of the Company's assets which includes function of depreciation charges that involves estimation. Therefore, it has been considered as a significant area of management's judgment and requires special attention. There is also a risk that the impairment charges may not have been recognized.

Refer to note 5 to the financial statements for relevant disclosures regarding property, plant and equipment.

How our audit addressed the key audit matter

- We understood, evaluated and validated management's key controls over property, plant and equipment;
- We reviewed the basis of recognition, measurement and valuation of assets;
- We checked ownership of the major assets;
- We checked the capital work-in-progress (CWIP) and its transfer to property, plant and equipment;
- We performed physical asset verification during our audit; and
- We reviewed the Company's assumptions in relation to recoverable amounts of the major property, plant and equipment to identify if there is any requirement of recognition of impairment.

3) Income from sale of LIPL

During the year, the Company reported income from sale of LIPL of BDT 7,579,340,823.

The Company completed the sale of its shares (investment) in subsidiary named Linde Industries Pvt. Ltd. (LIPL), resulting in a income from sale of LIPL of the noted amount. The transaction was extraordinary in nature and as such, involved legal and regulatory processes apart from accounting and capital gain tax issues. Due to the material impact of the transaction on the financial statements of the Company, significant amount of capital gain and the regulatory compliance issues involved, this matter is considered as a key audit matter.

Refer to note 27 to the financial statements for relevant disclosures regarding income from sale of LIPL.

How our audit addressed the key audit matter

- We obtained and reviewed the share Sale and Purchase Agreement (SPA) and related documents to understand the terms and conditions of the transaction;
- We assessed the appropriateness of the accounting treatment applied by management, including the recognition and measurement of the capital gain in accordance with the IFRSs;

- We recalculated the capital gain by verifying the sales consideration and the carrying amount of the investment in the subsidiary;
- We reviewed whether sufficient and appropriate disclosure has been made in the financial statements related to the transaction;
- We reviewed the treatment of the tax on the capital gain to ensure compliance with the Income Tax Act, 2023 and IFRSs.

Reporting on Other Information

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

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

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

If, based on the work we have performed, on the other information obtained prior to the date of this audit report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with International Standards on Auditing (ISAs), we exercised professional judgment and maintained professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of internal control;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern; and
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

In accordance with the Companies Act, 1994 and International Standards on Auditing (ISAs), we also report the following:

- a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- b. in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of those books;
- c. the statement of financial position and the statement of profit or loss and other comprehensive income along with the annexed notes 1 to 46 dealt with by the report are in agreement with the books of account; and
- d. the expenditures incurred and payments made were for the purposes of the Company's affairs.



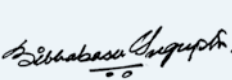
A F Nesaruddin, FCA
Enrolment # 469
Senior Partner
Firm Reg. # CAF-001-057
Hoda Vasi Chowdhury & Co
Chartered Accountants
Dhaka, Bangladesh
Date, 13 March 2025
DVC: 2503180469AS960970

Consolidated Statement of Financial Position.

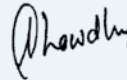
	Notes	As at 31 December	
		2024	2023
		'000 Taka	'000 Taka
Assets			
Property, plant and equipment		2,562,364	2,766,019
Right-of-use (RoU) assets		37,757	28,812
Investment in subsidiaries		-	1,000
Advances, deposits and prepayments		226,679	95,104
Total non-current assets		2,826,800	2,890,935
Inventories		387,156	482,234
Trade and other receivables		855,534	906,755
Advances, deposits and prepayments		139,012	200,973
Inter-company receivables		-	1,309,336
Cash and cash equivalents	13.A	1,559,584	2,204,380
Net current tax assets		169,732	110,188
Total current assets		3,111,018	5,213,866
Total assets		5,937,818	8,104,801
Equity			
Share capital	14	152,183	152,183
Other component of equity		(51,159)	(53,081)
General reserve/ Retained earnings		3,388,299	5,550,210
Equity attributable to owners of the parent company		3,489,323	5,649,313
Non-controlling interest		(0.22)	(0.19)
Total equity		3,489,322	5,649,312
Liabilities			
Employee benefits non-current portion		87,621	104,086
Deferred tax liabilities		253,153	277,873
Lease liabilities-non current portion		23,228	14,402
Other non-current liabilities		255,370	246,041
Total non-current liabilities		619,372	642,402
Lease liabilities-current portion		5,954	2,306
Employee benefits-current portion		21,340	12,025
Trade and other payables		1,083,554	1,289,068
Provision for expenses		535,672	131,324
Unclaimed dividends		182,603	378,363
Total current liabilities		1,829,123	1,813,086
Total liabilities		2,448,495	2,455,488
Total equity and liabilities		5,937,818	8,104,801
Net Assets Value (NAV) Per Share	41.A	229.28	371.22

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

As per our report of same date


Bibhabasu Sengupta
Managing Director


Farzanah Chowdhury
Director


Suwendu Chowdhury
Chief Financial Officer


Abu Mohammad Nisar
Company Secretary


A F Nesaruddin, FCA
Enrolment # 469
Senior Partner
Firm Reg. # CAF-001-057
Hoda Vasi Chowdhury & Co.
Chartered Accountants

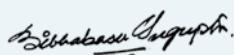
Dhaka, 13, March 2025

Consolidated Statement of Profit or Loss and other Comprehensive Income.

	Notes	For the year ended 31 December	
		2024	2023
		'000 Taka	'000 Taka
Revenue		2,214,080	2,164,337
Cost of sales		(1,171,247)	(1,103,683)
Gross profit		1,042,833	1,060,654
Operating expenses	25.A	(773,721)	(732,443)
Profit from operations		269,112	328,211
Net foreign exchange gain/(loss)		118,666	(7,489)
Other income		46,741	8,988
Income from sale of LIPL		7,579,341	-
Net finance income		15,548	38,276
Profit before WPPF provision		8,029,408	367,986
Provision for WPPF		(401,474)	(18,403)
Profit before tax		7,627,934	349,583
Income tax expenses		(1,206,737)	(121,011)
Profit after tax for the year		6,421,197	228,572
Other comprehensive income/(loss)			
Remeasurement of defined benefit liability, net of tax		2,480	(8,339)
Related tax		(558)	1,876
Other comprehensive (loss)/income for the year, net of tax		1,922	(6,463)
Total comprehensive income for the year		6,423,119	222,110
Profit attributable to			
Owners of the parent company		6,421,197	228,572
Non-controlling interests		-	-
		6,421,197	228,572
Total comprehensive income attributable to			
Owners of the parent company		6,423,119	222,110
Non-controlling interests		-	-
		6,423,119	222,110
Earnings per share (EPS) in taka	42.A	421.94	15.02

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

As per our report of same date



Bibhabasu Sengupta
Managing Director



Farzanah Chowdhury
Director



Suvendu Chowdhury
Chief Financial Officer



Abu Mohammad Nisar
Company Secretary



A F Nesaruddin, FCA
Enrolment # 469
Senior Partner
Firm Reg. # CAF-001-057
Hoda Vasi Chowdhury & Co.
Chartered Accountants

Dhaka, 13, March 2025

Consolidated Statement of Changes in Equity.

	Attributable to owners of the Company				
	Share capital	Other component of equity	General reserve/ retained earnings	Non-controlling interests	Total equity
	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka
Balance as on 01 January 2024	152,183	(53,081)	5,550,211	(0.19)	5,649,314
Comprehensive income for the year					-
Profit for the year	-	-	6,421,197	(0.04)	6,421,197
Other comprehensive loss for the year	-	1,922	-	-	1,922
Total comprehensive income for the year	-	1,922	6,421,197	(0.04)	6,423,119
Transaction with owners of the Group					
Contributions and distributions					
Payment of final dividend for the year 2023	-	-	(6,239,495)	-	(6,239,495)
Payment of interim dividend for the year 2024	-	-	(2,343,615)	-	(2,343,615)
Total transaction with the owners of the Group	-	-	(8,583,110)	-	(8,583,110)
Balance as on 31 December 2024	152,183	(51,159)	3,388,299	(0.22)	3,489,323
Balance as on 01 January 2023	152,183	(65,338)	5,960,807	(0.15)	6,047,652
Comprehensive income for the year					
Profit for the year	-	-	228,572	(0.04)	228,572
Other comprehensive loss for the year	-	(6,463)	-	-	(6,463)
Transfer to Linde Industries Pvt. Ltd. (LIPL)	-	18,720	-	-	18,720
Total comprehensive income for the year	-	12,257	228,572	(0.04)	240,830
Transaction with owners of the Group					
Contributions and distributions					
Payment of final dividend for the year 2022	-	-	(639,168)	-	(639,168)
Total transaction with the owners of the Group	-	-	(639,168)	-	(639,168)
Balance as on 31 December 2023	152,183	(53,081)	5,550,211	(0.19)	5,649,313

Consolidated Statement of Cash Flow.

	Notes	For the year ended 31 December	
		2024	2023
		'000 Taka	'000 Taka
A. Cash flow from operating activities			
Cash receipts from customers		2,241,540	2,189,365
Cash paid to suppliers and employees		(1,740,801)	(1,336,374)
Cash generated from operating activities		500,739	852,991
Income tax paid		(132,502)	(300,118)
Net cash from operating activities		368,237	552,873
B. Cash flow from investing activities			
Payment for acquisition of property, plant and equipment		(209,696)	(152,671)
Proceeds from sale of property, plant and equipment		1,625	-
Net proceeds from sale of share of LIPL		7,947,624	704
Interest received		17,038	41,530
Net cash generated from/ (used in) investing activities		7,756,592	(110,437)
C. Cash flow from financing activities			
Dividend paid		(8,778,870)	(287,062)
Repayment of lease obligation		(3,310)	(5,992)
Paid to subsidiary		-	(469,150)
Net cash used in financing activities		(8,782,180)	(762,204)
Net (decrease)/increase in cash and cash equivalents (A+B+C)		(657,351)	(319,768)
Cash and cash equivalents as at 01 January		2,204,380	2,520,495
Effect of movements in exchange rates on cash held		12,555	3,653
Cash and cash equivalents as at 31 December		1,559,584	2,204,380
Net operating cash flow per share (NOCFPS) (in Taka)	43.A	24.20	36.33

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

Statement of Financial Position.

	Notes	As at 31 December	
		2024	2023
		'000 Taka	'000 Taka
Assets			
Property, plant and equipment	5	2,562,364	2,766,019
Intangible assets	6	-	-
Right-of-use (RoU) assets	7	37,757	28,812
Investment in subsidiaries	8	20	1,020
Advances, deposits and prepayments	11	226,679	95,104
Total non-current assets		2,826,820	2,890,955
Inventories	9	387,156	482,234
Trade and other receivables	10	855,534	906,755
Advances, deposits and prepayments	11	139,687	201,579
Inter-company receivables	12	-	1,309,336
Cash and cash equivalents	13	1,559,564	2,204,360
Net current tax assets	21	169,732	110,188
Total current assets		3,111,672	5,214,452
Total assets		5,938,493	8,105,407
Equity			
Share capital	14.2	152,183	152,183
Other component of equity		(51,159)	(53,081)
General reserve/ Retained earnings		3,389,097	5,550,941
Total equity		3,490,121	5,650,043
Liabilities			
Employee benefits non-current portion	15	87,621	104,086
Deferred tax liabilities	16.2	253,153	277,873
Lease liabilities-non current portion	17	23,228	14,402
Other non-current liabilities	18	255,370	246,041
Total non-current liabilities		619,372	642,402
Lease liabilities-current portion	17	5,954	2,306
Employee benefits-current portion	15	21,340	12,025
Trade and other payables	19	1,083,554	1,289,068
Provision for expenses	20	535,548	131,200
Unclaimed dividends	22	182,603	378,363
Total current liabilities		1,828,999	1,812,962
Total liabilities		2,448,371	2,455,364
Total equity and liabilities		5,938,493	8,105,407
Net Asset Value (NAV) per share	41	229.34	371.27

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

As per our report of same date


Bibhabasu Sengupta
Managing Director


Farzanah Chowdhury
Director


Suwendu Chowdhury
Chief Financial Officer


Abu Mohammad Nisar
Company Secretary


A F Nesaruddin, FCA
Enrolment # 469
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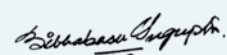
Dhaka, 13, March 2025
DVC: 2503180469AS960970

Statement of Profit or Loss and other Comprehensive Income.

	Notes	For the year ended 31 December	
		2024	2023
		'000 Taka	'000 Taka
Revenue	23	2,214,080	2,164,337
Cost of sales	24	(1,171,247)	(1,103,683)
Gross profit		1,042,833	1,060,654
Operating expenses	25	(773,652)	(732,374)
Profit from operations		269,181	328,280
Net foreign exchange gain/(loss)		118,666	(7,489)
Other income	26	46,741	8,988
Income from sale of LIPL	27	7,579,341	-
Net finance income	28	15,548	38,276
Profit before WPPF provision		8,029,477	368,055
Contribution to workers' profit participation fund (WPPF)	29	(401,474)	(18,403)
Profit before tax		7,628,003	349,652
Income tax expenses	16	(1,206,737)	(121,011)
Profit after tax for the year		6,421,266	228,641
Other comprehensive income/(loss)			
Remeasurement of defined benefit liability, net of tax		2,480	(8,339)
Related tax		(558)	1,876
Other comprehensive income/(loss) for the year, net of tax		1,922	(6,463)
Total comprehensive income for the year		6,423,188	222,178
Earnings per share (EPS) (in Taka)	42	421.94	15.02

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

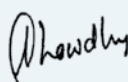
As per our report of same date



Bibhabasu Sengupta
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Company Secretary



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Hoda Vasi Chowdhury & Co.
Chartered Accountants

Statement of Changes in Equity.

	Attributable to owners of the Company			
	Share capital	Other component of equity	General reserve/ retained earnings	Total equity
	'000 Taka	'000 Taka	'000 Taka	'000 Taka
Balance as on 01 January 2024	152,183	(53,081)	5,550,941	5,650,043
Comprehensive income for the year				
Profit for the year	-	-	6,421,266	6,421,266
Other comprehensive income for the year	-	1,922	-	1,922
Total comprehensive income for the year	-	1,922	6,421,266	6,423,188
Transaction with owners of the Company				
Contributions and distributions				
Payment of final dividend for the year 2023	-	-	(2,343,615)	(2,343,615)
Payment of interim dividend for the year 2024	-	-	(6,239,495)	(6,239,495)
Total transaction with the owners of the Company	-	-	(8,583,110)	(8,583,110)
Balance as on 31 December 2024	152,183	(51,159)	3,389,097	3,490,121
Balance as on 01 January 2023	152,183	(65,338)	5,961,468	6,048,313
Comprehensive income for the year				
Profit for the year	-	-	228,641	228,641
Other comprehensive loss for the year	-	(6,463)	-	(6,463)
Transfer to LIPL	-	18,720	-	18,720
Total comprehensive income for the year	-	12,257	228,641	240,898
Transaction with owners of the Company				
Contributions and distributions				
Payment of final dividend for the year 2022	-	-	(639,168)	(639,168)
Total transaction with the owners of the Company	-	-	(639,168)	(639,168)
Balance as on 31 December 2023	152,183	(53,081)	5,550,941	5,650,043

Statement of Cash Flow.

	Notes	For the year ended 31 December	
		2024	2023
		'000 Taka	'000 Taka
A. Cash flow from operating activities			
Cash receipts from customers		2,241,540	2,189,365
Cash paid to suppliers and employees		(1,740,732)	(1,336,374)
Cash generated from operating activities		500,807	852,991
Income tax paid		(132,502)	(300,118)
Net cash generated from operating activities		368,305	552,873
B. Cash flow from investing activities			
Payment for acquisition of property, plant and equipment		(209,696)	(152,671)
Proceeds from sale of property, plant and equipment		1,625	704
Net proceeds from sale of share of LIPL		7,947,624	-
Interest received		17,038	41,530
Net cash generated from/ (used in) investing activities		7,756,592	(110,437)
C. Cash flow from financing activities			
Dividend paid		(8,778,870)	(287,062)
Repayment of lease obligation		(3,310)	(5,992)
Paid to subsidiary		(69)	(469,150)
Net cash used in financing activities		(8,782,249)	(762,204)
Net decrease in cash and cash equivalents (A+B+C)		(657,351)	(319,768)
Cash and cash equivalents as at 01 January		2,204,360	2,520,475
Effect of movements in exchange rates on cash held		12,555	3,653
Cash and cash equivalents as at 31 December		1,559,564	2,204,360
Net operating cash flow per share (NOCFPS) (in Taka)	43	24.20	36.33

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

Notes to the consolidated and separate financial statements.

As at and for the year ended 31 December 2024

1. Reporting entity

1.1 Company profile

Linde Bangladesh Limited (the Company) is a public limited and listed Company, limited by shares and was incorporated in Bangladesh in 1973 under the Companies Act 1913 (replaced by the Companies Act 1994). The Company became a listed entity in the year 1976 and 1996 in Dhaka Stock Exchange and Chittagong Stock Exchange respectively. The address of the registered office is 285 Teigaon I/A, Dhaka-1208, Bangladesh. The Company is a subsidiary of the BOC Group Limited of United Kingdom which is fully owned by Linde AG of Germany.

A global merger of Linde AG, Germany and Praxair, Inc. USA has taken place on 31 October 2018. In this respect, Linde plc, a company incorporated in Ireland has become the new holding company of both Linde AG and Praxair, Inc. and as such Linde plc is now the new ultimate holding company of Linde Bangladesh Limited.

The Company's principal activities are the manufacturing and supplying of industrial and medical gases, anesthesia and ancillary equipment. The Company also earns rentals from cylinders used by the customers and from vacuum insulated evaporators installed at customers premises.

Pursuant to the recent amendment to the Companies Act, 1994 incorporating amendments, among others, is to change of the word 'Limited' by the word 'PLC' in case of Public Limited Companies including listed ones. Necessary formalities are in progress in implementing these changes.

BOC Bangladesh Limited ("BOC") is a wholly owned subsidiary of the Company which is not in operation.

In 2023, The Company underwent with a demerger of its Hardgoods Business. The Hardgoods Business has been transferred to the resulting company, LIPL. The effective date of the demerger is 1 January 2023, as per the order from the Honorable High Court Division of the Supreme Court of Bangladesh dated 14 August 2023. Following the order, all the employees along with their future benefits were transferred to LIPL on 5th October 2023 and from 1st November 2023, LIPL has started the operations in its own name.

Subsequently, in the 276th Board meeting held on 27 May 2024, the Company entered into a Sale and Purchase Agreement (SPA) with ESAB Group for sale of 138,290,500 equity shares of LIPL held by Linde Bangladesh Limited. LIPL is not associated with Linde Bangladesh Limited anymore, thus it is not consolidated in the current year financial statements. Moreover, for the purpose of fair comparison, prior year figures also excluded of LIPL financials, which were consolidated in the year 2023.

These consolidated financial statements comprise the Company and its subsidiary (together referred to as "the Group").

1.2 Nature of business

The Company's principal activities are manufacturing and supply of industrial and medical gases. The Company also earns rental from cylinders used by the customers and from Vacuum Insulated Evaporators (VIE) installed at customers' premises. The Company also provides services related to its products.

2. Basis of Accounting

These financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs). Details are as follow:

Name of IFRS/IAS	Compliance Status
IAS 1: Presentation of Financial Statements	Complied
IAS 2: Inventories	Complied
IAS 7: Statement of Cash Flows	Complied
IAS 8: Accounting Policies, Changes in Accounting Estimates and Errors	Complied
IAS 10: Events after the Reporting Period	Complied
IAS 11: Construction Contracts	Complied
IAS 12: Income Taxes	Complied
IAS 16: Property, Plant and Equipment	Complied
IAS 19: Employee Benefits	Complied
IAS 20: Accounting for Government Grants and Disclosure of Government Assistance	Not Applicable
IAS 21: The Effects of Changes in Foreign Exchange Rates	Complied
IAS 23: Borrowing Costs	Not Applicable
IAS 24: Related Party Disclosures	Complied
IAS 26: Accounting and Reporting by Retirement Benefit Plans	Not Applicable
IAS 27: Separate Financial Statements	Complied
IAS 28: Investment in Associates and Joint Ventures	Not Applicable
IAS 29: Financial Reporting in Hyperinflationary Economics	Not Applicable
IAS 32: Financial Instruments: Disclosure and Presentation	Complied
IAS 33: Earnings Per Share	Complied
IAS 34: Interim Financial Reporting	Complied
IAS 36: Impairment of Assets	Complied
IAS 37: Provisions, Contingent Liabilities and Contingent assets	Complied
IAS 38: Intangible Assets	Complied
IAS 39: Financial Instruments: Recognition and Measurement	Complied
IAS 40: Investment Property	Not Applicable
IAS 41: Agriculture	Not Applicable
IFRS 1: First time Adoption of International Financial Reporting Standards	Not Applicable
IFRS 2: Share based Payment	Not Applicable
IFRS 3: Business Combinations	Not Applicable
IFRS 4: Insurance Contracts	Not Applicable

IFRS 5: Non-current Assets Held for Sale and Discontinued Operations	Not Applicable
IFRS 6: Exploration for and Evaluation of Mineral Resources	Not Applicable
IFRS 7: Financial Instruments: Disclosures	Complied
IFRS 8: Operating Segments	Complied
IFRS 9: Financial Instruments	Complied
IFRS 10: Consolidated Financial Statements	Complied
IFRS 11: Joint Arrangements	Not Applicable
IFRS 12: Disclosure of Interests in Other Entities	Not Applicable
IFRS 13: Fair Value Measurement	Complied
IFRS 14: Regulatory Deferral Accounts	Not Applicable
IFRS 15: Revenue from Contracts with Customers	Complied
IFRS 16: Leases	Complied
IFRS 17: Insurance Contracts	Not Applicable

The Company also follows relevant circulars of Bangladesh Securities Exchange Commission (BSEC) and stock exchanges (DSE, CSE).

These financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs). They were authorised for issue by the Company's board of directors on 13 March 2025

Details of the Company's accounting policies, including changes thereto, are included in Note 46.

2.1 Functional and presentational currency

These financial statements are presented in Bangladeshi Taka (Taka/Tk/BDT), which is the Company's functional currency.

All amounts have been rounded to the nearest thousand, unless otherwise indicated. As a result of these rounding off, in some instances the total may not match the sum of individual balances; and

Previous year's figures have been rearranged wherever considered necessary to conform to the current year's presentation.

2.2 Basis of measurement

These financial statements have been prepared on accrual basis following going concern concept under historical cost convention. The gratuity scheme is measured based on actuarial valuation.

3. Going concern

The accompanying financial statements have been prepared on a going concern assumption that the Company will continue in operation over the foreseeable future. The Company has neither any intention nor any legal or regulatory compulsion to liquidate or curtail materially the scale of any of its operations. The Company has adequate resources to continue in operation for the foreseeable future and the current resources of the Company provide sufficient funds and attributable credit facilities to meet the present requirements of its existing business.

4. Use of judgments and estimates

In preparing these financial statements, management has made judgements and estimates that affect the application of the Company's 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 ongoing basis. Revision to estimates are recognised prospectively.

(A) Judgments

Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements is included in the following notes:

Note 7 and 46(Q) Right-of-use (RoU) assets

Note 17 and 46(Q) Lease term: whether the company is reasonably certain to exercise extension option.

(B) Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties at the reporting date that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year is included in the following note:

Note 16 and 46(D)	Uncertain tax treatment
Note 5 and 46(F)	Useful life and residual value of property, plant and equipment
Note 9 and 46(E)	Provision for inventory obsolescence
Note 10 and 46(H)	Provision for trade receivable

5. Property, plant and equipment

See accounting policy in Note 46(F).

5.1 Reconciliation of carrying amount:

Particulars	Freehold land	Freehold Buildings	Buildings on leasehold land	Plant machinery and cylinders	Motor vehicles	Furniture fixtures and equipment	Computers hardware	Capital work in progress	Total
	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka
Cost									
Balance at 01 January 2023	75,080	770,704	100,735	5,103,758	161,777	95,487	76,543	102,413	6,486,496
Additions	-	23,645	-	96,091	-	5,944	2,289	166,493	294,462
Disposals/transfers	-	-	-	(3,780)	(5,567)	(1,965)	-	(127,969)	(139,281)
Transfer to LIPL	-	(272,861)	-	(731,407)	(9,759)	(12,686)	(9,612)	-	(1,036,325)
Balance at 31 December 2023	75,080	521,487	100,735	4,464,662	146,450	86,780	69,220	140,937	5,605,352
Balance at 01 January 2024	75,080	521,487	100,735	4,464,662	146,450	86,780	69,220	140,937	5,605,352
Additions	-	-	17,692	158,996	4,318	7,485	10,164	127,164	325,817
Disposals/transfers	-	(4,121)	-	(89,325)	(2,650)	(155)	(6,186)	(198,654)	(301,092)
Transfer to LIPL	-	-	-	(11,778)	-	-	-	-	(11,778)
Balance at 31 December 2024	75,080	517,366	118,427	4,522,555	148,118	94,110	73,197	69,447	5,618,300
Accumulated depreciation									
Balance at 01 January 2023	-	227,487	65,679	2,652,852	139,936	73,605	64,065	-	3,223,624
Transfer to LIPL	-	(85,958)	-	(522,750)	(9,759)	(7,949)	(6,768)	-	(633,184)
Depreciation	-	18,558	2,001	226,014	6,579	2,216	4,505	-	259,874
Disposals/transfers	-	-	-	(3,448)	(5,567)	(1,965)	-	-	(10,980)
Balance at 31 December 2023	-	160,088	67,680	2,352,668	131,189	65,907	61,802	-	2,839,333
Balance at 01 January 2024	-	160,088	67,680	2,352,668	131,189	65,907	61,802	-	2,839,333
Depreciation	-	18,038	2,387	230,012	5,830	3,747	3,637	-	263,651
Impairment (Note 5.3)	-	20,351	-	29,697	-	272	-	4,211	54,532
Disposals/transfers	-	(4,121)	-	(88,243)	(2,650)	(155)	(6,186)	-	(101,356)
Transfer to LIPL	-	-	-	(224)	-	-	-	-	(224)
Balance at 31 December 2024	-	194,355	70,067	2,523,910	134,369	69,770	59,252	4,211	3,055,936
Carrying amounts									
At 1 January 2023	75,080	543,216	35,056	2,450,906	21,841	21,882	12,478	102,413	3,262,873
At 31 December 2023	75,080	361,400	33,055	2,111,994	15,262	20,873	7,418	140,937	2,766,019
At 31 December 2024	75,080	323,011	48,360	1,998,645	13,749	24,340	13,945	65,236	2,562,364

	Note	2024 '000 Taka	2023 '000 Taka
5.2. Allocation of depreciation			
Cost of sales	24.1.1	188,351	182,168
Operating expenses	25	75,300	77,706
		263,651	259,874

5.3. Impairment loss

Considering the condition of Shitalpur ASU plant, the Board of Directors at its meeting held on 31 October 2024 had decided to impair assets (building, machineries and office equipment) of the noted plant. Management has performed an impairment test and concluded that aforementioned assets are not in usable condition. Accordingly, a provision for impairment loss of BDT 54,531,642 is recognized in the financial statements. Cost of the assets impaired is BDT 139,196,621 and WDV as on 31 December 2024 is BDT 62,040,542. Based on the experience, management has estimated recoverable amount to be BDT 7,500,000. However, the actual salvage value will be recognized at the time of actual transaction in due course. Further, no decision has yet been taken on potential use of land and other installations and as such, value of land has been kept outside this impairment exercise.

6. Intangible assets

See accounting policy in Note 46(G)

		2024	2023
	Note	'000 Taka	'000 Taka
Cost			
Balance at 01 January		68,503	68,503
Additions		-	-
Closing balance		68,503	68,503
Accumulated depreciation			
Balance at 01 January		68,503	68,471
Amortisation		-	32
Closing balance		68,503	68,503
Written down value		-	-

7. Right-of-use (ROU) asset

See accounting policy in Note 46(Q)

Cost			
Balance at 01 January		59,376	56,291
Additions to right-of-use assets		7,577	-
Lease adjustments		216	3,085
Closing balance		67,169	59,376
Accumulated depreciation			
Balance at 01 January		30,564	20,942
Depreciation charged		3,290	7,491
Lease adjustment		(4,442)	2,131
Closing balance		29,412	30,564
Written down value		37,757	28,812

8. Investment in subsidiaries

BOC Bangladesh Limited		20	20
Linde Industries Pvt. Ltd. (LIPL)	8.1	-	1,000
		20	1,020

8.1 Movement of investment in Linde Industries Pvt. Ltd (LIPL)

Opening balance		1,000	-
Addition during the year - converting inter-company balance		1,381,901	1,000
		1,382,901	1,000
Sale of investment during the year		(1,382,901)	-
Closing balance		-	1,000

Pursuant to the order of the High Court Division of the Supreme Court of Bangladesh, the Board took the decision in its 276th meeting held on 27 May 2024 for conversion of the inter-company balance increasing the share (investment) base to 138,290,500 shares. Thereafter, the Company entered into a Sale and Purchase Agreement (SPA) with ESAB Group, UAE for disposal of the entire 138,290,500 equity shares held by the Company. The sale of shares has been approved by the Shareholders in the Extra-Ordinary General meeting held on 23 June 2024 and the shares were finally disposed of on 02 July 2024.

		2024	2023
	Note	'000 Taka	'000 Taka
9. Inventories			
See accounting policy in Note 46(E)			
Raw materials		31,722	48,456
Finished goods		222,606	199,638
Goods in transit		70,174	145,107
Maintenance spares		115,175	131,105
Provision for inventory obsolescence	9.1	(52,521)	(42,072)
		387,156	482,234
9.1 Provision for Inventory obsolescence			
Balance as at 01 January		42,072	62,522
Provision/(reversal) during the year		10,449	(20,450)
Closing balance		52,521	42,072
In view of innumerable items of inventory and diversified units of measurement, it is not feasible to disclose quantities against each item.			
10. Trade and other receivables			
See accounting policy in Note 46(H)			
Inter-company receivable		-	-
Trade receivables		915,682	945,237
Other receivables		57,403	53,572
Provision for trade receivables	10.1	(117,551)	(92,054)
		855,534	906,755
10.1 Provision for trade receivable			
Balance as at 01 January		92,054	99,529
Provision made/(reversal) for trade receivables		25,496	(7,475)
Closing balance		117,551	92,054
11. Advances, deposits and prepayments			
Loans and advances to employees		16,983	27,132
Advances to suppliers		560	508
Deposits and prepayments		300,950	222,018
VAT current account		47,198	46,419
Current account with subsidiaries - BOC Bangladesh Limited		675	606
		366,366	296,683
Non-current		226,679	95,104
Current		139,687	201,579
		366,366	296,683
11(A). Advances, deposits and prepayments (consolidated)			
Non-current		226,679	95,104
Current		139,012	200,973
		365,691	296,077
Above amounts are unsecured, but considered good.			

		2024	2023
	Note	'000 Taka	'000 Taka
12. Inter-company receivables			
Property, plant and equipment		-	403,141
Depreciation		-	-
Inventories		-	867,527
Trade and other receivables		-	152,518
Advances, deposits and prepayments		-	19,779
Employee benefits		-	(50,185)
Other component of equity		-	18,720
Cash and cash equivalents		-	468,150
Trade and other payables		-	(84,721)
Provision for expenses		-	(436,741)
Deferred tax liabilities		-	(48,852)
		-	1,309,336

The above noted balance has been converted to equity shares in LIPL pursuant to the order of the High Court Division of the Supreme Court of Bangladesh dated 02 October 2023. The entire shares were sold as detailed in note 8.1.

13. Cash and cash equivalents			
See accounting policy in Note 46(H)			
Cash in hand		482	351
Cash at bank		1,549,082	2,194,009
Fixed deposits with banks*		10,000	10,000
		1,559,564	2,204,360

*There is lien on one fixed deposit of BDT 10,000,000.

13.1 Reconciliation of net operating Cash flows			
Net profit before tax		7,628,003	349,652
Add: Items not involving movement of cash			
- Depreciation on property, plant and equipment	5	263,651	259,874
- Amortization on intangible assets		-	32
- Impairment loss on PPE		54,532	-
- Gain on disposal of property, plant and equipment	26	(543)	(371)
- Finance costs	28	1,490	1,808
- Interest income	28	(17,038)	(40,143)
- Provision for workers profit participation fund (WPPF)	29	401,474	18,403
- Provision/(reversal) for trade receivables	25	(11,445)	(7,474)
- Bad debt written off	25	36,941	-
- Provision for gratuity	15.1.1	18,990	18,299
- Income from sale of LIPL	27	(7,579,341)	-
- Cost associated to sale of LIPL	27	(143,858)	-
		(6,975,147)	250,428
A. Cash generated from operations before changes in working capital		652,856	600,080
Changes in working capital:			
- Inventories		95,078	642,656
- Trade and other receivables		25,725	140,171
- Advances, deposits and prepayments		(69,614)	124,278
- Other non-current liabilities		9,329	9,069
- Provision for expenses		(2,717)	(54,579)
- Trade and other payables		(167,772)	(1,553)
- Intercompany receivable		-	(481,296)
B. Total changes in working capital		(109,972)	378,746
C. Cash generated from operating activities (A+B)		542,884	978,826

		2024	2023
	Note	'000 Taka	'000 Taka
Less: Payments made during the period			
- Tax paid		(132,502)	(125,911)
- Interest paid		(14)	(59)
- Workers profit participation fund (WPPF) paid		(18,403)	(59,741)
- Gratuity paid		(23,660)	(66,036)
D. Total payment		(174,579)	(251,747)
Net cash inflows from operating activities (C+D)		368,305	727,079
13.A. Cash and cash equivalents (Consolidated)			
Linde Bangladesh Limited		1,559,564	2,204,360
BOC Bangladesh Limited		20	20
		1,559,584	2,204,380
13.A.1 Reconciliation of net operating Cash flows (Consolidated)			
Net profit before tax		7,627,934	349,583
Add: Items not involving movement of cash			
- Depreciation on property, plant and equipment		263,651	259,874
- Amortization on intangible assets		-	32
- Impairment loss on PPE		54,532	-
- Loss on disposal of property, plant and equipment		(543)	(371)
- Finance costs		1,490	1,808
- Interest income		(17,038)	(40,143)
- Provision for workers profit participation fund (WPPF)		401,474	18,403
- Provision/(reversal) for trade receivables		(11,445)	(7,474)
- Bad debt written off		36,941	-
- Provision for gratuity		18,990	18,299
- Income from sale of LIPL		(7,579,341)	-
- Cost associated to sale of LIPL		(143,858)	-
		(6,975,146)	250,427
A. Cash generated from operations before changes in working capital		652,789	600,010
Changes in working capital:			
- Inventories		95,078	642,656
- Trade and other receivables		25,725	140,171
- Advances, deposits and prepayments		(69,614)	124,278
- Other non-current liabilities		9,329	9,069
- Provision for expenses		(2,717)	(54,579)
- Trade and other payables		(167,774)	(1,553)
- Intercompany receivable		-	(481,296)
B. Total changes in working capital		(109,974)	378,746
C. Cash generated from operating activities (A+B)		542,816	978,756
Less: Payments made during the period			
- Tax paid		(132,502)	(125,911)
- Interest paid		(14)	(59)
- Workers profit participation fund (WPPF) paid		(18,403)	(59,741)
- Gratuity paid		(23,660)	(66,036)
D. Total payment		(174,579)	(251,747)
Net cash inflows from operating activities (C+D)		368,237	727,009

	Note	2024 ‘000 Taka	2023 ‘000 Taka
14. Equity attributable to owners of the Company/Share capital			
14.1 Authorised capital:			
20,000,000 ordinary shares of BDT 10 each		200,000	200,000
14.2 Issued, subscribed and paid up capital			
3,616,902 ordinary shares of BDT 10 each issued for cash		36,169	36,169
999,498 ordinary shares of BDT 10 each issued for consideration other than cash		9,995	9,995
10,601,880 bonus shares of BDT 10 each		106,019	106,019
		152,183	152,183

14.3 Percentage of shareholdings:	%		Value (‘000 Taka)	
	2024	2023	2024	2023
The BOC Group Limited	60.0	60.0	91,310	91,310
Investment Corporation of Bangladesh (ICB)	7.3	14.3	11,045	21,683
Sadharan Bima Corporation (SBC)	1.3	1.3	2,047	2,047
Pubali Bank Securities Limited	1.3	1.3	2,023	1,923
Other shareholders	30.1	23.1	45,758	35,220
	100	100	152,183	152,183

14.4 Classification of shareholders by holding:	Number of holders		Total holding (%)	
Holdings	2024	2023	2024	2023
Less than 500 shares	13,400	8,959	7.04	4.16
500 to 5,000 shares	1,162	589	9.18	5.28
5,001 to 10,000 shares	58	49	2.66	2.36
10,001 to 20,000 shares	42	45	3.81	4.03
20,001 to 30,000 shares	7	9	1.20	1.44
30,001 to 40,000 shares	4	6	0.96	1.39
40,001 to 50,000 shares	3	3	0.93	0.91
50,001 to 100,000 shares	5	8	2.31	3.62
100,001 to 1,000,000 shares	6	5	11.88	9.12
Over 1,000,000 shares	1	2	60.03	67.69
	14,688	9,675	100.00	100.00

	Note	2024 ‘000 Taka	2023 ‘000 Taka
15. Employee benefits			
See accounting policy in Note 46(M)			
Gratuity scheme	15.1	108,961	116,111
Employee benefits non-current portion		87,621	104,086
Employee benefits current portion		21,340	12,025
		108,961	116,111
15.1. Gratuity scheme			
Amount recognised in the statement of financial positions			
Defined benefit obligation	15.1.1	108,991	116,141
Fair value of plan assets*		(30)	(30)
		108,961	116,111

*Gratuity scheme was unfunded in 2020 and a fund was formed in 2021 when approval from NBR was received on 15 July 2021. The Company has maintained the plan asset through a separate bank account in Standard Chartered Bank.

15.1.1. Movement in defined benefit obligations

	2024			2023		
	Defined benefit obligation	Fair value of plan assets	Net defined (asset)/liability	Defined benefit obligation	Fair value of plan assets	Net defined (asset)/liability
	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka
Balance at 1 January	116,141	(30)	116,111	205,725	(30)	205,695
Transfer to LIPL				(50,186)	-	(501,186)
Included in profit or loss	-	-	-	-	-	-
Past service costs	-	-	-	-	-	-
Current service costs	6,880	-	6,880	8,820	-	8,820
Interest cost	12,110	-	12,110	9,479	-	9,479
Interest income	-	-	-	-	-	-
	18,990	-	18,990	18,299	-	18,299
Included in OCI						
-demographic assumption	-	-	-	-	-	-
-financial assumption	(7,790)	-	(7,790)	(20,262)	-	(20,262)
-experience adjustment	5,310	-	5,310	28,601	-	28,601
Actuarial loss on plan assets	-	-	-	-	-	-
	(2,480)	-	(2,480)	8,339	-	8,339
Other						
Contribution paid by the employer	(23,660)	23,660	-	-	(66,036)	(66,036)
Benefits paid	-	(23,660)	(23,660)	(66,036)	66,036	-
	(23,660)	-	(23,660)	(66,036)	-	(66,036)
Balances at 31 December	108,991	(30)	108,961	116,141	(30)	116,111

B. Significant actuarial assumptions

	2024	2023
Discount rate	12.50%	6.8%
Salary escalation rate	8.5% for 2025 and 6% thereafter	8.5% for 2024-25 and 6% thereafter
Withdrawal rate	Age 20-50 years: 3%; 1% thereafter	
Mortality rate	* Indian Assured Lives Mortality (2006-2008) Ultimate	

* Willis Towers Watson is appointed as the actuary for Linde Bangladesh Limited. Actuary considered this table as no such mortality statistics is available for Bangladesh.

C. Summary of principal rules of the plan

Plan sponsor	Linde Bangladesh Limited
Nature of benefit	Defined benefit plan
Applicable salary	Last drawn monthly basic salary
Vesting schedule	6 months
Normal retirement age	60 years
Maximum limit	Not applicable
Benefits formula	Service length
More than 6 months and less than 10 years	30 days basic for each year
10 years and above	45 days basic for each year
In case an employee completes 11 years of services and attains 57 years of age, he/she will be entitled to 2 basic x no of years in services	60 days basic for each year

D. Expected cash flow for following year

	2024 '000 Taka	2023 '000 Taka
Expected employer's contribution for next year	21,340	27,295
Expected benefit payments for the year ended		
Year 1	21,340	24,110
Year 2	32,370	25,230
Year 3	6,380	37,970
Year 4	21,190	39,430
Year 5	8,040	38,590
Next 5 years	60,190	83,580

E. Sensitivity analysis

A change of 0.5% in discount rate or future salary escalation rate will result a variation in Defined Benefit Obligation as below, considering that the other conditions will remain constant:

Increase of discount rate	(2,320)	(4,010)
Increase in future salary growth	2,590	4,120
Decrease of discount rate	2,450	8,550
Decrease in future salary growth	2,460	(8,080)

		2024	2023
	Note	'000 Taka	'000 Taka
16. Income tax expense			
See accounting policy in Note 46(D)			
Amounts recognised in profit or loss			
Income tax expense			
Current tax expense		1,231,438	147,358
Deferred tax (income)/expense	16(1)	(24,701)	(26,347)
		1,206,737	121,011

	Note	Rate	2024	Rate	2023
			'000 Taka		'000 Taka
16.1 Reconciliation of effective tax rate					
Profit before income tax			7,628,003		349,652
Income tax		20.00%	1,525,601	22.50%	78,672
Factors affecting the tax charge for current period					
Non-deductible expenses		1.17%	89,378	23.42%	81,901
Admissible expenses		-0.46%	(35,462)	-17.58%	(61,452)
Differential tax rate for capital gain		-5.06%	(386,160)	-7.54%	(26,347)
Movement of temporary differences		-0.32%	(24,701)		
Prior year adjustment		0.50%	38,081	13.80%	48,237
Total income tax expense		15.82%	1,206,737	34.61%	121,011

16.2. Movement in deferred tax balances

Deferred tax liabilities have been recognised and measured in accordance with the provision of IAS - 12:"Income Taxes".

	Opening balance	Transfer to LIPL	Net balance after transfer	Recognised in profit or loss	"Recognised in OCI"	Closing balance	Deferred tax assets	Deferred tax liabilities
	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka
31 December 2024								
Property, plant and equipment	(334,882)	-	(334,882)	(25,792)	-	(309,090)	-	(309,090)
Intangible assets	3,433	-	3,433	(391)	-	3,824	3,824	-
ROU assets	(6,483)	-	(6,483)	(4,553)	-	(1,929)	-	(1,929)
Lease liabilities	3,759	-	3,759	3,078	-	681	681	-
Provision for inventory obsolescence	9,466	-	9,466	2,575	-	6,891	6,891	-
Impairment loss allowance on trade receivables	20,712	-	20,712	364	-	20,348	20,348	-
Employee benefits	26,122	-	26,122	-	558	26,122	-	26,122
Net deferred tax assets (liabilities)	(277,873)	-	(277,873)	(24,720)	558	(253,153)	31,745	(284,898)
31 December 2023								
Property, plant and equipment	(442,361)	77,606	(364,755)	29,873	-	(334,882)	-	(334,882)
Intangible assets	4,671	-	4,671	(1,238)	-	3,433	3,433	-
ROU assets	-	-	-	(6,483)	-	(6,483)	-	(6,483)
Lease liabilities	-	-	-	3,759	-	3,759	3,759	-
Provision for inventory obsolescence	14,067	(5,168)	8,899	567	-	9,466	9,466	-
Impairment loss allowance on trade receivables	22,394	-	22,394	(1,682)	-	20,712	20,712	-
Employee benefits	46,281	(23,586)	22,695	1,550	1,876	26,122	26,122	-
Net deferred tax assets (liabilities)	(354,948)	48,852	(306,096)	26,347	1,876	(277,873)	63,492	(341,365)

		2024	2023
	Note	'000 Taka	'000 Taka
17. Lease liabilities - leases as lessee			
See accounting policy in Note 46(Q)			
The Company takes lease of warehouses and sales center premises. The leases typically run for specific years, with an option to renew the lease after that date. Lease payments are renegotiated time to time to reflect market rentals.			
A. Reconciliation of carrying amount			
Opening balance		16,708	20,544
Additions		2,999	-
Interest accrued		1,476	1,808
Repayment		(3,310)	(5,992)
Adjustment during the year		11,308	348
		29,182	16,708
Lease liabilities-non current portion		23,228	14,402
Lease liabilities- current portion		5,954	2,306
		29,182	16,708
B. Amounts recognized in profit or loss			
Interest on lease liabilities		1,476	1,808
Depreciation on right-of-use assets		3,290	7,491
		4,766	9,299
C. Amounts recognized in statement of cash flows			
Total cash outflows for leases		(3,310)	(5,992)
18. Other non-current liabilities			
See accounting policy in Note 46(H)			
Cylinder security deposit		255,370	246,041
Cylinder security deposit from customers is a liability of continuing nature raised through daily business operation.			
19. Trade and other payables			
See accounting policy in Note 46(H)			
Inter-company payables		169,648	325,168
Trade payables		210,638	180,953
Payables for capital items		5,658	48,861
Advances from customers		57,677	59,277
Others*		639,932	674,809
		1,083,554	1,289,068
* The Board of Directors of the Company, at a meeting held on 27 April 2016, approved the transfer of lease entitlement of land at Tejgaon site, Dhaka measuring 2.31 acres. The money has already been received but the transfer through the execution of transfer deed is in process.			
20. Provision for expenses			
See accounting policy in Note 46(K)			
Accrued expenses		58,287	34,292
Accrued employee benefits		75,774	78,491
Workers' profit participation fund	20.1	401,488	18,417
		535,548	131,200
20.1 Workers' profit participation fund			
See accounting policy in Note 46(L)			
Opening balance		18,417	59,755
Provision made during the period/year	29	401,474	18,403
		419,891	78,158
Payment during the period/year		(18,403)	(59,741)
		401,488	18,417

		2024	2023
	Note	'000 Taka	'000 Taka
20.A Provision for expenses (consolidated)			
Accrued expenses		58,411	34,416
Accrued employee benefits		75,774	78,491
Workers' profit participation fund	20.1	401,488	18,417
		535,673	131,324
21. Current tax liabilities/(assets)			
See accounting policy in Note 46(D)			
Provision for tax	21.1	1,208,842	114,605
Advance income tax	21.2	(1,378,574)	(224,793)
		(169,732)	(110,188)
21.1 Provision for tax			
Balance as at 1 January		114,605	275,535
Add: Provision made during the year	16	1,231,438	147,358
		1,346,043	422,892
Less: Adjustment during the year		(137,201)	(308,287)
Balance as at 31 December		1,208,842	114,605
21.2 Advance income tax			
Balance as at 1 January		224,793	232,962
Payment made u/s- 64 and 74		1,158,480	127,513
Withholding tax		132,502	172,605
Tax adjusted for prior years		(137,201)	(308,287)
Balance as at 31 December		1,378,574	224,793
22. Unclaimed dividend			
The ageing of unclaimed dividends at the reporting date was:			
Within 1 year		165,907	352,748
Up to 1 year to 2 years		7,429	9,563
Up to 2 years to 3 years		9,267	7,569
Above 3 years*		-	8,483
		182,603	378,363
22.1 Dividend payable to The BOC Group Ltd.		-	345,148
Dividend payable to others		182,603	33,215
		182,603	378,363

*As per the Directive No. BSEC/CMRRCD/2021-386/03 and Bangladesh Securities and Commission Rules (Capital Market Stabilisation Fund) Rules, 2021, if cash dividend remains unpaid or unclaimed for a period of three years from the date of declaration or approval or record date, it shall be transferred to CMSF (Capital market Stabilisation Fund). The Company transferred BDT 8,463,060 for year 2019 that was unclaimed for more than 3 years to CMSF.

23. Revenue

See accounting policy in Note 46(A)

		2024	2023
	UOM	Quantity	Quantity
		'000	'000
		'000 Taka	'000 Taka
ASU gases	M ³	24,552	27,240
Dissolved acetylene	M ³	76	86
Others	-	830,699	-
		2,214,080	2,164,337

	Note	2024	2023
		'000 Taka	'000 Taka
24. Cost of sales			
Opening inventories of manufactured products		22,145	42,046
Cost of goods manufactured	24.1	1,119,994	1,028,534
Closing inventories of manufactured products		(15,267)	(22,145)
Cost of sales of manufactured products		1,126,872	1,048,435
Cost of trading products		44,375	55,248
		1,171,247	1,103,683
24.1 Cost of goods manufactured			
Raw and packing materials consumed	24.1.2	406,182	251,030
Manufacturing overhead	24.1.1	335,271	351,733
Fuel and power		378,541	425,771
		1,119,994	1,028,534
24.1.1 Manufacturing overhead			
Salaries, wages and staff welfare		69,875	98,815
Depreciation on property, plant and equipment	5.2	188,351	182,168
Repair and maintenance		41,582	43,224
Insurance		5,752	3,547
Travelling and conveyance		1,978	2,131
Training expenses		21	12
Vehicle running expenses		5,080	7,715
Telephone, telex and fax		139	729
Printing, postage, stationery and office supplies		1,154	1,375
Consultancy fees		494	567
Inventory provision		10,449	7,269
Inventory written off		4,438	-
Provision made/(reversal) for inventory obsolescence		-	(988)
Sundry factory expenses		5,958	5,169
		335,271	351,733

24.1.2 Raw and packing materials consumed

	Unit of measurement	Opening stock		Purchase		Closing stock		Consumption		% of total consumption
		Quantity	Cost	Quantity	Cost	Quantity	Cost	Quantity	Cost	
		MT '000	'000 Taka	MT '000	'000 Taka	MT '000	'000 Taka	MT '000	'000 Taka	
For the year ended 31 December 2024										
Calcium carbide	M. Ton	141	21,956	205	26,353	59	7,852	287	40,457	9.96
Others*			26,500		363,095		23,870		365,725	90.04
Total 2024			48,456		389,449		31,722		406,182	100.00
For the year ended 31 December 2023										
Calcium carbide	M. Ton	170	35,462	307	53,992	141	21,956	336	67,498	26.89
Others*			178,832		31,200		26,500		183,532	73.11
Total 2023			214,294		85,192		48,456		251,030	100.00

*Others include imported liquids, different types of chemicals, lubricants and packing materials purchased from local market and abroad.

		2024	2023
	Note	'000 Taka	'000 Taka
25. Operating expenses			
Salaries, wages and staff welfare		231,966	291,465
Depreciation on property, plant and equipment	5.2	75,300	77,706
Depreciation on right-of-use asset	7	3,290	7,491
Impairment loss on property, plant and equipment	5	54,532	-
Amortisation of intangible assets	6	-	32
Fuel and power		1,112	738
Repair and maintenance		23,418	24,146
Insurance		2,971	2,452
Delivery expenses		168,553	186,343
Rent, rates and taxes		16,741	11,118
Travelling and conveyance		5,577	7,163
Training expenses		98	643
Telephone, telex and fax		3,554	2,517
Global information service		34,129	22,967
Outsourcing service charge		4,611	5,028
Printing, postage, stationery and office supplies		6,060	6,789
Advertising and promotion		4,026	8,715
Provision/(reversal) made for trade receivables	10.1	(11,445)	(7,474)
Bad debts written off		36,941	-
Legal and professional charge		33,616	16,241
Royalties and technical assistance fees		54,113	44,533
Audit fees	25.1	2,046	2,200
Bank charges		9,235	7,922
Entertainment		280	583
Sundry office expenses		12,928	13,056
Other business cost		-	-
		773,652	732,374
25.1 Fees paid to auditors			
Statutory audit		600	600
Interim audit		360	600
Tax compliance and other services		486	1,000
Transfer compliance and others		600	-
		2,046	2,200

		2024	2023
	Note	'000 Taka	'000 Taka
25.A Operating expenses (Consolidated)			
Salaries, wages and staff welfare		231,966	291,465
Depreciation on property, plant and equipment	5.2	75,300	77,706
Depreciation on right-of-use asset	7	3,290	7,491
Impairment loss on property, plant and equipment	5	54,532	-
Amortisation of intangible assets	6	-	32
Fuel and power		4,051	738
Repairs to building		1,074	2,896
Maintenance		22,343	21,250
Insurance		2,971	2,452
Delivery expenses		165,614	186,343
Rent, rates and taxes		16,741	11,118
Travelling and conveyance		5,577	7,163
Training expenses		98	643
Telephone, telex and fax		3,554	2,517
Global information service		34,129	22,967
Outsourcing service charge		4,611	5,028
Printing, postage, stationery and office supplies		6,060	6,789
Advertising and promotion		4,026	8,715
Provision /(reversal) made for trade receivables		(11,445)	(7,474)
Bad debts written off		36,941	-
Legal and professional charge		33,616	16,241
Royalties and technical assistance fees		54,113	44,533
Audit fees	25.A.1	2,115	2,269
Balance carried forward		751,278	710,882
25.A Operating expenses (Consolidated) (continue)			
Balance brought forward		751,278	710,882
Bank charges		9,235	7,922
Entertainment		280	583
Sundry office expenses		12,928	13,056
		773,721	732,443
25.A.1 Fees paid to auditors (consolidated)			
Audit fees - Linde Bangladesh Limited	25.1	2,046	2,200
Audit fees - BOC Bangladesh Limited		69	69
		2,115	2,269
26. Other income			
Gain on disposal of property, plant and equipment	26.1	543	371
Rental income from house property		3,335	1,760
Scrap sales and others		42,864	6,857
		46,741	8,988
26.1 Gain on disposal of property, plant and equipment			
A. Proceeds from sales of property, plant and equipment		1,625	704
B. Carrying amount			
Cost of property, plant and equipment		102,438	3,781
Accumulated depreciation		(101,356)	(3,448)
		1,082	333
C. Gain on disposal (A-B)		543	371

		2024	2023
	Note	'000 Taka	'000 Taka
27. Income from sale of LIPL			
Sale proceeds		9,106,100	-
Investment in LIPL		(1,382,901)	-
Gross income from sale of LIPL		7,723,199	-
Cost associated to sale		(143,858)	-
		7,579,341	-
28. Net finance income			
See accounting policy in Note 46(B)			
Finance income		17,038	40,143
Finance costs		(14)	(59)
Interest expenses for lease		(1,476)	(1,808)
		15,548	38,276
29. Contribution to workers profit participation fund (WPPF)			
See accounting policy in Note 46(L)			
Profit before contribution to WPPF		8,029,477	368,055
Applicable contribution rate		5%	5%
		401,474	18,403
30. Directors' remuneration			
Fees for attending board meeting		720	400
Salaries and benefits		12,778	18,153
		13,498	18,553

31. Financial instruments – Fair values and risk management

31.A. Accounting classifications and fair values

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

		Carrying amount						
	Note	Fair value - hedging instruments	Mandatorily at FVTPL- Others	FVOCI-debt instruments	FVOCI-equity instruments	Financial assets at amortised cost	Other financial liabilities	Total amount
		'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka
31 December 2024								
Financial assets not measured at fair value								
Investment in subsidiaries	8	-	-	-	-	20	-	20
Trade and other receivables	10	-	-	-	-	855,534	-	855,534
Cash and cash equivalents (excluding cash in hand)	13	-	-	-	-	1,559,082	-	1,559,082
		-	-	-	-	2,414,636	-	2,414,636
Financial liabilities not measured at fair value								
Other non-current liabilities	18	-	-	-	-	-	255,370	255,370
Trade and other payables*	19	-	-	-	-	-	419,429	419,429
		-	-	-	-	-	674,799	674,799
31 December 2023								
Financial assets not measured at fair value								
Investment in subsidiaries	8	-	-	-	-	1,020	-	1,020
Trade and other receivables	10	-	-	-	-	906,755	-	906,755
Cash and cash equivalents (excluding cash in hand)	13	-	-	-	-	2,204,008	-	2,204,008
		-	-	-	-	3,111,783	-	3,111,783
Financial liabilities not measured at fair value								
Other non-current liabilities	18	-	-	-	-	-	246,041	246,041
Trade and other payables*	19	-	-	-	-	-	624,943	624,943
		-	-	-	-	-	870,984	870,984

* Advances against transfer of lease entitlement as referred in note number 19 is not of financial liabilities nature.

The Company has not disclosed the fair values for financial instruments such as trade and other receivables, cash and cash equivalents, investment in subsidiaries, trade and other payables, and other non-current liabilities because their carrying amounts are a reasonable approximation of fair values.

B. Financial risk management

The Group has exposure to the following risks from its use of financial instruments:

- Credit risk (See (B)(ii));
- Liquidity risk (See (B)(iii)); and
- Market risk (See (B)(iv)).

i. Risk management framework

The Board of Directors 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 and systems are reviewed regularly to reflect changes in market conditions and the Company's activities..

ii. Credit risk

Credit risk is the risk of a financial loss to the Group and 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 customers.

The carrying amount of financial assets represents the maximum credit exposure.

Trade and other receivables

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

The management has established a credit policy under which each new customer is analysed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. Management's review includes external ratings, if they are available, financial statements, credit agency information, industry information, and in some cases bank references. Sale limits are established for each customer and reviewed which represent the maximum outstanding amount of credit sale without requiring approval from the Committee; these limits are reviewed as per HPO (High Performance Organisation) guideline of Linde Group in each quarter. Customers that fail to meet the Company's benchmark creditworthiness may transact with the Company only on a cash/deposit scheme basis.

The Company has established a provision policy for doubtful debts in alignment with its Group Policy. This represents the Company's estimate of incurred losses of trade receivables. The Company provides for ECL (Expected Credit Loss) rate of trade receivables which are overdue less than 365 days and 100% of trade receivables which are more than 365 days. Loss rate for healthcare customers is applied on gross trade receivable to work out provisions.

In monitoring customer credit risk, customers are grouped according to their credit characteristics, including whether they are an individual or a legal entity, whether they are a wholesale, retail or end-user customer, their geographic location, industry, trading history with the company and existence of previous financial difficulties.

Exposure to credit risk for trade and other receivables

At 31 December 2024, the maximum exposure to credit risk for trade and other receivables was as follows:

	Note	2024 '000 Taka	2023 '000 Taka
Trade receivables		915,682	945,237
Provision for trade receivables		(117,551)	(92,054)
		798,131	853,183
Cash at bank		1,559,082	2,204,009
		2,357,214	3,057,192

		2024	2023
	Note	'000 Taka	'000 Taka
Ageing of trade and other receivables at the reporting date			
The aging of trade receivables at the year end was:			
Invoiced 0-30 days		393,218	446,329
Invoiced 31-60 days		78,299	30,044
Invoiced 61-90 days		15,075	26,421
Invoiced 91-180 days		15,452	42,761
Invoiced 181-365 days		56,621	83,410
Invoiced and above 365 days		357,018	316,272
		915,682	945,237

Cash and cash equivalents

The Company held cash and cash equivalents of BDT 1,559,564 thousand at 31 December 2024 (December 2023: BDT 2,204,361 thousand), which represents its maximum credit exposure on these assets. The cash and cash equivalents are held with different banks which are rated from AA3 to AAA, based on ratings by Credit Rating Agency of Bangladesh (CRAB) and Credit Rating Information and Services Limited (CRISL).

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

iii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's objective when managing liquidity 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 the preparation of the cash flow forecast, based on timeline of payment of the financial obligation and accordingly arranging for sufficient liquidity/fund to make the expected payment within due date. 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. In extremely stressed conditions, the Company may get support from the parent company in the form of shareholder's loan/capital contribution.

Exposure to liquidity risk

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

Particulars	Contractual cash flows						
	Carrying amount	Total	2 months or less	2-12 months	1-2 years	2-5 years	More than 5 years
31 December 2024							
Non-derivative financial liabilities	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka	'000 Taka
Trade payables	210,638	221,927	158,483	14,530	22,667	26,247	-
Inter-company payables	169,648	158,359	52,183	76,831	29,346	-	-
Payables for capital items	5,658	5,658	4,764	85	25	785	-
Lease liabilities	29,182	29,182	680	3,312	6,571	9,622	8,996
	415,127	415,127	216,110	94,758	58,609	36,654	8,996
31 December 2023							
Non-derivative financial liabilities							
Trade payables	180,953	180,953	180,953	-	-	-	-
Inter-company payables	325,168	325,168	325,168	-	-	-	-
Payables for capital items	48,861	48,861	48,861	-	-	-	-
Lease liabilities	16,708	21,080	558	2,801	3,457	10,941	3,323
	571,690	576,062	555,540	2,801	3,457	10,941	3,323

iv. Market risk

Market risk is the risk that changes in market prices - e.g. foreign exchange rates, interest rates and equity prices that 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 optimising the return.

a) Currency risk

The Company is exposed to transactional foreign currency risk to the extent that there is a mismatch between the currencies in which sales, purchases, receivables and borrowings are denominated and the respective functional currencies of the Company. The functional currency of the Company is primarily Taka.

Majority of the company's foreign currency transactions are denominated in USD, Euro, SGD and GBP and relate to procurement of raw materials, capital items from abroad. The Company also has exposure in foreign currencies relating to some services. The Company also earns foreign currencies from export and deemed export of goods and services.

Exposure to currency risk

The summary quantitative data about the company's exposure to currency risk as reported to the management of the company is as follows.

	'000 BDT	'000 USD	'000 INR	'000 THB	'000 GBP	'000 EUR	'000 SGD
As at 31 December 2024							
A. Foreign currency denominated assets							
Trade receivables	-	-	-	-	-	-	-
Inter-company receivable	-	-	-	-	-	-	-
Cash at bank	598,298	5,003	-	-	-	-	-
	598,298	5,003	-	-	-	-	-
B. Foreign currency denominated liabilities							
Trade payables	(14,704)	(86)	-	-	-	(36)	-
Inter-company payables	(88,077)	(518)	-	-	(4)	-	(292)
	(102,781)	(604)	-	-	(4)	(36)	(292)
Net statement of financial position exposure (A-B)	495,518	4,400	-	-	(4)	(36)	(292)
As at 31 December 2023							
A. Foreign currency denominated assets							
Trade receivables	-	-	-	-	-	-	-
Inter-company receivable	-	-	-	-	-	-	-
	-	-	-	-	-	-	-
B. Foreign currency denominated liabilities							
Trade payables	(23,100)	(210)	-	-	-	-	-
Inter-company payables	(189,645)	(972)	-	-	(4)	(290)	(585)
	(212,745)	(1,182)	-	-	(4)	(290)	(585)
Net statement of financial position exposure (A-B)	(212,745)	(1,182)	-	-	(4)	(290)	(585)

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

	Average rate		Year end spot rate	
Exchange rate in taka	2024	2023	2024	2023
US Dollar (USD) 1	115.36	107.62	119.58	110.00
Great Britain Pound (GBP) 1	147.48	135.25	149.66	134.00
EURO (EUR) 1	124.80	114.94	123.80	116.00
SGD 1	86.35	76.87	87.56	83.00

Foreign exchange rate sensitivity analysis for foreign currency expenditures

A reasonably possible (assume 5%) strengthening/(weakening) of foreign currencies against functional currency as at 31 December 2024 would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Particulars	Profit or loss		Equity	
	Strengthening	Weakening	Strengthening	Weakening
	'000 Taka	'000 Taka	'000 Taka	'000 Taka
31 December 2024				
USD	26,304	(26,304)	(21,044)	21,044
EUR	(220)	220	176	(176)
GBP	(29)	29	24	(24)
SGD	(1,279)	1,279	1,023	(1,023)
31 December 2023				
USD	(6,501)	6,501	5,038	(5,038)
EUR	(1,682)	1,682	1,304	(1,304)
GBP	(27)	27	20	(20)
SGD	(2,428)	2,428	1,882	(1,882)
			2024	2023
			'000 Taka	'000 Taka
Foreign exchange gain/(loss)				
Foreign exchange gain/(loss)			118,666	(7,489)

b) Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates. The Company is not exposed to fluctuations in interest rates as it has no floating interest rate bearing financial liability as at the reporting date. The Company has not entered into any agreement involving derivative instrument 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.

Fixed rate instruments		
Financial assets - Fixed deposits with banks	10,000	10,000
Financial liabilities	-	-
	10,000	10,000
Floating rate instruments		
Financial assets	-	-
Financial liabilities	-	-
	-	-

c) Commodity risk

Commodity risk refers to the uncertainties of future market values and of the size of the future income, caused by the fluctuation in the prices of commodities. As the Company purchases MS wire, blended power, Calcium carbide and other raw materials, it is exposed to risks arising from the purchase of these materials for use in production. Commodity price risk is managed by supply contracts with suppliers.

C) Capital management

Capital management refers to implementing policies and measures to maintain sufficient capital, assessing Company's internal capital adequacy to ensure Company's operation as a going concern. Capital consists of share capital, general reserve and revaluation reserve. All major investment and operational decisions with exposure to certain amount are evaluated and approved by the board. The Board of Directors monitors the level of dividends to ordinary shareholders.

32. Non-controlling interest (NCI)

The following table summarises the information relating to the Group's subsidiary:

	BOC	Intra-group eliminations	Total	'000 Taka
31 December 2024				
NCI percentage	0.05%	-	-	-
Non-current assets	-	-	-	-
Current assets	20,000	-	20,000	20
Non-current liabilities	-	-	-	-
Current liabilities	(799,250)	-	(799,250)	(799)
Net assets	(779,250)	-	(779,250)	(779)
Net assets attributable to NCI	(390)	-	(390)	(0.39)
Revenue	-	-	-	(69)
Loss	(69,000)	-	(69,000)	(69)
OCI	-	-	-	-
Total comprehensive income	(69,000)	-	(69,000)	(69)
Loss allocated to NCI	(35)	-	(35)	(0.04)
OCI allocated to NCI	-	-	-	-
Cash flows from operating activities	-	-	-	-
Cash flows from investing activities	-	-	-	-
Cash flows from financing activities	-	-	-	-
Net increase in cash and cash equivalents	-	-	-	-
31 December 2023				
NCI percentage	0.05%	-	-	-
Non-current assets	-	-	-	-
Current assets	20,000	-	20,000	20
Non-current liabilities	-	-	-	-
Current liabilities	(730,250)	-	(730,250)	(730)
Net assets	(710,250)	-	(710,250)	(710)
Net assets attributable to NCI	(355)	-	(355)	(0.36)
Revenue	-	-	-	-
Loss	(69,000)	-	(69,000)	(69)
OCI	-	-	-	-
Total comprehensive income	(69,000)	-	(69,000)	(69)
Loss allocated to NCI	(35)	-	(35)	(0.04)
OCI allocated to NCI	-	-	-	-
Cash flows from operating activities	-	-	-	-
Cash flows from investing activities	-	-	-	-
Cash flows from financing activities	-	-	-	-
Net increase/(decrease) in cash and cash equivalents	-	-	-	-

33. Related party transactions

A. Parent and ultimate controlling party

BOC Group Limited of United Kingdom (UK) has 60% shareholding of the Company which is fully owned by Linde AG of Germany. In 2018, Linde AG of Germany has merged with Praxair, Inc. USA and a new company Linde PLC has been incorporated in Ireland and as such Linde plc is the new ultimate holding company of Linde Bangladesh Limited.

	Note	2024 '000 Taka	2023 '000 Taka
B Transaction with key management personnel			
Key management personnel compensation:			
Directors' remuneration	30	13,498	18,553

			31 December		31 December	
			2024	2023	2024	2023
C Other related party transactions			Transaction for the year		Balance outstanding as at	
Name of party	Nature of relationship	Nature of transactions	'000 Taka	'000 Taka	'000 Taka	'000 Taka
InterCompany payables						
BOC Limited - ENG (Gases)	Fellow Subsidiary	Purchase of goods	-	612	537	626
BOC Group Ltd.	Holding Company	Technical assistance fee	54,113	44,533	54,113	163,960
BOC Group Ltd.	Holding Company	Dividend	5,149,866	383,501	-	-
Linde AG, Linde Gas Headquarters	Holding Company of BOC Group Ltd.	Global IS fee	34,129	33,897	-	33,897
Linde Gas Asia Pte. Ltd.- ROHQ	Fellow Subsidiary	Service fee	-	638	18,116	-
Linde Gas Singapore Pte. Ltd.	Fellow Subsidiary	Purchase of goods	425	2,583	2,874	4,530
Linde India Ltd.	Fellow Subsidiary	Purchase of goods and assets	104,609	95,408	91,980	84,638
Linde Malaysia Sdn Bhd	Fellow Subsidiary	Purchase of goods and assets	1,171	3,406	-	1,287
Linde (Thailand) Public Company Limited	Fellow Subsidiary	Service fee	8,033	552	638	6,910
Linde Business Solutions Center	Fellow Subsidiary	Service fee	6,811	6,618	1,389	2,010
Gas Praxair India Private Limited	Fellow Subsidiary	Service fee	-	767	-	-
			5,359,157	572,515	169,648	297,859
InterCompany receivables						
BOC Bangladesh Limited	Subsidiary	Payment of expenses	69	69	675	606
			69	69	675	606

In addition to above, please see Note 11 which includes transfer from the Company to LIPL due to demerger. Note 9 amounts represents balances under related party for LIPL only. During consolidation, the transfers and balances are eliminated.

34. Remittance made in foreign currency		2024		2023	
	Currency	'000 FC	'000 Taka	'000 FC	'000 Taka
Dividend paid to The BOC Group, UK	USD	42,916	5,149,866	-	-
Linde Gas Asia Pte. Ltd.	SGD	293	24,793	131	10,569
LINDE MALAYSIA SDN. BHD.	USD	0	4	-	-
R V BRIGGS AND CO PRIVATE LIMITED	USD	0	40	-	-
Ernst Young GmbH	EUR	29		9	996
Linde India Ltd, India	USD	10	1,103	-	-
Linde AG, Germany	EUR	530	65,111	238	27,759
DATA ONLINE, LLC	USD	5	619	-	-
WILLIS TOWER WATSON, India	USD	6	655	2	171
Linde (Thailand) Public Co Limited	USD	11	1,350	-	-
TAF paid to The BOC Group, UK	USD	1,310	174,617	-	-
Crown Relocations, Hong Kong	EUR	-	-	-	16
NICCO ENGINEERING SERVICES LIMITED	USD	18	3,116	-	-
LBSC, Philippines	USD	75	8,828	12	2,676
Smart Gas, Singapore	USD	7	735	-	-
		45,210	5,430,837	392	42,187

The BOC Group Ltd., UK is a non-resident shareholder which holds 9,130,968 shares in this Company. Dividend paid to The BOC Group Ltd., UK includes final dividend of USD 42,916 thousand for the year 2024.

35. Receipt in foreign currency

Name of customer/vendor	Nature of receipt	2024		2023	
		'000 USD	'000 Taka	'000 USD	'000 Taka
Uniglory Cycle Component Ltd.	Deemed export	9	1,071	67	7,168
Meghna Alloytech Ltd.	Deemed export	364	41,807	310	32,874
Karnafuly Ship Builders	Deemed export	-	-	207	21,376
ALCa Industries Limited	Deemed export	117	13,428	124	13,240
Total		490	56,307	708	74,658

	2024	2023
	'000 Taka	'000 Taka
36. Value of imports calculated on CIF basis		
Raw materials	81,752	1,408,099
Components and spare parts	28,424	26,441
Capital goods	81,078	43,806
	191,254	1,478,346

37. Commitments and contingencies

a. Commitments

i. Contracted but not accounted for	76,370	115,649
ii. Approved but not contracted for	262,169	192,780
iii. Outstanding letters of credit	169,263	354,696
	507,802	663,125

b. Contingencies

Disputed tax and VAT related issues	113,632	122,266
Guarantees and acceptances*	124,104	112,371
	237,736	234,637

*These includes bank guarantees to third parties, shipping guarantees, others guarantee, utility guarantee, performance bond, security bond, import bill, import receivables and bank acceptance.

37.1 Credit facilities available as at 31 December

The Hongkong and Shanghai Banking Corporation Limited	875,790	826,790
Standard Chartered Bank	1,200,000	1,200,000
BRAC Bank Limited	1,000,000	1,000,000
	3,075,790	3,026,790

Agreement with The Hongkong and Shanghai Banking Corporation Limited (Credit facility)

As per renewed agreement executed on 14 January 2024 between Linde Bangladesh Limited and The Hongkong and Shanghai Banking Corporation Limited (HSBC), the Company has been availing credit facilities. The terms and conditions are as follows:

Facility limit: BDT 408 million (BDT Four hundred and Eight million).

Purpose: Working capital

Interest Rate: 11.45%

Security: Demand promissory note, letter of continuation for BDT 408 million and letter of comfort from Linde AG.

Agreement with Standard Chartered Bank (Credit facility)

As per agreement executed on 29 April 2014 between Linde Bangladesh Limited and Standard Chartered Bank Bangladesh, the company has been availing credit facility. The terms and conditions are as follows:

Facility limit: BDT 1,200 million (BDT twelve hundred million)

Purpose: Working capital

Interest Rate: 13% per annum

Security: Demand promissory note and letter of continuation for BDT 1,200 million

Agreement with BRAC Bank Limited (Credit facility)

Facility limit: BDT 1,000 million (BDT One Thousand million)

Purpose: Working capital

Interest Rate: N/A

Security: 100% Cash Margin

Agreement with Commercial Bank of Cylon (Credit facility)

Facility limit: Based on Margin

Purpose: Working capital

Interest Rate: N/A

Security: 100% Cash Margin

38. Production capacity

Major products	Unit of measurement	Normal capacity for the year	Production for the year	Remarks
ASU Gases	M3	26,937	20,562	Due to unstable power
Carbon-dioxide	M. Ton	13	6	Due to lower market demand
Dissolved Acetylene	M3	300	95	Due to lower market demand

39. Proceeds from disposal of property, plant and equipment

	Cost	Accumulated depreciation	Carrying amount	Sales proceeds
	'000 Taka	'000 Taka	'000 Taka	'000 Taka
Building on Freehold Land	4,121	4,121	-	-
Plant and Machinery	83,849	83,849	-	-
Furniture and fixtures	155	155	-	-
Computer hardware	6,186	6,186	-	-
Motor Vehicle	2,650	2,650	-	1,137
Cylinders:				
Condemned	4,577	3,699	878	-
Sold	899	695	205	488
Total 2024	102,438	101,356	1,082	1,625
Total 2023	3,781	3,448	333	704

	2024	2023
	'000 Taka	'000 Taka
40. Number of employees engaged for drawing remuneration		
(a) Above Taka 3,000 per month	97	128
(b) Below Taka 3,000 per month	-	-
	97	128

41. Net Asset Value (NAV)

Total assets	5,938,493	8,105,407
Total non-current liabilities	(619,372)	(642,402)
Total current liabilities	(1,828,999)	(1,812,962)
Net assets	3,490,122	5,650,043
Number of ordinary shares of Taka 10 each (in thousand)	15,218	15,218
Net asset value (NAV) per share (in BDT)	229.34	371.27

41(A) Net Asset Value (NAV) (consolidated)

Total assets	5,937,818	8,104,801
Total non-current liabilities	(619,372)	(642,402)
Total current liabilities	(1,829,123)	(1,813,086)
Net assets	3,489,323	5,649,313
Number of ordinary shares of Taka 10 each (in thousand)	15,218	15,218
Net asset value (NAV) per share (in BDT)	229.28	371.22

	2024	2023
	'000 Taka	'000 Taka
42. Earnings per share		
Basic earnings per share		
Profit attributable to the ordinary shareholders	6,421,266	228,641
Number of ordinary shares outstanding during the year	15,218	15,218
Basic earnings per share (EPS)	421.94	15.02
Diluted earnings per share		
No diluted earnings per share is required to be calculated for the year as there was no potentially dilutive ordinary shares during the year. So both basic and diluted earning per share are same.		
42.A Basic earnings per share (consolidated)		
Profit attributable to the ordinary shareholders	6,421,197	228,572
Number of ordinary shares outstanding during the year	15,218	15,218
Basic earnings per share (EPS)	421.94	15.02
42.B Basic earnings per share (EPS)		
Profit attributable to the ordinary shareholders	6,421,197	228,572
Less: income from sale of shares of LIPL	7,579,341	-
Related WPPF of sale of share	378,967	-
Related tax	1,158,480	-
Profit excluding capital gain	379,303	228,572
Number of ordinary shares outstanding during the year	15,218	15,218
Basic earnings per share (EPS)	24.92	15.02
43. Net operating cash flow per share (NOCFPS)		
Cash flows from operating activities as per statement of cash flows	368,305	552,873
Number of ordinary shares outstanding during the year	15,218	15,218
Net operating cash flow per share (NOCFPS)	24.20	36.33
43.A Net operating cash flow per share (NOCFPS) (consolidated)		
Cash flows from operating activities as per statement of cash flows	368,237	552,873
Number of ordinary shares outstanding during the year	15,218	15,218
Net operating cash flow per share (NOCFPS)	24.20	36.33
44. Events after the reporting date		
The Board of Directors has recommended final dividend at 400% (BDT 40 per share) for the year ended December 31, 2024, amounting to BDT 609 million (i.e. total 4500% cash dividend for the year 2024 inclusive of 4100% interim cash dividend which has already been paid). The total amount of dividend paid during the year amounts to BDT 6,848 million.		

45. Standards issued but not yet effective

A number of new standards are effective for periods beginning after 1 January 2025 and earlier application is permitted. However, the Company has not early adopted the new or amended standards in preparing these financial statements.

The following amended standards and interpretations are not expected to have a significant impact on the Company's financial statements:

- Lease Liability in a Sale and Leaseback (Amendments to IFRS 16)
- Lack of Exchangeability (Amendments to IAS 21)

46. Material accounting policies

The Company has consistently applied the following accounting policies to all periods presented in these financial statements, except if mentioned otherwise.

- A. Revenue from contracts with customers
- B. Finance income and finance costs
- C. Foreign currency transactions
- D. Income tax
- E. Inventories
- F. Property, plant and equipment
- G. Intangibles
- H. Financial instruments
- I. Share capital
- J. Impairment
- K. Provisions
- L. Workers' profit participation fund
- M. Employee benefit
- N. Reporting period
- O. Earnings per share
- P. Statement of cash flows
- Q. Leases
- R. Contingencies
- S. Events after the reporting period
- T. Segment reporting

A. Revenue from contracts with customers

Type of product and service

Industrial and medical gases, installation of Vacuum Insulated Evaporators (VIE), rental of cylinders and VIEs and other services related to its products.

Revenue recognition from sale of goods

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

Invoices are usually paid instantly in case of cash sales or payable as per credit terms offered by the Company.

Services

Revenue from services rendered is recognised in profit or loss in proportion to the stage of completion of the transaction at the reporting date. Cylinder rent is partially recognised on cash basis.

Revenue from the rental of VIEs and cylinders is recognised over time and invoice for rental of VIE are raised monthly.

B. Finance income and finance costs

Finance income comprises of interest income on funds placed in fixed deposit. Interest income is recognised on accrual basis.

Finance expenses comprise of interest expense on overdraft, bank charges and interest expense on lease liabilities. All finance expenses are recognised in profit or loss.

C. Foreign currency transactions

Transactions in foreign currencies are translated into the functional currency (BDT) at exchange rates ruling at the dates of transactions in accordance with IAS-21 "The Effects of Changes in Foreign Exchange Rates." Exchange rate difference at the statement of financial position date are charged/credited to statement of profit or loss and other comprehensive income. This Schedule requires all exchange gains and losses arising from foreign currency borrowings, taken to finance acquisition of construction of fixed assets, to be credited/ charged to the cost/value of such assets.

The financial statements are presented in BDT, which is company's functional currency. Transactions in foreign currencies are recorded in the books at the exchange rate prevailing on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at reporting date are translated into (BDT) at the exchange rates ruling at the statement of financial position date. Non-monetary assets and liabilities denominated in foreign currencies, stated at historical cost, are translated into

(BDT) at the exchange rate ruling at the date of transaction. Exchange differences arising on the settlement of monetary items or on translating monetary items at the end of the reporting period are recognised in profit or loss.

D. Income tax

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

i. Current tax

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date. The Company qualifies as a "Publicly Traded Company", as defined in income tax law. The applicable tax rate for the Company is 20%. Provision for taxation has been made on this basis which is compliant with the Finance Act 2024.

Current tax assets and liabilities are offset only if certain criteria are met."

ii. Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for:

- "- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill."

Temporary difference in relation to right-of-use assets and a lease liability for a specific lease is regarded as a net package (the lease) for the purpose of recognising deferred tax.

Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized; such reductions are reversed when the probability of future taxable profits improves.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

E. Inventories

Inventories are measured at lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and selling expenses. Inventories consist of raw materials, spare parts, work-in-process, goods in transit and finished goods. The cost of inventories is based on weighted average cost method, and includes expenditure incurred in acquiring the inventories, production or conversion costs, and other costs incurred in bringing them to their existing location and condition. In the case of manufactured inventories, cost includes an appropriate share of production overheads based on normal operating capacity.

F. Property, plant and equipment

i. Recognition and measurement

"Property, plant and equipment (PPE) is recognised as an asset if it is probable that future economic benefits associated with the asset will flow to the entity and the cost of the item can be measured reliably. Items of property, plant and equipment, excluding freehold land, freehold building and leasehold building, are measured at cost less accumulated depreciation and accumulated impairment losses. Freehold land is measured at cost. Freehold buildings and leasehold buildings are measured at cost less accumulated depreciation. Cost includes expenditure that is directly attributable to the acquisition of the assets, bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by management."

If significant parts of an item of property, plant & equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant & equipment. Any gain or loss on disposal of an item of property, plant & equipment is recognised in profit or loss.

ii. Subsequent costs

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The costs of the day-to-day maintenance of property, plant and equipment are recognised in the profit and loss account as incurred.

iii. Depreciation

"Linde Bangladesh Limited uses the month placed in service depreciation convention for all property, plant and equipment. Using this convention, depreciation begins in the month the asset is placed in service regardless of which day within the month the asset is placed in service. All purchased items are placed in service and being depreciated from the month of capitalisation. In case of disposals, depreciation is charged up to the immediate previous month of disposal.

No depreciation is charged on freehold land and capital work in progress. Depreciation is charged on all other items of property, plant and equipment on straight line method. The rates of depreciation vary according to the estimated useful lives of the items of property, plant and equipment. The estimated useful lives for depreciation are as follows:"

	Useful lives
Freehold buildings	25 years and 40 years
Plant, machinery and cylinders (including storage tank and vacuum insulated evaporator)	10-20 years
Motor vehicles	5 years
Furniture, fixtures and equipment	5-10 years
Computer hardware	5 years

iv. Derecognition

An asset is derecognised on disposal or when no future economic benefits are expected from its use and disposal. Gains or losses arising from the derecognition of an asset are determined as the difference between net disposal proceeds and the carrying amount of the assets and are recognised in profit or loss.

v. Asset under construction

Asset under construction represents the cost incurred for acquisition and/or construction of items of property, plant and equipment that are not ready for use which is measured at cost. These are transferred to the property, plant and equipment on the completion of the projects.

G. Intangibles

Recognition and measurement

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

Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditures are recognised in profit or loss, when incurred.

Amortisation

Amortisation is recognised in profit or loss on a straight line basis over the estimated useful lives of the intangible assets, from the month they are available for use. Enterprise Resource Plan (ERP) software and other software are amortised at the rate of 12.50% and 33.33% respectively.

H. 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.

Financial assets

The Company initially recognises receivables and deposits on the date that they are originated. All other financial assets are recognised initially on the date at which the Company becomes a party to the contractual provisions of the transaction.

The Company derecognises a financial asset when the contractual rights or probabilities of receiving the cash flows from the asset expire, 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 asset are transferred.

Financial assets include cash and cash equivalents, trade receivable, long term receivables and deposits.

(i) Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, cash at bank and fixed deposits having maturity of three months or less which are available for use by the Company without any restriction.

(ii) Trade receivables

Trade receivables represent the amounts due from customers for delivering goods or rendering services. Trade receivable is initially recognised at nominal value which is the fair value of the consideration given in return.

After initial recognition, allowances for trade receivables are calculated applying the rates under ECL method for different ageing buckets (in days) for the current year are as follows:

Ageing bucket (days)	31 December 2024	31 December 2023
Invoiced 0-30 days	41.4%	50.5%
Invoiced 31-60 days	2.7%	5.2%
Invoiced 61-90 days	1.8%	3.5%
Invoiced 91-180 days	5.7%	14.1%
Invoiced 181-365 days	10.6%	11.6%
Invoiced and above 365 days	37.8%	15.1%

(iii) Investment

Investment comprise of fixed deposit maturity of more than three months which are available for use by the company without any restriction. The Company has positive intent and ability to hold FDR investment to maturity, and such financial assets are classified as held to maturity. These assets are initially recognised at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, they are measured at amortised cost using effective interest method.

(iv) Investment in subsidiaries

Investment in subsidiaries represent investment in the equity of BOC Bangladesh Limited and Linde Industries Pvt Ltd are presented in the financial statement at cost.

Financial liability

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

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

Financial liabilities include trade and other payables, and other non-current liabilities.

I. Share capital

Ordinary shares issued by the Company are classified as equity.

J. Impairment

i. Financial assets

"The Company recognises loss allowances for ECLs on:

- financial assets measured at amortised cost;
- debt investments measured at FVOCI; and
- contract assets.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets."

"Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information."

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive). ECLs are discounted at the effective interest rate of the financial asset."

ii) Non-financial assets

The carrying amounts of the Company's non-financial assets (other than inventories) are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated in order to determine the extent of impairment loss (if any).

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

Impairment losses are recognised in profit or loss. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognised.

K. Provisions

"A provision is recognised in the statement of financial position when the Company has a legal or constructive obligation as a result of past event and it is probable that an outflow of economic benefits will be required to settle the obligation and the amount of the provision can be measured reliably in accordance with IAS 37- "Provisions, Contingent Liabilities and Contingent Assets".

The amount recognised is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation at the date. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is determined based on the present value of those cash flows.

L. Workers' profit participation fund

The Company provides 5% of its net profit before tax as a contribution to workers' profit participation fund and charges such expense in accordance with The Bangladesh Labour Act 2006 (as amended in 2018).

M. Employee benefit

The Company maintains both defined contribution plan (provident fund) and a defined benefit plan (gratuity fund) for its eligible permanent employees. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably. Accordingly, necessary provision is made for the amount of annual leave encashment based on the latest basic salary. The eligibility is determined according to the terms and conditions set forth in the respective deeds as approved by the National Board of Revenue (NBR), where applicable. This benefit is applicable for employees as per service rules.

i. Defined contribution plan (provident fund)

Defined contribution plan is a post employment benefit plan under which the Company provides benefits for all of its permanent employees. The recognised Employees' Provident Fund is being considered as defined contribution plan as it meets the recognition criteria specified for this purpose. All permanent employees contribute 13.5% of their basic salary to the provident fund and the Company also makes equal contribution. This fund is recognised by the National Board of Revenue (NBR).

The Company recognises contribution to defined contribution plan as an expense when an employee has rendered required services. The legal and constructive obligation is limited to the amount it agrees to contribute to the fund. Obligations are created when they are due.

ii. Defined benefit plans (gratuity scheme)

The Company operates a funded gratuity scheme for its permanent employees, under which an employee is entitled to the benefits depending on the length of services and last drawn basic salary.

Projected Unit Credit method is used to measure the present value of defined benefit obligations and related current and past service cost and mutually compatible actuarial assumptions about demographic and financial variables are used.

iii. Short-term employee benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. Provision is made for leave accrued during the year but not availed by employees. The amount is arrived at with reference to the latest basic salary of each employee and unutilised leave.

N. Reporting period

The financial period of the Company covers one year from 1 January to 31 December. These financial statements were prepared for twelve months from 1 January to 31 December 2024.

O. Earnings per share

The Company presents basic and diluted (when dilution is applicable) earnings per share (EPS) data for its ordinary shares.

Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by weighted average number of ordinary shares outstanding during the period, adjusted for the effect of change in number of shares for bonus issue, share split and reserve split.

P. Statement of cash flows

Statement of Cash Flows (Cash Flow Statement) is prepared under direct method in accordance with IAS-7 "Statement of Cash Flows" as required by the Bangladesh Securities and Exchange Rules 1987.

Q. Leases

The Company has initially applied IFRS 16 from 1 January 2019.

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

i. As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise fixed payments, including in-substance fixed payments.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in substance fixed lease payments.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company presents right-of-use assets and lease liabilities in the statement of financial position.

Short-term leases and leases of low-value assets

Currently the Company has no such short-term lease or lease of low value asset. The Company will not recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company will recognise the lease payments associated with these leases as an expense on a straight-line basis over the lease term as applicable.

ii. As a lessor

There is no such lease for which the Company accounted for a lessor.

R Contingencies**i. Contingent liability**

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

Contingent liabilities are not recognised in the statement of financial position of the Company. Moreover, contingencies arising from claims, litigations, assessments, fines, penalties, etc. are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated.

ii. Contingent asset

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

The Company does not recognise contingent asset.

S. Events after the reporting period

Events after the statement of financial position date that provide additional information about the Company's position at the statement of financial position are reflected in the financial statements. Events after statement of financial position date that are non-adjusting events are disclosed in the notes when material.

T. Segment reporting

A segment is a distinguishable component of the Company that is engaged in providing products or services within a particular economic environment. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company regards its Board of Directors as its chief operating decision maker, as the Board is responsible for allocating resources, assesses performances and makes strategic decision.

উচ্চ লক্ষ্যে সংকল্প



বার্ষিক প্রতিবেদন ২০২৪
লিন্ডে বাংলাদেশ লিমিটেড



সূচীপত্র

সংক্ষিপ্ত কর্পোরেট বিবরণ

১০০	আর্থিক ইতিবৃত্ত
১০১	এক নজরে সারা বছর
১০১	মূল্য সংযোজিত বিবরণ

শেয়ারহোল্ডারগণের বিজ্ঞপ্তি

১০২	কর্পোরেট ইতিহাস
১০৩	কর্পোরেট নির্দেশিকা
১০৪	বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

স্ট্যাটুটরি প্রতিবেদন

১০৫	পুঁজিবাজারে কোম্পানি
১০৬	পরিচালনা পর্ষদ
১১০	সভাপতির বিবৃতি
১১২	পরিচালকমন্ডলীর প্রতিবেদন
১১৭	ব্যবস্থাপনা কর্তৃপক্ষের আলোচনা ও বিশ্লেষণ

আর্থিক প্রতিবেদন

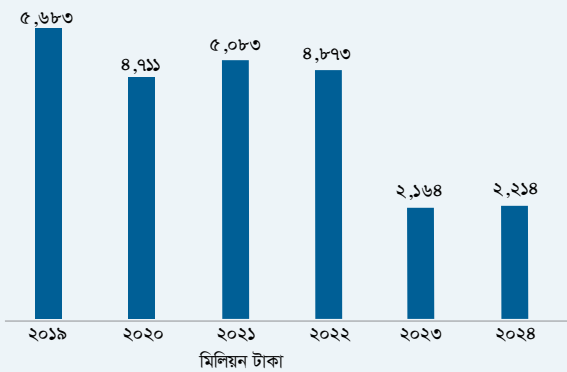
১১৯	প্রধান আর্থিক ইতিবৃত্ত
১২০	কনসলিডেটেড আর্থিক অবস্থার বিবরণ
১২১	কনসলিডেটেড লাভ ও ক্ষতি এবং অন্যান্য কমপ্রিহেনসিভ আয়ের বিবরণ
১২২	কনসলিডেটেড ইকুইটি পরিবর্তনের বিবরণ
১২৩	কনসলিডেটেড নগদ অর্থ প্রবাহের বিবরণ
১২৪	আর্থিক অবস্থার বিবরণ
১২৫	লাভ ও ক্ষতি এবং অন্যান্য কমপ্রিহেনসিভ আয়ের বিবরণ
১২৬	ইকুইটি পরিবর্তনের বিবরণ
১২৭	নগদ অর্থ প্রবাহের বিবরণ

আর্থিক ইতিবৃত্ত

		২০১৯	২০২০	২০২১	২০২২	২০২৩	২০২৪
রেভিনিউ	টাকা '০০০	৫,৬৮৩,৪৪১	৪,৭১১,৪১৭	৫,০৮২,৮৪০	৪,৮৭৩,০০৪	২,১৬৪,৩৩৭	২,২১৪,০৮০
কর-পূর্ব মুনাফা	"	১,৬৬০,৯৮৯	১,৪৪৪,৮৭৬	১,৪৯৪,৩৪৫	১,১৩৫,০৮৪	৩৪৯,৬৫২	৭,৬২৮,০০৩
ইবিআইটিডিএ (EBITDA)	"	১,৮৮৭,৩২৪	১,৬৮১,৬৮৪	১,৭৭৪,৫৬৮	১,৪৫৯,৬২৯	৫৮০,২৭০	৭,৯৭৭,৩৭৯
কর বরাদ্দ	"	(৪২৯,৪০১)	(৩৭১,২৬৭)	(২৬৮,৫৬৯)	(২৫১,৭৮৯)	১৪৭,৩৫৮	১,২৩১,৪৩৮
বিলম্বিত কর	"	৫৩,২৮৩	৩০,৬০২	(৫৪,৬১৭)	১,৯৫৭	(২৬,৩৪৭)	(২৪,৭০১)
আয়	"	১,২৩১,৫৮৮	১,০৭৩,৬০৯	১,২২৫,৭৭৬	৮৮৩,২৯৫	২২৮,৬৪১	৬,৪২১,২৬৬
প্রস্তাবিত চূড়ান্ত লভ্যাংশ	"	৭৬০,৯১৪	৬০৮,৭৩১	৮৩৭,০০৫	৬৩৯,১৬৮	-	৬০৮,৭৩১
অন্তর্বর্তীকালীন লভ্যাংশ প্রদান	"	-	-	-	-	২৩,৪৩৬,১৫১	৬,২৩৯,৪৯৫
সাধারণ সংরক্ষিত তহবিল	"	৪,৯৫৬,৫২৬	৫,২৬১,৬৫৪	৫,৮৬৭,৪৭৯	৫,৮৯৬,১৩০	৫,৪৯৭,৮৬০	৩,৩৩৭,৯৩৮
শেয়ার মূলধন	"	১৫২,১৮৩	১৫২,১৮৩	১৫২,১৮৩	১৫২,১৮৩	১৫২,১৮৩	১৫২,১৮৩
পুনঃমূল্যায়ন বাবদ সংরক্ষণ	"	-	-	-	-	-	-
শেয়ারহোল্ডারদের ইকুইটি	"	৫,১০৮,৭০৯	৫,৪১৩,৮৩৭	৬,০১৯,৬৬২	৬,০৪৮,৩১৩	৫,৬৫০,০৪৩	৩,৪৯০,১২১
নীট স্থায়ী সম্পত্তি	"	৩,৬১৭,৬৩৯	৩,৪৩৬,৯৪৫	৩,৩৭৯,৫৪৭	৩,২৯৮,২২১	২,৭৯৪,৮৩১	২,৬০০,১২১
অবচয় এবং ক্ষতি	"	-	৩০৯,৯৯৬	৩০৩,০৬২	৩০৫,৯০১	২৫৯,৮৭৪	৩১৮,১৮৩
শেয়ারপ্রতি আয়	টাকা	৮০.৯৩	৭০.৫৫	৮০.৫৫	৫৮.০৪	১৫.০২	৪২১.৯৪
পি ই রেশিও-টাইমস		১৬	১৮	২০	২৪	৯৩	২
কর্মচারী হতে মূলধন ফেরত	%	২৪	২০	২০	১৫	৪	১৮৪
মোট মুনাফার আনুপাতিক হার	%	৪৪	৪৭	৪৬	৪১	৪৯	৪৭
ইকুইটি দেনা বাবদ আনুপাতিক হার-টাইমস		-	-	-	-	-	-
চলতি আনুপাতিক হার-টাইমস		২.২৪	২.৫৭	৩.১০	৩.১৫	২.৮৮	১.৭০
শেয়ারপ্রতি লভ্যাংশ	টাকা	৫০.০০	৪০.০০	৫৫.০০	৪২.০০	১৫.৪	৪৫.০
লভ্যাংশ	%	৫০০	৪০০	৫৫০	৪২০	১,৫৪০	৪,৫০০
শেয়ারপ্রতি নীট সম্পত্তি	টাকা	৩৩৫.৭০	৩৫৫.৭৫	৩৯৭.৪৪	৩৯৭.৪৪	৩৭১.২৭	২২৯.৩৪
শেয়ারপ্রতি পরিচালনা থেকে নগদ প্রবাহ	"	১০২.৮	৭৭.৭০	৮০.৩৪	৩৭.৩২	৩৬.৩৩	২৪.২০

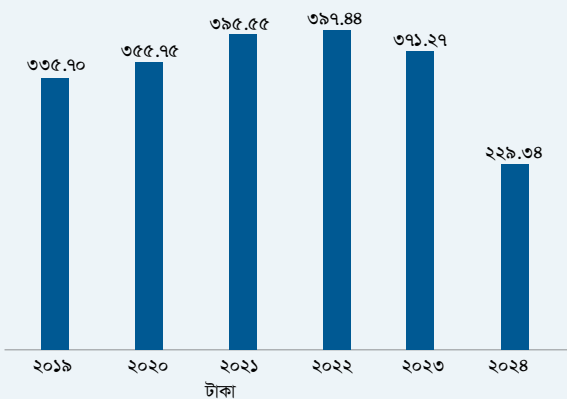
রেভিনিউ

■ রেভিনিউ



শেয়ারপ্রতি নীট সম্পত্তি

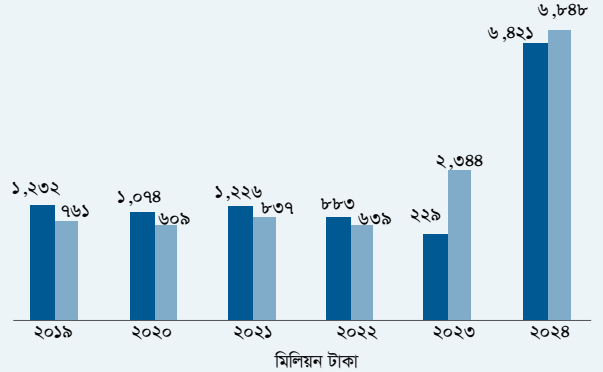
■ শেয়ারপ্রতি নীট সম্পত্তি



আয় ও লভ্যাংশ

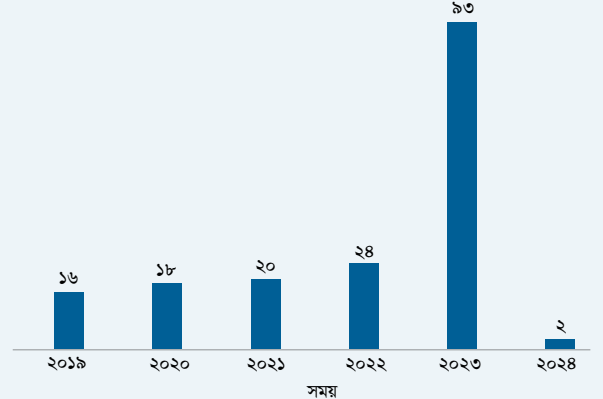
■ আয়

■ লভ্যাংশ



মূল্য আয়ের অনুপাত

■ মূল্য আয়ের অনুপাত*

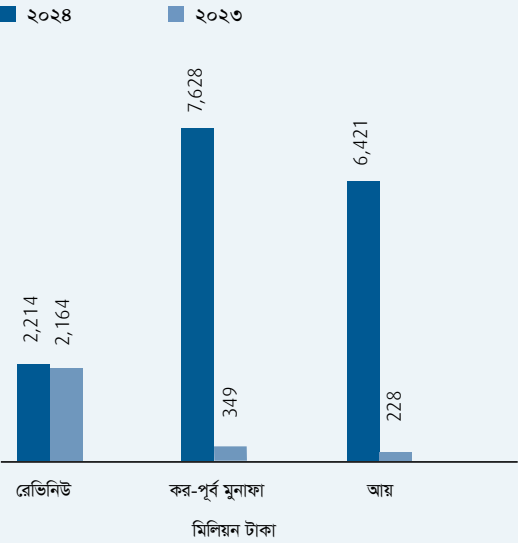


*প্রস্তাবিত লভ্যাংশ এবং ইকুইটির অন্যান্য উপাদানের অন্তর্ভুক্তির সময় সাধন।

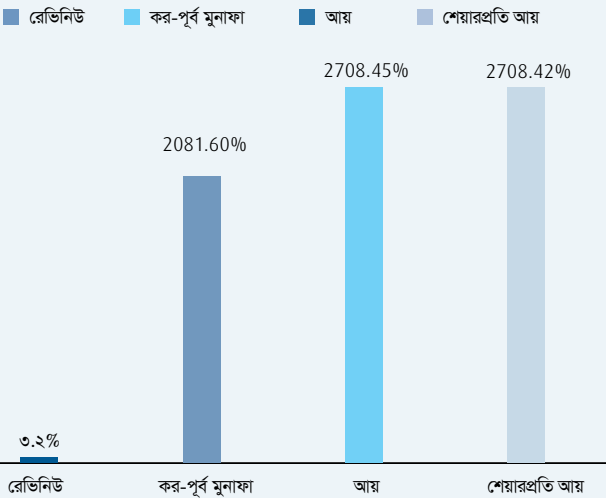
এক নজরে সারা বছর

		২০২৪	২০২৩	২০২৩ এর তুলনায় পরিবর্তন
রেভিনিউ	টাকা '০০০	২,২১৪,০৮০	২,১৬৪,৩৩৭	২.৩০%
কর-পূর্ব মুনাফা	..	৭,৬২৮,০০৩	৩৪৯,৬৫২	২০৮১.৬০%
আয়	..	৬,৪২১,২৬৬	২২৮,৬৪১	২৭০৮.৪৫%
শেয়ারপ্রতি আয়	টাকা	৪২১.৯৪	১৫.০২	২৭০৮.৪২%

রেভিনিউ, কর-পূর্ব মুনাফা ও আয়



২০২৩ এর তুলনায় পরিবর্তন %



মূল্য সংযোজিত বিবরণ

৩১শে ডিসেম্বর তারিখে সমাপ্ত বছরের				
	২০২৪	%	২০২৩	%
	টাকা '০০০		টাকা '০০০	
মূল্য সংযোজন				
টার্গেটভার (করসহ)	২,৫৬৫,৮৬৫		২,৪৮৮,৯৮৮	
মালামাল ক্রয় এবং সেবাসমূহ	(১,৩২১,৫৮৪)		(১,১৭৭,০০৫)	
	১,২৪৪,২৮২		১,৩১১,৯৮৩	
ব্যাংক জমা বাবদ সুদসহ অন্যান্য আয়/(ক্ষতি)	৭,৭৬১,৭৭২		৪১,৫৮৩	
বিতরণযোগ্য	৯,০০৬,০৫৪	১০০	১,৩৫৩,৫৬৬	১০০
বিতরণ				
কর্মচারিবৃন্দকে-পারিশ্রমিক ও সুযোগ সুবিধা বাবদ	৭০৩,৩১৫	৮%	৪০৮,৬৩১	৩০%
মূলধন সরবরাহকারীদেরকে:				
(ক) ঋণের উপর সুদ	১,৪৭৬	০%	১,৮০৮	০%
(খ) চূড়ান্ত লভ্যাংশ (প্রস্তাবিত)	৬,৮৪৮,২২৬	৭৬%	২,৩৪৩,৬১৭	১৭৩%
সরকারকে কর, ভ্যাট, গুফ এবং অধিকর বাবদ	১,৫৫৮,৫২২	১৬%	৪৪৫,৬৬২	৩৪%
পুনঃ বিনিয়োগ এবং প্রবৃদ্ধির জন্য রক্ষিত:				
(ক) অবচয়	৩২১,৪৭৩	৪%	২৬৮,৮২৪	২০%
(খ) সংরক্ষণ এবং উদ্বৃত্ত	-৪২৬,৯৬০	-৬%	-২,১১৪,৯৭৬	-১৫৫%
	৯,০০৬,০৫৪	১০০	১,৩৫৩,৫৬৭	১০০

কর্পোরেট ইতিহাস

লিভে পিএলসি বিশ্বে একটি শীর্ষ স্থানীয় শিল্পজাত গ্যাস ও প্রকৌশল কোম্পানী। ২০১৮ সালের অক্টোবর মাসে দুটি বিশ্বমানের কোম্পানি প্রাকজাইর এবং লিভে এজি কোম্পানির সাথে একীভূত হয়ে প্রায় ১৪০ বছরের সফল সাফল্য এবং ইতিহাস বহন করে। বর্তমানে আমরা ওয়ান লিভে হিসেবে কাজ করি যা এই সংহতকরণের মান পুরোপুরি নিয়ন্ত্রণ করতে আমাদের বিস্তৃত পদক্ষেপ এবং ক্ষমতা অর্জনের জন্য আশি হাজার কর্মকর্তা-কর্মচারি একশতটির অধিক দেশকে একত্রিত করার সম্মিলিত শক্তির প্রতিনিধিত্ব করে।

২০২৪ অর্থবছরে মোট বিক্রয়ের পরিমাণ ছিল ৩৩ বিলিয়ন ইউএসডি (যা ২০২৩ সালে ছিল ৩৩ বিলিয়ন ইউএসডি)।

বাংলাদেশে আমাদের উত্তরাধিকার

লিভে পিএলসি একটি সদস্য প্রতিষ্ঠান লিভে বাংলাদেশ লিমিটেড একটি নীরব অংশীদার হিসেবে দেশের উন্নয়নে অবদান রেখে যাচ্ছে। কর্ম-সম্পর্কিত মূল্যবোধে ঋদ্ধ একটি জোরালো নিজস্ব সংস্কৃতি বহু বছরের দীর্ঘ পরিক্রমায় লিভে বাংলাদেশের অবস্থান সুদৃঢ় করার পাশাপাশি প্রতিষ্ঠানটিকে করেছে সমৃদ্ধ আর সুদীর্ঘ ষাট বছরেরও অধিককাল ব্যাপী এর কর্মকর্তা-কর্মচারীদের দক্ষতার পাশাপাশি এর কার্যক্রম ও ব্যবসায়ের অব্যাহত বিস্তারের মধ্য দিয়ে এই সমৃদ্ধির প্রতিফলন ঘটেছে।

আমরা আমাদের পণ্যসমূহ ৩৫,০০০-এরও অধিক গ্রাহকের নিকট বিক্রয় করে থাকি। এসব গ্রাহকের মধ্যে রয়েছে রাসায়নিক দ্রব্যাদি ও পেট্রো কেমিক্যাল হতে শুরু করে ইস্পাত শিল্প-কারখানার মত ব্যাপক পরিসর ও বৈচিত্রের শিল্প-কারখানাসমূহ। ৩০০ এর মতো প্রশিক্ষিত, কর্মোদীপ্ত ও পেশাদার সদস্যসমৃদ্ধ আমাদের টিম আমাদের গ্রাহকদের সেবা প্রদানের লক্ষ্যে দেশব্যাপী তিনটি বড় আকারের লোকেশনে ২৪ ঘন্টা আমাদের কার্যক্রম পরিচালনা করে থাকেন।

লিভে বাংলাদেশ লিমিটেডে আমরা আমাদের পণ্য ও সেবার গুণগত মান বজায় রাখায় প্রতিশ্রুতিবদ্ধ। আমাদের উদ্দেশ্য হলো আমাদের কোম্পানিতে কর্মরত ব্যক্তিবর্গ, গ্রাহক ও সংশ্লিষ্ট পক্ষসমূহের জন্য স্বাস্থ্য, নিরাপত্তা ও পরিবেশগত ক্ষেত্রে সর্বোত্তম অবস্থা নিশ্চিত করা।

এক নজরে আমাদের অগ্রগতির উল্লেখযোগ্য ধাপসমূহ:

- ১৯৫৮ পাকিস্তান অক্সিজেন লিমিটেড
- ১৯৭৩ বাংলাদেশ অক্সিজেন লিমিটেড (বিওএল) নাম পরিগ্রহ করে। জয়েন্ট স্টক অব কোম্পানিজ-এ অন্তর্ভুক্ত হয় এবং নবগঠিত দেশের প্রথম পূর্ণাঙ্গ কোম্পানি হিসেবে সরকারের অনুমোদন লাভ করে।
- ১৯৭৬ প্রথম CO₂ প্ল্যান্ট চালু করা হয়।
- ১৯৭৯ ওয়েল্ডিং প্রশিক্ষণ কেন্দ্র যাত্রা শুরু করে।
- ১৯৯৫ কোম্পানির নাম “বাংলাদেশ অক্সিজেন লিমিটেড” হতে “বিওসি বাংলাদেশ লিমিটেড-এ পরিবর্তিত হয়।
- ১৯৯৭ রূপগঞ্জস্থ এসসইউ প্ল্যান্ট স্থাপন করা হয়।
- ১৯৯৯ ২০ টিপিডি উৎপাদন স্থাপনাসহ শীতলপুর প্ল্যান্ট চালু করা হয়।
- ২০০০ এ্যাসপেন (ASPEN) এবং এলপিগিজি বোতলজাতকরণ প্ল্যান্ট স্থাপন।
- ২০০৪ নবনির্মিত কর্পোরেট কার্যালয়ে গমন।
- ২০০৬ লিভে গ্রুপ, জার্মানী কর্তৃক অধিগ্রহণ।
- ২০১০ বাংলাদেশী মুদ্রায় একশ কোটি টাকা মুনাফা অর্জন।
- ২০১১ কোম্পানির নাম “বিওসি বাংলাদেশ লিমিটেড” হতে “লিভে বাংলাদেশ লিমিটেড”-এ পরিবর্তন।
- ২০১৩ বগুড়ার এলপিগিজি বোতলজাতকরণ প্ল্যান্ট বিক্রয়।
- ২০১৭ রূপগঞ্জস্থ ১০০ টিপিডি রূপগঞ্জ প্ল্যান্ট স্থাপন করা হয়।
- ২০১৯ রূপগঞ্জস্থ ৩৬ টিপিডি CO₂ প্ল্যান্ট চালু করা হয়।
- ২০২৩ হার্ডগুডস ব্যবসার জন্য ডিমার্জড কোম্পানি লিভে ইন্ডাস্ট্রিজ প্রাইভেট লিমিটেডের গঠন।
- ২০২৪ ইসাব মিডল ইস্ট এফজেডই-এর কাছে লিভে ইন্ডাস্ট্রিজ প্রাইভেট লিমিটেডের বিক্রয়।

কর্পোরেট নির্দেশিকা

সভাপতি

জনাব অভিজিৎ ব্যানার্জী

স্বতন্ত্র পরিচালক

জনাব শেহজাদ মুনিম
মিস ফারজানা চৌধুরী

পরিচালক

জনাব তানজিব-উল আলম
জনাব নীরাজ কুমার জুমরানি
জনাব রাজেশ চাঁদ কৌশিক

অডিট কমিটি

জনাব শেহজাদ মুনিম
জনাব তানজিব-উল আলম
মিস ফারজানা চৌধুরী
জনাব নীরাজ কুমার জুমরানি

মনোনয়ন ও সম্মানী কমিটি (এনআরসি)

জনাব শেহজাদ মুনিম
জনাব তানজিব-উল আলম
মিস ফারজানা চৌধুরী
জনাব নীরাজ কুমার জুমরানি

ব্যবস্থাপনা পরিচালক

জনাব বিভাবসু সেনগুপ্ত (৩০ এপ্রিল ২০২৫ পর্যন্ত)
জনাব ফরিদুল হক সিকদার (১ মে ২০২৫ হতে)

চীফ ফিন্যান্সিয়াল অফিসার

জনাব শুভেন্দু চৌধুরী

কোম্পানি সচিব

জনাব আবু মোহাম্মদ নিহার এফসিএস

হেড অফ ইন্টারনাল অডিট

জনাব ইমতিয়াজ মোহাম্মদ আরাফীন

ব্যাংকসমূহ

দি হংকং সাংহাই ব্যাংকিং কর্পোরেশন লি:
স্ট্যান্ডার্ড চার্টার্ড ব্যাংক লি:

আইন উপদেষ্টা

জামালি এন্ড মোর্শেদ

অডিটর

স্ট্যাটুটরী অডিটর
হোদা ভাসি চৌধুরী এন্ড কো
চার্টার্ড একাউন্টেন্টস্

কমপ্রায়োল অডিটর
আল-মুস্তাদির এসোসিয়েটস
চার্টার্ড একাউন্টেন্টস্ এন্ড কনসালটেন্টস্

ফ্যাক্টরীসমূহ

রূপগঞ্জ
ধুপতারা, রূপগঞ্জ
নারায়ণগঞ্জ
শীতলপুর
সীতাকুন্ড
চট্টগ্রাম

রেজিস্ট্রিকৃত কার্যালয়

কর্পোরেট অফিস
২৮৫ তেজগাঁও শি/এ
ঢাকা ১২০৮

বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

এতদ্বারা এই মর্মে বিজ্ঞপ্তি প্রদান করা যাচ্ছে যে, লিভে বাংলাদেশ লিমিটেড-এর ৫২তম বার্ষিক সাধারণ সভা ভার্চুয়াল ডিজিটাল প্ল্যাটফর্ম-এ নিম্নলিখিত লিংক-এ <https://agmbd.live/lindebd2025>, আগামী ২৯ মে, ২০২৫, রোজ বৃহস্পতিবার, সকাল ১১:০০ টায় অনুষ্ঠিত হবে। সভার আলোচ্যসূচী নিম্নরূপঃ

১. ৩১ ডিসেম্বর ২০২৪ সমাপ্ত বছরের হিসাব, অডিটরদের এবং পরিচালকমন্ডলীর প্রতিবেদন গ্রহণ ও অনুমোদন।
২. ৩১ ডিসেম্বর ২০২৪ সমাপ্ত বছরের জন্য লভ্যাংশ ঘোষণা।
৩. পরিচালক নির্বাচন।
৪. অডিটর নিয়োগ ও সম্মানী নির্ধারণ।
৫. কমপ্রায়স অডিটর নিয়োগ ও সম্মানী নির্ধারণ।

পরিচালকমন্ডলীর আদেশক্রমে

আবু মোহাম্মদ নিছার এফসিএস
কোম্পানি সচিব
১৭ই এপ্রিল ২০২৫

রেজিস্ট্রিকৃত কার্যালয়
কর্পোরেট অফিস
২৮৫ তেজগাঁও শি/এ
ঢাকা ১২০৮



টীকা

১. যে সকল শেয়ারহোল্ডারগণের নাম রেকর্ড ডেট ৯ই এপ্রিল ২০২৫ পর্যন্ত কোম্পানির সদস্য বহি কিংবা ডিপোজিটরী বহিতে বৈধভাবে থাকবে তাদের হস্তান্তরিত শেয়ারসমূহের জন্য উক্ত শেয়ার গ্রহীতা সাধারণ সভায় যোগদানের এবং লভ্যাংশ লাভের যোগ্য বলে বিবেচিত হবেন।
২. বাংলাদেশ সিকিউরিটিজ এবং এক্সচেঞ্জ কমিশনের আদেশ অনুযায়ী অর্ডার নম্বর এসইসি/এসআরএমআইসি/৯৪-২৩১/২৫, তারিখ ৮ই জুলাই ২০২০, এজিএম সদস্যদের ভার্চুয়াল সভা হবে যা ডিজিটাল প্ল্যাটফর্ম ব্যবহার করে লাইভ ওয়েবকাস্টের মাধ্যমে পরিচালিত হবে।
৩. সদস্যগণ এজিএম শুরুর ২৪ ঘণ্টা আগে এবং এজিএম চলাকালীন ইলেক্ট্রনিকালি তাদের প্রশ্ন/মন্তব্য জমা দিতে এবং ভোট দিতে সক্ষম হবেন। সিস্টেমে লগ ইন করার জন্য, সদস্যদের লিংক <https://agmbd.live/lindebd2025>-টি পরিদর্শন করে তাদের পরিচয়ের প্রমাণ হিসাবে তাদের ১৬-সংখ্যার বেনিফিশিয়াল ওউনার (বিও) আইডি নম্বর এবং অন্যান্য ক্রীডেনশিয়াল স্থাপন করতে হবে।
৪. সভা শুরুর পূর্বেই আমরা সদস্যগণদের সিস্টেমে লগইন করতে উৎসাহিত করি। অনুগ্রহপূর্বক সিস্টেমে লগ ইন এবং সংযোগ স্থাপনের জন্য যথাযথ সময় দিয়ে সহযোগিতা করুন। ওয়েবকাস্ট সকাল দশ ঘটিকায় শুরু হবে। ভার্চুয়াল সভায় প্রবেশের ক্ষেত্রে প্রযুক্তিগত কোন সমস্যার সম্মুখীন হলে অনুগ্রহ করে +৮৮০২-৮৮৭০৩২২-৭ নম্বরে যোগাযোগ করতে অনুরোধ করা যাচ্ছে।
৫. বার্ষিক সাধারণ সভায় যোগদানের যোগ্য সদস্য তাঁর পক্ষে সভায় যোগদান ও ভোট প্রদানের জন্য একজন প্রক্সি নিয়োগ করতে পারেন। নিজ অধিকারে সভায় যোগদান ও ভোট প্রদানে সক্ষম না হলে কোন ব্যক্তি প্রক্সি হিসেবে কাজ করতে পারবেন না। এজিএম শুরুর ৭২ ঘণ্টার মধ্যে প্রক্সি ফর্মটি যথাযথভাবে পূরণ, স্বাক্ষরিত এবং ১০০ টাকা স্ট্যাম্পযুক্ত করে অফিসে অথবা ইমেইল info.bd@linde.com এ প্রেরণ করতে হবে।

পুঁজিবাজারে কোম্পানি

লিভে বাংলাদেশ লিমিটেড একটি টেকসই অর্থনৈতিক প্রবৃদ্ধিসমৃদ্ধ পুঁজিবাজারে গুরুত্বপূর্ণ ভূমিকা পালন করে। ওয়েবসাইট হালনাগাদ এবং মিডিয়া প্রকাশনার মাধ্যমে কোম্পানি শেয়ারহোল্ডারগণের সাথে যোগাযোগ করে। বার্ষিক সাধারণ সভা পরিচালনা, বার্ষিক প্রতিবেদন প্রস্তুত, আর্থিক কর্মক্ষমতা সংক্রান্ত তথ্যের ত্রৈমাসিক হালনাগাদকরণ শীর্ষক চর্চাগুলো কোম্পানি কর্তৃক নজরদারি করা হয়, যার মাধ্যমে কোম্পানির প্রতি বিনিয়োগকারীদের বিশ্বাস ও আস্থা জন্মায়।

২০২৪ সালের শেষ কার্যদিনে ডিএসইএক্স, ঢাকা স্টক এক্সচেঞ্জের প্রধান সূচক যা এ বছরের শুরুতে ৫,২১৬ পয়েন্ট থেকে ৬,২৪৩ (১৬.৪৫%) পয়েন্টে ত্রাস পায়। ২০২৪ সালের শেষ কার্যদিনে, ডি এস ই প্রধান সূচক, ডি এস ই-৩০, ১,৯৪০ (৭.২৭%) পয়েন্টে ত্রাস পায় যা এ বছরের শুরুতে ছিল ২,০৯২ পয়েন্ট।

পুঁজিবাজার ভিত্তিক পরিসংখ্যান

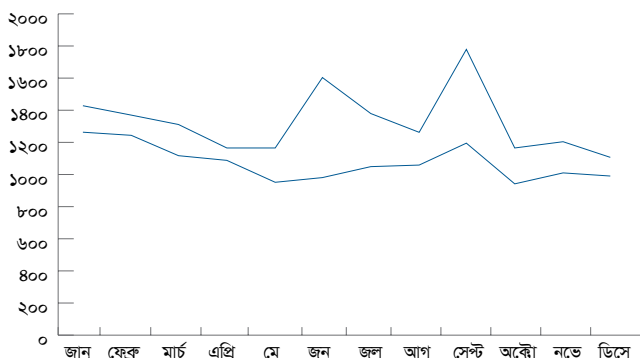
৩১শে ডিসেম্বর তারিখের

		২০২৪	২০২৩
অর্থবছরের লভ্যাংশ প্রদানের শেয়ারের সংখ্যা	সংখ্যা	১৫২,১৮,২৮০	১৫২,১৮,২৮০
বছর শেষের সমাপনী মূল্য	টাকা	১,০১৯.৫	১,৩৯৭.৭০
এ বছরের উচ্চ মূল্য	টাকা	১,৮০০.০	১,৩৯৭.৭০
এ বছরের নিম্নমূল্য	টাকা	৮৭১.২	১,৩৯৭.৭০
ভলিউম শেয়ারের পরিমাণ	সংখ্যা	৬,৫৮৮,২৮৭	৫৮,৫৪০
অর্থ বছরের মোট লভ্যাংশ	টাকা মিলিয়ন	৬,৮৪৮.২৩	২,৩৪৩.৬২
বাজার মূলধন	টাকা মিলিয়ন	১৫,৫১৫	২১,২৭১
শেয়ারপ্রতি তথ্য			
নগদ লভ্যাংশ	টাকা	৪৫০.০০	১৫৪.০০
লভ্যাংশ ইল্ড	%	৪৪.১৪	১১.০২
শেয়ারপ্রতি পরিচালনা থেকে নগদ অর্থ প্রবাহ	টাকা	২৪.২০	৩৬.৩৩
ইপিএস	টাকা	৪২১.৯৪	১৫.০২
শেয়ারপ্রতি আয়	টাকা	২২৯.৩৪	৩৭১.২৭

মাস অনুযায়ী কোম্পানির উচ্চ ও নিম্ন শেয়ারের মূল্য

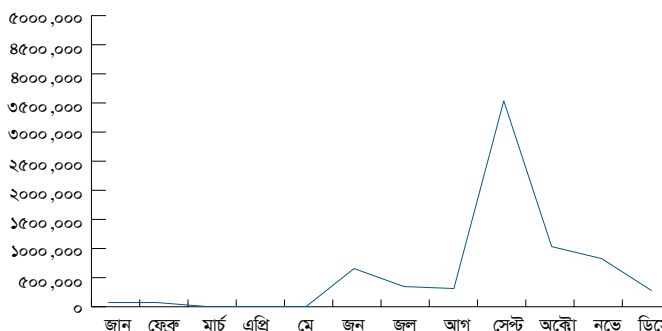
■ উচ্চ শেয়ারের মূল্য

■ নিম্ন শেয়ারের মূল্য



মাস অনুযায়ী কোম্পানির শেয়ার লেনদেন

■ শেয়ারের সংখ্যা



পরিচালনা পর্ষদ



অভিজিৎ ব্যানার্জী

২০২৫ সালের জানুয়ারি হতে চেয়ারম্যান

জনাব অভিজিৎ ব্যানার্জীকে ২৭ জানুয়ারি ২০২৫ তারিখে লিভে বাংলাদেশ লিমিটেড-এর বোর্ডের চেয়ারম্যান হিসেবে নিয়োগ দেওয়া হয়েছে। তিনি ২০২৪ সালের এপ্রিল মাসে পরিচালক মণ্ডলীর একজন পরিচালক হিসেবে যোগদান করেন।

জনাব ব্যানার্জী বর্তমানে লিভে ক্লাস্টার রিজিয়ন আরএসএ-এর প্রধান। তিনি ২০০৯ সালে লিভে ইন্ডিয়ায় যোগদান করেন এবং ২০১৯ সালে লিভে ইন্ডিয়া লিমিটেড-এর ব্যবস্থাপনা পরিচালক হিসেবে নিযুক্ত হন।

তঁার প্রায় ৩৪ বছরের সমৃদ্ধ অভিজ্ঞতা রয়েছে উৎপাদন খাতে, যার মধ্যে রয়েছে ডিজাইন ইঞ্জিনিয়ারিং, বিপণন, প্রকল্প ব্যবস্থাপনা, ব্যবসা উন্নয়ন এবং কৌশলগত হিসাব ব্যবস্থাপনা। তিনি ভারত ও বিদেশের বিভিন্ন খ্যাতনামা প্রতিষ্ঠানে এসব ক্ষেত্রে কাজ করেছেন।

জনাব ব্যানার্জী ইন্ডিয়ান ইনস্টিটিউট অব টেকনোলজি, খড়গপুর থেকে কেমিক্যাল ইঞ্জিনিয়ারিং-এ স্নাতক ডিগ্রি অর্জন করেছেন।



বিভাবসু সেনগুপ্ত

ব্যবস্থাপনা পরিচালক ৩০শে এপ্রিল ২০২৫ সাল পর্যন্ত

জনাব বিভাবসু সেনগুপ্ত ২০২৩ সালের ৮ ফেব্রুয়ারি জনাব সুজিত কুমার পাই এর বিকল্প পরিচালক হিসেবে পরিচালক মণ্ডলিতে যোগদান করেন। লিভে বাংলাদেশ লিমিটেড এ যোগদানের পূর্বে তিনি ভারতের ব্যাঙ্গালোরে ২০২০ সাল থেকে লিভে দক্ষিণ এশিয়া সার্ভিসেস প্রাইভেট লিমিটেড (এল এস এ এস) এর পক্ষে 'পরিচালক - বিপণন ও যোগাযোগ' হিসেবে কর্মরত ছিলেন। এই তিন বছর সময় কালে তিনি লিভে সাউথ এশিয়া লিডারশিপ টিমের অংশ হিসেবে ভারত, বাংলাদেশ ও শ্রীলংকার পক্ষে বিপণন ও যোগাযোগ কার্যক্রমের প্রধান হিসেবে দায়িত্ব পালন করছিলেন। ২০২২ সালে লিভে সাউথ এশিয়া এবং আসিয়ান (এএসইএএন) দেশগুলো একত্রিত হওয়ার পর থেকে তিনি আসিয়ান দেশগুলোর পক্ষে বিপণন ও যোগাযোগের বহুমাত্রিক বিশাল দায়িত্ব পালন করেছেন।

জনাব সেনগুপ্ত ১৯৯৭ সালে লাস্ট সন এন্ড ট্রিক্স লিমিটেড এ তার কর্মজীবন শুরু করেন এবং ২০০৫ সাল পর্যন্ত ভারত জুড়ে বিভিন্ন ফার্মাসিটিক্যাল, অবকাঠামো ও রিফাইনারি প্রকল্প এলাকায় প্রকৌশলী হিসেবে দায়িত্ব পালন করেন। ২০০৫ সালে সাবেক বিওসি ইন্ডিয়া লিমিটেড এর প্রকল্প প্রকৌশল বিভাগে (পিইডি) তার শিল্পজাত গ্যাস ব্যবসায় তার কর্মজীবন শুরু হয়।

লিভে-প্রাকজাইর আন্তীকৃত হওয়ার পূর্বে, জনাব সেনগুপ্ত ২০০৭ থেকে ২০২০ পর্যন্ত প্রাকজাইর ইন্ডিয়া প্রাইভেট লিমিটেড এ বিভিন্ন পদে, যেমন 'সিএন্ডএমইএস', 'প্যাকেজড গ্যাস ব্যবসায়ের 'ইউনিট বিজনেস ওনার' এবং 'প্যাকেজড গ্যাস ইন ইন্ডিয়া' এর ন্যাশনাল সেলস ম্যানেজার, পণ্য ব্যবস্থাপনা, বিপণন ও যোগাযোগ বিভাগের প্রধান ও প্রোডাক্টিভিটি বিভাগের প্রধান হিসেবে দায়িত্ব পালন করেন। ২০২১ সালের ট্রান্সফরমেশনাল লিডার হিসেবে তিনি ২০২১ সালের হলমার্ক অ্যাওয়ার্ড এবং ২০২১ সালের বেস্ট মার্কেটিং প্রজেক্ট হিসেবে সেলস ইন্টিগ্রেশন ক্ষেত্রে আরেকটি এক্সিলেন্স অ্যাওয়ার্ড লাভ করেন। তৎপরবর্তীতে ২০২২ সালে, তিনি এমপিজি ব্যবসায় লাভজনক প্রবৃদ্ধির ক্ষেত্রে এক্সিলেন্স অ্যাওয়ার্ড লাভ করেন।

জনাব বিভাবসু সেনগুপ্ত ভারতের পশ্চিমবঙ্গ সরকারের নিকট হতে মেকানিক্যাল ইঞ্জিনিয়ারিং ডিপ্লোমা ডিগ্রী অর্জন করেন এবং এডভান্সড কাস্টমার অ্যানালিটিক্স এর উপর ভারতের আহমেদাবাদ এর আইআইএম থেকে এক্সিকিউটিভ লার্নিং প্রোগ্রাম সম্পন্ন করেন।



ফরিদুল হক সিকদার

মে ২০২৫-এ ব্যবস্থাপনা পরিচালক হিসেবে যোগদান করেন

জনাব ফরিদুল হক সিকদার কোম্পানির ব্যবস্থাপনা পরিচালক হিসেবে ১ মে ২০২৫ তারিখ থেকে দায়িত্ব গ্রহণ করেছেন।

জনাব সিকদার বিভিন্ন খাতে যেমন ওষুধ শিল্প, গ্যাস ও রাসায়নিক, টেলিযোগাযোগ এবং তথ্যপ্রযুক্তি - দীর্ঘ ৩৭ বছরের অভিজ্ঞতা অর্জন করেছেন। তিনি ১৯৯৭ থেকে ২০০৮ সাল পর্যন্ত ১২ বছর লিভে বাংলাদেশ লিমিটেড (পূর্বে বিওসি)-এ কর্মরত ছিলেন।

তাঁর দীর্ঘ কর্মজীবনে তিনি সানোফি, লিভে, নকিয়া নেটওয়ার্কস, জিএসকে এবং টাইগার আইটি-তে শীর্ষ নেতৃত্বের বিভিন্ন পদে দায়িত্ব পালন করেছেন। এসব প্রতিষ্ঠানে তিনি আর্থিক ব্যবস্থাপনা, সরকারি সম্পর্ক, কর্পোরেট গভর্ন্যান্স, পরিকল্পনা ও বিপণন সংক্রান্ত কৌশলগত দায়িত্ব দক্ষতার সঙ্গে পালন করেছেন। সর্বশেষ তিনি টাইগার আইটি-তে প্রধান নির্বাহী কর্মকর্তা (সিইও) হিসেবে দায়িত্ব পালন করেছেন, যেখানে তিনি প্রমাণ করেছেন তাঁর দক্ষ নেতৃত্ব ও ব্যবসায়িক প্রজ্ঞা।

তিনি ঢাকা বিশ্ববিদ্যালয়ের ব্যবসায় প্রশাসন ইনস্টিটিউট (আইবিএ) থেকে এমবিএ ডিগ্রি অর্জন করেছেন।



শেহজাদ মুনিম

নভেম্বর ২০২৪-এ কোম্পানির পরিচালনা পরিষদে যোগদান করেন

জনাব শেহজাদ মুনিম বাংলাদেশেরই বিভিন্ন শিক্ষা প্রতিষ্ঠানে তার সম্পূর্ণ শিক্ষা জীবন সম্পন্ন করেছেন এবং তিনি ঢাকা বিশ্ববিদ্যালয়ের ব্যবসায় প্রশাসন ইনস্টিটিউট (আইবিএ)-এর প্রথম ব্যাচের বিবিএ শিক্ষার্থী ছিলেন। স্নাতক সম্পন্ন করার পর ১৯৯৭ সালে তিনি ব্রিটিশ আমেরিকান টোব্যাকো বাংলাদেশ (বিএটিবি)-এর মার্কেটিং বিভাগে যোগ দেন।

জনাব শেহজাদ বিএটি বাংলাদেশে একটি সফল ক্যারিয়ার গড়ে তোলেন এবং পরবর্তীতে বিএটি নিউজিল্যান্ড ও অস্ট্রেলিয়াতেও গুরুত্বপূর্ণ দায়িত্বে কাজ করেন। সফল আন্তর্জাতিক দায়িত্বপালনের পর তিনি ব্যাট বাংলাদেশে মার্কেটিং ডিরেক্টর হিসেবে ফিরে আসেন। ২০১০ সালে তিনি ব্যাট পাকিস্তানে বদলি হন এবং দক্ষিণ এশিয়ার এরিয়া হেড অব মার্কেটিং-এর দায়িত্ব গ্রহণ করেন।

১৬ বছরের অত্যন্ত সফল ক্যারিয়ারের ধারাবাহিকতায় জনাব শেহজাদ বি এ টি বাংলাদেশের প্রথম স্থানীয় ব্যবস্থাপনা পরিচালক (এমডি) হিসেবে নিয়োগপ্রাপ্ত হন এবং টানা ১১ বছর ধরে বাংলাদেশের অন্যতম বৃহৎ বহুজাতিক কোম্পানিটি সফলভাবে পরিচালনা করেন।

জনাব শেহজাদ বাংলাদেশের ব্যবসায়িক অঙ্গনে একজন সুপরিচিত ব্যক্তিত্ব। তিনি দুই বছর ফরেন ইনভেস্টমেন্টস চেম্বার অব কমার্স অ্যান্ড ইন্ডাস্ট্রিজ (এফআইসিসিআই)-এর প্রেসিডেন্ট ছিলেন এবং ব্রিটিশ বিজনেস গ্রুপের ট্রেজারার হিসেবেও দায়িত্ব পালন করেন।

শেহজাদ মুনিম ডাইভারসিটি ও ইনক্লুশন, টেকসই উন্নয়ন এবং প্রতিভা বিকাশের একজন দৃঢ় সমর্থক। দক্ষিণ এশিয়ার কর্পোরেট জগতে অনেক সফল পেশাজীবীর জন্য তিনি একজন পরামর্শদাতা ও মেন্টর হিসেবে পরিচিত।

তার গৌরবময় ক্যারিয়ারে তিনি দেশীয় ও আন্তর্জাতিক পর্যায়ে বহু পুরস্কারে ভূষিত হয়েছেন। এর মধ্যে উল্লেখযোগ্য হলো বাংলাদেশের প্রথম সি-সুইট অ্যাওয়ার্ডএ “সিইও/এমডি অব দ্য ইয়ার” পুরস্কার, যা বাংলাদেশ ব্র্যান্ড ফোরাম আয়োজন করে।



তানজিব-উল আলম

২০১৯ সাল হতে পরিচালক

ব্যারিষ্টার-এই-ল জনাব তানজিব-উল আলম ১৯৯৭ সাল হতে বাংলাদেশে আইন পেশায় নিযুক্ত রয়েছেন এবং ২০০৫ সাল হতে বাংলাদেশের সূপ্রীম কোর্টের আপিল বিভাগে দায়িত্ব পালন করেছেন। তিনি ১৯৯৬ সালে ইউনিভার্সিটি অব লন্ডন হতে এলএলবি (অনার্স) ডিগ্রি সম্পন্ন করেন এবং ১৯৯৭ সালে যুক্তরাজ্যের লিংকন ইন হতে বার অব ইংল্যান্ডে যোগদানের আমন্ত্রণ পান। তিনি যে সকল ক্ষেত্রের আইনী দিকসমূহ নিয়ে কাজ করেন সেগুলো হলো: সালিশ-মীমাংসা, কর্পোরেট, ক্রস বর্ডার বা দেশের বাহিরে বিনিয়োগ, বিদ্যুৎ, তেল ও গ্যাস, মার্জার ও একুইজিশন, প্রকল্প অর্থায়ন, সিকিউরিটিজ এবং টেলিযোগাযোগ। কর্পোরেট খাতে বাংলাদেশে তিনি বেশ কতগুলো গুরুত্বপূর্ণ প্রকল্প অর্থায়ন ও আইপিও কার্যক্রম পরিচালনায় সম্পৃক্ত রয়েছেন। বিদ্যুৎ ও জ্বালানি কোম্পানি সমূহের একীভূতকরণসহ সালিশ-মীমাংসা ও আইনী যুদ্ধে জ্বালানি ও বিদ্যুৎ কোম্পানিসমূহের প্রতিনিধি হিসেবে দায়িত্ব পালনের তাঁর ব্যাপক অভিজ্ঞতা রয়েছে। পাশাপাশি রেন্টাল পাওয়ার প্রকল্প সমূহের বহু সিভিকিট লেনদেনের ক্ষেত্রে তিনি শীর্ষ পরামর্শক হিসেবে দায়িত্ব পালন করেন। এছাড়াও গ্যাসভিত্তিক ও কয়লাভিত্তিক বিদ্যুৎ প্রকল্পসমূহ প্রতিষ্ঠাকালে বহু ক্লায়েন্টকে তিনি যথাযথ পরামর্শ প্রদান করেন।

একজন আইন পরামর্শক হিসেবে জনাব তানজিব-উল আলম বাংলাদেশ এনার্জি রেগুলেটরি কমিশন এ্যাক্ট, বাংলাদেশ টেলিযোগাযোগ আইন এবং বাংলাদেশের জন্য তথ্য ও যোগাযোগ প্রযুক্তি আইন-এর খসড়া প্রস্তুতকরণে সক্রিয়ভাবে সম্পৃক্ত ছিল। তিনি বাংলাদেশের জন্য নতুন কোম্পানি আইনের অধীন আন্তর্জাতিক ফিন্যান্স কর্পোরেশন (আইএফসি) প্রণয়নে নেতৃত্ব স্থানীয় পরামর্শক হিসেবে ভূমিকা পালন করেন। উপরন্তু, জনাব আলম ইনস্টিটিউশনাল রিফর্ম ইন্টারন্যাশনাল ইনকর্পোরেশন (আইআরআইএস) ইউএসএ, বিশ্ব ব্যাংক, ইউএনডিপি এবং অন্যান্য বিখ্যাত আন্তর্জাতিক সংগঠনের সাথে আইন সম্পর্কিত বিভিন্ন ক্ষেত্রে কাজ করার ব্যাপক অভিজ্ঞতায় ঋদ্ধ। বিগত দশকে বেশ কতগুলো গুরুত্বপূর্ণ সাংবিধানিক আইন বিষয়ক মামলার আইনজীবী হিসেবে সম্পৃক্ত ছিলেন, যা বাংলাদেশের আইনের ইতিহাসে আইনের শাসন ও সাংবিধানিকতার উপর সুদূরপ্রসারী প্রভাব রেখেছে। জনাব আলম ঢাকাস্থ তানজিব আলম এন্ড এ্যাসোসিয়েটস নামক বিখ্যাত আইন সংস্থার প্রধান হিসেবে দায়িত্ব পালন করছেন। তাঁর আইন ব্যবসায় প্রতিষ্ঠান তানজিব আলম এন্ড এ্যাসোসিয়েটস বাংলাদেশের সবচেয়ে মেধাবী পেশাজীবীদের অন্যতম একটি সংগঠন হিসেবে সুপরিচিত এবং বিশ্বের শীর্ষস্থানীয় আন্তর্জাতিক আইন ব্যবসায় প্রতিষ্ঠাসমূহের সাথে কাজ করার অভিজ্ঞতায় সমৃদ্ধ। জনাব আলম বাংলাদেশের জাতীয়-পতাকাবাহী বিমান সংস্থা বিমান বাংলাদেশ এয়ারলাইনস-এর পরিচালকমন্ডলীর সদস্য হিসেবে দায়িত্ব পালন করছেন।



মিস ফারজানা চৌধুরী

অক্টোবর ২০২৪-এ কোম্পানির পরিচালনা পরিষদে যোগদান করেন

মিস ফারজানা চৌধুরী গ্রিন ডেল্টা ইন্স্যুরেন্স পিএলসি.-এর ব্যবস্থাপনা পরিচালক ও প্রধান নির্বাহী কর্মকর্তা (সিইও)। গ্রিন ডেল্টা ইন্স্যুরেন্স বাংলাদেশের বৃহত্তম নন-লাইফ ইন্স্যুরেন্স কোম্পানিগুলোর অন্যতম। তার নেতৃত্বে কোম্পানিটি দীর্ঘমেয়াদি প্রকৃষ্টির মাধ্যমে শিল্পে শীর্ষস্থান বজায় রেখেছে এবং পণ্যের নতুনত্ব উলেখযোগ্য অগ্রগতি সাধন করেছে।

২০২৩ সালে, তার নেতৃত্বে গ্রিন ডেল্টা ইন্স্যুরেন্স বাংলাদেশে প্রথম ডিজিটাল ইন্স্যুরেন্স ইকোসিস্টেম চালু করে, যা দেশে ডিজিটাল ইন্স্যুরেন্স খাতের পথিকৃত হিসেবে প্রতিষ্ঠানটিকে প্রতিষ্ঠিত করে। বর্তমানে গ্রিন ডেল্টা ইন্স্যুরেন্স পিএলসি. এবং এর সহযোগী প্রতিষ্ঠানসমূহ বিনিয়োগ ব্যাংকিং, অ্যাসেট ম্যানেজমেন্ট, স্বাস্থ্যসেবা ও একটি বৈশ্বিক ফার্মেসি চেইনসহ একটি সমন্বিত আর্থিক পরিষেবা গোষ্ঠীতে পরিণত হয়েছে।

বাংলাদেশের প্রথম নারী ইন্স্যুরেন্স সিইও হিসেবে মিস চৌধুরী আর্থিক অন্তর্ভুক্তি বৃদ্ধিতে গুরুত্বপূর্ণ ভূমিকা রেখেছেন। তিনি মাইক্রোইন্স্যুরেন্স, ফসল বিমা ও প্রান্তিক জনগোষ্ঠীর জন্য বিশেষ বিমা কর্মসূচি চালু করেছেন, যা বিশেষভাবে প্রশংসিত হয়েছে।

টেকসই উন্নয়ন, ডিজিটাল উদ্ভাবন ও সর্বজনীন স্বাস্থ্যসেবার প্রতি তার প্রতিশ্রুতির জন্য তাকে জাতিসংঘ গ্লোবাল কমপ্যাক্ট “লোকাল এসডিজি পায়োনিয়ার” হিসেবে স্বীকৃতি দেওয়া হয়েছে, বিশেষত নারীর অর্থনৈতিক নিরাপত্তার জন্য প্রবর্তিত “নিবেদিতা” বিমা কর্মসূচির জন্য।

তার প্রাপ্ত পুরস্কারগুলোর মধ্যে রয়েছে: ২০২২ সালে সাউথ এশিয়ান বিজনেস এক্সেলেন্স অ্যাওয়ার্ডে “বেস্ট সিইও অব দ্য ইয়ার” ইন্স্যুরেন্স ২০১৯ সালে এশিয়া ইন্স্যুরেন্স ইন্ডাস্ট্রি অ্যাওয়ার্ডসে “উইম্যান লিডার অব দ্য ইয়ার”।

তিনি যুক্তরাজ্যের অ্যাসোসিয়েশন অব চার্টার্ড ইনস্যুরার্স (এসআইআই)-এর চার্টার্ড ইনস্যুরার এবং মোনাশ বিশ্ববিদ্যালয় থেকে এমবিএ ডিগ্রি ও ঢাকা বিশ্ববিদ্যালয় থেকে ফাইন্যান্সে মাস্টার্স ডিগ্রি অর্জন করেছেন। মিস চৌধুরী দেশি-বিদেশি বিভিন্ন গুরুত্বপূর্ণ প্রতিষ্ঠানের পরিচালনা পর্ষদের সদস্য, যার মধ্যে রয়েছে: বাটা বাংলাদেশ, ঢাকা ইলেকট্রিক সাপ্লাই কোম্পানি (ডেসকো) লিমিটেড এবং ওয়ার্ল্ড ইকোনমিক ফোরামের নিউ চ্যাম্পিয়ন কমিউনিটি।

এসব ভূমিকায় তিনি পরিবেশ, সামাজিক ও প্রশাসনিক (ই এস জি) নীতিমালা, অন্তর্ভুক্তিমূলক প্রবৃদ্ধি ও বাংলাদেশের অর্থনৈতিক উন্নয়নের অগ্রদূত হিসেবে কাজ করে চলেছেন, এবং আর্থিক খাতে উদ্ভাবন ও ইতিবাচক পরিবর্তনের অনুপ্রেরণা যোগাচ্ছেন।



নীরাজ কুমার জুমরানি

জানুয়ারি ২০২৫-এ পরিচালনা পরিষদে যোগদান করেন

জনাব নীরাজ কুমার জুমরানি ২৭ জানুয়ারি ২০২৫ তারিখে জনাব মলয় ব্যানার্জীর স্থলাভিষিক্ত হয়ে পরিচালনা পরিষদে পরিচালক হিসেবে যোগদান করেন।

জনাব এন. কে. জুমরানি ফাইন্যান্স ও অ্যাকাউন্টিং-এর সম্পূর্ণ কার্যক্রমে ২০ বছরের সমৃদ্ধ অভিজ্ঞতা অর্জন করেছেন। তার অভিজ্ঞতার ক্ষেত্রসমূহের মধ্যে রয়েছে: আর্থিক পরিকল্পনা ও কর্মদক্ষতা ব্যবস্থাপনা, কর্পোরেট হিসাবরক্ষণ ও গভর্ন্যান্স, কৌশল প্রণয়ন, ট্রেজারি ব্যবস্থাপনা, অভ্যন্তরীণ নিয়ন্ত্রণ এবং স্টেকহোল্ডার সম্পর্ক ব্যবস্থাপনা।

তিনি ২০০৬ সালে লিভে-তে যোগ দেন এবং এর পর থেকে লিভে পিএলসি গ্রুপের ভারত ও ভারতের বাইরের বিভিন্ন প্রতিষ্ঠানে বিভিন্ন গুরুত্বপূর্ণ দায়িত্ব পালন করে আসছেন।



রাজেশ চাঁদ কৌশিক

এপ্রিল ২০২৫-এ পরিচালনা পরিষদে যোগদান করেন

রাজেশ চাঁদ কৌশিক ২০২০ সাল থেকে লিভে ইন্ডিয়ান সেলস বিভাগের প্রধান হিসাবে দায়িত্ব পালন করছেন এবং তিনি সকল ভার্টিকাল বিভাগের দায়িত্ব পালন করছেন। রাজেশ চাঁদ কৌশিক তাঁর কর্মজীবন শুরু করেন ১৯৯২ সালে অদাদিত্য বিড়লা গ্রুপের অধীনস্থ হিন্দুস্থান গ্যাসেস অ্যান্ড ইন্ডাস্ট্রিজ লিমিটেড (এইচজিআই)-এ ম্যানেজমেন্ট ট্রেইনি হিসেবে। ১৯৯৬ সালে তিনি প্র্যাক্সেয়ার ইন্ডিয়া প্রাইভেট লিমিটেড-এ সেলস বিভাগে যোগ দেন এবং বিভিন্ন লাইন অব বিজনেসে (এলওবি) কাজ করেন। ২০০৪ সালে প্র্যাক্সেয়ার প্যাকেজ ব্যবসা সম্প্রসারণের লক্ষ্যে ইউনিট বিজনেস ওনার (ইউবিও) নামে একটি ধারণা চালু করে এবং রাজেশ কৌশিক ছিলেন প্রথম ইউবিও-দের একজন। এই ভূমিকায় তিনি পূর্বাঞ্চলের প্যাকেজ ব্যবসার লাভ-লোকসান (পিওএল) পরিচালনার দায়িত্বে ছিলেন। ২০০৮ সালের মার্চ মাসে তাঁকে ভারতের পশ্চিমাঞ্চলের সেলস ডিরেক্টর হিসেবে নিযুক্ত করা হয় এবং তিনি মুম্বাই অফিসে স্থানান্তরিত হন। ২০০৯ সালের অক্টোবর মাসে তাঁকে ভারতীয় হেড হিসেবে নিযুক্ত করা হয় এবং ব্যাঙ্গালোরের প্র্যাক্সেয়ার কর্পোরেট অফিসে ভারতের প্যাকেজ ব্যবসার প্রধান হিসেবে স্থানান্তরিত করা হয়।

২০১২ সালের মাঝামাঝি সময়ে প্র্যাক্সেয়ার রিজিওনাল ভাইস প্রেসিডেন্ট (আরভিপি) পদের সূচনা করে এবং রাজেশ কৌশিককে এই পদে নিযুক্ত করে কলকাতায় স্থানান্তর করে। এই দায়িত্বে তিনি পূর্ব ও উত্তর ভারতের সকল ব্যবসার দায়িত্বে ছিলেন।

২০১৬ সালের জানুয়ারিতে তিনি দক্ষিণ ভারতের আরভিপি হিসেবে নিয়োগ পান এবং কয়েক মাসের মধ্যেই পশ্চিম ভারতও তাঁর অধীনে যুক্ত হয়। পরে তিনি ভারতের বাক্স ও প্যাকেজ গ্যাস ব্যবসার প্রধান হন, যতক্ষণ না প্র্যাক্সেয়ার এবং লিভে একীভূত হয়।

২০২০ সালে, ভারতে একীভূত প্রতিষ্ঠানে তাঁকে বাক্স, প্যাকেজ, স্পেশালিটি এবং হেলথকেয়ারসহ সকল ভার্টিকালের সেলস বিভাগের প্রধান হিসেবে নিযুক্ত করা হয়। এপ্রিল ২০২৩ থেকে তাঁকে বাংলাদেশের অতিরিক্ত দায়িত্ব দেওয়া হয়। মে ২০২৪ থেকে তিনি ভারতে অনসাইট ব্যবসারও নেতৃত্ব দিচ্ছেন।

বিজ্ঞানে স্নাতক সম্পন্ন করার পর, রাজেশ কৌশিক অর্থনীতিতে স্নাতকোত্তর এবং মার্কেটিং-এ এমবিএ সম্পন্ন করেন, এরপর তিনি এইচজিআই-তে যোগ দেন।



আবু মোহাম্মদ নিছার এফসিএস

কোম্পানি সেক্রেটারি

জনাব আবু মোহাম্মদ নিছার এফসিএস লিভে বাংলাদেশ লিমিটেডের কোম্পানি সেক্রেটারি। জনাব নিছার ইনস্টিটিউট অব চার্টার্ড সেক্রেটারিজ অব বাংলাদেশের (আইসিএসবি) ফেলো মেম্বর (এফসিএস)। লিভে বাংলাদেশ লিমিটেডের সহযোগী প্রতিষ্ঠান বিওসি বাংলাদেশের কোম্পানি সেক্রেটারি হিসেবেও তার অতিরিক্ত দায়িত্ব রয়েছে। তিনি ১৯৮৯ সালে কোম্পানিতে বহু বছরের অভিজ্ঞতা নিয়ে কোম্পানি সেক্রেটারিয়াল ফাংশনে যোগদান করেন। কোম্পানি সেক্রেটারি হিসেবে তার বিভিন্ন ভূমিকা ছাড়াও তিনি বোর্ডের অডিট কমিটি, মনোনয়ন ও পারিশ্রমিক কমিটির সচিব।

সভাপতির বিবৃতি



সম্মানিত শেয়ারহোল্ডারগণ,

আপনাদের কোম্পানি, লিভে বাংলাদেশ লিমিটেড-এর ৫২তম বার্ষিক সাধারণ সভায় আপনাদেরকে স্বাগত জানাচ্ছি এবং ২০২৪ অর্থ বছরের ব্যবসায়িক ফলাফল আপনাদের সামনে উপস্থাপন করতে পেরে আমি আনন্দিত।

গত বছর ছিল নানা কারণে চ্যালেঞ্জিং ও পরিবর্তনময় একটি বছর। লিভে ইন্ডাস্ট্রিস প্রাইভেট লিমিটেড-এর ইসাব মিডল ইষ্ট এফজেডই তে সফল ও নির্বিঘ্ন হস্তান্তর ছিল একটি গুরুত্বপূর্ণ মাইলফলক। সুসমন্বিত দলগত প্রচেষ্টার মাধ্যমে এই রূপান্তর সম্ভব হয়েছে, তাই আমি এই সহযোগিতায় গর্বিত।

বিগত ২৭ মে ২০২৪ ইং তারিখে বিক্রয় ও হস্তান্তরের জন্য কোম্পানিটি লিভে ইন্ডাস্ট্রিজ প্রাইভেট লিমিটেডের ১৩৮,২৯০,৫০০ ইকুইটি শেয়ার ইসাব মিডল ইস্ট এফজেডই এর কাছে এবং কোম্পানির মনোনীত শেয়ারহোল্ডার জনাব আবু মোহাম্মদ নিছারের ১ ইকুইটি শেয়ার এক্সেলভিয়া ইন্টারন্যাশনাল হোল্ডিংস বি.ভি এর সাথে বিক্রয় ও ক্রয় চুক্তি সম্পন্ন হয়েছে।

লিভে বাংলাদেশ লিমিটেড ২০২৫ সালে সামষ্টিক অর্থনৈতিক পুনরুদ্ধারের প্রত্যাশা করছে, যদিও ২০২৪ সালে রাজনৈতিক অস্থিরতা এবং পরিবর্তনের উপর স্থায়ী ঐতিহাসিক পদচিহ্ন রেখে যাবে। আমরা একটি নতুন স্বচ্ছ জাতি, রাজনৈতিক স্থিতিশীলতা, অবাধ ও ন্যায্য বিনিয়োগ এবং কৃত্রিম বুদ্ধিমত্তার আধুনিক পরিবর্তনের সম্মুখে অগ্রসর হচ্ছি যা আমাদের প্রতিযোগিতামূলকতা এবং গ্রাহক অভিজ্ঞতা উন্নত করবে।

লিভে পিএলসি এর সার্বসিডিয়োরি কোম্পানি লিভে বাংলাদেশ লিমিটেড, যারা নিরন্তর হওয়া সত্ত্বেও ৭০ বছরেরও বেশি সময় ধরে দেশের উন্নয়নে সক্রিয় অংশীদার হিসেবে কাজ করে যাচ্ছে। ভূ-রাজনৈতিক এবং অর্থনৈতিক মোকাবিলা থাকা সত্ত্বেও কোম্পানি শিল্প-নেতৃত্বান্বিত আর্থিক কর্মক্ষমতা, শ্রেণীর সেরা নিরাপত্তা এবং টেকসই লক্ষ্যমাত্রার দিকে পরিমাপযোগ্য অগ্রগতির মাধ্যমে আরও একটি সন্তোষজনক বছরের ফলাফল অর্জন করেছে। প্রকৃতপক্ষে, এই কৃতিত্বসমূহ আমাদের কর্মচারীদের অধ্যবসায় এবং কঠোর পরিশ্রমের ফলপ্রকাশ। ২০২৩ সমাপ্ত বছরে কোম্পানিটি প্রতি শেয়ারে ১৫৪.০০ টাকা উল্লেখযোগ্য লভ্যাংশ প্রদান করেছে এবং ২০২৪ সমাপ্ত বছরের জন্য প্রতি শেয়ারে নগদ ৪০.০০ টাকা চূড়ান্ত লভ্যাংশ প্রস্তাব করেছে (অর্থাৎ ২০২৪ সমাপ্ত বছরের নগদ সর্বমোট লভ্যাংশ ৪৫০০ শতাংশ যার মধ্যে জন্য ৪১০০ শতাংশ অন্তর্বর্তীকালীন লভ্যাংশ ইতিমধ্যেই পরিশোধ করা হয়েছে) যা আমাদের গ্রাহকদের, শেয়ারহোল্ডারবৃন্দ, কর্মচারীদের এবং পরিবেশসহ আমাদের সকল স্টেকহোল্ডারদের জন্য দীর্ঘমেয়াদী গুণগত মান তৈরির প্রতি আমাদের অব্যাহত প্রতিশ্রুতি প্রদর্শন করে। ভবিষ্যতের পর্যালোচনার মাধ্যমে পরিলক্ষিত হবে যে, নতুন সুযোগের সন্ধ্যাবহার এবং প্রতিযোগিতার মোকাবেলা করতে আমাদের পর্যাপ্ত সক্ষমতা রয়েছে।

২০২৪ সালে, কোম্পানিটি দেশের সামাজিক ও রাজনৈতিক চ্যালেঞ্জের কারণে একটি জটিল ব্যবসায়িক পরিবেশের মধ্য দিয়ে এগিয়ে যায়। এই চ্যালেঞ্জগুলো দেশের প্রায় সব শেষ-ব্যবহারকারী বাজার খাতকে নেতিবাচকভাবে প্রভাবিত করে। এর ফলে আমাদের গ্যাস ব্যবসার কার্যক্রমেও প্রভাব পড়ে এবং আমরা নির্ধারিত প্রবৃদ্ধির লক্ষ্যমাত্রা অর্জনে ব্যর্থ হই। তবে এই সকল প্রতিকূলতার মাঝেও কোম্পানি দৃঢ়তা প্রদর্শন করেছে এবং চ্যালেঞ্জিং বাজার পরিস্থিতিতেও বিক্রয় রাজস্ব আগের বছরের তুলনায় স্থিতিশীল থেকেছে।

সর্বত্রব্যাপী সংকটাপূর্ণ সময়ে আপনাদের অঙ্গীকার, পরিশ্রম এবং মনোবল সাফল্য লাভে অত্যন্ত সক্রিয় ভূমিকা পালন করেছে এবং আমাদের সম্প্রসারণকে এগিয়ে নিয়ে যেতে এবং এই খাতে শীর্ষস্থানীয় হিসেবে আমাদের অবস্থান বজায় রাখতে আপনাদের অধিকতর সহযোগিতা প্রত্যাশা করছি।

নিরাপত্তা, স্বাস্থ্য, পরিবেশ এবং মানের কার্যকর ব্যবস্থাপনা (এসএইচইকিউ) লিভে বাংলাদেশ লিমিটেড এর জন্য একটি প্রধান অগ্রাধিকার এবং এটি আমাদের কর্পোরেট সংস্কৃতির সাথে অন্তর্ভুক্ত। স্বাস্থ্য, নিরাপত্তা এবং পরিবেশগত দায়িত্বই হলো মূল মূল্যবোধ, যার অর্থ সর্বদা এমনভাবে কাজ করা এবং পরিচালনা করা যাতে মানুষ, পরিবেশ এবং আমরা যে সমাজে কার্যসম্পাদন করি তাদের ক্ষতি প্রতিরোধ করা যায়।

আমাদের এসএইচইকিউ কর্মক্ষমতা ২০২৪ সালে সকল ক্ষেত্রেই জোরালো ছিল। প্রক্রিয়া নিরাপত্তা, ব্যক্তিগত নিরাপত্তা, শিল্পজাত স্বাস্থ্যবিধি, পরিবহন নিরাপত্তা, জরুরী প্রতিক্রিয়া, গুণগত মান এবং ফার্মাকোভিজিল্যান্স সহ বিভিন্ন দিকের উপর আমরা মনোনিবেশ করেছি।

কর্মচারীদের সম্পৃক্ততা প্রচারণা "তোমার কারণ আমাদের দেখাও?" এবং নেতৃত্বের বার্তার মাধ্যমে আমরা বছরটি শুরু করেছি। একটি শূন্য দুর্ঘটনার লক্ষ্য অর্জনে অগ্রসর হওয়া যাতে বোঝা যায় যে ঘটনাটি কেবল আমাদের উপরই নয় বরং আমাদের পরিবার এবং বন্ধুদের উপর কিরূপ প্রভাব বিস্তার করছে।

২০২৪ সালে লিভে বাংলাদেশ লিমিটেড-এর একটি উচ্চ-কার্যক্ষমতাসম্পন্ন কোম্পানিতে রূপান্তরের লক্ষ্যে কোম্পানি তথ্য প্রযুক্তি (আইটি) কর্মীদল মূল কর্মোদ্যোগগুলি সফলভাবে বাস্তবায়ন করেছে। আমাদের এন্টারপ্রাইজ অ্যাপ্লিকেশনগুলিকে এসএপি আর/ও থেকে এসএপি এস৪ হানা-তে স্থানান্তরকরণ ছিল একটি গুরুত্বপূর্ণ মাইলফলক যা অ্যাপ্লিকেশনের কর্মক্ষমতা, একীকরণ এবং নির্ভরযোগ্যতা বিপুলাংশে বৃদ্ধি করে। একটি শক্তিশালী বিশ্বমানের অবকাঠামো আয়োজনে, আমাদের সিস্টেম উন্নত নিরাপত্তা এবং আপটাইমের ভিত্তিতে আত্মপ্রশংসা করে। এসএপি এস৪ হানা-তে স্থানান্তরকরণটি নির্বিঘ্নে সম্পন্ন হয়েছিল যা স্বচ্ছ পরিকল্পনা, ব্যাপক পরীক্ষা-নিরীক্ষা এবং আন্তঃকার্যকরী সহযোগিতার মাধ্যমে ব্যবসায়িক কার্যক্রমে কোনও ব্যাঘাত ঘটায়নি। তথ্য স্থানান্তর, ব্যবহারকারী প্রশিক্ষণ এবং সিস্টেম কনফিগারেশনের মতো গুরুত্বপূর্ণ কার্যক্রমগুলি দক্ষতার সাথে সম্পাদিত হয়েছিল এবং পাশাপাশি বিস্তৃত সম্ভাব্য ঘটনার পরিকল্পনাও গ্রহণ করা হয়েছিল।

২০২৪ বছরব্যাপী আপনার কোম্পানি ধারাবাহিকভাবে আইটি নিরাপত্তা এবং সম্মতি মূল কর্মক্ষমতা সূচক (কেপিআই) এ শক্তিশালী কর্মক্ষমতা প্রদর্শন, সুশাসন বজায় রাখা এবং গুরুত্বপূর্ণ পরিষেবাগুলির জন্য আপটাইমে সর্বোত্তম অনুশীলন প্রদর্শন করেছে।

আমাদের বিভিন্ন পরিবেশগত, সামাজিক ও প্রশাসনিক উদ্যোগের মাধ্যমে সমাজে ইতিবাচক প্রভাব পড়েছে। সাতক্ষীরা জেলার তালা উপজেলার সমকাল মাধ্যমিক বিদ্যালয় পাঠাগারটি লিভের গ্লোবাল সিএসআর তহবিল থেকে ২০,০০০ মার্কিন ডলার অর্থায়নে প্রতিষ্ঠিত হয়, যা ৫২১ জন শিক্ষার্থীকে ৮.৪১৮টি বইয়ের মাধ্যমে উপকৃত করেছে। বিশ্ব মুক্তিকা দিবসে চিত্রাঙ্কন প্রতিযোগিতা, বৃক্ষরোপণ এবং "ওয়েস্ট ওয়ায়রস" নির্বাচনসহ নানা কার্যক্রমের মাধ্যমে পরিবেশ সচেতনতা বাড়ানো হয়েছে। এছাড়াও, পাঁচটি শিক্ষা প্রতিষ্ঠানে মোট ৩০০টি গাছ রোপণ করা হয়েছে ও বন্যার্তদের সহায়তায় এক দিনের কর্মচারীদের বেতন অনুদান থেকে সংগৃহীত অর্থ এবং লিভের তহবিল থেকে সমপরিমাণ অনুদান

মিলিয়ে সাহায্য প্রদান করা হয়েছে। এছাড়াও, ৩০টি পুনর্নির্মিত ল্যাপটপ সুবিধাবঞ্চিত তরুণদের ডিজিটাল প্রবেশাধিকার নিশ্চিত করে তাদের ক্ষমতায়নের জন্য বিতরণ করা হয়েছে।

কর্মীদের লিঙ্গ, জাতিগোষ্ঠী, বয়স, শারীরিক অক্ষমতা বা অন্যান্য বৈচিত্র্যের মাত্রা নির্বিশেষে সকল কর্মীদের জন্য একটি অন্তর্ভুক্তিমূলক, শ্রদ্ধাশীল ও ন্যায্য কর্মপরিবেশ নিশ্চিত করতে লিভে বাংলাদেশ লিমিটেড সর্বদা প্রতিশ্রুতিবদ্ধ। দৃঢ় সহযোগিতার মাধ্যমে দলের মধ্যে সারা বছর জুড়েই একটি ইতিবাচক ও সহযোগিতামূলক পরিবেশ বিরাজমান থাকে। বিভিন্ন ডিজিটাল প্ল্যাটফর্মের সহজলভ্য বৃদ্ধির সুযোগ প্রদানের মাধ্যমে শিক্ষা ও দক্ষতা উন্নয়নে সর্বত্রই অগ্রাধিকার দেওয়া হয়। আমাদের প্রশিক্ষন কার্যক্রম আগামী প্রজন্মকে প্রয়োজনীয় দক্ষ জনবল গঠনে সহায়তা করে, যাতে তারা ভবিষ্যতের জন্য পেশাদার ব্যক্তি হিসেবে প্রস্তুত হতে পারে। লিভে যতই এগিয়ে যাচ্ছে, কর্মীরাও ততই সমৃদ্ধ দায়িত্ব গ্রহণের মাধ্যমে নিজেদের বিকাশ ঘটচ্ছে। আমাদের বৈচিত্র্যময় দক্ষতা ও প্রতিভাবান কর্মশক্তি দীর্ঘমেয়াদী মানবসম্পদ উন্নয়ন কৌশলের মূলভিত্তি।

বর্তমান পরিবেশগত চ্যালেঞ্জ থাকা সত্ত্বেও, আমাদের কর্মীদের ব্যক্তিগত ও সম্মিলিত প্রচেষ্টা অত্যন্ত প্রশংসনীয়।

পরিচালনা পর্ষদ নিশ্চিত করে যে, শেয়ারহোল্ডাররা যেন তাদের বিনিয়োগ থেকে সর্বোচ্চ লভ্যাংশ পান। যথাযথভাবে রিপোর্টকৃত আর্থিক পরিসংখ্যান এবং অন্যান্য প্রাসঙ্গিক তথ্য যা তাদের সম্পদের উপর প্রভাবে ফেলতে পারে এবং নিয়মকানুন মেনে একটি লাভজনক, সুশাসিত কোম্পানি বজায় রাখতে পারে। ব্যবস্থাপনা, কর্মচারী এবং ব্যবসায়িক অংশীদাররা যেন আমাদের ব্যবসায়িক নৈতিকতা নীতিমালার সাথে সামঞ্জস্যপূর্ণ আচরণ করে তা নিশ্চিত করা পরিচালনা পর্ষদের অন্যতম প্রধান দায়িত্ব।

আমি আনন্দের সঙ্গে জানাচ্ছি যে ২০২৪ সালে আপনার কোম্পানি, লিভে বাংলাদেশ লিমিটেড, ইনস্টিটিউট অব চার্টার্ড সেক্রেটারিজ অব বাংলাদেশ (ICSB) কর্তৃক আয়োজিত কর্পোরেট গভর্ন্যান্স এক্সেলেন্স অ্যাওয়ার্ড ২০২৩-এ ফুয়েল অ্যান্ড পাওয়ার ক্যাটাগরিতে ব্রোঞ্জ মেডেল অর্জন করেছে। এই স্বীকৃতিটি কোম্পানির ২০২৩ সালের অসাধারণ পারফরম্যান্সের ভিত্তিতে প্রদান করা হয়েছে।

আপনারা অবগত আছেন যে, আমাদের কোম্পানি তার মূল্যবোধ ও নীতিমালা বজায় রেখে বাংলাদেশে গ্যাস শিল্পে শীর্ষস্থান অর্জনে নিরলস কাজ করছে। অন্যান্য যেকোনো কোম্পানির মতো, আমরাও গুণগত মান, মূল্য নির্ধারণ এবং প্রক্রিয়াগত দক্ষতার দিক থেকে প্রতিযোগিতার সম্মুখীন। আমি বিশ্বাস করি, ২০২৫ সালে এই চ্যালেঞ্জগুলো মোকাবেলার জন্য সম্মিলিতভাবে আমরা প্রস্তুত। আমরা আত্মবিশ্বাসের সঙ্গে বলতে পারি যে আমাদের ব্যবসা বর্তমানে দীর্ঘমেয়াদী সাফল্যের জন্য প্রস্তুত। এই সাফল্য অর্জনের

জন্য, আমাদের নিরবচ্ছিন্ন উদ্ভাবন, ব্যয় সাশ্রয় এবং প্রক্রিয়াগত দক্ষতা বৃদ্ধি করতে হবে। পাশাপাশি, আমাদের কর্মী, পণ্য এবং প্রক্রিয়াগুলোতে যথাযথ বিনিয়োগ চালিয়ে যেতে হবে।

আপনার কোম্পানির পরিচালকরা ৩১ ডিসেম্বর ২০২৪ সমাপ্ত বছরের জন্য প্রতি শেয়ারে ৪০.০০ টাকা বা ৪০০ শতাংশ লভ্যাংশের সুপারিশ করেছেন। এর জন্য ৬০৮.৭৩ মিলিয়ন টাকা পরিশোধের প্রয়োজন হবে। প্রতি শেয়ারে ৪৫০.০০ টাকা বা ৪৫০০ শতাংশ অন্তর্বর্তীকালীন লভ্যাংশ সহ বছরের মোট ৬,৮৪৮.২৩ মিলিয়ন টাকা পরিশোধের প্রয়োজন হবে এবং লভ্যাংশ প্রতি শেয়ারে ৪০.০০ টাকা বা ৪০০ শতাংশ বিবেচিত হবে। এর মূল্য হবে ৬,৮৪৮.২৩ মিলিয়ন টাকা এবং লভ্যাংশ হবে ৪৫০.০০ টাকা বা ৪৫০০ শতাংশ প্রতি শেয়ার।

আমি সুনিশ্চিত যে, লিভের উজ্জ্বল ভবিষ্যত গড়ে তোলার লক্ষ্যে পরিচালনা পর্ষদের এবং কোম্পানির কর্মচারীদের নিষ্ঠা লিভের সাফল্যের ভিত্তিপ্রস্তর হিসেবে সর্বদা কাজ করেছে।

আপনাদের প্রতিশ্রুতি, নিষ্ঠা এবং সাহসই আমাদেরকে কঠিন সময়েও এগিয়ে নিয়ে যেতে সহায়তা করেছে, এবং আমি আশা করি ভবিষ্যতেও আপনাদের সহযোগিতা আমাদের অগ্রযাত্রা অব্যাহত রাখতে এবং এই খাতে শীর্ষস্থান ধরে রাখতে সাহায্য করবে।

আমরা আমাদের গ্রাহক, শেয়ারহোল্ডার, সরবরাহকারী, ব্যাংক কর্মকর্তা, সরকারী কর্মকর্তা এবং সংস্থার প্রতি কৃতজ্ঞ।

যত্ন নিবেন। ভালো থাকুন এবং নিরাপদে থাকুন।

আমি সবাইকে ধন্যবাদ জানাই।

অভিজিৎ ব্যানার্জী

ঢাকা, ১৩ই মার্চ ২০২৫

পরিচালকমন্ডলীর প্রতিবেদন

লিভে বাংলাদেশ লিমিটেড এর পরিচালকমন্ডলী ২০২৪ সালে ৩১শে ডিসেম্বর সমাপ্ত বছরের আর্থিক বিবৃতির পাশাপাশি পরিচালকমন্ডলীর প্রতিবেদন এবং নিরীক্ষদের প্রতিবেদন উপস্থাপন করতে পেরে আনন্দিত। কোম্পানির সাফল্যকে গতিশীল করার ক্ষেত্রে যেসব মুখ্য কার্যক্রম অবদান রেখেছে পরিচালকমন্ডলীর প্রতিবেদনে সেগুলো প্রতিভাত হয়েছে ও পাশাপাশি এই প্রতিবেদনে সৃষ্ট কর্পোরেট পরিচালনা ব্যবস্থা সম্পর্কিত প্রয়োজনীয় তথ্য সন্নিবেশিত হয়েছে।

শিল্প সম্ভাবনা ও সম্ভাব্য ভবিষ্যৎ উন্নয়ন

২০২৪ সালের জুলাই ও আগস্টে ঘটে যাওয়া ঘটনাগুলো, যেখানে দীর্ঘদিন ক্ষমতায় থাকা শাসক দলকে ছাত্র-ছাত্রীদের নেতৃত্বাধীন বিদ্রোহের মাধ্যমে পতন করা হয়েছিল, যা বাংলাদেশের ইতিহাসে একটি গুরুত্বপূর্ণ অধ্যায় হিসেবে চিরস্মরণীয় হয়ে থাকবে। বাংলাদেশ অতিরিক্ত মুদ্রাস্ফীতির সম্মুখীন হয়েছিল এবং অর্থনৈতিক ক্ষেত্রে বিদেশিদের বড় ধরনের হস্তক্ষেপের অভিযোগের কারণে আস্থা কিছুটা কমে গিয়েছিল। মুদ্রাস্ফীতি কমানো, বৈদেশিক মুদ্রার রিজার্ভ বৃদ্ধি এবং ব্যাংকিং খাতের সমস্যাগুলো সমাধান করার পাশাপাশি বাংলাদেশ ব্যাংক আমানতকারীদের আস্থা রক্ষা করতে অগ্রাধিকার দেবে বলে আশা করা হচ্ছে। এছাড়াও সিরিয়া, গাজা, মায়ানমার, ইউক্রেন ও রাশিয়া সহ অভ্যন্তরীণভাবে এবং বিশ্বব্যাপী রাজনৈতিক অস্থিরতা বিরাজমান ছিল।

বাংলাদেশ দক্ষিণ এশিয়ার দ্বিতীয় বৃহত্তম অর্থনীতির দেশ যা ইউক্রেন, গাজা, সিরিয়ার যুদ্ধের পরবর্তী সময়ে সামষ্টিক অর্থনৈতিক স্থিতিশীলতা, অবকাঠামোর উন্নতি এবং ক্রমবর্ধমান ডিজিটাল অর্থনীতির মাধ্যমে শক্তিশালী প্রবৃদ্ধি অর্জন করেছে। তবে ২০২৪ সালে দেশটি বিশ্বব্যাপী ভূ-রাজনৈতিক সংঘাতের ফলে দারিদ্রতা, মুদ্রাস্ফীতি, জলবায়ু পরিবর্তন, ঋণ, মতবিরোধ, খাদ্য সংকট এবং দুর্বলতার মতো অর্থনৈতিক সমস্যার মুখোমুখি হয়েছে। আন্তর্জাতিক বাণিজ্যে ভূ-রাজনৈতিক উত্তেজনা ও অনিশ্চয়তার কারণে বাংলাদেশ এখনও বাড়তি প্রতিযোগিতার সম্মুখীন হচ্ছে। আর্থিক প্রতিষ্ঠানগুলোর ওপরও প্রভাব পড়েছে, যা গত কয়েক বছরে ব্যাংকিং খাতের সংকটকে আরও গুরুতর করেছে। রপ্তানির কার্যক্ষমতার তুলনায় মার্কিন ডলারের আগমন প্রত্যাশিত স্তরে উন্নীত সাপেক্ষে যথেষ্ট না থাকায় বেসরকারি বিনিয়োগ বৃদ্ধি পায়নি, বৈশ্বিক হিসাব ও বৈদেশিক মুদ্রার রিজার্ভ এখনও চাপের মধ্যে বিরাজমান আছে এবং গত বছর কাঁচামাল সরবরাহের পরিমাণ স্বাভাবিকের চেয়ে কম ছিল।

সাফল্য এবং প্রতিবন্ধকতা উভয়ের সমন্বয়ে ২০২৪ সাল আমাদের মাঝে পরিলক্ষিত হয়। সামাজিক ও রাজনৈতিক মোকাবিলা আমাদের উপর বিভিন্ন স্তরে প্রভাব ফেলেছে, বিশেষত চূড়ান্ত ব্যবহারকারীর চাহিদার ক্ষেত্রে। যা আমাদের বার্ষিক পরিকল্পনার পরিপ্রেক্ষিতে গ্যাস ব্যবসায়ের কর্মক্ষমতাকে প্রভাবিত করেছে। এই বছর, লিভে ইন্ডাস্ট্রিজ প্রাইভেট লিমিটেডের বিনিয়োগ বিশেষভাবে উল্লেখযোগ্য লাভ বয়ে এনেছে।

দক্ষ প্রযুক্তি ব্যবহার এবং নিরবিচ্ছিন্ন উৎপাদনশীলতা উদ্যোগের উৎসাহে, লিভে বাংলাদেশ লিমিটেড তার কার্বন নিগমন হ্রাস করার জন্য ক্রমাগত প্রচেষ্টা চালিয়ে যাচ্ছে। একটি দায়িত্বশীল ব্যবসা হিসেবে, লিভে তার কর্মচারী, গ্রাহক, সরবরাহকারী এবং যেসব পরিবেশে এটি কার্যক্রম পরিচালনা করে তা সুরক্ষিত রাখার চেষ্টা করেছে।

২০২৪ সালে, লিভে বাংলাদেশ লিমিটেড প্রযুক্তিগত অগ্রগতি, প্রিনহাউস গ্যাস স্থায়িত্ব এবং খরচ অপ্টিমাইজেশন উদ্যোগের মাধ্যমে দেশের বিভিন্ন স্থানে বিতরণ কার্যক্রমকে শক্তিশালী করতে গুরুত্বপূর্ণ অগ্রগতি সাধন করেছে। “নিরাপত্তা”-কে প্রধান নির্দেশক নীতি হিসেবে বিবেচনা রেখে, ধ্বংসাত্মক বন্যা এবং অস্থিরতা বিরাজমান সময়েও দূরবর্তী হাসপাতালসহ সকল বিভাগের জন্য সময়মত এবং নির্ভরযোগ্য গ্রাহক সরবরাহ ও পরিষেবা নিশ্চিত করা হয়েছে। স্বয়ংক্রিয় স্টক পর্যবেক্ষণ এবং সময়সূচি নির্ধারণ সফটওয়্যার আমাদেরকে ভিএমআই (বিক্রেতা পরিচালিত ইনভেন্টরি) ফ্রিমের অধীনে উৎকৃষ্ট গ্রাহক অভিজ্ঞতা প্রদান করতে সক্ষম করেছে।

কৃত্রিম বুদ্ধিমত্তা ভিত্তিক উদ্ভাবনী পদ্ধতিগুলো যেমন ভার্চুয়াল রিয়েলিটি (ভিআর) প্রশিক্ষণ, ফিট-ফর-ডিউটি পরীক্ষা ইত্যাদি আমাদের চালক দলকে তাঁদের পূর্ব প্রস্তুতি মূল্যায়নে ক্ষমতায়ন করেছে। ডিউয়ার/পিসিসি ভর্তি প্রক্রিয়ার বিকেন্দ্রীকরণ গ্রাহকদের দারপ্রাপ্তে পরিষেবা প্রদানের মাধ্যমে উল্লেখযোগ্য সুবিধা গড়ে তুলেছে। নতুনভাবে বাস্তবায়িত বিতরণ কেন্দ্র

মডেলটি গ্রাহককেন্দ্রিক বিতরণ ব্যবস্থা এনেছে, যা পূর্বের গ্রাহক সংগ্রহ ব্যবস্থায় স্থিতিস্থাপকতা নিয়ে এসেছে। আমরা সবসময় আমাদের গ্রাহক, অংশীদার এবং আমরা যে সমাজে বাস করি তাদের সম্পর্কে চিন্তিত থাকি।

ব্যবসায় ফলাফল

সর্বাধিক মোকাবিলাপূর্ণ সময়ে, কোম্পানির আয় কম ছিল, তবে ২০২৪ সালে লিভে ইন্ডাস্ট্রিজ প্রাইভেট লিমিটেড (এলআইপিএল) এর বিক্রয়ের কারণে লাভের আয় আগের বছরের তুলনায় বেশি হয়েছে। ২০২৪ সালে কোম্পানির গ্যাস হতে বিক্রয়লব্ধ আয় ছিল ২,২১৪ মিলিয়ন টাকা, যা ২০২৩ সালের ২,১৬৪ মিলিয়ন টাকার তুলনায় বেশি। নিম্নলিখিত বিভাগ থেকে বিক্রয়লব্ধ আয় উদ্ভূত হয়েছে :

খাত সমূহ	২০২৪	২০২৩
	মিলিয়ন টাকা	মিলিয়ন টাকা
বান্ধ গ্যাসসমূহ	৭৮৫	৮২৯
প্যাকেজড গ্যাস ও পণ্যসমূহ (পিজিএন্ডপি)	৪৬২	৪২৬
হেলথকেয়ার	৯৬৭	৯০৯
	২,২১৪	২,১৬৪

বান্ধ গ্যাসের আওতায় রয়েছে তরল শিল্পজাত অক্সিজেন, তরল নাইট্রোজেন, তরল আর্গন ও কার্বন-ডাই অক্সাইড। প্যাকেজড গ্যাস, পণ্যসমূহ ব্যবসায়ের মধ্যে রয়েছে এবং কম্প্রেসড ইন্ডাস্ট্রিয়াল গ্যাস। চিকিৎসা কাজে ব্যবহৃত গ্যাস, চিকিৎসা সরঞ্জামাদি এবং চিকিৎসা পাইপলাইন স্বাস্থ্যসেবা খাতের অন্তর্ভুক্ত।

ব্যবসায়ের ফলাফলের বিষয়ে আরো ভালোভাবে অবগত হওয়ার সুবিদার্থে বান্ধ পিজি এন্ড পি (প্যাকেজড গ্যাস ও পণ্যসমূহ) এবং স্বাস্থ্যসেবা শীর্ষক ব্যবসায় খাতসমূহে এ ব্যাপারে বিস্তারিত তথ্য উপস্থাপন করা হয়েছে।

বান্ধ

পূর্ববর্তী বছরের মতো ২০২৪ সালেও বান্ধ ব্যবসায় মোকাবিলার সম্মুখীন হয়েছে, এছাড়াও দেশের রাজনৈতিক পরিস্থিতির কারণে তৃতীয় ত্রৈমাসিকে আরও তীব্রতর হয়েছে। তবে, কঠিন পরিস্থিতি থাকা সত্ত্বেও তরল কার্বন ডাইঅক্সাইড এবং তরল নাইট্রোজেনসহ সমস্ত পণ্য বিভাগে অধিকতর প্রভাব তীব্রতর হয়েছে, তবুও দলটি তরল অক্সিজেন ও তরল আর্গনের মাধ্যমে কৌশলগত প্রশমনমূলক পদক্ষেপ গ্রহণ করেছে যা সামগ্রিক প্রভাব কমাতে সহায়তা করেছে। দেশের বিভিন্ন মার্চেন্ট কমপ্রেসড গ্যাস সরবরাহকারীদের ডি-ক্যাপটিভেশন বাস্তবায়ন করা একটি গুরুত্বপূর্ণ পদক্ষেপ ছিল যা দ্বিতীয় প্রান্তিক এ তরল আর্গনের মূল্য নির্ধারণ নিয়ন্ত্রণে আনায় সহায়তা করেছে। মার্চেন্ট বান্ধ ব্যবসা এই প্রশমনমূলক পদক্ষেপগুলোর মাধ্যমে পরিমাণ ও আয় উভয় ক্ষেত্রেই সমতল বৃদ্ধির হার বজায় রাখতে এবং বাজারের অংশীদারিত্ব ধরে রাখতে সক্ষম হয়েছে। ধাতুবিজ্ঞান, পশুপালন, সাইকেল রপ্তানি এবং খাদ্য ও পানীয় শিল্প বাজার বিভাগে মূল্য অবদান রেখেছে।

এটি উল্লেখ করা মতো যে, বান্ধ ব্যবসায় ২০২৪ সালে ১৫ টিপিডি এর একাধিক নতুন অর্ডার পেয়েছে, যা সম্পাদনের বিভিন্ন ধাপের অধীনে রয়েছে। এছাড়াও, ২৫ টিপিডির একটি শক্তিশালী সম্ভাব্য পাইপলাইন প্রকল্প রয়েছে যা অনুসরণ করা হচ্ছে। এই জয়ের একটি বড় অংশ লিভের অ্যাপ্লিকেশন টেকনোলজি দ্বারা চালিত প্রকল্পগুলির জন্য দায়ী, যা ২০২৫ সালের শেষার্ধ্বে ব্যবসায় উল্লেখযোগ্য অবদান রাখার প্রত্যাশা করা হচ্ছে।

পিজিপি (প্যাকেজড গ্যাস ও পণ্য)

পিজিএন্ডপি-এর রাজস্ব গত বছরের তুলনায় ৬% বৃদ্ধি পেয়েছে। যদিও অর্থনৈতিক মন্দার কারণে সামগ্রিক পিজিএন্ডপি ব্যবসায়িক পরিবেশে প্রভাব পড়েছে, তবে স্পেশালিটি গ্যাস এবং সরঞ্জাম বিক্রয়ে সুযোগ কাজে লাগানোর ফলে ব্যবসায় বৃদ্ধি ঘটেছে। হিলিয়াম ও অন্যান্য

প্যাকেজড রেফ্রিজারেট গ্যাসের ধারাবাহিক প্রাপ্যতার কারণে স্পেশালিটি গ্যাস ব্যবসার পারফরম্যান্স উন্নত হয়েছে।

পিজিএন্ডপি ব্যবসায় পোর্টেবল ক্রায়োজেনিক কন্টেইনার (পিসিসি) অন্তর্ভুক্তির মাধ্যমে জাহাজ ভাঙা এবং স্ক্রাপ-কাটিং খাতসমূহে প্রবেশ করেছে, যা ব্যবসায়ের খাতসমূহে একটি গুরুত্বপূর্ণ প্রভাবক হিসেবে গণ্য করা হচ্ছে। গ্রাহকদের দারপ্রাপ্ত পৌঁছানোর মাধ্যমে উৎপাদন খাতে নতুন সম্ভাবনা অর্জনের লক্ষ্যে মান-সম্পন্ন ও অগ্রগতিমূলক পরিকল্পনাও রয়েছে।

স্বাস্থ্যসেবা

গত বছরের তুলনায় স্বাস্থ্যসেবা খাতের ব্যবসায় রাজস্ব ৩% বৃদ্ধি পেয়ে নির্ধারিত বাজেট পূরণের মাধ্যমে উল্লেখযোগ্য পরিবর্তন এসেছে। এই প্রবৃদ্ধির মূল চালিকা শক্তি ছিল বিদ্যমান মেডিকেল অক্সিজেন গ্রাহকদের প্রাকৃতিক প্রবৃদ্ধি এবং সিএমও ও এমজিডিএস-এ কিছু নতুন সাফল্য। কৌশলগত মূল্য নির্ধারণের সিদ্ধান্ত ব্যবসায়ের প্রত্যাশিত মুনাফা অর্জন বজায় রাখতে সহায়তা করেছে। কোভিড-১৯ মহামারির সময় লিভে কর্তৃক সরকারি হাসপাতালসমূহে সরবরাহকৃত এবং চালানকৃত জীবনরক্ষাকারী মেডিকেল অক্সিজেন বাবদ একটি উল্লেখযোগ্য পরিমাণ বকেয়া অর্থ আদায় হয়েছে, যা কোম্পানির নগদ প্রবাহকে উন্নত করেছে। পাশাপাশি, কোম্পানিটি এর নতুন পণ্য যেমন এন্টোনক্স ও পোর্টেবল ক্রায়োজেনিক কন্টেইনার এর প্রচারণা অব্যাহত রেখেছে, যা ভবিষ্যতের সম্প্রসারণে সহায়ক হবে বলে আশা করা হচ্ছে।

আর্থিক ফলাফলসমূহ

সকল চ্যালেঞ্জ সত্ত্বেও, পূর্ববর্তী বছরের তুলনায় কোম্পানির ২০২৪ সালে রাজস্ব বৃদ্ধি সন্তোষজনক ছিল। লিভে ইন্ডাস্ট্রিজ প্রাইভেট লিমিটেডকে ESAB মিডল ইস্ট এফজেডই-এর কাছে বিক্রি করার ফলে ২০২৪ সালে বিক্রয় ২.৩০% বৃদ্ধি পেয়েছে এবং আগের বছরের তুলনায় মুনাফা ২৮ গুণ (২৭০৮.৪৪%) বৃদ্ধি পেয়েছে।

বিভিন্ন খাত	২০২৪	২০২৩
	মিলিয়ন টাকা	মিলিয়ন টাকা
বিক্রয়	২,২১৪	২,১৬৪
বিক্রয় খাতে ব্যয়	(১,১৭১)	(১,১০৪)
মোট মুনাফা	১০৪৩	১,০৬১
পরিচালনা ব্যয়	(৭৭৪)	(৭৩২)
পরিচালনা হতে প্রাপ্ত মুনাফা	২৬৯	৩২৮
নীট বৈদেশিক বিনিময় বাবদ ক্ষতি	১১৯	(৭)
এলআইপিএল বিক্রয় হতে মুনাফা প্রাপ্ত	৭৫৭৯	-
অন্যান্য আয়/(ক্ষতি)	৪৭	৯
অর্থায়ন বাবদ নীট আয়	১৬	৩৮
ডব্লিউপিপিএফ বাবদ অর্থ পরিশোধ-পূর্ব মুনাফা	৮,০২৯	৩৬৮
ডব্লিউপিপিএফ বাবদ অর্থ পরিশোধ	(৪০১)	(১৮)
করপূর্ব মুনাফা	৭,৬২৮	৩৫০

কার্যকরী মূলধন ব্যবস্থাপনা

মূলত লিভে ইন্ডাস্ট্রিজ প্রাইভেট লিমিটেড (এলআইপিএল) নামক পৃথক হওয়া সাবসিডিয়ারি দ্বারা ইস্যুকৃত নতুন শেয়ারের বিপরীতে আন্তঃকোম্পানি পাওনাগুলি সময়সীমা মেনে মূলত এই বছরে কার্যকরী মূলধন উল্লেখযোগ্যভাবে বৃদ্ধি পেয়েছে। এলআইপিএলে শেয়ার বিক্রয় এবং লভ্যাংশ প্রদানের ফলে কার্যকরী মূলধন আরও যুক্তিযুক্তভাবে পরিচালিত হয়েছে।

ঝুঁকি এবং সংশ্লিষ্ট বিষয়াদি

কোম্পানির ব্যবসায় সংক্রান্ত ঝুঁকি তদারকির জন্য একটি ব্যবস্থা কার্যকর রয়েছে, যা কর্পোরেট সুশাসন অধ্যয় এবং আর্থিক বিবরণীসমূহের টীকাসমূহে সুস্পষ্ট করে বর্ণিত হয়েছে।

সংখ্যালঘু শেয়ারহোল্ডারবৃন্দ

লিভে বাংলাদেশ লিমিটেড এর পরিচালকমন্ডলী বিশ্বাস করেন যে, স্বচ্ছ ব্যবসায় চর্চা ও কোম্পানির গুরুত্বপূর্ণ তথ্যাবলীর যথাযথ প্রকাশের মাধ্যমে সংখ্যালঘু শেয়ারহোল্ডারদের অধিকার ও স্বার্থ সঠিকভাবে সুরক্ষিত করা হয়েছে। বার্ষিক সাধারণ সভার সমন্বিত আয়োজন, বার্ষিক আর্থিক বিবরণী অনুমোদন, নতুন পরিচালকবৃন্দ নির্বাচন এবং সংবিধিবদ্ধ ও কমপ্রায়সে নিরীক্ষকদের নিয়োগ ও লভ্যাংশ বাবদ অর্থ পরিশোধ এবং অন্যান্য বিভিন্ন বিষয়ে শেয়ারহোল্ডারদের সম্পৃক্ততা ও অনুমোদন প্রয়োজন। সংখ্যালঘু শেয়ারহোল্ডারদের অধিকারের পাশাপাশি সকল শেয়ারহোল্ডারের স্বার্থ সুরক্ষার লক্ষ্যে সততা, উন্মুক্ততা ও জবাবদিহিতা লালন করে এমন শাসন ব্যবস্থার সর্বোচ্চ মানদণ্ড সমুন্নত রাখার ব্যাপারে পরিচালকমন্ডলী নিবেদিত প্রাণ।

সংশ্লিষ্ট পক্ষসমূহের সাথে লেনদেন

‘আর্মস লেভ’ নীতির ভিত্তিতে সংশ্লিষ্ট পক্ষ সমূহের সাথে ব্যবসায়ের সাধারণ ধারা অনুযায়ী লেনদেন সম্পাদিত হয়। সংশ্লিষ্ট পক্ষসমূহের সাথে লেনদেন-এর বিবরণ বার্ষিক প্রতিবেদনের টীকা নং ৩৩(গ)-এ আর্থিক প্রতিবেদনের বিষয় বর্ণনা করা হয়েছে।

অভ্যন্তরীণ নিয়ন্ত্রণ

কোম্পানির একটি সুষ্ঠু অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা রয়েছে যার মাধ্যমে একটি যৌক্তিক নিশ্চয়তা পাওয়া যায় যে, কোম্পানির সম্পদসমূহ সুরক্ষিত রয়েছে এবং কোম্পানির আর্থিক অবস্থান দৃঢ়। নিরীক্ষা কমিটি এর প্রতিটি সভায় অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা নিয়মিতভাবে পর্যালোচনা করে এবং পরিচালকমন্ডলীর নিকট এ সংক্রান্ত প্রতিবেদন উপস্থাপন করে থাকে। অভ্যন্তরীণ নিয়ন্ত্রণের যথেষ্ট পয়জুতা নিরূপণের লক্ষ্যে গ্রুপ অভ্যন্তরীণ নিরীক্ষা টীম নিরীক্ষা পরিচালনা করে। এ সংক্রান্ত প্রাপ্ত তথ্যাদি ও প্রতিকারমূলক ব্যবস্থার উল্লেখসহ পরবর্তী ফলো-আপ বিষয়ক প্রতিবেদন নিরীক্ষা কমিটির নিকট উপস্থাপন করা হয় এবং গ্রুপ অভ্যন্তরীণ নিরীক্ষা কমিটির নিকট তা অনতিবিলম্বে প্রেরণ করা হয়। উক্ত প্রতিবেদন কর্পোরেট সুশাসন ব্যবস্থা সংক্রান্ত প্রতিবেদনে বিস্তারিতভাবে অন্তর্ভুক্ত করা হয়।

গোয়িং কনসার্ন বা চলমান প্রতিষ্ঠান

পরিচালকবৃন্দ এই মর্মে মত প্রকাশ করেন যে কোম্পানি একটি গোয়িং কনসার্ন এবং কোম্পানির গোয়িং কনসার্ন হিসেবে বলবৎ থাকার সামর্থ্যের বিষয়ে কোনো উল্লেখযোগ্য সন্দেহ নেই। সেই অনুসারে, আর্থিক বিবরণীসমূহ গোয়িং কনসার্ন ভিত্তিতে প্রস্তুত করা হয়েছে।

টেকসই উন্নয়ন

লিভে বাংলাদেশ লিমিটেড বিগত ৭০ বছরেরও বেশি সময় ধরে দেশের শীর্ষস্থানীয় গ্যাস ও প্রকৌশল কোম্পানি হিসেবে কাজ করে আসছে। গত বছর কোম্পানিটি তাদের ৭০ বছর পূর্তি উদযাপন করেছে। ১৯৫৩ সালে এই যাত্রা শুরু হয়েছিল এবং তখন থেকেই দেশের উন্নয়নে এক নীরব সহযোগী হিসেবে অবদান রেখে চলেছে। একটি দায়িত্বশীল প্রতিষ্ঠান হিসেবে আমরা সবসময় টেকসই উন্নয়নের পক্ষে কাজ করি এবং উৎসাহিত করি।

আমাদের টেকসই উন্নয়নের লক্ষ্যমাত্রাগুলো আমাদের সাফল্যের মূল চাবিকাঠি। এগুলো আমাদের টেকসই উন্নয়ন কর্মসূচিকে এগিয়ে নিয়ে যায় এবং আমাদের বিশ্বকে আরও

উৎপাদনশীল করে তোলার লক্ষ্যে ভবিষ্যতের পথ দেখায়। ব্যবসায়িক শ্রেণীবিন্যাস এবং প্রতিবেদনসহ এই লক্ষ্যমাত্রাগুলো সামঞ্জস্যপূর্ণভাবে পরিচালিত হয়। আমাদের কার্যক্ষমতা নির্ধারিত লক্ষ্যমাত্রার ভিত্তিতে পরিমাপ করা এবং তা স্বচ্ছতার সাথে প্রকাশ করা অত্যন্ত গুরুত্বপূর্ণ বলে আমরা বিশ্বাস করি।

লিভে গ্রুপের একটি অংশ হিসেবে, লিভে বাংলাদেশ লিমিটেড গ্রুপ কর্তৃক নির্ধারিত টেকসই উন্নয়নের লক্ষ্যের অনুসরণ করেছে।

টেকসই উন্নয়ন ২০২৮ লক্ষ্যমাত্রা-লিভে গ্রুপ

২০২৮ সালের মধ্যে শক্তি এবং গ্রীনহাউস গ্যাস (জিএইচজি) নিঃসরণের ক্ষেত্রে গ্রুপের স্থায়িত্বের লক্ষ্যমাত্রা নিম্নরূপঃ

- ২০৩৫ সালের মধ্যে স্কেপ ১ এবং ২ গ্রীনহাউস গ্যাস নিঃসরণের ৩৫ শতাংশ আবশ্যিক হ্রাস অর্জন করা;
- ইবিটিডিএর তুলনায় ৩৫ শতাংশ গ্রীনহাউস গ্যাসের ঘনত্ব উন্নতি অর্জন করা;
- হাইড্রোজেন গ্রীনহাউস গ্যাস নিঃসরণের ঘনত্ব ৪ শতাংশ উন্নতি অর্জন করা;
- ট্র্যাকিং গ্রীনহাউস গ্যাস নিঃসরণের ঘনত্ব ১০ শতাংশ উন্নতি অর্জন করা;
- অন্যান্য গ্রীনহাউস গ্যাসের নিঃসরণে ১০ শতাংশ আবশ্যিক হ্রাস অর্জন করা;
- প্রাথমিকভাবে সক্রিয় নবায়নযোগ্য বিদ্যুতের মাধ্যমে দ্বিগুণেরও বেশি লো-কার্বন শক্তি সম্পূর্ণ করা।

একইভাবে, পরিবেশ, নিরাপত্তা ও স্বাস্থ্য, সততা ও সম্মতি, মানুষ ও সম্প্রদায়ের ক্ষেত্রে স্থায়িত্বের চালক হিসেবে আমাদের গ্রুপের লক্ষ্য রয়েছে।

টেকসই উদ্যোগ-২০২৪

গ্রীনহাউস গ্যাস উন্নয়ন এবং সবুজ শক্তির মাধ্যমে আমরা আমাদের কার্যক্রমে টেকসই উন্নয়ন সফলভাবে অন্বেষণ করেছি এবং যার ফলে ২০২৪ সালের মোট উৎপাদনশীলতা সঞ্চয়ের ৮ শতাংশ সঞ্চয় হয়েছে।

শূণ্য বর্জ্য

শূণ্য বর্জ্য ধারণাটি এমন একটি লক্ষ্য যা পণ্য এবং প্রক্রিয়াগুলোকে নকশা করার উদ্দেশ্যে তৈরি করা হয়েছে যাতে বর্জ্য দূর করা যায় এবং সম্পদ সংরক্ষণ করা যায়। ব্যবহার কমানো, উপকরণ পুনর্ব্যবহার এবং পুনর্ব্যবহারযোগ্য করা এতে জড়িত। প্রধান অপারেশন সাইটের জন্য আমরা "শূণ্য বর্জ্য" উদ্যোগ চালিয়ে যাচ্ছি যা টেকসই কর্মসূচি হিসেবে পরিচালনা করছে। এই উদ্যোগটির মাধ্যমে প্রতিষ্ঠানের খরচ সাশ্রয় এবং পরিবেশ সুরক্ষায় সহায়তা হচ্ছে।

সবুজ শক্তি

গ্রুপের লক্ষ্যমাত্রা “২০২৮ সালের মধ্যে প্রাথমিকভাবে সক্রিয় নবায়নযোগ্য বিদ্যুতের মাধ্যমে দ্বিগুণেরও বেশি নিম্ন-কার্বন শক্তি উৎস” পূরণের লক্ষ্যে লিভে বাংলাদেশ লিমিটেড অপারেশন সাইটের ছাদের উপরে ০.৫ মেগাওয়াট সৌর বিদ্যুৎ কেন্দ্র স্থাপনের উদ্যোগ নিয়েছে। এই উদ্যোগকে এগিয়ে নিয়ে যেতে লিভে বাংলাদেশ লিমিটেড এবং মেগারুফ লিমিটেডের মধ্যে বিদ্যুৎ ক্রয় চুক্তি (পিপিএ) স্বাক্ষরিত হয়েছে। মেগারুফ লিমিটেড সৌর বিদ্যুৎ উৎপাদন করবে এবং লিভে বাংলাদেশ লিমিটেড চুক্তির অধীনে তা কিনবে।

বৃক্ষরোপণ কর্মসূচি

বিশ্বের সবচেয়ে দুর্যোগপ্রবণ দেশগুলির মধ্যে বাংলাদেশ অন্যতম যেখানে জলবায়ু পরিবর্তনের কারণে বাড়তি মোকাবিলার সম্মুখীন হতে হয়, যার মধ্যে ঘন ঘন ঘূর্ণিঝড়, বন্যা, সমুদ্রপৃষ্ঠের উচ্চতা বৃদ্ধি এবং চরম আবহাওয়ার ঘটনা অন্তর্ভুক্ত। প্রতিক্রিয়া হিসেবে, এডাব, স্থানীয় সম্প্রদায় এবং বিদ্যালয়ের সহযোগিতায়, গাজীপুর, সাভার-এর পাঁচটি শিক্ষাপ্রতিষ্ঠানে একটি দুই বছরের বৃক্ষরোপণ কর্মসূচি চালু করেছে। কর্মসূচির উদ্দেশ্য ছিল :

- জলবায়ু পরিবর্তনের বিষয়ে সচেতনতা বাড়ানো এবং জলবায়ু সহনশীলতা প্রচার করা;
- শিক্ষার্থী এবং স্থানীয় সম্প্রদায়কে বৃক্ষরোপণের মতো টেকসই উদ্যোগে সম্পৃক্ত করতে উদ্বুদ্ধ করা;
- ভবিষ্যতের সম্প্রদায়ভিত্তিক জলবায়ু সহনশীলতা কর্মসূচির জন্য একটি মডেল স্থাপন করা।

গাজীপুর এবং সাভার এলাকার ৫টি বিদ্যালয়ে বৃক্ষরোপণ করা হয়েছে। শিক্ষার্থী, স্থানীয় সম্প্রদায়, বিদ্যালয় ব্যবস্থাপনা, স্থানীয় এনজিও, এডিএবি এবং লিভে বাংলাদেশ লিমিটেড এই কর্মসূচির অংশীদার। এখানে কাঠের, ফলজ, ঔষধি এবং নারকেল সহ বিভিন্ন ধরনের গাছ ছিল। স্থানীয় সম্প্রদায়ের মধ্যে টেকসই ও পরিবেশবান্ধব উন্নত করার পাশাপাশি জলবায়ুর স্থিতিস্থাপকতা বৃদ্ধি করা এই উদ্যোগটির লক্ষ্যমাত্রা ছিল।

সম্প্রদায়ের সম্পৃক্ততা

মাটির যত্ন : পরিমাপ, পর্যবেক্ষণ ও ব্যবস্থাপনা

টেকসই উদ্যোগের অংশ হিসেবে, লিভে বাংলাদেশ লিমিটেড রূপগঞ্জের পার্শ্ববর্তী বিদ্যালয়-মহোনা সরকারি প্রাথমিক বিদ্যালয়ে উৎসাহী ছাত্র-ছাত্রী ও শিক্ষকমণ্ডলীদের সম্বন্ধে “বিশ্ব মাটি দিবস-২০২৪” উদযাপনের একটি চমৎকার সুযোগ পেয়েছে।

বিদ্যালয় কর্তৃপক্ষের সমর্থনে, আমাদের ব্যবস্থাপনা দল মাটির গুরুত্ব, মাটির উর্বরতার উপর প্লাস্টিক দূষণের প্রভাব এবং এর স্বাস্থ্যগত প্রভাব সম্পর্কিত সূক্ষদর্শিতার বিনিময় করেছে। উক্ত বৈঠকে আন্তর্জাতিক শীল কার্যকলাপ অন্তর্ভুক্ত ছিল, যার মধ্যে রয়েছে :

- “পরিবেশ দূষণ” বিষয়ে একটি চিত্রাঙ্কন প্রতিযোগিতা, যেখানে প্রত্যেক অংশগ্রহণকারী ছিল বিজয়ী;
- উন্নত প্লাস্টিক বর্জ্য ব্যবস্থাপনার জন্য স্মার্ট বর্জ্য রাখার পাত্রের ব্যবস্থা;
- শিক্ষার্থীদের মধ্যে সঠিক বর্জ্য ব্যবহারের প্রচারের জন্য সাতজন “বর্জ্য যোদ্ধা” নির্বাচন;
- একটি বৃক্ষরোপণ কর্মসূচি;
- একটি পিপিই রোবট ব্যবহার করে একটি মজাদার পিপিই প্রদর্শনী;
- শ্রেণীকক্ষে চারটি পণ্যের বৈশিষ্ট্য এবং ব্যবহার পরিচিতি প্রদর্শনী।

এই উদ্যোগটির অভিজ্ঞতা অত্যন্ত স্বাস্থ্যকর ছিল, কারণ আমরা আমাদের পরবর্তী প্রজন্মের চোখে পরিবেশ পরিচ্ছন্ন এবং দূষণমুক্ত রাখার প্রতি প্রতিশ্রুতিবদ্ধ। এই ধরনের বৈঠক আমাদের সম্প্রদায় ও দেশের চারপাশে একটি উন্নত ও টেকসই ভবিষ্যতের জন্য অবদান রাখবে, যেখানে আমরা কাজ করব।

ভবিষ্যত পরিকল্পনা

বাংলাদেশ অর্থনৈতিক অঞ্চল কর্তৃপক্ষ (বিইজেডএ) কোম্পানিকে চট্টগ্রামের মিরসরাই অর্থনৈতিক অঞ্চলে একটি নতুন উৎপাদন সুবিধা স্থাপনের জন্য ৫ একর শিল্প জমির একটি প্রাথমিক বরাদ্দপত্র প্রদান করেছে। কোম্পানি বর্তমানে দেশের অর্থনৈতিক অবস্থান এবং শিল্প

পণ্যের বিশেষত উৎপাদন ও শিল্প খাতে চাহিদার উপর নির্ভর করে আরও সম্প্রসারণের সুযোগগুলি অন্বেষণ করছি।

পরিচালকবৃন্দের সম্মানী

লিভে গ্রুপ কোম্পানিসমূহে কর্মরত পরিচালকবৃন্দ ব্যতিরেকে অন্যান্য স্বতন্ত্র ও অনির্বাহী পরিচালকগণের সম্মানী কান্ট্রি ম্যানেজমেন্ট কর্তৃক অনুমোদিত পছন্দ পরিশোধ করা হয়।

নির্বাহী পরিচালকগণের সম্মানী ভাতা, দক্ষতা ও তৎসংশ্লিষ্ট বোনাস সংশ্লিষ্ট ব্যবস্থাপনা কর্তৃপক্ষ কর্তৃক পর্যালোচনা ও অনুমোদন করা হয়। আলোচ্য বছরে নির্বাহী পরিচালকবৃন্দকে প্রদত্ত সম্মানী ভাতার বিস্তারিত তথ্য আর্থিক বিবরণীসমূহের টাকায় ৩০ নং এ সন্নিবেশিত করা হয়েছে।

লভ্যাংশ

আলোচ্য বছরে শেয়ার প্রতি ৪১০ টাকা (৪১০০%) হারে মোট ৬,২৩৯.৪৯ মিলিয়ন টাকা অন্তর্বর্তীকালীন লভ্যাংশ বাবদ পরিশোধ করা হয়েছে।

পরিচালকমণ্ডলী সুপারিশের পরিপ্রেক্ষিতে এবং বার্ষিক সাধারণ সভায় অনুমোদন সাপেক্ষে আলোচ্য বছরে শেয়ার প্রতি ৪০ টাকা চূড়ান্ত লভ্যাংশ ঘোষণা করা হয়েছে, যার ফলে এ বাবদ ৬০৯.৭৩ মিলিয়ন টাকা পরিশোধ করতে হবে; এই সুবাদে আলোচ্য বছরে সার্বিক লভ্যাংশের শতকরা হার হতে ৪৫০০% এবং মোট লভ্যাংশ বাবদ আলোচ্য বছরে ৬৮৪৮.২৩ মিলিয়ন টাকা পরিশোধ করতে হবে (২০২৩ সালে এর পরিমাণ ছিল ২৩৪৩.৬২ মিলিয়ন টাকা)।

ক্যাপিটাল মার্কেট স্ট্যাবিলাইজেশন ফান্ড-এ দাবিবিহীন লভ্যাংশ স্থানান্তর

নির্দেশিকা নং BSEC/CMRRCD/২০২১-৩৮৬/০৩ এবং বাংলাদেশ সিকিউরিটিজ এক্সচেঞ্জ এন্ড কমিশন রুলস অনুযায়ী (ক্যাপিটাল মার্কেট স্ট্যাবিলাইজেশন ফান্ড) রুলস, ২০২১ অনুযায়ী, যদি ঘোষণার তারিখ অথবা অনুমোদন বা রেকর্ড তারিখ থেকে তিন বছরের জন্য নগদ লভ্যাংশ অপরিশোধিত বা দাবি না করা থাকে, তা সিএমএসএফ (ক্যাপিটাল মার্কেট স্ট্যাবিলাইজেশন ফান্ড) এ স্থানান্তর করতে হবে। এমতাবস্থায়, কোম্পানি ২০২৪ সালের ৩০শে ডিসেম্বর সিএমএসএফ এ লভ্যাংশ ৭৩,৭৫,৩৬০/= টাকা হস্তান্তর করেছে যা তিন বছরেরও বেশি সময় ধরে দাবি করা হয়নি।

আইনগত তথ্যাদি প্রকাশ বিষয়ক অতিরিক্ত বিবরণীসমূহ:

কোম্পানির পরিচালকবৃন্দ নিম্নোক্ত তথ্যাদি প্রকাশ বিবরণীসমূহে অন্তর্ভুক্ত করেছেন:

- কোম্পানির ব্যবস্থাপনা কর্তৃপক্ষ কর্তৃক প্রস্তুতকৃত আর্থিক বিবরণী এর বিভিন্ন কার্যক্রমের চিত্র, এর কার্যক্রমসমূহের ফলাফল, নগদ অর্থ প্রবাহ এবং ইকুইটিতে পরিবর্তন ইত্যাদি নিরপেক্ষভাবে তুলে ধরে;
- কোম্পানির যথাযথ হিসাবরক্ষণ বহিসমূহ রক্ষণাবেক্ষণ করা হয়েছে;
- আর্থিক বিবরণীসমূহ প্রস্তুতের ক্ষেত্রে যথযথ হিসাবরক্ষণ নীতিমালাসমূহ সামঞ্জস্যপূর্ণভাবে প্রয়োগ করা হয়েছে এবং হিসাবরক্ষণ বিষয়ক আনুমানিক হিসাবাদি যৌক্তিক ও প্রাজ্ঞ যাচাইয়ের উপর ভিত্তি করে নির্ধারন করা হয়েছে;
- কোম্পানির বিগত বছরের কার্যক্রম পরিচালনা সংক্রান্ত ফলাফলসমূহ থেকে সংঘটিত সকল ধরনের বিচ্যুতি উপরোক্ত আর্থিক ফলাফলসমূহের আওতায় বিশেষভাবে তুলে ধরা হয়েছে;
- বিগত ন্যূনতম পাঁচ বছরের (২০১৯-২০২৪) সার-সংক্ষেপিত গুরুত্বপূর্ণ কার্যক্রম পরিচালনা সংক্রান্ত ও আর্থিক উপাত্ত পৃষ্ঠায় নং ২২ এ সন্নিবেশিত হয়েছে;

- সংশ্লিষ্ট পক্ষসমূহের সাথে সকল ধরনের লেন-দেন বাণিজ্যিক ভিত্তিতে করা হয়েছে এবং এক্ষেত্রে ভিত্তি ছিল “ঘনিষ্ঠ লেনদেন” এর নীতি। সংশ্লিষ্ট পক্ষসমূহের সাথে লেনদেন বিষয়ক তথ্যাদি আর্থিক বিবরণীসমূহের টাকায় সন্নিবেশিত হয়েছে;
- আলোচ্য বছরে কোন অসাধারণ মুনাফা বা ক্ষতি সাধিত হয়নি;
- যদি ত্রৈমাসিক আর্থিক বিবরণী ও বাৎসরিক আর্থিক বিবরণীতে উল্লেখযোগ্য মাত্রার পার্থক্য পরিলক্ষিত হয় সেক্ষেত্রে কোম্পানির ব্যবস্থাপনা কর্তৃপক্ষ প্রদানে ব্যাখ্যা প্রদান করবেন;
- আলোচ্য বছরে কোম্পানি বোর্ড সভা উপস্থিতি বাবদ মোট ৭,২০,০০০ টাকা পরিশোধ করেছে। আর্থিক বিবরণীসমূহের টাকায় পরিচালকবৃন্দের সম্মানীভাতা সংক্রান্ত তথ্য উপস্থাপন করা হয়েছে।

পরিচালকবৃন্দ এই মর্মে আরো প্রতিবেদন প্রদান করেন যে:

- ক) ব্যবস্থাপনা পরিচালক এবং চীফ ফাইন্যান্সিয়াল অফিসার এই মর্মে বোর্ডের নিকট প্রত্যয়ন করেছেন যে, তারা আলোচ্য বছরের আর্থিক বিবরণীসমূহ পর্যালোচনা করেছেন এবং তাদের সর্বোত্তম জ্ঞানের আলোকে বিশ্বাস করেন যে, এই বিবরণীসমূহে কোন উল্লেখযোগ্য পরিমাণ অসত্য বিবরণীর উল্লেখ নেই অথবা তা হতে কোন গুরুত্বপূর্ণ তথ্য বাদ দেওয়া হয়নি অথবা এতে এমন কোন বিবরণী নেই যা বিভ্রান্তিকর হতে পারে;
- খ) ব্যবস্থাপনা পরিচালক এবং চীফ ফাইন্যান্সিয়াল অফিসার এই মর্মে বোর্ডের নিকট প্রত্যয়ন করেছেন যে, তারা আলোচ্য বছরের আর্থিক বিবরণীসমূহ পর্যালোচনা করেছেন এবং তাদের সর্বোত্তম জ্ঞানের আলোকে বিশ্বাস করেন যে, এই বিবরণীসমূহ সম্মিলিতভাবে কোম্পানির বিভিন্ন কার্যক্রমের একটি সত্য ও ন্যায্যসঙ্গত চিত্র তুলে ধরে এবং বিদ্যমান হিসাবরক্ষণ বিধিসমূহ ও কার্যকর আইনসমূহের সাথে সঙ্গতিপূর্ণ;
- গ) ব্যবস্থাপনা পরিচালক এবং চীফ ফাইন্যান্সিয়াল অফিসার এই মর্মে বোর্ডের নিকট আরও প্রত্যয়ন করেছেন যে, এক্ষেত্রে তাদের সর্বোত্তম জ্ঞান ও বিশ্বাস হলো আলোচ্য বছরে কোম্পানি কর্তৃক এমন কোন লেনদেন করা হয়নি যা প্রতারণাপূর্ণ, বেআইনি অথবা কোম্পানির আচরণবিধির পরিপন্থী।

সংরক্ষিত তহবিল

পরিচালকবৃন্দ আলোচ্য বছরে ৬,৪২৩.১৯ মিলিয়ন টাকা নিট মুনাফা সংরক্ষিত তহবিলে স্থানান্তরের প্রস্তাব করেছেন।

পরিচালকবৃন্দ

এই প্রতিবেদনের ১০৬ থেকে ১০৯ নম্বর পাতায় বর্তমান পরিচালকদের নাম উল্লেখ করা হয়েছে।

কোম্পানির গঠনতন্ত্রের ৮১ ও ৮৭ অনুচ্ছেদ এবং বিএসইসি কোড অনুসারে ৫২তম বার্ষিক সাধারণ সভায় পরিচালকবৃন্দের অবসর ও পুনর্নির্বাচনের প্রস্তাবনা:

ক) গঠনতন্ত্রের ৮১ নম্বর অনুচ্ছেদের বিধান অনুযায়ী, প্রতি বছর সাধারণ সভায় মোট পরিচালকদের এক-তৃতীয়াংশ অবসর গ্রহণ করবেন অথবা যদি সংখ্যা তিন বা তার গুণিতক না হয়, তবে এক-তৃতীয়াংশের নিকটতম সংখ্যক পরিচালক অবসর নেবেন। এই অনুচ্ছেদ অনুযায়ী নিম্নোক্ত সদস্য ৫২তম বার্ষিক সাধারণ সভায় অবসর গ্রহণ করবেন এবং পুনর্নির্বাচনের জন্য প্রার্থী হবেন:

জনাব অভিজিৎ ব্যানার্জি কোম্পানির গঠনতন্ত্রের ৮১ অনুচ্ছেদ অনুসারে অবসর গ্রহণ করছেন এবং তিনি পুনর্নির্বাচনের জন্য যোগ্য বিবেচিত হয়েছে।

খ) গঠনতন্ত্রের ৮৭ অনুচ্ছেদের বিধান অনুযায়ী, পরিচালনা পর্ষদে কোনো আকস্মিক শূন্যপদ সৃষ্টি হলে, পরিচালকেরা উক্ত পদে কাউকে নিয়োগ দিতে পারেন। তবে ব্যবস্থাপনা পরিচালক

ব্যতীত এভাবে নিয়োগপ্রাপ্ত ব্যক্তি পরবর্তী সাধারণ সভা পর্যন্ত পদে বহাল থাকবেন এবং সেই সভার শেষে অবসর গ্রহণ করবেন। তবে তিনি পুনর্নির্বাচনের জন্য যোগ্য থাকবেন:

জনাব নীরাজ কুমার জুমরানি, যিনি পূর্ববর্তী বার্ষিক সাধারণ সভার পর গঠনতন্ত্রের ৮৭ অনুচ্ছেদ অনুযায়ী পরিচালনা পর্ষদে নিয়োগপ্রাপ্ত হন, তিনিও অবসর গ্রহণ করছেন এবং পুনর্নির্বাচনের জন্য যোগ্য বিবেচিত হয়েছে।

পরিচালনা পর্ষদ ২৭ জানুয়ারি ২০২৫ তারিখে জনাব মলয় ব্যানার্জির স্থলাভিষিক্ত হিসেবে জনাব নীরাজ কুমার জুমরানিকে একজন নন-এক্সিকিউটিভ পরিচালক হিসেবে নিয়োগ দেন। জনাব মলয় ব্যানার্জি ৩১ ডিসেম্বর ২০২৪ তারিখে কোম্পানির পরিচালক ও চেয়ারম্যান পদ থেকে অবসর গ্রহণ করেন। তিনি দশ বছর ধরে কোম্পানির জন্য নিরলসভাবে কাজ করে এর মূল্য বৃদ্ধি করেছেন। তাঁর অবদানের জন্য পরিচালনা পর্ষদ আন্তরিক কৃতজ্ঞতা প্রকাশ করছে।

পরিচালনা পর্ষদ জনাব বিভাবসু সেনগুপ্তর স্থলাভিষিক্ত হিসেবে জনাব ফরিদুল হক সিকদারকে ১ মে ২০২৫ তারিখ থেকে ব্যবস্থাপনা পরিচালক হিসেবে নিয়োগ দিয়েছে।

জনাব বিভাবসু সেনগুপ্ত ৩০ এপ্রিল ২০২৫ তারিখে কোম্পানির ব্যবস্থাপনা পরিচালক পদ থেকে অবসর নেন। তাঁর দুই বছরের একনিষ্ঠ সেবায় কোম্পানির মূল্য বৃদ্ধি পেয়েছে। কোম্পানির প্রতি তাঁর সেবার জন্য পরিচালনা পর্ষদ কৃতজ্ঞতা প্রকাশ করছে।

পরিচালনা পর্ষদ ১৭ এপ্রিল ২০২৫ তারিখে জনাব রাজেশ চাদ কৌশিককে পরিচালক হিসেবে নিয়োগ দিয়েছে।

গ) মিস রূপালী এইচ চৌধুরী কোম্পানির একজন স্বাধীন পরিচালক হিসেবে তাঁর দুই মেয়াদ পূর্ণ করেছেন। পরিচালনা পর্ষদ তাঁর একনিষ্ঠ সেবা এবং অমূল্য অবদানের জন্য আন্তরিক কৃতজ্ঞতা প্রকাশ করছে।

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের (বিএসইসি) বিজ্ঞপ্তি নম্বর BSEC/CMRRCD/২০০৬-১৫৮/২০৭/Admin/৮০, তারিখ ৩ জুন ২০১৮ এবং BSEC/CMRRCD/২০০৯-১৯৩/৬৬/PRD/১৪৮, তারিখ ১৬ অক্টোবর ২০২৩ অনুসারে কোম্পানির নমিনেশন অ্যান্ড রেমনারেশন কমিটির (NRC) সুপারিশ অনুযায়ী জনাব শেহজাদ মুনিম এবং মিস ফারজানাহ চৌধুরীকে স্বাধীন পরিচালক হিসেবে নিয়োগ দেয়া হয়েছে, যা কমিশনের পূর্বনুমোদনের সাপেক্ষে কার্যকর হবে। আগামী বার্ষিক সাধারণ সভায় নিম্নোক্ত প্রস্তাবসমূহ পেশ করা হবে, যদি সম্মত হন:

পরিচালকমণ্ডলীর পক্ষে
১৭ এপ্রিল ২০২৫

অভিজিৎ ব্যানার্জী
পরিচালক ও সভাপতি

i. “জনাব শেহজাদ মুনিম-কে কোম্পানির স্বতন্ত্র পরিচালক হিসেবে ৩ (তিন) বছরের জন্য নিয়োগ দেয়া হলো, যা বিএসইসি বিজ্ঞপ্তি BSEC/CMRRCD/২০০৬-১৫৮/২০৭/অফসরহ/৮০, তারিখ ৩ জুন ২০১৮ এবং BSEC/CMRRCD/২০০৯-১৯৩/৬৬/PRD/১৪৮, তারিখ ১৬ অক্টোবর ২০২৩ অনুযায়ী।”

ii. “মিস ফারজানাহ চৌধুরী-কে কোম্পানির স্বতন্ত্র পরিচালক হিসেবে ৩ (তিন) বছরের জন্য নিয়োগ দেয়া হলো, যা বিএসইসি বিজ্ঞপ্তি BSEC/CMRRCD/২০০৬-১৫৮/২০৭/Admin/৮০, তারিখ ৩ জুন ২০১৮ এবং BSEC/CMRRCD/২০০৯-১৯৩/৬৬/PRD/১৪৮, তারিখ ১৬ অক্টোবর ২০২৩ অনুযায়ী।”

জাতীয় কোষাগারে অবদান

২০২৪ সালে জাতীয় কোষাগারে শুদ্ধ ও কর বাবদ মোট পরিশোধ ছিল ২,১৩৫ মিলিয়ন টাকা, যা ২০২৩ সালের ১,৩২২ মিলিয়ন টাকা থেকে বৃদ্ধি পেয়েছে।

সংবিধিবদ্ধ নিরীক্ষকবৃন্দ

হোদা ভাসি চৌধুরী অ্যান্ড কোং, চার্টার্ড অ্যাকাউন্টস যোগ্যতাসম্পন্ন হওয়ায় নিয়োগ প্রদান করার ব্যাপারে সুপারিশ করেন।

কমপ্লায়েন্স নিরীক্ষকবৃন্দ

কোম্পানির কমপ্লায়েন্স নিরীক্ষাবৃন্দ আল মুক্তাদির এসোসিয়েটস, চার্টার্ড সেক্রেটারিজ ২০২৪ সালে ৩১ ডিসেম্বর সমাপ্ত বছরের নিরীক্ষা কাজ সম্পন্ন করেছেন। বিএসইসি-এর নতুন বিধি অনুযায়ী এই কর্পোরেট পরিচালনা সংক্রান্ত সনদ যে পেশাদার প্রতিষ্ঠান প্রদান করবে, তাদেরকে বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারগণ কর্তৃক নিয়োগ প্রাপ্ত হতে হবে। BSEC Order # BSEC/CMRRCD/২০০৬-১৫৮/২০৭/Admin/৮০, তারিখ: ৩ জুন ২০১৮ অনুযায়ী কোম্পানির জন্য কমপ্লায়েন্স নিরীক্ষক নিয়োগ করা আবশ্যিক। আল মুক্তাদির এসোসিয়েটস, চার্টার্ড সেক্রেটারিজ লিভে বাংলাদেশ লিমিটেডের কমপ্লায়েন্স নিরীক্ষক হিসেবে নিয়োগ পেতে আগ্রহ প্রকাশ করেছেন। ২০২৫ সালের ৫২তম বার্ষিক সাধারণ সভায় যোগদানকৃত শেয়ারহোল্ডারদের অনুমোদন সাপেক্ষে বোর্ড আল মুক্তাদির এসোসিয়েটস, চার্টার্ড সেক্রেটারিজ-কে কোম্পানির কমপ্লায়েন্স নিরীক্ষক হিসেবে ভ্যাট ব্যাতিত ৮০,০০০/= টাকায় পরবর্তী বার্ষিক সাধারণ সভা পর্যন্ত দায়িত্ব পালন করার জন্য নিয়োগ প্রদান করার ব্যাপারে সুপারিশ করেন।

বিভাবসু সেনগুপ্ত
ব্যবস্থাপনা পরিচালক

ব্যবস্থাপনা কর্তৃপক্ষের আলোচনা ও বিশ্লেষণ

সার্বিক পর্যালোচনা

লিভে পিএলসির সদস্য লিভে বাংলাদেশ লিমিটেড, শিল্প গ্যাস ব্যবসায় একটি শীর্ষস্থানীয় বহুজাতিক কোম্পানি এবং একটি নীরব অংশীদার হিসেবে জাতির উন্নয়নে অবদান রেখে আসছে। বছরের পর বছর ধরে লিভে বাংলাদেশ দৃঢ় কর্মমূল্যবোধের সাথে একটি শক্তিশালী অন্তর্নির্মিত সংস্কৃতি গড়ে তুলেছে এবং শক্তিশালী করেছে, যা ৭০ বছরেরও বেশি সময় ধরে এর কর্মীদের কর্মক্ষমতা এবং কার্যক্রম এবং ব্যবসায়িক ধারাবাহিক সম্প্রসারণের মাধ্যমে প্রতিফলিত হয়েছে।

(ক) আর্থিক বিবরণীসমূহ প্রস্তুত করার ক্ষেত্রে হিসাবরক্ষণ নীতিমালা ও আনুমানিক হিসাব

আন্তর্জাতিক আর্থিক প্রতিবেদন প্রস্তুত মানদণ্ড (আই এফ আর এস), কোম্পানিজ অ্যাক্ট ১৯৯৪, সিকিউরিটিজ এন্ড এক্সচেঞ্জ রুলস ২০২০ এর পাশাপাশি বাংলাদেশে বিদ্যমান অন্যান্য আইন এবং নিয়ন্ত্রণমূলক বিধি-বিধান পরিপালন করে আর্থিক দলিলাদি প্রস্তুত করা হয়েছে। সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ রুলস ২০২০ অনুসারে কার্যক্রম পরিচালনা হতে প্রাপ্ত নগদ অর্থ প্রবাহ সংক্রান্ত বিবরণী প্রত্যক্ষ পদ্ধতির ব্যবহার করে প্রস্তুত করা হয়েছে।

আর্থিক বিবরণীসমূহ ঐতিহাসিক ব্যয় ভিত্তিতে প্রস্তুত করা হয়েছে এবং এক্ষেত্রে দেনা ও ইকুইটি আর্থিক সম্পদসমূহ ও আপেক্ষিকালীন বিবেচনা যা ন্যায্য মূল্যে পরিমাপ করা হয়েছে সেগুলো ব্যতিক্রম ধরা হয়েছে। আর্থিক বিবরণীসমূহ বিগত বছরের সাপেক্ষে তুলনামূলক তথ্য প্রদান করে।

আর্থিক বিবরণীসমূহ প্রস্তুতের ক্ষেত্রে বাংলাদেশে প্রয়োগযোগ্য আন্তর্জাতিক হিসাবরক্ষণ মানদণ্ড (আইএএস), আন্তর্জাতিক আর্থিক প্রতিবেদন প্রস্তুত মানদণ্ড (আইএফআরএস) অনুসরণ করা হয়েছে।

(খ) হিসাবরক্ষণ নীতিমালা ও আনুমানিক হিসাব সংক্রান্ত পরিবর্তনসমূহ

হিসাবরক্ষণ নীতিমালা ও আনুমানিক হিসাবে কোন বড় ধরনের পরিবর্তন নেই। কোম্পানি বিগত বছরের অনুরূপ হিসাবরক্ষণ নীতিমালা ও আনুমানিক হিসাব পদ্ধতি অনুসরণ করেছে এবং এক্ষেত্রে কোন উল্লেখযোগ্য পরিবর্তন পরিলক্ষিত হয়নি। অধিকন্তু, আর্থিক বিবরণীসমূহ প্রস্তুতের ক্ষেত্রে যথাযথ হিসাবরক্ষণ নীতিমালা সুষ্ঠুভাবে প্রয়োগ করা হয়েছে।

(গ) আর্থিক সাফল্য, কার্যক্রম পরিচালনাগত সাফল্যের তুলনামূলক বিশ্লেষণ

ডিমার্জারের পর থেকে ব্যবসায়িক ফলাফল এবং হিসাবরক্ষণ আলাদাভাবে পরিচালিত হচ্ছে এবং উভয় বিভাগই স্বায়ত্তশাসিতভাবে পরিচালিত হচ্ছে। অতএব, আর্থিক এবং পরিচালনাগত পারফরম্যান্সের তুলনা করা সম্ভব নয়। আর্থিক এবং অপারেশনাল কর্মক্ষমতা

বিবরণীসমূহ	২০২৪ এমবিডিটি	২০২৩ এমবিডিটি	২০২২ এমবিডিটি	২০২১ এমবিডিটি	২০২০ এমবিডিটি
রেভিনিউ	২,২১৪	২,১৬৪	৪,৮৭৩	৫,০৮৩	৪,৭১১
বিক্রয় খাতে ব্যয়	(১,১৭১)	(১,১০৪)	(২,৮৬৭)	(২,৭৬১)	(২,৪৮৪)
মোট মুনাফা	১০৪৩	১,০৬১	২,০০৬	২,৩২২	২,২২৮
পরিচালনা ব্যয়	(৭৭৪)	(৭৩২)	(৮০৮)	(৭৯৩)	(৭৮০)
কার্যক্রম থেকে মুনাফা	২৬৯	৩২৮	১,১৯৮	১,৫২৯	১,৪৪৮
নিট বৈদেশিক মুদ্রা লাভ (ক্ষতি)	১১৯	(৭)	(৩৪)	(৪)	(৭)
LIPL বিক্রি থেকে আয়	৭,৫৭৯	-	-	-	-
অন্যান্য আয়	৪৭	৯	১২	২৫	২
অর্থায়ন ববদা নীট আয়	১৬	৩৮	১৮	২৩	৭৮
ডব্লিউপিপিএফ -তে অবদান রাখার আগে মুনাফা	৮,০২৯	৩৬৮	১,১৯৫	১,৫৭৩	১,৫২১
ডব্লিউপিপিএফ -তে অবদান	(৪০১)	(১৮)	(৬০)	(৭৯)	(৭৬)
কর আরোপের আগে মুনাফা	৭,৬২৮	৩৫০	১,১৩৫	১,৪৯৪	১,৪৪৫
নগদ অর্থ প্রবাহ					
পরিচালনা কর্মকান্ড থেকে নগদ উৎপন্ন	৫০১	৮৫৩	৮৭৬	১,৫৪৬	১,৫৮৯
আয়কর প্রদান	(১৩৩)	(৩০০)	(৩০৮)	(৩২৩)	(৪০৬)
সুদ বাবদ আয়	১৭	৪২	১৬	২৪	৯১
পরিচালনা কর্মকান্ড থেকে নীট তহবিল	৩৬৮	৫৯৫	৫৮৪	১,২২৩	১,১৮২
বিনিয়োগ কর্মকান্ড থেকে নীট অর্থ ব্যবহৃত	৭,৭৫৭	(১১০)	(২০৭)	১,৩২০	(২৮৩)
আর্থিক কর্মকান্ড থেকে নীট অর্থ ব্যবহৃত	(৮,৭৮২)	(৭৬২)	(৮৪২)	(৬৮৯)	(৭৫৯)
নীট বৃদ্ধি/(হ্রাস) নগদ এবং নগদ সমতুল্যসমূহ	(৬৫৭)	(৩২০)	(৪৮১)	১,৮৫৪	১৪০
নগদ এবং নগদ সমতুল্যসমূহ- বছরের শুরুর	২,২০৪	২,৫২০	২,৯৯৯	১,১৪৫	১,০০৫
নগদ এবং নগদ সমতুল্যসমূহ- বছরের শেষে	১,৫৪৭	২,২০৪	২,৫১৮	২,৯৯৯	১,১৪৫
লভ্যাংশ					
কর পরবর্তী মুনাফা	৬,৪২১	২২৯	৮৮৩	১২২৬	১০৭৪
শেয়ারপ্রতি আয় (BDT)	৪২১.৯৪	১৫.০২	৫৮.০৪	৮০.৫৫	৭০.৫৫
প্রস্তাবিত চূড়ান্ত লভ্যাংশ	৬,৮৮৮	২,৩৪৪	৬৩৯	৮৩৭	৬০৯
স্টক হার	-	-	-	-	-
শেয়ার	১৫,২১৮	১৫,২১৮	১৫,২১৮	১৫,২১৮	১৫,২১৮
শেয়ারপ্রতি লভ্যাংশ (BDT)	৪৫০.০০	১৫৪.০০	৪২.০০	৫৫.০০	৪০.০০
পি ই রেশিও-টাইমস	২	৯৩	২৪	২০	১৮
লভ্যাংশ ঈন্ড (%)	৪৪.১৪	১১.০২	৩.০০	৩.৪৮	৩.১২
নগদ এবং নগদ সমতুল্যসমূহ- বছরের শেষে	১,৫৪৭	২,২০৪	২,৫১৮	২,৯৯৯	১,১৪৫

*এই বছরের তথ্য একত্রিত সংখ্যার প্রতিনিধিত্ব করে।

(ঘ) সমকক্ষ শিল্প পরিস্থিতির সাথে আর্থিক কর্মক্ষমতার তুলনা

লিভে বাংলাদেশ লিমিটেডের ব্যবসায়িক প্রকৃতি স্টক এক্সচেঞ্জের অন্যান্য তালিকাভুক্ত কোম্পানি থেকে উলেখযোগ্যভাবে ভিন্ন। এর অনন্য কর্মক্ষমতা এবং ব্যবসায়িক মডেলের কারণে, এর আর্থিক অবস্থা এবং নগদ প্রবাহের তুলনা অন্যান্য কোম্পানির সাথে করা অর্থপূর্ণ বা প্রাসঙ্গিক হবে না।

(ঙ) দেশের আর্থিক ও অর্থনৈতিক চিত্র ও বৈশ্বিক অর্থনীতি

বৈশ্বিক অর্থনৈতিক পরিস্থিতি

বৈশ্বিক অর্থনীতি বর্তমানে চ্যালেঞ্জ ও সম্ভাবনার এক জটিল প্রেক্ষাপটে অগ্রসর হচ্ছে। আন্তর্জাতিক মুদ্রা তহবিল (IMF) পূর্বাভাস দিয়েছে যে বৈশ্বিক অর্থনীতির প্রবৃদ্ধি হার ৩.২% হবে, যা মহামারির পূর্ববর্তী সময়ের তুলনায় কম। এই ধীরগতির জন্য দায়ী দীর্ঘস্থায়ী বাণিজ্য উত্তেজনা, ঋণের উচ্চমাত্রা এবং বিভিন্ন ভূ-রাজনৈতিক টানাপোড়েন।

বড় অর্থনীতির দেশগুলোর মধ্যে চলমান বাণিজ্য সংঘাত বৈশ্বিক বাণিজ্যে নেতিবাচক প্রভাব ফেলছে। পারম্পরিক পণ্যের ওপর আরোপিত শুল্ক সরবরাহ শৃঙ্খলা ব্যাহত করেছে, উৎপাদন খরচ বৃদ্ধি পেয়েছে এবং ভোক্তা ব্যয় হ্রাস পেয়েছে।

বিশেষ করে উদীয়মান অর্থনীতির দেশে ঋণের উচ্চ মাত্রা অর্থনৈতিক স্থিতিশীলতার জন্য একটি গুরুত্বপূর্ণ ঝুঁকি তৈরি করেছে। জলবায়ু পরিবর্তনও একটি বড় উদ্বেগের বিষয়, যেহেতু প্রাকৃতিক দুর্যোগের সংখ্যা ও তীব্রতা বাড়ছে, যা অর্থনৈতিক কর্মকাণ্ডকে ব্যাহত করছে।

এই চ্যালেঞ্জগুলোর মাঝেও কিছু সম্ভাবনার দিক রয়েছে। প্রযুক্তি ও উদ্ভাবনের অগ্রগতির ফলে ডিজিটাল অর্থনীতি প্রসারিত হচ্ছে। ভারত ও আফ্রিকার মতো উদীয়মান বাজারগুলোতে বিনিয়োগ ও প্রবৃদ্ধির সুযোগ রয়েছে।

বাংলাদেশের অর্থনীতি

২০২৪ সালের জুলাই-আগস্ট মাসে রাজনৈতিক অস্থিরতার পর দীর্ঘদিনের শাসক দল সরকার থেকে সরে যায় এবং বর্তমানে উপদেষ্টা দ্বারা পরিচালিত একটি অন্তর্বর্তী সরকার ক্ষমতায় রয়েছে। এর কিছুদিন পরই, ২০২৪ সালের সেপ্টেম্বরে দেশে বন্যা দেখা দেয়, যার ফলে দেশের প্রবৃদ্ধির গতি ও বিনিয়োগকারীদের আস্থা ক্ষতিগ্রস্ত হয়।

তবে, বিনিময় হার স্থিতিশীল হয়েছে, অর্থপাচার অনেকাংশে বন্ধ হয়েছে, রেমিট্যান্স প্রবাহ বেড়েছে এবং বৈদেশিক মুদ্রার রিজার্ভ উন্নত হয়েছে। ব্যাংকিং খাতে ব্যর্থ ব্যাংকগুলোকে সহায়তা, ব্যবস্থাপনা কাঠামোর পুনর্গঠন এবং জনগণের আস্থা ফিরিয়ে আনতে নানা পদক্ষেপ নেওয়া হয়েছে।

উচ্চ মুদ্রাস্ফীতির কারণে বাংলাদেশের অর্থনৈতিক প্রবৃদ্ধি চ্যালেঞ্জের মুখে পড়েছে। বর্তমানে প্রায় ১১% হারে মুদ্রাস্ফীতি বিরাজ করছে, যা অর্থনৈতিক সম্প্রসারণকে ব্যাহত করছে। এই পরিস্থিতি মোকাবেলায় অন্তর্বর্তী সরকার প্রশাসনিক কাঠামো সংস্কার, ব্যাংকিং খাত সংস্কার, নির্বাচন কমিশনের

পুনর্গঠন এবং আর্থিক খাতের উপর তদারকি জোরদারের মতো নানা উদ্যোগ গ্রহণ করেছে। এসব পদক্ষেপ দেশের অর্থনৈতিক স্থিতির কাটিয়ে ওঠার পথে সহায়ক হবে বলে আশা করা হচ্ছে। এই সংকটটি একটি সুষ্ঠু নির্বাচনের মাধ্যমে সমাধান হবে বলে প্রত্যাশা করা হচ্ছে।

(চ) আর্থিক বিবরণীর সাথে সম্পর্কিত ঝুঁকি ও উদ্বেগের বিষয়সমূহ

লিভে বাংলাদেশ লিমিটেড-এর ঝুঁকি ব্যবস্থাপনা ব্যবস্থা বিদ্যমান রয়েছে এবং সেগুলো নিয়মিত হালনাগাদ ও অভিযোজিত হচ্ছে লিভে গ্রুপের নির্দেশনায়। এই ব্যবস্থাপনায় কার্যকারিতা গ্রুপের অভ্যন্তরীণ নিরীক্ষক, বৈধ নিরীক্ষক এবং পরিচালনা পর্ষদ দ্বারা পর্যালোচিত হয়।

কোম্পানির ব্যবস্থাপনা ব্যবসার উপর ঝুঁকি মূল্যায়ন করে ঝুঁকি হ্রাসের পরিকল্পনা গ্রহণ করেছে। অডিট কমিটি পরিচালনা পর্ষদকে ঝুঁকি ব্যবস্থাপনা সম্পর্কিত কর্মকাণ্ড পর্যবেক্ষণে সহায়তা করে এবং ঝুঁকি ব্যবস্থাপনা বিষয়াদি তদারকি করে। নিরীক্ষা কার্যক্রমের মধ্যে ঝুঁকির প্রাথমিক শনাক্তকরণ পদ্ধতির পর্যালোচনা অন্তর্ভুক্ত থাকে। অডিট কমিটি বার্ষিক ও পর্যায়েক্রমিক আর্থিক বিবরণী প্রকাশের পূর্বে পরিচালনা পর্ষদকে বিস্তারিতভাবে হালনাগাদ প্রদান করে।

(ছ) কোম্পানির ভবিষ্যৎ পরিকল্পনা, কর্মক্ষমতা ও আর্থিক অবস্থার পূর্বাভাস

বাংলাদেশ ইকোনোমিক জোনস অথরিটি (BEZA) চট্টগ্রামের মিরসরাই অর্থনৈতিক অঞ্চলে একটি নতুন উৎপাদন সুবিধা স্থাপনের জন্য কোম্পানিকে ৫ (পাঁচ) একর শিল্প জমি বরাদ্দের জন্য একটি প্রাথমিক অনুমোদনপত্র প্রদান করেছে। কোম্পানি বর্তমানে দেশের অর্থনৈতিক অবস্থা এবং শিল্প পণ্যের চাহিদার উপর ভিত্তি করে ভবিষ্যতে আরও সম্প্রসারণের সুযোগ অনুসন্ধান করছে, বিশেষত উৎপাদন ও শিল্প খাতে।

(জ) সংশ্লিষ্ট পক্ষের সঙ্গে লেনদেন

কোম্পানি সংশ্লিষ্ট পক্ষের সঙ্গে লেনদেন করে স্বাভাবিক ব্যবসায়িক কার্যক্রম ও নিরপেক্ষ মানদণ্ড অনুসরণ করে। সংশ্লিষ্ট পক্ষের সঙ্গে সকল লেনদেন কোম্পানির বার্ষিক প্রতিবেদনে, বিশেষ করে নোট ৩৩-এ বিস্তারিতভাবে প্রকাশ করা হয়েছে। এই নোটে লেনদেনের ধরন, জড়িত পরিমাণ, এবং প্রযোজ্য শর্তাবলীসহ সকল তথ্য উপস্থাপিত হয়েছে।

সংশ্লিষ্ট পক্ষের সঙ্গে লেনদেনে স্বচ্ছতা ও ন্যায্যতা বজায় রাখার ক্ষেত্রে কোম্পানি সর্বোচ্চ গুরুত্ব প্রদান করে এবং যে কোনো স্বার্থের দ্বন্দ্ব পরিহার করার চেষ্টা করে। এই তথ্য প্রদান করে কোম্পানি শেয়ারহোল্ডার এবং অন্যান্য স্টেকহোল্ডারদের প্রতি দায়বদ্ধতা ও স্বচ্ছতা বজায় রাখে এবং কোম্পানির কার্যক্রমে আস্থা ও বিশ্বাস স্থাপন করতে চায়।

বিভাবসু সেনগুপ্ত

ব্যবস্থাপনা পরিচালক

১৩ মার্চ ২০২৫

প্রধান আর্থিক ইতিবৃত্ত

২০২৪ সালের ৩১শে ডিসেম্বর পূর্ববর্তী পাঁচ বছরের কার্যক্রম পরিচালনা সংক্রান্ত ও আর্থিক প্রধান উপাত্তসমূহ:

		২০১৯	২০২০	২০২১	২০২২	২০২৩	২০২৪
রেভিনিউ	টাকা '০০০	৫,৬৮৩,৪৪১	৪,৭১১,৪১৭	৫,০৮২,৮৪০	৪,৮৭৩,০০৪	২,১৬৪,৩৩৭	২,২১৪,০৮০
কর-পূর্ব মুনাফা	"	১,৬৬০,৯৮৯	১,৪৪৪,৮৭৬	১,৪৯৪,৩৪৫	১,১৩৫,০৮৪	৩৪৯,৬৫২	৭,৬২৮,০০৩
ইবিআইটিডিএ (EBITDA)	"	১,৮৮৭,৩২৪	১,৬৮১,৬৮৪	১,৭৭৪,৫৬৮	১,৪৫৯,৬২৯	৫৮০,২৭০	৭,৯৭৭,৩৭৯
কর বরাদ্দ	"	(৪২৯,৪০১)	(৩৭১,২৬৭)	(২৬৮,৫৬৯)	(২৫১,৭৮৯)	১৪৭,৩৫৮	১,২৩১,৪৩৮
বিলম্বিত কর	"	৫৩,২৮৩	৩০,৬০২	(৫৪,৬১৭)	১,৯৫৭	(২৬,৩৪৭)	(২৪,৭০১)
আয়	"	১,২৩১,৫৮৮	১,০৭৩,৬০৯	১,২২৫,৭৭৬	৮৮৩,২৯৫	২২৮,৬৪১	৬,৪২১,২৬৬
প্রস্তাবিত চূড়ান্ত লভ্যাংশ	"	৭৬০,৯১৪	৬০৮,৭৩১	৮৩৭,০০৫	৬৩৯,১৬৮	-	৬০৮,৭৩১
অন্তর্বর্তীকালীন লভ্যাংশ প্রদান	"	-	-	-	-	২৩,৪৩৬,১৫১	৬,২৩৯,৪৯৫
সাধারণ সংরক্ষিত তহবিল	"	৪,৯৫৬,৫২৬	৫,২৬১,৬৫৪	৫,৮৬৭,৪৭৯	৫,৮৯৬,১৩০	৫,৪৯৭,৮৬০	৩,৩৩৭,৯৩৮
শেয়ার মূলধন	"	১৫২,১৮৩	১৫২,১৮৩	১৫২,১৮৩	১৫২,১৮৩	১৫২,১৮৩	১৫২,১৮৩
পুনঃমূল্যায়ন বাবদ সংরক্ষণ	"	-	-	-	-	-	-
শেয়ারহোল্ডারদের ইকুইটি	"	৫,১০৮,৭০৯	৫,৪১৩,৮৩৭	৬,০১৯,৬৬২	৬,০৪৮,৩১৩	৫,৬৫০,০৪৩	৩,৪৯০,১২১
নীট স্থায়ী সম্পত্তি	"	৩,৬১৭,৬৩৯	৩,৪৩৬,৯৪৫	৩,৩৭৯,৫৪৭	৩,২৯৮,২২১	২,৭৯৪,৮৩১	২,৬০০,১২১
অবচয় এবং ক্ষতি	"	-	৩০৯,৯৯৬	৩০৩,০৬২	৩০৫,৯০১	২৫৯,৮৭৪	৩১৮,১৮৩
শেয়ারপ্রতি আয়	টাকা	৮০.৯৩	৭০.৫৫	৮০.৫৫	৫৮.০৪	১৫.০২	৪২১.৯৪
পি ই রেশিও-টাইমস		১৬	১৮	২০	২৪	৯৩	২
কর্মচারী হতে মূলধন ফেরত	%	২৪	২০	২০	১৫	৪	১৮৪
মোট মুনাফার আনুপাতিক হার	%	৪৪	৪৭	৪৬	৪১	৪৯	৪৭
ইকুইটি দেনা বাবদ আনুপাতিক হার-টাইমস		-	-	-	-	-	-
চলতি আনুপাতিক হার-টাইমস		২.২৪	২.৫৭	৩.১০	৩.১৫	২.৮৮	১.৭০
শেয়ারপ্রতি লভ্যাংশ	টাকা	৫০.০০	৪০.০০	৫৫.০০	৪২.০০	১৫৪	৪৫০
লভ্যাংশ	%	৫০০	৪০০	৫৫০	৪২০	১,৫৪০	৪,৫০০
শেয়ারপ্রতি নীট সম্পত্তি	টাকা	৩৩৫.৭	৩৫৫.৭৫	৩৯৫.৫৫	৩৯৭.৪৪	৩৭১.২৭	২২৯.৩৪
শেয়ারপ্রতি পরিচালনা থেকে নগদ প্রবাহ	"	১০২.৮	৭৭.৭০	৮০.৩৪	৩৭.৩২	৩৬.৩৩	২৪.২০

কনসলিডেটেড আর্থিক অবস্থার বিবরণ

		৩১শে ডিসেম্বর তারিখের	
		২০২৪	২০২৩
	টাকা	টাকা '০০০	টাকা '০০০
সম্পত্তিসমূহ			
সম্পত্তি, প্রাপ্তি এবং সরঞ্জাম		২,৫৬২,৩৬৪	২,৭৬৬,০১৯
সম্পত্তির সঠিক ব্যবহার (আরওইউ)		৩৭,৭৫৭	২৮,৮১২
সহায়ক প্রতিষ্ঠানের বিনিয়োগ		-	১,০০০
অগ্রিম, জমা এবং আগাম পরিশোধ		২২৬,৬৭৯	৯৫,১০৪
যে সম্পত্তিসমূহ চলতি নহে		২,৮২৬,৮০০	২,৮৯০,৯৩৫
মজুদ সামগ্রী		৩৮৭,১৫৬	৪৮২,২৩৪
বাণিজ্য ও অন্যান্য প্রাপ্যসমূহ		৮৫৫,৫৩৪	৯০৬,৭৫৫
অগ্রিম, জমা এবং আগাম পরিশোধ		১৩৯,০১২	২০০,৯৭৩
আন্তঃকোম্পানি প্রাপ্য		-	১,৩০৯,৩৩৬
নগদ এবং নগদ সমতুল্যসমূহ	১৩.ক	১,৫৫৯,৫৮৪	২,২০৪,৩৮০
নেট চলতি সম্পদ কর		১৬৯,৭৩২	১১০,১৮৮
চলতি সম্পত্তিসমূহ		৩,১১১,০১৮	৫,২১৩,৮৬৬
মোট সম্পত্তিসমূহ		৫,৯৩৭,৮১৮	৮,১০৪,৮০১
ইকুইটি			
শেয়ার মূলধন	১৪	১৫২,১৮৩	১৫২,১৮৩
ইকুইটির অন্যান্য উপাদান		(৫১,১৫৯)	(৫৩,০৮১)
সাধারণ সংরক্ষিত তহবিল/রক্ষিত আয়		৩,৩৮৮,২৯৯	৫,৫৫০,২১০
কোম্পানির স্বত্বাধিকারীর অনুকূলে অর্জনযোগ্য ইকুইটি		৩,৪৮৯,৩২৩	৫,৬৪৯,৩১৩
নিয়ন্ত্রণ-বহির্ভূত সুদ		(০,২২)	(০,১৯)
মোট ইকুইটি		৩,৪৮৯,৩২২	৫,৬৪৯,৩১২
দায়সমূহ			
কর্মচারীদের কল্যাণ সুবিধাদি-অবর্তমান অংশ		৮৭,৬২১	১০৪,০৮৬
বিলম্বিত কর দায়সমূহ		২৫৩,১৫৩	২৭৭,৮৭৩
ইজারাকৃত দায়-অবর্তমান অংশ		২৩,২২৮	১৪,৪০২
অন্যান্য যে দায়সমূহ চলতি নহে		২৫৫,৩৭০	২৪৬,০৪১
যে দায়সমূহ চলতি নহে		৬১৯,৩৭২	৬৪২,৪০২
ইজারাকৃত দায়-বর্তমান অংশ		৫,৯৫৪	২,৩০৬
কর্মচারীদের কল্যাণ সুবিধাদি-বর্তমান অংশ		২১,৩৪০	১২,০২৫
বাণিজ্য ও অন্যান্য প্রদেয়		১,০৮৩,৫৫৪	১,২৮৯,০৬৮
খরচ বাবদ বরাদ্দ		৫৩৫,৬৭২	১৩১,৩২৪
দাবীবিহীন লভ্যাংশ		১৮২,৬০৩	৩৭৮,৩৬৩
মোট চলতি দায়সমূহ		১,৮২৯,১২৩	১,৮১৩,০৮৬
মোট দায়সমূহ		২,৪৪৮,৪৯৫	২,৪৫৫,৪৮৮
মোট ইকুইটি এবং দায়সমূহ		৫,৯৩৭,৮১৮	৮,১০৪,৮০১
শেয়ার প্রতি নিট সম্পদ মূল্য (এনএভি)	৪১.ক	২২৯.২৮	৩৭১.২২

সংযুক্ত নোটগুলি এই আর্থিক বিবৃতির একটি অবিচ্ছেদ্য অংশ।

একই তারিখে আমাদের প্রতিবেদন অনুযায়ী

কনসলিডেটেড লাভ ও ক্ষতি এবং অন্যান্য কমপ্রিহেনসিভ আয়ের বিবরণ

	টাকা	৩১শে ডিসেম্বর তারিখে সমাপ্ত বছরের	
		২০২৪	২০২৩
		টাকা '০০০	টাকা '০০০
রেভিনিউ		২,২১৪,০৮০	২,১৬৪,৩৩৭
বিক্রিত পণ্যের খরচ		(১,১৭১,২৪৭)	(১,১০৩,৬৮৩)
মোট মুনাফা		১,০৪২,৮৩৩	১,০৬০,৬৫৪
পরিচালনা ব্যয়	২৫.ক	(৭৭৩,৭২১)	(৭৩২,৪৪৩)
পরিচালনাসমূহ হতে মুনাফা		২৬৯,১১২	৩২৮,২১১
নীট বৈদেশিক বিনিময় বাবদ আয়/ক্ষতি		১১৮,৬৬৬	(৭,৪৮৯)
অন্যান্য আয়		৪৬,৭৪১	৮,৯৮৮
LIPL বিক্রি থেকে আয়		৭,৫৭৯,৩৪১	-
নট আর্থিক আয়		১৫,৫৪৮	৩৮,২৭৬
শ্রমিকদের মুনাফা অংশীদারিত্ব তহবিল গঠন-পূর্ব মুনাফা		৮,০২৯,৪০৮	৩৬৭,৯৮৬
শ্রমিকদের মুনাফা অংশীদারিত্ব তহবিল		(৪০১,৪৭৪)	(১৮,৪০৩)
কর পূর্ব মুনাফা		৭,৬২৭,৯৩৪	৩৪৯,৫৮৩
আয়কর বাবদ খরচ		(১,২০৬,৭৩৭)	(১২১,০১১)
বছরের কর-পরবর্তী মুনাফা		৬,৪২১,১৯৭	২২৮,৫৭২
অন্যান্য কমপ্রিহেনসিভ আয়/ক্ষতি			
আইটেম গুলি পুনরায় শ্রেণীবদ্ধ করা হবে না লাভ ক্ষতির জন্য		২,৪৮০	(৮,৩৩৯)
সম্পর্কিত কর		(৫৫৮)	১,৮৭৬
নির্ধারিত কল্যাণ দায়সমূহ, করের সীমা		১,৯২২	(৬,৪৬৩)
মোট কমপ্রিহেনসিভ এ বছরের জন্য		৬,৪২৩,১১৯	২২২,১১০
মুনাফা হতে অর্জন			
কোম্পানির মালিকানা		৬,৪২১,১৯৭	২২৮,৫৭২
অনিয়ন্ত্রিত সুদসমূহ		-	-
		৬,৪২১,১৯৭	২২৮,৫৭২
মোট কমপ্রিহেনসিভ আয় হতে অর্জন:			
কোম্পানির মালিকানা		৬,৪২৩,১১৯	২২২,১১০
অনিয়ন্ত্রিত সুদসমূহ		-	-
		৬,৪২৩,১১৯	২২২,১১০
শেয়ারপ্রতি মৌলিক আয়	৪২.ক	৪২১.৯৪	১৫.০২

সংযুক্ত নোটগুলি এই আর্থিক বিবৃতির একটি অবিচ্ছেদ্য অংশ।

একই তারিখে আমাদের প্রতিবেদন অনুযায়ী

বিভাবসু সেনগুপ্ত
ব্যবস্থাপনা পরিচালক

ফারজানা চৌধুরী
পরিচালক

শুভেন্দু চৌধুরী
প্রধান হিসাব কর্মকর্তা

আবু মোহাম্মদ নিছার
কোম্পানি সচিব

এ এফ নেসারউদ্দিন, এফসিএ
এনরোলমেন্ট #৪৬৯
সিনিয়র পার্টনার
কোম্পানির রেজি. # সিএএফ-০০১-০৫৭
হোদা ভাসি চৌধুরী অ্যান্ড কোং
চার্টার্ড অ্যাকাউন্ট্যান্টস

কনসলিডেটেড ইকুইটি পরিবর্তনের বিবরণ

	কোম্পানির স্বত্বাধিকারীর অনুকূলে অর্জন				
	শেয়ার মূলধন	ইকুইটির অন্যান্য উপাদান	সংরক্ষিত তহবিল/ রক্ষিত আয়	অনিয়ন্ত্রিত সুদসমূহ	মোট ইকুইটি
	টাকা '০০০	টাকা '০০০	টাকা '০০০	টাকা '০০০	টাকা '০০০
১লা জানুয়ারি ২০২৪-এ উদ্বৃত্ত	১৫২,১৮৩	(৫৩,০৮১)	৫,৫৫০,২১১	(০.১৯)	৫,৬৪৯,৩১৪
এ বছরের মোট কমপ্রিহেনসিভ আয়					-
এ বছরের মুনাফা	-	-	৬,৪২১,১৯৭	(০.০৪)	৬,৪২১,১৯৭
এ বছরের অন্যান্য কমপ্রিহেনসিভ ক্ষতি	-	১,৯২২	-	-	১,৯২২
এ বছরের মোট কমপ্রিহেনসিভ আয়	-	১,৯২২	৬,৪২১,১৯৭	(০.০৪)	৬,৪২৩,১১৯
গ্রুপের মালিকদের সাথে লেনদেন					
অবদান এবং বিতরণ					
২০২৩ সালের জন্য চূড়ান্ত লভ্যাংশ প্রদান	-	-	(৬,২৩৯,৪৯৫)	-	(৬,২৩৯,৪৯৫)
২০২৪ সালের জন্য অন্তর্বর্তীকালীন লভ্যাংশ প্রদান	-	-	(২,৩৪৩,৬১৫)	-	(২,৩৪৩,৬১৫)
গ্রুপের মালিকদের সাথে মোট লেনদেন	-	-	(৮,৫৮৩,১১০)	-	(৮,৫৮৩,১১০)
৩১ ডিসেম্বর, ২০২৪ তারিখের হিসাবে ব্যালেন্স	১৫২,১৮৩	(৫১,১৫৯)	৩,৩৮৮,২৯৯	(০.২২)	৩,৪৮৯,৩২৩
১লা জানুয়ারি ২০২৩-এ উদ্বৃত্ত	১৫২,১৮৩	(৬৫,৩৩৮)	৫,৯৬০,৮০৭	(০.১৫)	৬,০৪৭,৬৫২
এ বছরের মোট কমপ্রিহেনসিভ আয়					
এ বছরের মুনাফা	-	-	২২৮,৫৭২	(০.০৪)	২২৮,৫৭২
এ বছরের অন্যান্য কমপ্রিহেনসিভ ক্ষতি	-	(৬,৪৬৩)	-	-	(৬,৪৬৩)
লিভে ইন্ডাস্ট্রিজ প্রাইভেট লিমিটেডে স্থানান্তর (LIPL)	-	১৮,৭২০	-	-	১৮,৭২০
এ বছরের মোট কমপ্রিহেনসিভ আয়	-	১২,২৫৭	২২৮,৫৭২	(০.০৪)	২৪০,৮৩০
গ্রুপের মালিকদের সাথে লেনদেন					
অবদান এবং বিতরণ					
২০২২ সালের জন্য চূড়ান্ত লভ্যাংশ প্রদান	-	-	(৬৩৯,১৬৮)	-	(৬৩৯,১৬৮)
গ্রুপের মালিকদের সাথে মোট লেনদেন	-	-	(৬৩৯,১৬৮)	-	(৬৩৯,১৬৮)
৩১ ডিসেম্বর, ২০২৩ তারিখের হিসাবে উদ্বৃত্ত	১৫২,১৮৩	(৫৩,০৮১)	৫,৫৫০,২১১	(০.১৯)	৫,৬৪৯,৩১৩

কনসলিডেটেড নগদ অর্থ প্রবাহের বিবরণ

	টাকা	৩১শে ডিসেম্বর তারিখে সমাপ্ত বছরের	
		২০২৪	২০২৩
		টাকা '০০০	টাকা '০০০
ক. পরিচালনা কর্মকাণ্ড থেকে নগদ প্রবাহ			
গ্রাহক ও অন্যান্যদের নিকট হতে নগদ প্রাপ্তি		২,২৪১,৫৪০	২,১৮৯,৩৬৫
কর্মচারি ও সরবরাহকারীদের নগদ অর্থ প্রদান		(১,৭৪০,৮০১)	(১,৩৩৬,৩৭৪)
পরিচালনা কর্মকাণ্ড থেকে নগদ উৎপন্ন		৫০০,৭৩৯	৮৫২,৯৯১
আয়কর প্রদান		(১৩২,৫০২)	(৩০০,১১৮)
পরিচালনা কর্মকাণ্ড থেকে নীট তহবিল		৩৬৮,২৩৭	৫৫২,৮৭৩
খ. বিনিয়োগ কর্মকাণ্ড থেকে নগদ প্রবাহ			
সম্পত্তি, প্ল্যান্ট এবং সরঞ্জাম একীভূত বাবদ প্রদান		(২০৯,৬৯৬)	(১৫২,৬৭১)
সম্পত্তি, প্ল্যান্ট এবং সরঞ্জাম বিক্রয়লব্ধ টাকা		১,৬২৫	-
LIPL-এর শেয়ার বিক্রি থেকে নিট আয়		৭,৯৪৭,৬২৪	৭০৪
সুদ বাবদ আয়		১৭,০৩৮	৪১,৫৩০
বিনিয়োগ কর্মকাণ্ড থেকে নীট অর্থ ব্যবহৃত		৭,৭৫৬,৫৯২	(১১০,৮৩৭)
গ. আর্থিক কর্মকাণ্ড থেকে নগদ প্রবাহ			
লভ্যাংশ প্রদান		(৮,৭৭৮,৮৭০)	(২৮৭,০৬২)
ইজারা দায়সমূহ বাবদ ফেরত		(৩,৩১০)	(৫,৯৯২)
সাবসিডিয়ারিকে অর্থ প্রদান করা হয়েছে		-	(৪৬৯,১৫০)
আর্থিক কর্মকাণ্ড থেকে নীট অর্থ ব্যবহৃত		(৮,৭৮২,১৮০)	(৭৬২,২০৪)
ঘ. নীট বৃদ্ধি নগদ এবং নগদ সমতুল্যসমূহ (ক+খ+গ)		(৬৫৭,৩৫১)	(৩১৯,৭৬৮)
১ জানুয়ারী তারিখের হিসাবে নগদ এবং নগদ সমতুল্য		২,২০৪,৩৮০	২,৫২০,৪৯৫
নগদ অথের উপর বিনিময় হারের ওঠানামার প্রভাব		১২,৫৫৫	৩,৬৫৩
৩১ ডিসেম্বর তারিখের হিসাবে নগদ এবং নগদ সমতুল্য		১,৫৫৯,৫৮৪	২,২০৪,৩৮০
শেয়ারপ্রতি পরিচালনা থেকে নগদ প্রবাহ (NOCFPS)	৪৩.ক	২৪.২০	৩৬.৩৩

আর্থিক অবস্থার বিবরণ

	টাকা	৩১শে ডিসেম্বর তারিখে সমাপ্ত বছরের	
		২০২৪	২০২৩
		টাকা '০০০	টাকা '০০০
সম্পত্তিসমূহ			
সম্পত্তি, প্ল্যান্ট এবং সরঞ্জাম	৫	২,৫৬২,৩৬৪	২,৭৬৬,০১৯
অস্থায়ী সম্পত্তিসমূহ	৬	-	-
সম্পত্তির সঠিক (আরওইউ)	৭	৩৭,৭৫৭	২৮,৮১২
সহায়ক সংস্থায় বিনিয়োগ	৮	২০	১,০২০
অগ্রিম, জমা এবং আগাম পরিশোধ	১১	২২৬,৬৭৯	৯৫,১০৪
যে সম্পত্তিসমূহ চলতি নহে		২,৮২৬,৮২০	২,৮৯০,৯৫৫
মজুদ সামগ্রী	৯	৩৮৭,১৫৬	৪৮২,২৩৪
বাণিজ্য ও অন্যান্য প্রাপ্যসমূহ	১০	৮৫৫,৫৩৪	৯০৬,৭৫৫
অগ্রিম, জমা এবং আগাম পরিশোধ	১১	১৩৯,৬৮৭	২০১,৫৭৯
আন্তঃকোম্পানি প্রাপ্য	১২	-	১,৩০৯,৩৩৬
নগদ এবং নগদ সমতুল্যসমূহ	১৩	১,৫৫৯,৫৬৪	২,২০৪,৩৬০
নেট চলতি সম্পদ কর	২১	১৬৯,৭৩২	১১০,১৮৮
চলতি সম্পত্তিসমূহ		৩,১১১,৬৭২	৫,২১৪,৪৫২
মোট সম্পত্তিসমূহ		৫,৯৩৮,৪৯৩	৮,১০৫,৪০৭
ইকুইটি			
শেয়ার মূলধন	১৪.২	১৫২,১৮৩	১৫২,১৮৩
ইকুইটির অন্যান্য উপাদান		(৫১,১৫৯)	(৫৩,০৮১)
সাধারণ সংরক্ষিত তহবিল/রক্ষিত আয়		৩,৩৮৯,০৯৭	৫,৫৫০,৯৪১
মোট ইকুইটি		৩,৪৯০,১২১	৫,৬৫০,০৪৩
দায়সমূহ			
কর্মচারীদের কল্যাণ সুবিধাদি-অবর্তমান অংশ	১৫	৮৭,৬২১	১০৪,০৮৬
বিলম্বিত কর দায়সমূহ	১৬.২	২৫৩,১৫৩	২৭৭,৮৭৩
ইজারাকৃত দায়-অবর্তমান অংশ	১৭	২৩,২২৮	১৪,৪০২
অন্যান্য যে দায়সমূহ চলতি নহে	১৮	২৫৫,৩৭০	২৪৬,০৪১
যে দায়সমূহ চলতি নহে		৬১৯,৩৭২	৬৪২,৪০২
ইজারাকৃত দায়-বর্তমান অংশ	১৭	৫,৯৫৪	২,৩০৬
কর্মচারীদের কল্যাণ সুবিধাদি-বর্তমান অংশ	১৫	২১,৩৪০	১২,০২৫
বাণিজ্য ও অন্যান্য প্রদেয়	১৯	১,০৮৩,৫৫৪	১,২৮৯,০৬৮
খরচ বাবদ বরাদ্দ	২০	৫৩৫,৫৪৮	১৩১,২০০
দাবীবিহীন লভ্যাংশ	২২	১৮২,৬০৩	৩৭৮,৩৬৩
মোট চলতি দায়সমূহ		১,৮২৮,৯৯৯	১,৮১২,৯৬২
মোট দায়সমূহ		২,৪৪৮,৩৭১	২,৪৫৫,৩৬৪
মোট ইকুইটি এবং দায়সমূহ		৫,৯৩৮,৪৯৩	৮,১০৫,৪০৭
শেয়ার প্রতি নিট সম্পদ মূল্য (এনএভি)	৪১	২২৯.৩৪	৩৭১.২৭

সংযুক্ত নোটগুলি এই আর্থিক বিবৃতির একটি অনিচ্ছেদ্য অংশ।

একই তারিখে আমাদের প্রতিবেদন অনুযায়ী

বিভাবসু সেনগুপ্ত	ফারজানাহ চৌধুরী	শুভেন্দু চৌধুরী	আবু মোহাম্মদ নিছার	এ এফ নেসারউদ্দিন, এফসিএ
ব্যবস্থাপনা পরিচালক	পরিচালক	প্রধান হিসাব কর্মকর্তা	কোম্পানি সচিব	এনরোলমেন্ট #৪৬৯, সিনিয়ার পার্টনার
				কোম্পানির রেজি. # সিএএফ-০০১-০৫৭
				হোদা ভাসি চৌধুরী অ্যান্ড কোং
				চার্টার্ড অ্যাকাউন্ট্যান্টস
				ডিভিসিঃ২৫০৩১৮০৪৬৯AS৯৬০৯৭০
ঢাকা, ১৩ মার্চ ২০২৫				

লাভ ও ক্ষতি এবং অন্যান্য কমপ্রিহেনসিভ আয়ের বিবরণ

	টাকা	৩১শে ডিসেম্বর তারিখে সমাপ্ত বছরের	
		২০২৪	২০২৩
		টাকা '০০০	টাকা '০০০
রেভিনিউ	২৩	২,২১৪,০৮০	২,১৬৪,৩৩৭
বিক্রিত পণ্যের খরচ	২৪	(১,১৭১,২৪৭)	(১,১০৩,৬৮৩)
মোট মুনাফা		১,০৪২,৮৩৩	১,০৬০,৬৫৪
পরিচালনা ব্যয়	২৫	(৭৭৩,৬৫২)	(৭৩২,৩৭৪)
পরিচালনাসমূহ হতে মুনাফা		২৬৯,১৮১	৩২৮,২৮০
নীট বৈদেশিক বিনিময় বাবদ ক্ষতি		১১৮,৬৬৬	(৭,৪৮৯)
অন্যান্য আয়	২৬	৪৬,৭৪১	৮,৯৮৮
LIPL বিক্রি থেকে আয়	২৭	৭,৫৭৯,৩৪১	-
নট আর্থিক আয়	২৮	১৫,৫৪৮	৩৮,২৭৬
শ্রমিকদের মুনাফা অংশীদারিত্ব তহবিল গঠন-পূর্ব মুনাফা		৮,০২৯,৪৭৭	৩৬৮,০৫৫
শ্রমিকদের মুনাফা অংশীদারিত্ব তহবিল	২৯	(৪০১,৪৭৪)	(১৮,৪০৩)
কর পূর্ব মুনাফা		৭,৬২৮,০০৩	৩৪৯,৬৫২
আয়কর বাবদ খরচ	১৬	(১,২০৬,৭৩৭)	(১২১,০১১)
বছরের কর-পরবর্তী মুনাফা		৬,৪২১,২৬৬	২২৮,৬৪১
অন্যান্য কমপ্রিহেনসিভ আয়			
আইটেম গুলি পুনরায় শ্রেণীবদ্ধ করা হবে না লাভ ক্ষতির জন্য		২,৪৮০	(৮,৩৩৯)
সম্পর্কিত কর		(৫৫৮)	১,৮৭৬
নির্ধারিত কল্যাণ দায়সমূহ, করের সীমা		১,৯২২	(৬,৪৬৩)
মোট কমপ্রিহেনসিভ এ বছরের জন্য		৬,৪২৩,৯৮৮	২২২,১৭৮
শেয়ারপ্রতি মৌলিক আয়	৪২	৪২১.৯৪	১৫.০২

সংযুক্ত নোটগুলি এই আর্থিক বিবৃতির একটি অবিচ্ছেদ্য অংশ।

একই তারিখে আমাদের প্রতিবেদন অনুযায়ী

বিভাবসু সেনগুপ্ত
ব্যবস্থাপনা পরিচালকফারজানাহ চৌধুরী
পরিচালকশুভেন্দু চৌধুরী
প্রধান হিসাব কর্মকর্তাআবু মোহাম্মদ নিছার
কোম্পানি সচিবএ এফ নেসারউদ্দিন, এফসিএ
এনরোলমেন্ট #৪৬৯, সিনিয়র পার্টনার
কোম্পানির রেজি. # সিএএফ-০০১-০৫৭
হোদা ভাসি চৌধুরী অ্যান্ড কোং
চার্টার্ড অ্যাকাউন্ট্যান্টস
ডিভিসিঃ২৫০৩১৮০৪৬৯AS৯৬০৯৭০

ইকুইটি পরিবর্তনের বিবরণ

	কোম্পানির স্বত্বাধিকারীর অনুকূলে অর্জন			
	শেয়ার মূলধন	ইকুইটির অন্যান্য উপাদান	সংরক্ষিত তহবিল/রক্ষিত আয়	মোট ইকুইটি
	টাকা '০০০	টাকা '০০০	টাকা '০০০	টাকা '০০০
১লা জানুয়ারি ২০২৪-এ উদ্বৃত্ত	১৫২,১৮৩	(৫৩,০৮১)	৫,৫৫০,৯৪১	৫,৬৫০,০৪৩
এ বছরের মোট কমপ্রিহেনসিভ আয়				
এ বছরের মুনাফা	-	-	৬,৪২১,২৬৬	৬,৪২১,২৬৬
এ বছরের অন্যান্য কমপ্রিহেনসিভ ক্ষতি	-	১,৯২২	-	১,৯২২
এ বছরের মোট কমপ্রিহেনসিভ আয়	-	১,৯২২	৬,৪২১,২৬৬	৬,৪২৩,১৮৮
গ্রুপের মালিকদের সাথে লেনদেন				
অবদান এবং বিতরণ				
২০২৩ সালের জন্য চূড়ান্ত লভ্যাংশ প্রদান	-	-	(২,৩৪৩,৬১৫)	(২,৩৪৩,৬১৫)
২০২৪ সালের জন্য অন্তর্বর্তীকালীন লভ্যাংশ প্রদান	-	-	(৬,২৩৯,৪৯৫)	(৬,২৩৯,৪৯৫)
গ্রুপের মালিকদের সাথে মোট লেনদেন	-	-	(৮,৫৮৩,১১০)	(৮,৫৮৩,১১০)
৩১ ডিসেম্বর, ২০২৪ তারিখের হিসাবে ব্যালেন্স	১৫২,১৮৩	(৫১,১৫৯)	৩,৩৮৯,০৯৭	৩,৪২০,১২১
১লা জানুয়ারি ২০২৩-এ উদ্বৃত্ত	১৫২,১৮৩	(৬৫,৩৩৮)	৫,৯৬১,৪৬৮	৬,০৪৮,৩১৩
এ বছরের মোট কমপ্রিহেনসিভ আয়				
এ বছরের মুনাফা	-	-	২২৮,৬৪১	২২৮,৬৪১
এ বছরের অন্যান্য কমপ্রিহেনসিভ ক্ষতি	-	(৬,৪৬৩)	-	(৬,৪৬৩)
লিভে ইন্ডাস্ট্রিজ প্রাইভেট লিমিটেডে স্থানান্তর (LIPL)	-	১৮,৭২০	-	১৮,৭২০
এ বছরের মোট কমপ্রিহেনসিভ আয়	-	১২,২৫৭	২২৮,৬৪১	২৪০,৮৯৮
গ্রুপের মালিকদের সাথে লেনদেন				
অবদান এবং বিতরণ				
২০২২ সালের জন্য চূড়ান্ত লভ্যাংশ প্রদান	-	-	(৬৩৯,১৬৮)	(৬৩৯,১৬৮)
গ্রুপের মালিকদের সাথে মোট লেনদেন	-	-	(৬৩৯,১৬৮)	(৬৩৯,১৬৮)
৩১ ডিসেম্বর, ২০২৩ তারিখের হিসাবে উদ্বৃত্ত	১৫২,১৮৩	(৫৩,০৮১)	৫,৫৫০,৯৪১	৫,৬৫০,০৪৩

নগদ অর্থ প্রবাহের বিবরণ

	টাকা	৩১শে ডিসেম্বর তারিখে সমাপ্ত বছরের	
		২০২৪	২০২৩
	টাকা '০০০	টাকা '০০০	টাকা '০০০
ক. পরিচালনা কর্মকাণ্ড থেকে নগদ প্রবাহ			
গ্রাহক ও অন্যান্যদের নিকট হতে নগদ প্রাপ্তি		২,২৪১,৫৪০	২,১৮৯,৩৬৫
কর্মচারি ও সরবরাহকারীদের নগদ অর্থ প্রদান		(১,৭৪০,৭৩২)	(১,৩৩৬,৩৭৪)
পরিচালনা কর্মকাণ্ড থেকে নগদ উৎপন্ন		৫০০,৮০৭	৮৫২,৯৯১
আয়কর প্রদান		(১৩২,৫০২)	(৩০০,১১৮)
পরিচালনা কর্মকাণ্ড থেকে নীট তহবিল		৩৬৮,৩০৫	৫৫২,৮৭৩
খ. বিনিয়োগ কর্মকাণ্ড থেকে নগদ প্রবাহ			
সম্পত্তি, প্র্যান্ট এবং সরঞ্জাম একীভূত বাবদ প্রদান		(২০৯,৬৯৬)	(১৫২,৬৭১)
সম্পত্তি, প্র্যান্ট এবং সরঞ্জাম বিক্রয়লব্ধ টাকা		১,৬২৫	৭০৪
LIPL-এর শেয়ার বিক্রি থেকে নিট আয়		৭,৯৪৭,৬২৪	-
সুদ বাবদ আয়		১৭,০৩৮	৪১,৫৩০
বিনিয়োগ কর্মকাণ্ড থেকে নীট অর্থ ব্যবহৃত		৭,৭৫৬,৫৯২	(১১০,৮৩৭)
গ. আর্থিক কর্মকাণ্ড থেকে নগদ প্রবাহ			
লভ্যাংশ প্রদান		(৮,৭৭৮,৮৭০)	(২৮৭,০৬২)
ইজারা দায়সমূহ বাবদ ফেরত		(৩,৩১০)	(৫,৯৯২)
সাবসিডিয়ারিকে অর্থ প্রদান করা হয়েছে		(৬৯)	(৪৬৯,১৫০)
আর্থিক কর্মকাণ্ড থেকে নীট অর্থ ব্যবহৃত		(৮,৭৮২,২৪৯)	(৭৬২,২০৪)
ঘ. নীট বৃদ্ধি নগদ এবং নগদ সমতুল্যসমূহ (ক+খ+গ)			
		(৬৫৭,৩৫১)	(৩১৯,৭৬৮)
১ জানুয়ারী তারিখের হিসাবে নগদ এবং নগদ সমতুল্য		২,২০৪,৩৬০	২,৫২০,৪৭৫
নগদ অথের উপর বিনিময় হারের ওঠানামার প্রভাব		১২,৫৫৫	৩,৬৫৩
৩১ ডিসেম্বর তারিখের হিসাবে নগদ এবং নগদ সমতুল্য		১,৫৫৯,৫৫৪	২,২০৪,৩৬০
শেয়ারপ্রতি পরিচালনা থেকে নগদ প্রবাহ (NOCFPS)	৪৩	২৪,২০	৩৬,৩৩

Audited Accounts of Subsidiary Company

BOC Bangladesh Limited

Independent Auditor's Report and Financial Statements
as at and for the year ended 31 December 2024

Contents.

130	Report of the Board of Directors.
131	Independent Auditors’ Report to the Shareholders.
133	Statement of Financial Position.
134	Statement of Profit or Loss and other Comprehensive Income.
135	Statement of Changes in Equity.
136	Statement of Cash Flow.
137	Notes to the Financial Statements.

Report of the Board of Directors.

The Directors are pleased to present the audited accounts of the Company for the year ended 31 December 2024.

Operations

The Company has not carried out any business during the year ended 31 December 2024.

Financial Results

During the year under review the Company did not earn any Revenue (in 2024 Revenue earned was Taka nil). Pre-tax and Post-tax loss for the year was Taka 69,000 and Taka 69,000 respectively (Taka 69,000 and Taka 69,000 in 2023 for both Pre-tax and Post-tax).

Dividend

No dividend is being recommended by the Directors for the year under review.

Reserves

The loss of Taka 69,000 has been adjusted against Reserve and Surplus balance brought forward.

Directors

Mr. RC Kaushik retires under Article 35 of the Articles of Association of the Company and being eligible, offers himself for re-election.

Mr. Faridul Hoque Sikder retires under Article 37 of the Articles of Association of the company and being eligible, offers himself for re-election.

Ms. Rupali H Chowdhury has completed her 2(two) tenures as an Independent Director of the Company. The Board wishes to express its heartfelt gratitude for the committed service and priceless contribution to the company. Subject to the provisions of Bangladesh Securities and Exchange Commission (BSEC) notification No. BSEC/

CMRRCD/2006-158/207/Admin/80, dated 3 June 2018 and Notification No. BSEC/CMRRCD/2009-193/66/PRD/148 dated 16 October 2023, we have appointed Mr. Shehzad Munim and Ms. Farzanah Chowdhury as two Independent Directors, subject to the Commission's previous approval, following due consideration of the company's Nomination and Remuneration Committee's (NRC) recommendation. Consents of shareholders is required for the appointments of Mr. Shehzad Munim and Ms. Farzanah Chowdhury at 13 Annual General Meeting as Independent Directors of the Company.

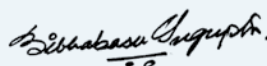
If agreed, the following resolutions would be proposed at the forthcoming Annual General Meeting of the Company:

- i. "That Mr. Shehzad Munim be and hereby appointed Independent Director of the Company for a period of 3 years under guideline of Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated 3 June 2018 and Notification No. BSEC/CMRRCD/2009-193/66/PRD/148 dated 16 October 2023."
- ii. "That Ms. Farzanah Chowdhury be and hereby appointed Independent Director of the Company for a period of 3 years under guideline of Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated 3 June 2018 and Notification No. BSEC/CMRRCD/2009-193/66/PRD/148 dated 16 October 2023."

Auditors

The Auditors, Hoda Vasi Chowdhury & Co, Chartered Accountants, being eligible, offer themselves for re-appointment.

Dhaka, 17 April 2025



Bibhabasu Sengupta
Chairman

Independent Auditors' Report to the Shareholders.

Report of the Audit of the Financial Statements

Opinion

We have audited the financial statements of BOC Bangladesh Limited (hereinafter referred to as "the Company"), which comprise the statement of financial position as at 31 December 2024, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year ended 31 December 2024 and a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 December 2024, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) and other applicable laws and regulations.

Basis for Opinion

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

Material Uncertainty Related to Going Concern

We draw attention to note # 3 to the accompanying financial statements where the management has explained that the parent of the Company, Linde Bangladesh Limited, has confirmed to provide financial support to the Company in the foreseeable future whenever it is required. During the year, the Company incurred a net loss of BDT 69,000 and as of the date, the Company's accumulated losses stood at BDT 799,250. As stated in note # 3, these events and conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability as going concern.

Our opinion is not modified in respect of this matter.

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with International Standards on Auditing (ISAs), we exercised professional judgment and maintained professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of internal control;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern; and
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Report on Other Legal and Regulatory Requirements

In accordance with the Companies Act, 1994 and International Standards on Auditing (ISAs), we also report the following:

- a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- b. in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of those books;
- c. the statement of financial position and the statement of profit or loss and other comprehensive income along with the annexed notes 1 to 12 dealt with by the report are in agreement with the books of account; and
- d. the expenditures incurred and payments made were for the purposes of the Company's affairs.

Dhaka, 13 March 2025



A F Nesaruddin, FCA
Enrolment # 469
Senior Partner
Firm Reg. # CAF-001-057
Hoda Vasi Chowdhury & Co
Chartered Accountants
DVC: 2503180469AS217054

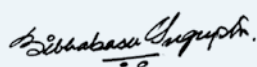
Statement of Financial Position.

	Notes	as at 31 December	
		2024	2023
		Taka	Taka
ASSETS			
Non-current assets		-	-
Current assets			
Cash and cash equivalents		20,000	20,000
		20,000	20,000
Total assets		20,000	20,000
EQUITY AND LIABILITIES			
Shareholders' equity			
Share capital	7	20,000	20,000
Accumulated losses		(799,250)	(730,250)
		(779,250)	(710,250)
Non-current liabilities		-	-
Current account with Linde Bangladesh Limited	8	675,000	606,000
Provision for tax	9	-	-
Provision for expenses	10	124,250	124,250
		799,250	730,250
Total liabilities		799,250	730,250
Total equity and liabilities		20,000	20,000

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

Dhaka, 13 March 2025

As per our report of same date



Bibhabasu Sengupta
Chairman



Suwendu Chowdhury
Managing Director



Abu Mohammad Nisar
Company Secretary



A F Nesaruddin, FCA
Enrolment # 469
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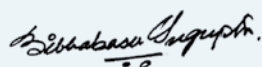
Statement of Profit or Loss and other Comprehensive Income.

	Note	for the year ended 31 December	
		2024	2023
		Taka	Taka
Revenue		-	-
Cost of sales		-	-
Gross profit		-	-
Operating expenses	11	(69,000)	(69,000)
Loss before tax		(69,000)	(69,000)
Income tax expenses		-	-
Loss for the year		(69,000)	(69,000)
Other comprehensive income		-	-
Item that will not be reclassified to profit or loss		-	-
Total comprehensive loss for the period		(69,000)	(69,000)

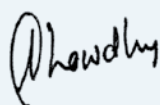
The annexed notes form an integral part of these financial statements.

Dhaka, 13 March 2025

As per our report of same date



Bibhabasu Sengupta
Chairman



Suwendu Chowdhury
Managing Director



Abu Mohammad Nisar
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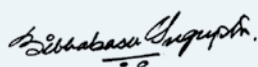
Statement of Changes in Equity.

	Attributable to the owners of the Company		
	Share capital	Accumulated loss	Total equity
	Taka	Taka	Taka
Balance at 01 January 2024	20,000	(730,250)	(710,250)
Loss for the year	-	(69,000)	(69,000)
Other comprehensive income for the year	-	-	-
Balance as at 31 December 2024	20,000	(799,250)	(779,250)
Transactions with the owners of the Company			
Contributions and distributions			
Issue of ordinary shares	-	-	-
Total transactions with the owners of the Company	-	-	-
Balance as at 31 December 2024	20,000	(799,250)	(779,250)
Balance at 01 January 2023	20,000	(661,250)	(641,250)
Loss for the year	-	(69,000)	(69,000)
Other comprehensive income for the year	-	-	-
Balance as at 31 December 2023	20,000	(730,250)	(710,250)
Transactions with the owners of the Company			
Contributions and distributions			
Issue of ordinary shares	-	-	-
Total transactions with the owners of the Company	-	-	-
Balance at 31 December 2023	20,000	(730,250)	(710,250)

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

Dhaka, 13 March 2025

As per our report of same date



Bibhabasu Sengupta
Chairman



Suwendu Chowdhury
Managing Director



Abu Mohammad Nisar
Company Secretary



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Statement of Cash Flow.

	for the year ended 31 December	
	2024	2023
	Taka	Taka
Cash flows from operating activities		
Loss before tax	(69,000)	(69,000)
Cash flows from operations before changes in working capital	(69,000)	(69,000)
Changes in working capital		
Provision for expenses	-	-
Sundry creditors	-	-
Increase in current account with Linde Bangladesh Limited	69,000	69,000
Cash generated from operating activities	-	-
Net cash from operating activities	-	-
Net cash from investing activities	-	-
Net cash from financing activities	-	-
Net increase in cash and cash equivalents	-	-
Cash and cash equivalents at beginning of the year	20,000	20,000
Cash and cash equivalents at end of the year	20,000	20,000

Dhaka, 13 March 2025

As per our report of same date



Bibhabasu Sengupta
Chairman



Suwendu Chowdhury
Managing Director



Abu Mohammad Nisar
Company Secretary



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Notes to the Financial Statements.

1.	Reporting entity
1.1	Company profile BOC Bangladesh Limited ("the Company") was incorporated as a private limited company on 16 February 2012. The address of the registered office is 285, Tejgaon I/A, Dhaka-1208, Bangladesh. The Company is a subsidiary of Linde Bangladesh Limited.
1.2	Nature of business The Company has not carried out any business activity during the year.
2.	Basis of accounting These financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs). These were authorised for issue by the Company's board of directors on 13 March 2025. The Company has consistently (otherwise as stated) applied the following accounting policies to all periods presented in these financial statements. A. Income tax B. Share capital C. Provisions D. Reporting period
A.	Income tax Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date. The applicable tax rate for the Company is 27.5%. Provision for taxation has been made on this basis which is compliant with the Finance Act, 2024.
B.	Share capital Only ordinary shares are classified as equity. Incremental cost directly attributable to the issue of ordinary shares are recognised as a deduction from equity, income tax relating to the transaction costs of an equity transaction is accounted for in accordance with IAS 12. Paid up share capital represents total amount contributed by the shareholders. Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to vote at shareholders' meetings.
C.	Provisions A provision is recognised in the statement of financial position when the Company has a legal or constructive obligation as a result of past event and it is probable that an outflow of economic benefits will be required to settle the obligation and the amount of the provision can be measured reliably in accordance with IAS 37- "Provisions, Contingent Liabilities and Contingent Assets". The amount recognised is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation at the date. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is determined based on the present value of those cash flows.
D.	Reporting period The financial period of the Company covers one year from 1 January to 31 December. These financial statements were prepared for twelve months from 1 January to 31 December 2024.
3.	Going concern assumption The financial statements of the Company are prepared on a going concern basis. The Company has no business activity for more than 5 years. The accumulated loss of the Company is BDT 799,250 resulting in negative equity of BDT 779,250. These events indicate a material uncertainty which may cast significant doubt on the Company's ability to continue as going concern. However, the parent of the Company, Linde Bangladesh Limited has confirmed to provide financial support to the Company in the foreseeable future whenever it is required and at least for a period of twelve months. Hence, going concern basis for preparing these financial statements has been considered to be appropriate.
4.	Functional and presentation currency These financial statements are presented in BDT/Taka/Tk, which is the functional currency of the Company. All amounts have been rounded to the nearest BDT/Taka/Tk, unless otherwise indicated.
5.	Basis of measurement The financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.
6.	Accounting standards issued but not yet effective A number of new accounting standards are effective for annual periods beginning after 31 December 2024 and earlier application is permitted. However, the Company has not early adopted the following new or amended accounting standards in preparing these financial statements. The following new and amended accounting standards are not expected to have a significant impact on the Company's financial statements: - Lease Liability in a Sale and Leaseback (Amendments to IFRS 16); and - Lack of Exchangeability (Amendments to IAS 21).

		31 December	31 December
		2024	2023
		Taka	Taka
7.	Share capital		
	Authorised capital:		
	10,000 ordinary shares of Tk 10 each	100,000	100,000
	Issued, subscribed and paid up capital:		
	2,000 ordinary shares of Tk 10 each	20,000	20,000
		20,000	20,000
	Shareholding position:		-
		2024	2023
	Name of shareholders	No. of share	No. of share
		Value (Tk.)	Value (Tk.)
	Linde Bangladesh Limited	1,999	1,999
	Mr. Faridul Hoque Sikder	1	1
		2,000	2,000
		31 December	31 December
		2024	2023
		Taka	Taka
8.	Current account with Linde Bangladesh Limited		
	Current account with Linde Bangladesh Limited	675,000	606,000
		675,000	606,000
9.	Provision for tax	-	-
	As per the Income Tax Act, 2023, the Company has to pay tax at the rate applicable to the Company subject to a minimum tax at the rate of 0.60% of the gross receipts from all sources for that year. Since the Company had no receipts from any source during the year, no tax is provided for.		
10.	Provision for expense		
	Audit fees	57,250	57,250
	Tax consultancy fees	55,750	55,750
	Others	11,250	11,250
		124,250	124,250
11.	Operating expenses		
	Audit fees	17,250	17,250
	Tax consultancy fees	51,750	51,750
		69,000	69,000
12.	Events after the reporting period		
	Events after the statement of financial position date that provide additional information about the Company's position at the statement of financial position are reflected in the financial statements. Events after statement of financial position date that are non-adjusting events are disclosed in the notes when material.		

Range of Products and Services.



Industrial gases

- Liquid oxygen
- Liquid nitrogen
- Liquid argon
- Liquid carbon dioxide
- Compressed oxygen
- Compressed nitrogen
- Compressed argon
- CORGON (Shielding Gas)
- Lamp gas
- Dissolved acetylene
- Carbon dioxide
- Dry ice
- Hydrogen
- Compressed air
- Refrigerant gases
- Fire suppression gas & system
- Helium
- Sulphur hexafluoride
- Sulphur dioxide
- Special gases & gas mixtures
- Any other gas on request

Medical gases & equipment

- Medical oxygen liquid
- Medical oxygen compressed
- Nitrous oxide
- Entonox
- Sterilizing gases
- Medical Carbon-di-Oxide
- Medical Compressed Air
- Medical Gases Cylinders
- Oxytherapy Set
- Oxygen Concentrator
- Humidifier
- Medical Gases Pipeline Items
- Other Medical Gases on Request





Linde Bangladesh Limited: Form of Proxy.

I/We (name)

of (address)

being a shareholder of Linde Bangladesh Limited hereby appoint, another member of the Company.

* Mr/Mrs/Miss (name)

of (address)

as my proxy, to attend on my/our behalf at the 52nd Annual General Meeting (Virtual) to be held on Thursday 29 May 2025 at 11:00 am and at any adjournment of the meeting or any poll that may be taken in consequence thereof and to vote on my behalf as he/she thinks fit on all Resolutions.

As witness my/our hand this day of 2025.

.....			
Signed (shareholder/s)	Folio/BO ID #	Signed (Proxy)	Folio BO ID #

Affix revenue stamp Tk.100.00
(Also see notes on reverse)

Linde Bangladesh Limited

Shareholder's attendance slip

I hereby record my presence at the 52nd Annual General Meeting (Virtual) of the Company to be held on Thursday 29 May 2025.

.....		
Name	Folio/BO ID #	Signature

Notes

- 1 A member eligible to attend the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf. No person shall act as proxy unless he/she is entitled to be present and vote in his/her own right. The "Proxy Form", duly filled, signed and stamped at BDT 20 must be deposited at the office or e-mail at info.bd@linde.com no later than 72 hours before commencement of the AGM.

Published by

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