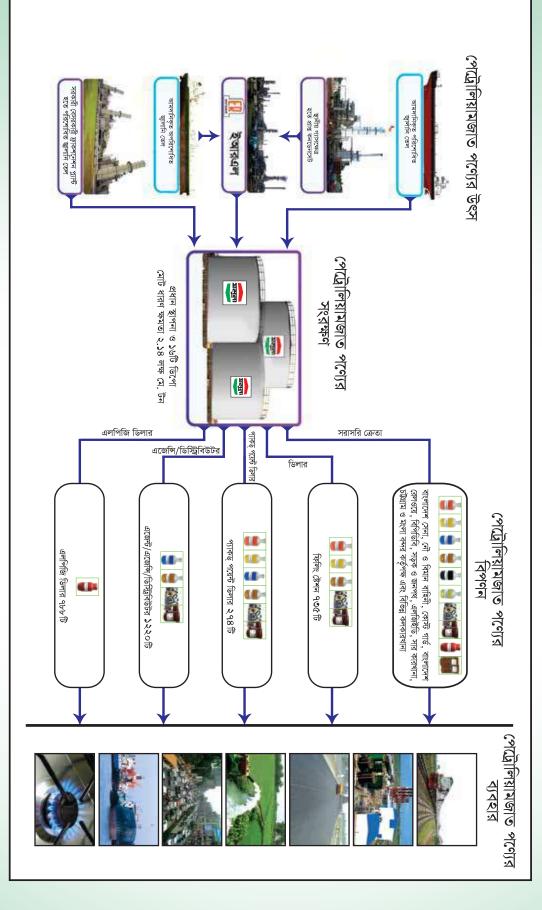


বার্ষিক প্রতিবেদন ২০১৮-২০১৯





পেট্রোলিয়ামজাত পণ্যের উৎস হতে ভোক্তা পর্যায়ে বিপণন ব্যবস্থা











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১০ জানুয়ারি ১৯৭২ জাতির জনক বঙ্গবন্ধু শেখ মুজিবুর রহমান এর স্বদেশ প্রত্যাবর্তন।





জাতির জনক বঙ্গবন্ধ শেখ মুজিবুর রহমান এর জন্ম শতবার্ষিকী





BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

Ref. No: CM-2019/178

BAPLC

Date of issue: April 9, 2019

Renewed Certificate

This is to certify that

JAMUNA OIL COMPANY LIMITED

is an Ordinary Member of Bangladesh Association of Publicly Listed Companies and is entitled to all the rights and privileges appertaining thereto.

This certificate remains current until 31st December 2019.

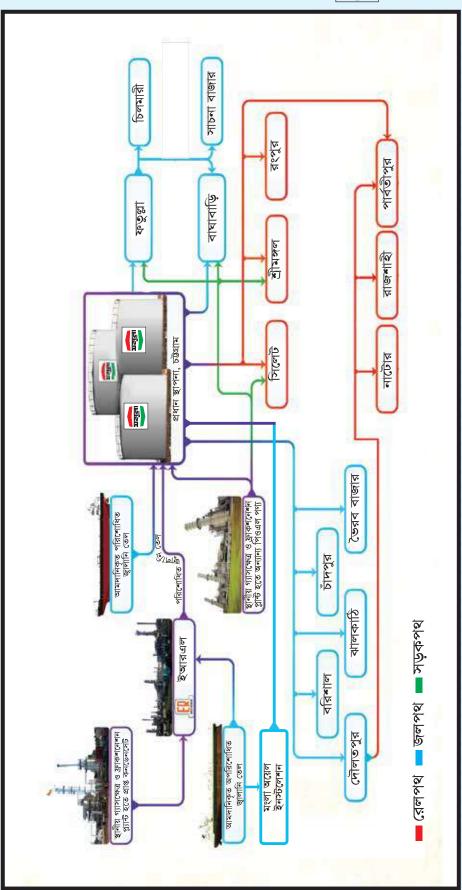


Secretary-General (Acting)





জুালানি তেল গ্রহণ ও সরবরাহের প্রবাহচিত্র









LETTER OF TRANSMITTAL

To
All Shareholders
Bangladesh Securities and Exchange Commission
Registrar of Joint Stock Companies and Firms
Dhaka Stock Exchange Ltd.
Chittagong Stock Exchange Ltd.
Central Depository Bangladesh Ltd. (CDBL)

Dear Sir (s)

Annual Report for the year ended 30 June, 2019

We are pleased to enclose a copy of the Annual Report 2018-2019 of Jamuna Oil Company Limited together with the Audited Financial Statements comprising of Statement of Financial Position, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year ended 30 June, 2019 along with notes thereto for your kind information and record.

Yours Sincerely

(Md. Masudul Islam)

Company Secretary







রূপকল্প (Vision)

দেশের সর্বত্র নিরবচ্ছিন্নভাবে সরকার নির্ধারিত মূল্যে মানসম্মত পেট্রোলিয়াম পণ্য সরবরাহের মাধ্যমে দেশে জ্বালানি নিরাপত্তা নিশ্চিতকরণ।

অভিলক্ষ্য (Mission)

- পেট্রোলিয়ামজাত পণ্য ক্রয়, মজুদ, বিতরণ ও সুষ্ঠু ব্যবস্থাপনার মাধ্যমে দেশে জ্বালানি তেলের সরবরাহ নিশ্চিতকরণ;
- পেট্রোলিয়াম সংশ্লিষ্ট অবকাঠামোর উন্নয়ন;
- বিপণন ও পরিচালন কার্যক্রমের আধুনিকিকরণ;
- বাজার চাহিদার সাথে মিল রেখে উদ্ভাবনী ব্যবসা নীতি এবং পণ্যের বহুমুখিতা আনয়ন।

কৌশলগত উদ্দেশ্যসমূহ (Strategic Objectives)

- বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন (বিপিসি) হতে পরিশোধিত পেট্রোলিয়ামজাত পণ্য গ্রহণ;
- দেশের সর্বত্র পেট্রোলিয়ামজাত পণ্যের সুষ্ঠু বিপণন;
- দেশের জ্বালানি নিরাপত্তা নিশ্চিতকরণের লক্ষ্যে পেট্রোলিয়ামজাত পণ্যের মজুদ ও দক্ষ পরিবহন ব্যবস্থাপনা নিশ্চিতকরণ।







নসকল হামিদ, এমপি প্রতিমন্ত্রী বিদ্যুৎ, জ্বালানি ও খনিজ সম্পদ মন্ত্রণালয় গণপ্রজাতন্ত্রী বাংলাদেশ সরকার

২২ পৌষ ১৪২৬ ০৬ জানুয়ারী ২০২০



যমুনা অয়েল কোম্পানী লিমিটেড-এর ৪৪তম বার্ষিক সাধারণ সভা অনুষ্ঠিত হচ্ছে জেনে আমি আনন্দিত। ২০১৮-২০১৯ অর্থ বছরের বার্ষিক প্রতিবেদন প্রকাশের উদ্যোগকে আমি স্বাগত জানাই। এর সাথে সংশ্লিষ্ট সকলের প্রতি রইল আমার আন্তরিক শুভেচ্ছা ও অভিনন্দন।

দেশের অর্থনৈতিক উন্নয়নে জ্বালানির ভূমিকা অপরিসীম। দেশের ক্রমবর্ধমান উন্নয়নের জন্য জ্বালানি তেলের চাহিদা উত্তরোত্তর বৃদ্ধি পাচ্ছে। এ বিষয়টি বিবেচনায় রেখে সরকার সারা দেশে নিরবচ্ছিন্নভাবে জ্বালানি সরবরাহের জন্য কাজ করে যাচ্ছে। যমুনা অয়েল কোম্পানী লিমিটেড দেশের উন্নয়ন ও অগ্রগতির জন্য সারা দেশে বিদ্যুৎ, কৃষি, শিল্প ও পরিবহন খাতে জ্বালানি তেলের নিরবচ্ছিন্নভাবে সরবরাহ নিশ্চিত করে আসছে। আমি আশা করি, আগামী দিনগুলোতেও এ প্রতিষ্ঠানটির সকল স্তরের কর্মকর্তা-কর্মচারীগণ নিষ্ঠার সাথে অর্পিত দায়িত্ব পালন করে জাতীয় অর্থনৈতিক উন্নয়নে গুরুত্বপূর্ণ অবদান রাখবে।

আমি, যমুনা অয়েল কোম্পানী লিমিটেড-এর ৪৪ তম বার্ষিক সাধারণ সভা ও প্রকাশনার সাফল্য কামনা করছি।

জয় বাংলা, জয় বঙ্গবন্ধু বাংলাদেশ চিরজীবী হোক।

নসরুল হামিদ, এমপি





মোঃ আনিছুর রহমান
সচিব
জালানি ও খনিজ সম্পদ বিভাগ
বিদ্যুৎ, জ্বালানি ও খনিজ সম্পদ মন্ত্রণালয়
গণপ্রজাতন্ত্রী বাংলাদেশ সরকার।



Md. Anisur Rahman Secretary

Energy & Mineral Resources Division
Ministry of Power, Energy & Mineral Resources
Government of the People's Republic of Bangladesh





যমুনা অয়েল কোম্পানী লিমিটেড এর ৪৪তম বার্ষিক সাধারণ সভা উপলক্ষে ২০১৮-২০১৯ অর্থ বৎসরের বার্ষিক প্রতিবেদন প্রকাশিত হতে যাচ্ছে জেনে আমি আনন্দিত। আমি দৃঢ়ভাবে বিশ্বাস করি, এ প্রকাশনার মাধ্যমে ২০১৮-২০১৯ অর্থ বছরে সম্পাদিত কোম্পানির উন্নয়নমূলক কর্মকান্ড ও অর্থনৈতিক কার্যাবলির সামগ্রিক তথ্য প্রতিফলিত হবে।

একটি দেশের অর্থনৈতিক উন্নয়ন ও সমৃদ্ধি অর্জনে বিদ্যুৎ ও জ্বালানির ভূমিকা অপরিসীম। সকল উন্নয়নেরই কোন না কোন পর্যায়ে জ্বালানি প্রয়োজন হয়। বিভিন্ন উৎস হতে জ্বালানি সংগ্রহ ও বিতরণকে সরকার অগ্রাধিকার দিয়ে জ্বালানি ব্যবস্থাপনা আধুনিক করার প্রক্রিয়া অব্যাহত রেখেছে। বাংলাদেশ পেট্রোলিয়াম কর্পোরেশনের নিয়ন্ত্রণাধীন যমুনা অয়েল কোম্পানী লিমিটেড দেশের অন্যতম সরকারি জ্বালানি তেল বিপণনকারী প্রতিষ্ঠান হিসাবে সারা দেশে বিদ্যুৎ, কৃষি, শিল্প ও পরিবহন খাতে জ্বালানি তেলের সরবরাহ নিশ্চিত করে, দেশের অর্থনৈতিক উন্নয়নে গতিশীলতা বৃদ্ধিতে গুরুত্বপূর্ণ অবদান রাখছে। আমি আশা করি ভবিষ্যতেও যমুনা অয়েল কোম্পানী লিমিটেড জ্বালানি তেলের নিরবচ্ছিন্ন যোগান দিয়ে উন্নয়ন সহযোগী হিসেবে কাজ করে যাবে।

আমি যমুনা অয়েল কোম্পানী লিমিটেড এর ৪৪তম বার্ষিক সাধারণ সভার সার্বিক সাফল্য কামনা করছি।

্মেঃ আনিছুর রহমান)







চেয়ারম্যান (সরকারের সচিব) বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন



যমুনা অয়েল কোম্পানী লিমিটেড-এর ৪৪তম বার্ষিক সাধারণ সভা উপলক্ষে ২০১৮-২০১৯ অর্থ বছরে কোম্পানির আয়-ব্যয় এবং কার্যবিবরণী সম্বলিত 'বার্ষিক প্রতিবেদন' প্রকাশের উদ্যোগ গ্রহণ করায় আমি আনন্দিত।

বাংলাদেশ পেট্রোলিয়াম কর্পোরেশনের অঙ্গ প্রতিষ্ঠান হিসেবে যমুনা অয়েল কোম্পানী লিমিটেড সরকার নির্ধারিত মূল্যে দেশব্যাপী পেট্রোলিয়াম পণ্য সরবরাহ নিশ্চিতকরণে অগ্রণী ভূমিকা পালন করে থাকে। বিশেষ করে কৃষি সেচ মৌসুমে উত্তরবঙ্গসহ সমগ্র বাংলাদেশে সেচ কার্যের মাধ্যমে ফসল উৎপাদন অব্যাহত রাখতে কৃষকের দোরগোড়ায় নির্বিঘ্ন ডিজেল পৌঁছে দেয়ার ক্ষেত্রে উক্ত প্রতিষ্ঠানের আয়াসসাধ্য ভূমিকা অত্যন্ত প্রশংসনীয়।

দেশের ক্রমবর্ধমান জ্বালানি তেলের চাহিদা মেটাতে দেশব্যাপী সরবরাহ ও বিপণন ব্যবস্থার সম্প্রসারণ ও আধুনিকায়ন করে এর কার্যক্রম আরও গতিশীল ও সুষ্ঠুভাবে সম্পাদনের জন্য এ কোম্পানি বিভিন্ন উন্নয়ন পরিকল্পনা গ্রহণ ও বাস্তবায়ন করছে জেনে আমি আনন্দিত।

আলোচ্য অর্থ বছরে এ কোম্পানির ৩১০.১৮ কোটি টাকা করপূর্ব মুনাফা অর্জন এবং মূসক, আয়কর ও অন্যান্য খাতে সরকারি কোষাগারে ৯৪.৬১ কোটি টাকা পরিশোধ করায় কোম্পানির সকল পর্যায়ের শ্রমিক-কর্মচারী, কর্মকর্তা, গ্রাহক ও শুভানুধ্যায়ীদের জন্য রইল অভিনন্দন।

যমুনা অয়েল কোম্পানী লিমিটেড সেবামূলক নীতিতে পরিচালিত হওয়া সত্ত্বেও মুনাফা অর্জনের ক্রমবর্ধমান ধারা অব্যাহত রেখেছে, যা প্রশংসনীয় ও অনুকরণীয়। আগামী দিনেও যমুনা অয়েল কোম্পানী লিমিটেড-এর কর্মকর্তা, কর্মচারী ও শ্রমিকবৃন্দ নিরলস পরিশ্রমের মাধ্যমে সারাদেশে জ্বালানি তেল সরবরাহ কার্যক্রম সফলভাবে সম্পন্ন করে প্রতিষ্ঠানের ভাবমূর্তি উজ্জ্বল করার এ প্রচেষ্টা অব্যাহত রাখবে এবং জাতির পিতা বঙ্গবন্ধু শেখ মুজিবুর রহমানের সোনার বাংলা গড়ায় নিবেদিত হবে বলে আমার দৃঢ় বিশ্বাস।

আমি যমুনা অয়েল কোম্পানী লিমিটেড-এর উত্তরোত্তর অগ্রগতি ও সাফল্য কামনা করছি।

(মোঃ সামছুর রহমান)





পরিচালনা পর্যদ



মোঃ সামছুর রহমান চেয়ারম্যান (সরকারের সচিব), বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন চেয়ারম্যান, জেওসিএল বোর্ড



শংকর প্রসাদ দেব স্বাধীন পরিচালক, জেওসিএল বোর্ড অবসরপ্রাপ্ত পরিচালক (অর্থ) বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন



মোঃ সরওয়ার আলম পরিচালক, জেওসিএল বোর্ড পরিচালক (অপাঃ ও পরিঃ) বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন





মোঃ রোকন-উল-হাসান পরিচালক, জেওসিএল বোর্ড উপ-সচিব প্রতিমন্ত্রীর একান্ত সচিব বিদ্যুৎ, জ্বালানি ও খনিজ সম্পদ মন্ত্রণালয়



মোল্লা মিজানুর রহমান পরিচালক, জেওসিএল বোর্ড উপ-সচিব জ্বালানি ও খনিজ সম্পদ বিভাগ বিদ্যুৎ, জ্বালানি ও খনিজ সম্পদ মন্ত্রণালয়



সাইফুদ্দিন আহমেদ ভূঁইয়া পরিচালক, জেওসিএল বোর্ড



মোঃ মঞ্জুরুল হাফিজ

পরিচালক, জেওসিএল বোর্ড

উপ-সচিব

জ্বালানি ও খনিজ সম্পদ বিভাগ বিদ্যুৎ, জ্বালানি ও খনিজ সম্পদ মন্ত্রণালয়

মোঃ আবদুল জলিল হাওলাদার স্বাধীন পরিচালক জেওসিএল বোর্ড



মোঃ গিয়াস উদ্দিন আনচারী পরিচালক, জেওসিএল বোর্ড ব্যবস্থাপনা পরিচালক যমুনা অয়েল কোম্পানী লিমিটেড



মোঃ মাসুদুল ইসলাম কোম্পানি সচিব যমুনা অয়েল কোম্পানী লিমিটেড





Brief Profile of Board of Directors OF Jamuna Oil Company Ltd.



Md. Shamsur Rahman, Chairman

Mr. Md. Shamsur Rahman is the Chairman of Bangladesh Petroleum Corporation (BPC) along with Chairman of the board of directors of Jamuna Oil Company Ltd. (JOCL), Padma Oil Company Ltd. (POCL) & Eastern Lubricants Blenders Limited (Bangladesh). He joined Bangladesh Petroleum Corporation on 19th September, 2018 and assumed charge as the chairman of the boards on the same

Md. Shamsur Rahman, Secretary to Government of Bangladesh (GOB) is an accomplished professional civil servant with 30 years of experience in both central and field administration. Mr. Rahman has joined 7th (1985) batch of BCS (Admin) in 1988 as Assistant Commissioner. Before GOB assigned him with the responsibility to cater country's requirement of Fuel supply as Chairman of Bangladesh Petroleum Corporation (BPC), Mr. Rahman was an additional Secretary assigned in Public Security Division, Ministry of Home Affairs.

In his career as a Civil Bureaucrat, Mr. Md. Shamsur Rahman served 28 years in Magistracy as well as Field Administration in different capacities including AC (Land), Upazilla Magistrate, Metropolitan Magistrate at Dhaka Metropolitan City, UNO at Nolcity, Jalokathi & Dagonbhuyan, Feni, ADC & ADM at Pabna. In 2006, he got promotion in the rank of Deputy Secretary and was placed as Director in the Directorate of Relief and Rehabilitation. From 2009 to 2012 he worked as Deputy Commissioner (DC) & District Magistrate at Narayanganj with successful administrative records. Then he was again posted in the same directorate as Director (Joint Secretary and later Additional Secretary). He had the opportunity to gather diverse experiences in the field of disaster risk reduction though his 7 years' service in the same Directorate.

In his academic attainments, Mr. Rahman achieved his post-graduation in mass communication & journalism from Dhaka University. During his long carrier, he took various professional trainings from BPATC, Civil Service College, Singapore & Bradford University, UK.

Mr. Rahman was born in a noble Muslim family at Dasmina Upozila, Patuakhali. In his personal life he is married to Mrs. Salma Rahman. They have one son named Shadman Rahman and one daughter named Sunaya Amrin Rahman.



Shankar Prasad Dev, Independent Director

Mr. Shankar Prasad Dev, former Additional Secretary to the Government of Bangladesh and Director (Finance) of Bangladesh Petroleum Corporation is an Independent Director in the Board of Directors of Jamuna Oil Company Limited since January, 2018. He was born in a respectable Hindu family of Chattogram in 1958. Mr. Shankar Prasad Dev joined the Civil Service of Bangladesh (Admin Cadre) in 1988. Before joining to Civil Service Mr. Dev also served as Senior Officer Sonali Bank for about

three and half years. During his long service tenure with the Government he served as Assistant Commissioner, Senior Assistant Commissioner and Magistrate of the First Class, General Certificate Officer, UNO, Secretary Zila Parishad, Member Finance of Chittagong Hill Tracts Development Board and Bangladesh Tea Board. Mr. Shankar Prasad Dev obtained his Bachelor Degree in Commerce (B.Com Hons) in 1982 and Master of Commerce in Accounting in the year 1984 from the University of Chittagong. During his tenure Shankar Prasad Dev attended different training, seminars, meetings, workshop in Thailand, Philippines, Vietnam, Malaysia, China, Saudi Arabia and Germany.





Md. Sarwar Alam, Director



Mr. Md. Sarwar Alam, a next generation career civil servant, joined Bangladesh Petroleum Corporation as Director (Marketing) on 28 March 2018 and later he became Director in the JOCL board on 15 May 2018. He is also a Director of Bangladesh Petroleum Corporation, Meghna Petroleum Limited, LP Gas Limited, Eastern Lubricants Blenders Limited. He Joined the Civil Service of Bangladesh in 1986. He has 32 years extensive experience in the fields of public

administration, corporate governance, regulatory affairs, public information, diplomacy and project management. Prior to this appointment he served country's top regulatory body Bangladesh Telecommunication Regulatory Commission (BTRC) as Secretary from 2014 to 2017. He worked as Spokesperson there too.

Having joined the Bangladesh Civil Service Information Cadre on 21 January 1986, he served in different ministries and departments including Prime Minister's Office as Deputy Press Secretary, Ministry of Home Affairs as Senior Information Officer, Bangladesh Film Censor Board as Secretary and Project Director of Digitalization of Film Archiving System. He also served Bangladesh Deputy High Commission in Kolkata, India as Second/First Secretary from 1994 to 2001. While serving in those positions, he was involved directly in launching activities of Bangabandhu Satellite, Bio-metric SIM registration, introduction of 4G mobile technology, restoration & digitalization of various old and invaluable films including celluloid Film of the historic 7th March Speech of Bangabandhu, Naming of a main thoroughfare - Circus Avenue of Kolkata, India - as Bangabandhu Sheikh Mujibur Rahman Sarani.

He attended various international forums including United Nations General Assembly, Summits of D-8, SAARC, the Group-77 and also ITU Plenipotentiary Conference, WSIS-16, GSMA mobile Congress, SATRC, etc.

Mr. Alam stood First Class Third both in Honours and Masters (Thesis) in Geography from the University of Dhaka. He did thesis on Origins, Causes and Consequences of Rural to Urban Labour Migration in Bangladesh.

Mr. Sarwar has been Media & Publicity Secretary, or Research Secretary of BCS 1984 Forum for the last couple of years. He was General Secretary of BCS Information Association during 2006-2008.

Mr. Alam is married to Mrs. Ayrin Parvin and blessed with three daughters -- Nabila, Antara and Alisha. He loves performing recitation and act as Masters of Ceremonies.

Mollah Mizanur Rahman, Director



Mr. Mollah Mizanur Rahman is a Deputy Secretary, Energy and Mineral Resources Division and appointed as Director of Board of Jamuna Oil Company Limited on 12 June, 2019. He joined the Bangladesh civil service (Administration Cadre, 21 batch) on 31 May 2003. After joining the civil service, he served as Magistrate (Assistant Commissioner), AC (Land), UNO and ADC in field administration and also served as Senior Assistant Secretary and Deputy Secretary of Statistics and

Informatics Division, Commerce Ministry and EMRD. He took part in different training programme in home and abroad. He did his Honours and Masters in Geology from Dhaka University.

Mr. Mizan was born in a respectable muslim family of upazilla Sreepur, Magura. In his personal life he is married and his wife Mrs. Anarkali is also an officer of Bangladesh civil service (Deputy Secretary, Ministry of Defence). They are blessed with two sons.



Md. Monjurul Hafiz, Director

Mr. Md. Mojurul Hafiz is currently serving as Deputy Secretary in Energy and Mineral Resources Division under Ministry of Power, Energy and Mineral Resources. Prior to this position, he worked as DLG, Dhaka; PS and APS to honorable minister of state, Ministry of Public Administration. Mr. Md. Monjurul Hafiz joined in Bangladesh Civil Service (Administration) Cadre as an Assistant

Commissioner in 2003. He discharged his responsibilities as Magistrate of the 1st class, AC (land) and UNO in field administration. He worked at BPATC, Savar, Dhaka as Deputy Director (Admin) and as Deputy Director (Admin) at Department of Information and Communication Technology.

Mr. Md. Mojurul Hafiz did his Master's degree in Philosophy from University of Dhaka. He also completed another Master's degree in Human Resource Planning and Development under Commonwealth Scholarship and stood First Class (First Position) out of the participants of 29 countries around the world and awarded Gold Medal and President Medal from Guru Gobind Singh Indraprastha University, Delhi, India. He participated numerous foreign training





programs in Australia, China, Japan, India, Italy, Singapore, Thailand and also visited in Kuwait, Sri Lanka, Nepal, Switzerland, and USA.

He joined as Director of the Board of Gas Transmission Company Limited (GTCL) in 11 September, 2019.



Md. Rokon-Ul-Hasan, Director

Mr. Md. Rokon-Ul-Hasan was appointed as Director DESCO Board on April 26, 2019. He is Deputy Secretary of Government of the People's Republic of Bangladesh. Now he is Private Secretary to the Hon'ble State Minister, Ministry of Power, Energy and Mineral Resource. He joined the Administration Cadre of Bangladesh Civil Service. He has worked in different levels of field

administration such as Assistant Commissioner, Deputy Director (BPATC, GIU), Upazilla Nirbahi Officer (UNO) and Director, Governance Innovation Unit (PMO). As a BCS Administration Cadre Officer, he served in the field of administration and different Ministries for more than 15 years. He obtained Masters in Public Policy & Governance from North South University, Dhaka in 2011. He also completed his B.Sc. in Electrical and Electronic Engineering from Bangladesh University of Engineering and Technology (BUET).



Saifuddin Ahmed Bhuiyan, Director

Mr. Saifuddin Ahmed Bhuiyan is a Director in the Board of Directors of Jamuna Oil Company Limited since May, 2015. He is a renowned Businessman. Mr. Saifuddin Ahmed Bhuiyan obtained his Bachelor Degree and Master Degree in History from the University of Dhaka. Mr. Bhuiyan visited various countries including Italy, Germany, Thailand, Singapore and many other countries of the

world. Mr. Saifuddin Ahmed Bhuiyan was born in a respectable Muslim family at Feni.



Md. Abdul Jalil Howlader, Independent Director

Mr. Md. Abdul Jalil Howlader, Project Engineer, Expansion of Scouting in Bangladesh & Construction of Scout Satabdi Bhaban Project (ESB & CSSB) and also Former Residential Engineer of Bangladesh Scouts, Ministry of Education and Joined Bangladesh Petroleum Corporation as an Independent Director in the Board of Directors of Jamuna Oil Company Limited since March, 2019.

He was born in a respectable Muslim family of Bagerhat in 1959. Before Joining to Bangladesh scouts Mr. Md. Abdul Jalil Howlader also served as Assistant Engineer, Khulna Development Authority (KDA). Mr. Md. Abdul Jalil Howlader obtained his Bachelor Degree in Science (B.Sc in Civil Engineering) in 1986 from the Khulna Engineering College under University of Rajshahi. During his tenure Mr. Md. Abdul Jalil Howlader attended different training, seminars, meetings, workshop in Nepal, Malaysia and India.



Md. Gias Uddin Ansary, Managing Director

Mr. Md. Gias Uddin Ansary is the Managing Director of Jamuna Oil Company Limited since November 2018. He is also a Director in the Board of Directors of Jamuna Oil Company Limited. Md. Gias Uddin Ansary became a Director at MJL Bangladesh Limited Board as a Nominee Director of Jamuna Oil Company Limited. Mr. Ansary joined Bangladesh Petroleum Corporation (BPC) as a 1st

Class Officer in 1991. He worked for BPC for 27 years in various positions among which during the last 12 years he worked as General Manager and Senior General Manager at Accounts, Finance, Audit, Commercial and Operations. Besides, he performed as additional in-charge of the Secretary, BPC. During his tenure he visited various countries representing BPC. He comes from a respectable Muslim family of Chandanaish, Chattogram and his father Mr. Md. Osman Ansary was a renowned businessman. Mr. Md. Gias Uddin Ansary completed B.Com (Hons), M.Com (Masters) in Accounting from University of Chittagong and MBA from a Private University.



কর্পোরেট ম্যানেজমেন্ট



মোঃ গিয়াস উদ্দিন আনচারী ব্যবস্থাপনা পরিচালক



মোঃ আইয়ুব হোসেন মহাব্যবস্থাপক (মার্কেটিং)



কাজী মোঃ মনজুর রহমান মহাব্যবস্থাপক (অপারেশন্স)



মোঃ জসিম উদ্দিন উপ-মহাব্যবস্থাপক (অপারেশস)



আহমেদ নূর উপ-মহাব্যবস্থাপক (সেলস্)



মোঃ মাসুদ করিম উপ-মহাব্যবস্থাপক (এমআইএস এভ আইটি, এইচআর)



মোঃ মাহিদুর রহমান উপ-মহাব্যবস্থাপক (ইঞ্জিনিয়ারিং এভ ডেভলাপমেন্ট, ডিএলও)



মোহাম্মদ খসরু আজাদ উপ-মহাব্যবস্থাপক (অডিট)



মোঃ মাসুদূল ইসলাম উপ-মহাব্যবস্থাপক (একাউন্টস)





ব্যবস্থাপনায়

জনাব মোঃ গিয়াস উদ্দীন আনচারী - ব্যবস্থাপনা পরিচালক জনাব মোঃ আইয়ুব হোসেন - মহাব্যবস্থাপক (মার্কেটিং)

জনাব কাজী মোঃ মনজুর রহমান - মহাব্যবছাপক (অপারেশস) জনাব মোঃ জসিম উদ্দিন - উপ-মহাব্যবছাপক (অপারেশস)

জনাব আহমেদ নূর - উপ-মহাব্যবন্থাপক (সেলস্)

জনাব মোঃ মাসুদ করিম - **উপ-মহাব্যবস্থাপক (এমআইএস এন্ড আইটি, এইচআর)**জনাব মোঃ মাহিদুর রহমান - **উপ-মহাব্যবস্থাপক (ইঞ্জিনিয়ারিং এন্ড ডেভলাপমেন্ট, ডিএলও)**

জনাব মোহাম্মদ খসরু আজাদ - **উপ-মহাব্যবস্থাপক (অডিট)** জনাব মোঃ মাসুদুল ইসলাম - **উপ-মহাব্যবস্থাপক (একাউন্টস)**

কোম্পানি সচিব

জনাব মোঃ মাসুদুল ইসলাম

আইন উপদেষ্টা

ব্যারিস্টার কামাল-উল-আলম এডভোকেট আবদুর রেজ্জাক খাঁন ব্যারিস্টার তানজিব-উল-আলম এডভোকেট সরদার জিন্নাত আলী এডভোকেট নুসরাত আলম চিস্তী

নিরীক্ষকবৃন্দ

মেসার্স হোদা ভাসী চৌধুরী এন্ড কোং, চার্টার্ড একাউন্ট্যান্টস্ মেসার্স আহমেদ জাকের এন্ড কোং, চার্টার্ড একাউন্ট্যান্টস্

বীমা

সাধারণ বীমা কর্পোরেশন জীবন বীমা কর্পোরেশন

ব্যাংক

সোনালী ব্যাংক লিমিটেড অগ্রণী ব্যাংক লিমিটেড পুবালী ব্যাংক লিমিটেড উত্তরা ব্যাংক লিমিটেড রূপালী ব্যাংক লিমিটেড ব্যাংক এশিয়া লিমিটেড আইএফআইসি ব্যাংক লিমিটেড ওয়ান ব্যাংক লিমিটেড ডাচ্ বাংলা ব্যাংক লিমিটেড স্ট্যান্ডার্ড চার্টার্ড ব্যাংক সিটি ব্যাংক এনএ দি হংকং এন্ড সাংহাই ব্যাংকিং কর্পোরেশন ইস্টার্ণ ব্যাংক লিমিটেড এবি ব্যাংক লিমিটেড ব্যাক ব্যাংক লিমিটেড ইউনাইটেড কমার্শিয়াল ব্যাংক লিমিটেড

দি সিটি ব্যাংক লিমিটেড সাউথইস্ট ব্যাংক লিমিটেড মার্কেন্টাইল ব্যাংক লিমিটেড জনতা ব্যাংক লিমিটেড বেসিক ব্যাংক লিমিটেড ইনভেস্টমেন্ট কর্পোরেশন অব বাংলাদেশ আল আরাফাহ ইসলামী ব্যাংক লিমিটেড সোশ্যাল ইসলামী ব্যাংক লিমিটেড ন্যাশনাল ব্যাংক লিমিটেড ফার্স্ট সিকিউরিটি ইসলামী ব্যাংক লিমিটেড এনআরবি গ্লোবাল ব্যাংক লিমিটেড যমুনা ব্যাংক লিমিটেড ইউনিয়ন ব্যাংক লিমিটেড এক্সিম ব্যাংক লিমিটেড প্রিমিয়ার ব্যাংক লিমিটেড বাংলাদেশ কমার্স ব্যাংক লিমিটেড





যমুনা অয়েল কোম্পানী লিমিটেড

(বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন এর একটি অঙ্গ প্রতিষ্ঠান) যমুনা ভবন, আগ্রাবাদ বা/এ পোঃ বন্ধ নং : ৬৯৪, চট্টগ্রাম।

ফোন : ৮৮-০৩১-৭২০১৮১-৩, ২৫২০১৩৪-৯, ২৫২০৪০৮

৪৪তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

এতদ্বারা যমুনা অয়েল কোম্পানী লিমিটেড এর শেয়ারহোল্ডারবৃন্দের অবগতির জন্য জানানো যাচ্ছে যে, আগামী ০১ ফেব্রুয়ারি, ২০২০ খ্রি. (১৮ মাঘ, ১৪২৬ বঙ্গাব্দ), শনিবার সকাল ১১-০০ ঘটিকায় "ইন্টারন্যাশনাল কনভেনশন সেন্টার", ২৮১, চটেশ্বরী রোড, কাজীর দেউড়ী, চট্টগ্রাম -এ নিম্নলিখিত বিষয়াদি আলোচনাকল্পে কোম্পানির ৪৪তম বার্ষিক সাধারণ সভা অনুষ্ঠিত হবে।

আলোচ্যসূচী:

- ১. ০২ ফেব্রুয়ারি ২০১৯ খ্রি., ২০ মাঘ, ১৪২৫ বঙ্গাব্দ তারিখে অনুষ্ঠিত ৪৩তম বার্ষিক সাধারণ সভার কার্যবিবরণী ও সিদ্ধান্ত নিশ্চিতকরণ;
- ২. ২০১৯ সালের ৩০ জুন সমাপ্ত বছরের নিরীক্ষিত আর্থিক বিবরণী এবং উহার উপর কোম্পানির পরিচালকমন্ডলীর প্রতিবেদন গ্রহণ এবং অনুমোদন;
- ৩. ২০১৯ সালের ৩০ জুন সমাপ্ত বছরের জন্য লভ্যাংশ ঘোষণা অনুমোদন;
- 8. বাংলাদেশ পেট্রোলিয়াম করপোরেশন কর্তৃক মনোনীত পরিচালক যাঁরা কোম্পানির পরিচালন বিধি অনুযায়ী অবসর গ্রহণ করছেন তাঁদের পুনঃনিয়োগ অনুমোদন এবং পরিচালনা পর্যদ কর্তৃক নিয়োগপ্রাপ্ত স্বাধীন পরিচালক এর নিয়োগ অনুমোদন ;
- ৫. ২০২০ সালের ৩০ জুন সমাপ্য বছরের জন্য যুগা নিরীক্ষক নিয়োগ ও তাদের পারিশ্রমিক নির্ধারণ;
- ৬. ২০২০ সালের ৩০ জুন সমাপ্য বছরের জন্য শেয়ারহোল্ডারদের উদ্দেশে কর্পোরেট গর্ভারনেন্স গাইডলাইনের শর্তাবলী মেনে চলার বিষয়ে প্রত্যায়ন পত্রের জন্য পেশাদার প্রতিষ্ঠান নিয়োগ ও তাদের পারিশ্রমিক নির্ধারণ;
- ৭. সভাপতি মহোদয়ের অনুমতিক্রমে অন্য যে কোন বিষয় আলোচনা।

০২ মাঘ, ১৪২৬ বঙ্গাব্দ ১৬ জানুয়ারি, ২০২০ খ্রি. আগ্রাবাদ, চট্টগ্রাম। বোর্ডের নির্দেশক্রমে

ঋ মাসুদুল ইসলাম) কোম্পানি সচিব

দ্রষ্টব্য :

- ১। বুক ক্লোজার এর পরিবর্তে রেকর্ড ডেট ২২ ডিসেম্বর, ২০১৯। রেকর্ড ডেট এ কোম্পানির সদস্য বইতে নিবন্ধিত অথবা সিডিবিএল-এ রেকর্ডভূক্ত শেয়ারহোল্ডারগণ বার্ষিক সাধারণ সভায় উপস্থিত থাকার ও অনুমোদিত লভ্যাংশ পাওয়ার যোগ্য বলে বিবেচিত হবেন।
- ২। সদস্যবৃন্দ এ সাধারণ সভায় উপস্থিত থাকতে এবং ভোট প্রদান করতে পারবেন কিংবা তাঁর পক্ষে উপস্থিত থাকতে এবং ভোট দানের জন্য অন্য একজন প্রক্সি নিয়োগ করতে পারবেন। সভা অনুষ্ঠানের জন্য নির্ধারিত সময়ের ৪৮ ঘন্টা পূর্বে প্রক্সি ফরম নিয়মানুযায়ী স্ট্যাম্প সহকারে পূরণ করে কোম্পানির রেজিষ্ট্রার্ড অফিসে অবশ্যই জমা দিতে হবে।
- ৩। কেবলমাত্র হাজিরা পত্র উপস্থাপন সাপেক্ষে সভাকক্ষে প্রবেশ করা যাবে।
- 8। কোন শেয়ারহোল্ডারের ঠিকানা পরিবর্তন হলে তা' আগামী ২৩-০১-২০২০ তারিখের মধ্যে আগ্রাবাদস্থ যমুনা ভবনে অবস্থিত কোম্পানির শেয়ার অফিসে অবহিত করার জন্য অনুরোধ করা হলো।
- ৫। বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন এর নির্দেশনা অনুযায়ী বার্ষিক সাধারণ সভায় উপস্থিতির জন্য কোনরূপ গিফ্ট/নগদ সুবিধা প্রদানের ব্যবস্থা থাকবে না।





JAMUNA OIL COMPANY LIMITED

(A Subsidiary of Bangladesh Petroleum Corporation) JAMUNA BHABAN, AGRABAD C/A, P.O. BOX No.: 694, CHATTOGRAM. Tel: 88-031-720181-3, 2520134-9, 2520408

NOTICE OF THE 44th ANNUAL GENERAL MEETING

Notice is hereby given that the 44th Annual General Meeting of the shareholders of Jamuna Oil Company Limited will be held on 01st February 2020 A.D, 18 Magh 1426 B.S at 11.00 A. M. at "International Convention Centre", 281 Chatteshwari Road, Kazir Dewri, Chattogram to transact the following business:

AGENDA

- 1. To confirm the proceedings and minutes of the 43rd Annual General Meeting held on 02nd February 2019 A.D, 20 Magh 1425 B.S;
- 2. To receive, consider and adopt the audited Financial Statements of the Company for the year ended on June 30, 2019 together with the Auditors' Report and Directors' Report thereon;
- 3. To approve dividend for the year ended on June 30, 2019;
- 4. To re-elect Directors of the Company in the vacancies caused by retirement of the Directors nominated by Bangladesh Petroleum Corporation (BPC) and to approve appointment of Independent Director appointed by the Board of the Company;
- 5. To appoint joint auditors for the year ended on June 30, 2020 and to fix their remuneration;
- 6. To appoint professional to issue Certificate on Compliance of Conditions of Corporate Governance Guideline to The Shareholders for the year ended on June 30, 2020 and to fix their remuneration;
- 7. Miscellaneous, if any, with the permission of the Chair.

02 Magh, 1426 BS 16 January, 2020 A.D Agrabad, Chattogram. By order of the Board

(Md\)Masudul Islam)
Company Secretary

Notes:

- 1. The Record Date in lieu of Book Closure shall be on 22 December, 2019. The shareholders whose names appear in the Share Register of the Company or in the Depository Register on the Record Date will be entitled to attend the AGM and receive the Dividend.
- 2. A shareholder entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend and vote on his/her behalf. In order to be effective, Proxy Form duly signed and stamped must be received at the Company's Registered Office, Jamuna Bhaban, Agrabad C/A, Chattogram-4100 of the Company not later than FORTY EIGHT HOURS before the Meeting.
- 3. Admission to the Meeting Room will be strictly on production of the attendance slip sent with the Notice.
- 4. Shareholders are requested to notify the changes of address, if any, to the company's Share Office at Jamuna Bhaban, Agrabad, Chattogram by 23rd January' 2020.
- 5. As per directive of Bangladesh Securities and Exchange Commission (BSEC) no gift or benefit in cash or in kind shall be offered to the Shareholders in the Annual General Meeting.







কোম্পানির সংক্ষিপ্ত ইতিহাস:

যমুনা অয়েল কোম্পানী লিমিটেড (জেওসিএল) বিগত পাঁচ দশক ধরে জ্বালানি তেল বিপণনের মাধ্যমে জাতিকে সেবা প্রদান করে আসছে। দেশের আর্থ-সামাজিক অগ্রগতিতে সর্বোত্তম ভূমিকা রাখতে এ কোম্পানি অঙ্গীকারবদ্ধ।

১৯৬৪ সালে ২ (দুই) কোটি টাকা মুলধন নিয়ে তৎকালীন পাকিস্তানের প্রথম জাতীয় তেল কোম্পানি হিসেবে পাকিস্তান ন্যাশনাল অয়েল লিমিটেড (পিএনওএল) নামক কোম্পানিটি যাত্রা শুরু করে। ১৯৭১ সালে স্বাধীনতা অর্জনের পর বাংলাদেশ অ্যাব্যান্ড্যান্ড প্রোপার্টি (কনট্রোল, ম্যানেজমেন্ট এন্ড ডিস্পোজাল) আদেশ ১৯৭২ (পিও নং ১৬, ১৯৭২) বলে পাকিস্তান ন্যাশনাল অয়েল লিমিটেডকে পরিত্যক্ত সম্পত্তি হিসেবে ঘোষণা করে গণপ্রজাতন্ত্রী বাংলাদেশ সরকার কর্তৃক অধিগ্রহণ করা হয় এবং এর নামকরণ করা হয় বাংলাদেশ ন্যাশনাল অয়েল্স লিমিটেড। অতঃপর ১৩ জানুয়ারি, ১৯৭৩ তারিখের এক সরকারি আদেশ বলে এর পুনঃ নামকরণ করা হয় যমুনা অয়েল কোম্পানী লিমিটেড (জেওসিএল)। প্রাকৃতিক সম্পদ মন্ত্রণালয়ের ২১-০৪-৭৩ তারিখের ২১ এম-৪/৭৬ (এন আর) বিজ্ঞপ্তি অনুযায়ী এ কোম্পানি পেট্রোবাংলার আওতাধীনে একটি এডহক কমিটি (অয়েল কোম্পানিজ এডভাইজরী কমিটি) দ্বারা পরিচালিত হতো। ১৯৭৫ সনের ১২ মার্চ কোম্পানি আইন ১৯১৩ (সংশোধিত ১৯৯৪) এর অধীনে সম্পূর্ণ সরকারি মালিকানাধীন একটি প্রাইভেট কোম্পানি হিসেবে যমুনা অয়েল কোম্পানী লিমিটেড রেজিন্ত্রার অব জয়েন্ট স্টক কোম্পানিজ এন্ড ফার্মস এ নিবন্ধিত হয়, যার অনুমোদিত মূলধন ১০ (দশ) কোটি টাকা এবং পরিশোধিত মূলধন ৫ (পাঁচ) কোটি টাকা। পরবর্তীকালে ১৯৭৬ সালের বিপিসি অধ্যাদেশ নং LXXXVIII (যা ১৩ নন্ডেম্বর ১৯৭৬ তারিখে বাংলাদেশ গেজেট এক্সট্রা অর্ডনারীতে প্রকাশিত হয়) এর ৩১ (সি) ধারায় বর্ণিত তালিকায় এ কোম্পানির সম্পত্তি ও দায়-দেনা সরকার কর্তৃক বাংলাদেশ পেট্রোলিয়াম কর্পোরেশনের (বিপিসি) এর নিকট হন্তান্তর করা হয়। এছাড়া ১৯৮৬ সালের ১ জানুয়ারি তারিখে ইন্দো-বার্মা পেট্রোলিয়াম কোম্পোনি লিমিটেড (আইবিপিসিএল) এর সমস্ত বিষয় সম্পত্তিও দায়-দেনা এ কোম্পানি কর্তৃক গৃহীত হয়। বাংলাদেশ পেট্রোলিয়াম কর্পোরেশনন গঠনের পর থেকে যমুনা অয়েল কোম্পানী লিমিটেড বাংলাদেশ পেট্রোলিয়াম কর্পোরেশনন একটি সাবসিডিয়ারী হিসেবে কাজ করে আসছে।

২০০৫-২০০৬ অর্থ বছরের মুনাফা থেকে ৫.০০ কোটি টাকা মূল্যমানের বোনাস শেয়ার ইস্যু করে এ কোম্পানির মোট পরিশোধিত মূলধন ১০.০০ কোটি টাকায় উন্নীত করা হয়। গত ২৫-০৬-২০০৭ তারিখে এ কোম্পানিকে প্রাইভেট লিমিটেড কোম্পানি থেকে পাবলিক লিমিটেড কোম্পানিতে রূপান্তরিত করা হয় এবং এর অনুমোদিত মূলধন ৩০০.০০ কোটি টাকায় উন্নীত করা হয়। পরবর্তীতে ১০-০৮-২০০৭ তারিখে পুনরায় ৩৫.০০ কোটি টাকার বোনাস শেয়ার ইস্যু করে পরিশোধিত মূলধন ৪৫.০০ কোটি টাকায় উন্নীত করা হয়। বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন তাদের মালিকানাধীন শেয়ার থেকে প্রতিটি ১০.০০ টাকা মূল্যের ১,৩৫,০০,০০০টি সাধারণ শেয়ার অর্থাৎ; ১৩.৫০ কোটি টাকার শেয়ার ডাইরেক্ট লিস্টিং পদ্ধতির আওতায় অফ-লোড এর লক্ষ্যে ঢাকা স্টক এক্সচেঞ্জ লিমিটেড এবং চট্টগ্রাম স্টক এক্সচেঞ্জ লিমিটেড এ ০৯-০১-২০০৮ তারিখে তালিকাভূক্ত হয় এবং যথারীতি উপরোক্ত শেয়ার পুঁজিবাজারে অফ-লোড করা হয়। পরবর্তীতে সরকারের সিদ্ধান্ত অনুযায়ী অবশিষ্ট শেয়ার হতে আরো ১৭ শতাংশ শেয়ার গত ২৫-০৭-২০১১ তারিখে অফ-লোড করা হয়।

বিভিন্ন অর্থ বছরে কোম্পানির বার্ষিক সাধারণ সভায় অনুমোদনক্রমে বোনাস শেয়ার ইস্যুর মাধ্যমে পরিশোধিত মূলধন ১১০.৪২ কোটি টাকায় উন্নীত করা হয়, যা প্রতিটি ১০ টাকা মূল্যের ১১,০৪,২৪,৬০০টি শেয়ারে বিভক্ত। বর্তমানে বাংলাদেশ পেট্টোলিয়াম কর্পোরেশন ও সাধারণ বিনিয়োগকারীদের মালিকানা যথাক্রমে ৬০.০৮% ও ৩৯.৯২%।

এছাড়াও জেওসিএল বাংলাদেশে বিশ্বমানের মবিল ব্র্যান্ডের লুব্রিকেন্ট এবং গ্রিজ বাজারজাত করে থাকে। কোম্পানির প্রধান কার্যালয় চট্টগ্রামে অবস্থিত। এছাড়া দেশের বিভিন্ন স্থানে ৪টি বিভাগীয় অফিস এবং ৫টি আঞ্চলিক বিক্রয় অফিস রয়েছে।

কোম্পানির প্রধান স্থাপনা চট্টগ্রামে অবস্থিত এবং সারা দেশে ১৬টি ডিপো রয়েছে। জেওসিএল এর বিদ্যমান ৭৩৫টি ফিলিং ষ্টেশন, ১২২০টি এজেন্ট, ২৭৪টি প্যাক্ড পয়েন্ট ডিলার, ৭৮৮টি এলপিজি ডিলার এবং ১৯টি মেরিন ডিলার দ্বারা শক্তিশালী নেটওয়ার্ক এর মাধ্যমে নিরবচিছন্নভাবে গ্রাহকদের নিকট পেট্টোলিয়ামজাত পণ্য সরবরাহ ও সেবা প্রদান করে থাকে।

কোম্পানি পরিচালনার জন্য বর্তমানে দশ সদস্যের একটি পরিচালনা পর্যদ রয়েছে। পরিচালনা পর্যদের ৭ জন পরিচালক বিপিসি/সরকার কর্তৃক মনোনীত, ২ জন স্বাধীন পরিচালক ও ১ জন শেয়ারহোল্ডার পরিচালক বোর্ড কর্তৃক মনোনীত যাঁদের নিয়োগ বার্ষিক সাধারণ সভায় অনুমোদিত হয়। কোম্পানির সার্বিক কর্মকান্ড পরিচালনা পর্যদের অনুমোদনক্রমে সম্পাদিত হয়। এ ক্ষেত্রে সরকার নীতিনির্ধারক হিসেবে কাজ করে, যা বিপিসি'র মাধ্যমে বাস্তবায়িত হয়।

প্রধান কার্যালয় : যমুনা ভবন, শেখ মুজিব রোড, আগ্রাবাদ বাণিজ্যিক এলাকা, চট্টগ্রাম, বাংলাদেশ।

আবাসিক কার্যালয় : বিটিএমসি ভবন (১১ তলা), ৭-৯, কাওরান বাজার, ঢাকা-১২১৫।

বিভাগীয় কার্যালয় : চট্টগ্রাম, ঢাকা, খুলনা ও বগুড়া। প্রধান স্থাপনা : গুপ্তখাল, পতেঙ্গা, চট্টগ্রাম। ডিপো : সমগ্র দেশে ১৬টি ডিপো রয়েছে।

ব্যবসার প্রকৃতি : পেট্রোলিয়ামজাত পণ্য, লুব্রিকেটিং অয়েল ও গ্রীজ, বিটুমিন এবং এলপি গ্যাস সংগ্রহ, মজুতকরণ, সরবরাহ ও

বিপণন।





যমুনা অয়েল কোম্পানী লিমিটেড 88তম বার্ষিক সাধারণ সভা

''শেয়ারহোল্ডারদের উদ্দেশে পরিচালনা পর্ষদের প্রতিবেদন"

বিস্মিল্লাহির রাহমানির রাহীম সম্মানিত শেয়ারহোল্ডারবৃন্দ, আস্সালামু আলাইকুম ওয়ারাহ্মাতুল্লাহে ওয়াবারাকাতুহু,

যমুনা অয়েল কোম্পানী লিমিটেড এর ৪৪তম বার্ষিক সাধারণ সভায় কোম্পানির পরিচালনা পর্যদ ও আমার পক্ষ থেকে আপনাদের সকলকে স্বাগত জানাচ্ছি। সভায় উপস্থিত হওয়ায় আপনাদের প্রতি রইল আন্তরিক অভিনন্দন।

কোম্পানি আইন ১৯৯৪ এর ধারা ১৮৪, ১৯৮৭ সালের সিকিউরিটিজ ও এক্সচেঞ্জ রুল্স ১২ এবং ইনস্টিটিউট অব চার্টার্ড একাউন্ট্যান্টস অব বাংলাদেশ (আইসিএবি) কর্তৃক আন্তর্জাতিক হিসাব মান (আইএএস) ও আন্তর্জাতিক আর্থিক প্রতিবেদন মান (আইএফআরএস) অনুসারে প্রস্তুত্তৃত্ব যমুনা অয়েল কোম্পানী লিমিটেড এর ৩০ জুন, ২০১৯ তারিখে সমাপ্ত অর্থ বছরের নিরীক্ষিত আর্থিক অবস্থার বিবরণী ও বার্ষিক প্রতিবেদন আপনাদের সদয় বিবেচনা ও অনুমোদনের জন্য উপস্থাপন করছি।

ব্যবসায়িক চিত্র:

যমুনা অয়েল কোম্পানী লিমিটেড বাংলাদেশ পেট্রোলিয়াম কর্পোরেশনের একটি অঙ্গ প্রতিষ্ঠান হিসেবে জ্বালানি তথা পেট্রোলিয়ামজাত পণ্য বিপণন করে থাকে। এ কোম্পানির সামগ্রিক লক্ষ্য ও উদ্দেশ্য হলো সুষ্ঠু ব্যবস্থাপনার মাধ্যমে যথাসময়ে জনগণের দোরগোড়ায় নির্ধারিত মূল্যে জ্বালানি তেল, এলপিজি, বিটুমিন ও লুব অয়েল সরবরাহ নিশ্চিত করা এবং সুচারুভাবে বিপণন কার্যক্রম সম্পাদন করা। সরকার কর্তৃক নির্ধারিত মূল্যে দেশের প্রত্যন্ত অঞ্চলে নিরবচ্ছিন্নভাবে পেট্রোলিয়াম অয়েল তথা অকটেন, পেট্রোল, ডিজেল, ফার্নেস অয়েল, কেরোসিন, জুট ব্যাচিং অয়েল ও এমটিটি সরবরাহের মাধ্যমে এ কোম্পানি দেশের সার্বিক অর্থনৈতিক অগ্রগতি ও উন্নয়নে গুরুত্বপূর্ণ অবদান রেখে চলেছে। এছাড়াও কোম্পানি অন্যান্য পণ্য যথা লুব ও গ্রীজ, বিটুমিন এবং এলপিজি বাজারজাত করে আসছে।

আলোচ্য অর্থ বছরে কোম্পানির পণ্য বিক্রয় সার্বিকভাবে বিগত বছরের তুলনায় হ্রাস পেয়েছে। জ্বালানি তেল নির্ভর সরকারি/বেসরকারি পাওয়ার প্লান্ট সমূহকে নিজস্ব ব্যবস্থাপনায় ডিজেল ও ফার্নেস অয়েল আমদানির সুযোগ করে দেওয়ায় এবং বিদ্যুৎ উৎপাদনে এলএনজি এর ব্যবহার শুরু হওয়ায় এদুটি পণ্য বিক্রয় ভবিষ্যতে আরও চ্যালেঞ্জের সম্মূখীন হবে। দেশে বিদ্যুতের উৎপাদন বৃদ্ধি এবং নতুন নতুন এলাকা বিদ্যুৎ সুবিধার আওতায় আসায় কেরোসিনের চাহিদা ও বিক্রয় দিন দিন হাস পাচ্ছে। বেসরকারি পর্যায়ে লুব ও গ্রীজ, এলপিজি ও বিটুমিনের ব্যবসায় উন্মুক্ত করার প্রেক্ষিতে বেসরকারি পর্যায়ে এসব পণ্যের সরবরাহ বৃদ্ধি পাওয়ায় এবং মূল্য অধিকতর প্রতিযোগিতামূলক হওয়ায় কোম্পানির পণ্যসমূহ বিপণনের ক্ষেত্রে প্রত্যক্ষ চ্যালেঞ্জের সম্মূখীন হচ্ছে। বর্তমানে অটোগ্যাস এর প্রচলন শুরু হওয়ায় পেট্রোল ও অকটেন এর চাহিদা হাস পেতে পারে। তবে কোম্পানির সুবিন্যস্ত বিক্রয় নেটওয়ার্ক এবং দক্ষ মানবসম্পদ উন্নয়নের মাধ্যমে লুব অয়েলসহ অন্যান্য জ্বালানি তেলের বিপণন প্রসারের সকল প্রচেষ্টা অব্যাহত রয়েছে। আশা করা যায়, অদূর ভবিষ্যতে এ কোম্পানি সকল ধরণের জ্বালানিসহ লুব ও গ্রীজ, বিটুমিন এবং এলপিজি বিক্রয়ে অর্থণী ভূমিকা পালনের পাশাপাশি এ সকল খাত থেকে আশানুরূপ আয় অর্জনে সক্ষম হবে।



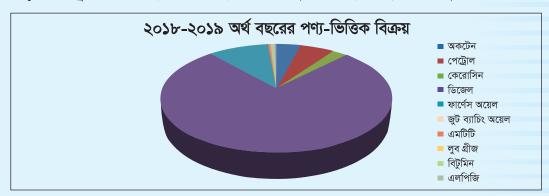


বিপণন কার্যক্রম:

কোম্পানি কর্তৃক বিপণনকৃত পণ্যের পরিমাণ ও বিগত বছরের সাথে তুলনামূলক চিত্র নিম্নে উপস্থাপন করা হলো:

_	২০১৮-২০১৯	२०১१-२०১৮	বেশি/৷	(কম)
বিবরণ	মেট্রিক টন	মেট্রিক টন	মেট্রিক টন	%
অকটেন	٩১,১১২	৬১,২৩৪	৯,৮৭৮	১৬.১৩
পেট্রোল	৯৮,৬৬৫	bb,&b8	30,063	\$\$. © b
কেরোসিন	8৩, 8২৭	8৮,৭০৬	(৫,২৭৯)	(84.04)
ডিজেল	১৩,৩৩,৩৭৫	১৩,৭৪,৩১৫	(80,880)	(২.৯৮)
ফার্নেস অয়েল	১,৭৫,১৩৭	২,৩৬,৮৬৬	(৬১,৭২৯)	(২৬.০৬)
জুট ব্যাচিং অয়েল	৩,৫৪৫	8,৮৩২	(১,২৮৭)	(২৬.৬৩)
এম টি টি	-	78	(\$8)	(\$00)
মোট পেট্রোলিয়াম অয়েল	১৭,২৫,২৬১	১৮,১৪,৫৫১	(৮৯,২৯০)	(৪.৯২)
লুব ও গ্রীজ	8,008	8,809	(৮৩)	(১.৮৭)
বিটুমিন	১২,৪১০	22,062	১,৩২৯	১১.৯৯
এলপিজি	8, ७ \8	৩,৮৯০	૧২৪	১৮.৬১
অন্যান্য মোট	২১,৩৭৮	১৯,৪০৮	১,৯৭০	30.36
সর্বমোট	১৭,৪৬,৬৩৯	১৮,৩৩,৯৫৯	(৮৭,৩২০)	(৪.৭৬)

উপর্যুক্ত সারণী থেকে লক্ষ্যণীয় যে, ২০১৮-২০১৯ অর্থ বছরে কোম্পানির পেট্রোলিয়ামজাত পণ্যের বিক্রয়ের পরিমাণ ছিল ১৭,৪৬,৬৩৯ মেট্রিক টন যা বিগত বছরের তুলনায় সার্বিকভাবে ৮৭,৩২০ মেট্রিক টন বা ৪.৭৬% কম । যমুনা অয়েল কোম্পানী লিমিটেড ২০১৮-১৯ অর্থ বছরে মোট বিপণনকৃত পণ্যের মধ্যে পেট্রোলিয়াম অয়েল রয়েছে ১৭,২৫,২৬১(৯৮.৭৮%) মেট্রিক টন এবং অন্যান্য পণ্য রয়েছে ২১,৩৭৮(১.২২%) মেট্রিক টন। বিপণনকৃত পেট্রোলিয়াম অয়েলের মধ্যে মুখ্য ডিজেল ১৩,৩৩,৩৭৫(৭৬.৩৪%) মেট্রিক টন এবং এর পরেই ফার্নেস অয়েলের অবস্থান ১,৭৫,১৩৭(১০.০৩%) মেট্রিক টন। এছাড়া, অন্যান্য পণ্যের বিপণন শেয়ার হলো যথাক্রমে কেরোসিন ২.৪৯%, পেট্রোল ৫.৬৫%, অকটেন ৪.০৭%, জুট ব্যাচিং অয়েল ০.২০%, বিটুমিন ০.৭১%, লুব ও গ্রীজ০.২৫%এবং এলপিজি ০.২৬%। উল্লিখিত পেট্রোলিয়ামজাত পণ্য বিক্রয়ের তথ্যাদি নিচের পাই চার্টের মাধ্যমেও প্রদর্শন করা হলো:



উল্লেখিত বিক্রয়ের তুলনামূলক চিত্র হতে দেখা যায় যে, ২০১৮-২০১৯ অর্থ বছরে পেট্রোল, অকটেন, বিটুমন ও এলপিজি বিক্রয় পূর্ববর্তী বছরের তুলনায় যথাক্রমে ১১.৩৮%, ১৬.১৩%,১১.৯৯% ও ১৮.৬১% বৃদ্ধি পেয়েছে। বিভিন্ন ফ্রাকশনেশন প্লান্ট কর্তৃক অবৈধভাবে অকটেন ও পেট্রোল বিপণনে সরকারি বিধিনিষেধ আরোপ করায় এবং স্বাভাবিক চাহিদা বৃদ্ধির কারণে পেট্রোল ও অকটেনের বিক্রয় উল্লেখযোগ্য পরিমাণ বৃদ্ধি পেয়েছে। এছাড়া স্বাভাবিক নিয়মে বিপণন কার্যক্রমের আওতায় বিটুমিন ও এলপিজি বিক্রয় বৃদ্ধি পেয়েছে। অপর পক্ষে বিদ্যুৎ উৎপাদন ও একই সাথে বিদ্যুতের নেটওয়ার্ক বৃদ্ধি তথা নতুন নতুন এলাকা বিদ্যুৎ সুবিধার আওতায় আসার ফলে কেরোসিন বিক্রয় পূর্ববর্তী বছরের তুলনায় ১০.৮৪% হ্রাস পেয়েছে এবং বিদ্যুৎ কেন্দ্রে এলএনজি এর ব্যবহার হওয়ায় ডিজেলের চাহিদা হ্রাস পাওয়ায় ডিজেল বিক্রয় ২.৯৮% হ্রাস পেয়েছে। সরকারি/বেসরকারি পর্যায়ে স্থাপিত বিদ্যুৎ প্লান্টে ফার্নেস অয়েলের চাহিদা হ্রাস পাওয়ায় ২০১৮-১৯ অর্থ বছরে ফার্নেস অয়েলের বিক্রয় ২৬.০৬% হ্রাস পেয়েছে। এছাড়া অন্যান্য প্রোডান্টের বিক্রয় হ্রাস বা বৃদ্ধি স্বাভাবিক ছিল।



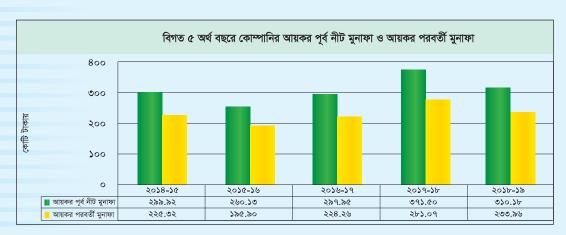


গুরুতুপূর্ণ আর্থিক ফলাফল সংক্রান্ত তথ্যাদি:

বিবরণ	২০১৮-২০১৯ (টাকা)	২০১৭-২০১৮ (টাকা)	(হ্রাস)/বৃদ্ধি (টাকা)	(হ্রাস)/বৃদ্ধি হার (%)	
মোট পরিচালন আয়	১৬৪,৯৭,৭৪,৫৫২.০০	১৬৮,১২,২১,২৬০.০০	(৩,১৪,৪৬,৭০৮.০০)	(১.৮৭)	
মোট ব্যয়	১১২,৬১,৭৭,৮১১.০০	১০৭,৩৪,৯৯,১৯৯.০০	৫,২৬,৭৮,৬১২.০০	۵.৯১	
পরিচালন মুনাফা	৫২,৩৫,৯৬,৭৪১.০০	७०,११,२२,०७५.००	(৮,৪১,২৫,৩২০.০০)	(84.04)	
অন্যান্য আয়	২৭১,৭০,১২,০৭৪.০০	৩২৮,৪৫,৩১,৪৭১.০০	(৫৬,৭৫,১৯,৩৯৭.০০)	(১৭.২৮)	
নীট মুনাফা	৩২৪,০৬,০৮,৮১৫.০০	৩৮৯,২২,৫৩,৫৩২.০০	(७৫,১७,88,৭১৭.००)	(১৬.৭৪)	
শ্রমিক অংশীদারিত্ব তহবিল খাতে বরাদ্দ (৫%)	১৬,২০,৩০,৪৪১.০০	১৯,৪৬,১২,৬৭৭.০০	(७,২৫,৮২,২৩৬.০০)	(১৬.98)	
সহযোগী কোস্পানির মুনাফার অংশ	২,৩২,৫৪,৮৭৩.০০	১,৭৩,৯৮,৪৩১.০০	৫৮,৫৬,৪৪২.০০	৩৩.৬৬	
আয়কর পূর্ব নীট মুনাফা	৩১০,১৮,৩৩,২৪৭.০০	৩৭১,৫০,৩৯,২৮৬.০০	(৬১,৩২,০৬,০৩৯.০০)	(১৬.৫১)	
আয়কর বাবদ বরাদ্দ	৭৬,২২,৫৩,৬১৯.০০	৯০,৪৩,০৩,১৮৫.০০	(১৪,২০,৪৯,৫৬৬.০০)	(১৫.٩১)	
আয়কর বাদ নীট মুনাফা	২৩৩,৯৫,৭৯,৬২৮.০০	২৮১,০৭,৩৬,১০১.০০	(৪৭,১১,৫৬,৪৭৩.০০)	(১৬.৭৬)	
শেয়ার প্রতি আয়	২১.১৯	২৫.৪৫	(৪.২৬)	(১৬.98)	
নীট সম্পদ	১৮৫০,৭৮,৯৩,০৪৩.০০	১৭৯৩,৩০,৭০,২৪০.০০	৫৭,৪৮,২২,৮০৩.০০	৩.২১	
শেয়ার প্রতি নীট সম্পদ	১৬৭.৬১	১৬২.৪০	<i>৫.</i> ২১	৩.২১	

২০১৮-২০১৯ অর্থ বছরে পণ্য বিপণন সার্বিকভাবে হ্রাস পাওয়ায় স্বাভাবিক নিয়মে বিপণন মার্জিন হ্রাসের ফলে বিগত বছরের তুলনায় পরিচালন আয় হ্রাসপেয়েছে। ২০১৮-২০১৯অর্থ বছরে মোট ব্যয় বিগত বছরের তুলনায় ৫.২৭ কোটি টাকা বা ৪.৯১% বৃদ্ধি পেয়েছে। মূদ্রাস্ফীতি ও অন্যান্য স্বাভাবিক কারণে ব্যয় বৃদ্ধি পেয়েছে। পরিচালন আয় হ্রাস ও ব্যয় বৃদ্ধির কারণে পরিচালন মুনাফা ২০১৮-২০১৯ অর্থ বছরে পূর্ববর্তী বছরের তুলনায় ৮.৪১ কোটি টাকা বা ১৩.৮৪% হ্রাস পেয়েছে। ২০১৭-২০১৮ অর্থ বছরের তুলনায় ২০১৮-২০১৯ অর্থ বছরে অন্যান্য আয় ৫৬.৭৫ কোটি টাকা হ্রাস পেয়েছে এবং এ হ্রাসের ফলশ্রুতিতে আলোচ্য ২০১৮-২০১৯ অর্থ বছরে শ্রমিক অংশীদারিত্ব ও কল্যাণ তহবিলে বরাদ্দপূর্ব নীট মুনাফা পূর্ববর্তী বছরের তুলনায় ৬৫.১৬ কোটি টাকা বা ১৬.৭৪% হ্রাস পেয়েছে। উল্লেখ্য যে, আলোচ্য বছরে ক্রোমাসিক আর্থিক ফলাফলের সাথে বাৎসরিক ফলাফলের তাৎপর্যপূর্ণ পার্থক্য ছিল না।

আলোচ্য অর্থ বছরে শ্রমিক অংশীদারিত্ব ও কল্যাণ তহবিলে নীট মুনাফার ৫% বাবদ বরাদ্দ বাদ দিয়ে ও সহযোগী কোম্পানি ওমেরা ফুয়েলস্ লিমিটেডের মুনাফা যোগ করে আয়কর পূর্ব নীট মুনাফা হয়েছে ৩১০.১৮ কোটি টাকা যা হতে আয়কর খাতে বরাদ্দ বিবেচনায় নিয়ে আয়কর পরবর্তী নীট মুনাফা হয়েছে ২৩৩.৯৬ কোটি টাকা যা বিগত বছরের চাইতে ৪৭.১২ কোটি টাকা অর্থাৎ ১৬.৭৬% কম। একইভাবে ২০১৮-২০১৯ অর্থ বছরে শেয়ার প্রতি আয় অর্জিত হয়েছে ২১.১৯ টাকা যা বিগত বছরের ২৫.৪৫ টাকার তুলনায় ৪.২৬ টাকা কম। ৩০ জুন, ২০১৯ তারিখে কোম্পানির শেয়ার প্রতি নীট সম্পদের পরিমাণ হয়েছে ১৬৭.৬১ টাকা যা ৩০ জুন, ২০১৮ তারিখের ১৬২.৪০ টাকার চাইতে ৫.২১ টাকা অর্থাৎ ৩.২১% বেশী।







সংশ্লিষ্ট পক্ষ সমূহের সাথে লেনদেন:

যমুনা অয়েল কোম্পানির সাথে সংশ্লিষ্ট পক্ষ সমূহের লেনদেন বিষয়ে সংযুক্ত ২০১৮-২০১৯ সালের নিরীক্ষিত হিসাবের নোট নং ২.১০ ও ৩৪ এ উল্লেখিত আছে।

বিনিয়োগঃ

সহযোগী কোম্পানিতে বিনিয়োগ:

২৬ জুলাই, ১৯৯৮ তারিখে যমুনা অয়েল কোম্পানী লিমিটেড মবিল সাউথ এশিয়া ইনভেষ্টমেন্টস লিমিটেড এর সাথে জয়েন্ট ভেঞার কোম্পানি "মবিল যমুনা ফুয়েলস লিমিটেড (এমজেএফএল)" গঠনের বিষয়ে চুক্তিপত্র স্বাক্ষর করে। এ যৌথ উদ্যোগী কোম্পানিতে ২৫% শেয়ার বাবদ যমুনা অয়েল কোম্পানী লিমিটেড ৮.৭৭ কোটি টাকা বিনিয়োগ করে। মবিল যমুনা ফুয়েলস্ লিমিটেড (এমজেএফএল) এর নাম পরিবর্তন করে ওমেরা ফুয়েলস লিমিটেড (ওএফএল) করা হয়েছে। উক্ত প্রতিষ্ঠানে ৮.৭৭ কোটি টাকা বিনিয়োগের বিপরীতে ২৫% শেয়ারের জন্য ১০.০০ টাকা অভিহিত মূল্যের ৮৭,৭০,০০০টি শেয়ারের মালিকানা ছিল। আলোচ্য বছরে ওমেরা ফুয়েলস্ লিমিটেড এ ২৫% শেয়ারের আনুপাতিক দাবিদার হওয়ায় প্রতিটি ২০ টাকা হিসাবে (১০ টাকা প্রিমিয়ামসহ) ৫০,০০,০০০টি শেয়ারের মূল্য বাবদ ১০.০০ কোটি টাকা বিনিয়োগ করা হয়েছে। আলোচ্য বছর শেষে ওমেরা ফুয়েলস্ লিমিটেড এ কোম্পানির বিনিয়োগ মুনাফাসহ ১৮,৩৩,৪৫,৫৩৩ টাকা হয়েছে (নিরীক্ষিত হিসাবের নোট ৫.৩ দ্রষ্টব্য)।

ওমেরা ফুয়েলস লিমিটেড (ওএফএল) এ অত্র কোম্পানির ২৫% শেয়ারের মালিকানা থাকায় এবং কোম্পানিটির ব্যবস্থাপনীয় সিদ্ধান্তে অত্র কোম্পানির ভূমিকা থাকায় কোম্পানিটিকে সহযোগী কোম্পানি হিসাবে বিবেচনায় নিয়ে ওমেরা ফুয়েলস লিমিটেড (ওএফএল) এ কোম্পানির বিনিয়োগ সংক্রান্ত হিসাব আলোচ্য ২০১৮-১৯ অর্থ বছরে ইক্যুয়িটি একাউন্টিং মেথড এ করা হয়েছে। ৩০ জুন ২০১৯ তারিখে সমাপ্ত বছরের নিরীক্ষিত হিসাব অনুযায়ী ওমেরা ফুয়েলস লিমিটেড আয়কর পরবর্তী মুনাফা অর্জন করেছে ৯,৩০,১৯,৪৯০ টাকা যার ২৫% হিস্যা বাবাদ ২,৩২,৫৪,৮৭৩ টাকা অত্র কোম্পানির মুনাফার সাথে যুক্ত হয়েছে। ৩০ জুন ২০১৯ তারিখে প্রতিটি ১০ টাকা মূল্যের শেয়ারের নেট এ্যাসেট ভ্যালু (এনএভি) ৬৯.৯৪ টাকা । ভবিষ্যতে এ কোম্পানি ওমেরা ফুয়েল্স লিমিটেড থেকে আরও অধিক হারে মুনাফা অর্জন করতে পারবে বলে আশা করা যায়।

শেয়ারে বিনিয়োগ:

২৬ জুলাই, ১৯৯৮ তারিখে যমুনা অয়েল কোম্পানী লিমিটেড মবিল সাউথ এশিয়া ইনভেষ্টমেন্টস লিমিটেড এর সাথে জয়েন্ট ভেঞ্চার কোম্পানি"মবিল যমুনা লুব্রিকেন্টস লিমিটেড (এমজেএলএল)" গঠনের বিষয়ে চুক্তিপত্র স্বাক্ষর করে। এ যৌথ উদ্যোগী কোম্পানিতে ২৫% শেয়ার বাবদ যমুনা অয়েল কোম্পানী লিমিটেড ৮.৭৭ কোটি টাকা বিনিয়োগ করে। পরবর্তীতে মবিল যমুনা লুব্রিকেন্টস লিমিটেড এর নাম পরিবর্তন করে এমজেএল (বাংলাদেশ) লিমিটেড করা হয়েছে। এমজেএল বাংলাদেশ লিমিটেড ৪০.০০ (চল্লিশ) কোটি টাকা মূল্যমানের আইপিও বাজারে ছাড়ে এবং সেপ্টেম্বর ২০১১ মাসে ঢাকা ও চউগ্রাম স্টক এক্সচেঞ্জের তালিকাভূক্ত হয়। আইপিও এর মাধ্যমে ৪০.০০ (চল্লিশ) কোটি টাকার (প্রতিটি ১০ টাকা মূল্যে ৪,০০,০০,০০০ শেয়ার) শেয়ার ইস্যু পরবর্তী এমজেএল বাংলাদেশ লিমিটেডে এ কোম্পানির শেয়ার হোল্ডং পজিশন ১৯.৪৫% এ উপনীত হয়।

এমজেএল বাংলাদেশ লিমিটেড ০৮-০৫-২০০৩ তারিখে বাণিজ্যিক উৎপাদন শুরু করে। শুরু থেকে জুন ২০১৯ পর্যন্ত এমজেএল বাংলাদেশ লিমিটেড হতে নগদ লভ্যাংশ হিসেবে ১৩২৯৬.০৩ লক্ষ টাকা এবং বোনাস শেয়ার হিসাবে ৫,২৮,২১,৯০০টি শেয়ার অর্জিত হয়েছে। ৩০ জুন ২০১৯ তারিখে যমুনা অয়েল কোম্পানি'র মালিকানায় বোনাস শেয়ারসহ সর্বমোট শেয়ার সংখ্যা দাঁড়িয়েছে প্রতিটি ১০ টাকা মূল্যের ৬,১৬,২১,৯০০টি যার বাজার মূল্য প্রতিটি ৯০.০০ হারে (৩০-০৬-২০১৯ অনুযায়ী) মোট ৫,৫৪,৫৯,৭১,০০০.০০ টাকা। ৩০ জুন, ২০১৮ তারিখে সমাপ্ত অর্থ বছরে এমজেএল বাংলাদেশ লিমিটেড ৪৫% নগদ ও ৫% স্টক লভ্যাংশ অনুমোদন করে। ঘোষিত লভ্যাংশ অনুযায়ী এ কোম্পানি ২০১৮-১৯ অর্থ বছরে নগদ লভ্যাংশ হিসেবে ২৬,৪০,৯৩,৮৫৮.০০ টাকা নগদ ও ২৯,৩৪,৩৭৬ টি বোনাস শেয়ার অর্জন করেছে। এছাড়া এমজেএল বাংলাদেশ লিমিটেড ৩০ জুন, ২০১৯ তারিখে সমাপ্ত অর্থ বছরের জন্য ৪৫% হারে নগদ লভ্যাংশ ঘোষণা করেছে। যা হতে এ কোম্পানি ২০১৯-২০ অর্থ বছরে নগদ লভ্যাংশ হিসাবে ২৭,৭২,৯৮,৫৫০.০০ টাকা অর্জন করবে।

কোম্পানির শেয়ার মূলধন কাঠামো:

অনুমোদিত মূলধন:

টাকা

৩০,০০,০০,০০০ সাধারণ শেয়ার প্রতিটি ১০ টাকা মূল্যে

٥٥٥,٥٥٥,٥٥٥,٥٥٥

পরিশোধিত মুলধন:

\$\$0,82,86,000.00

১১,০৪,২৪,৬০০ টি সাধারণ শেয়ার প্রতিটি ১০ টাকা মূল্যে ইস্যুকৃত

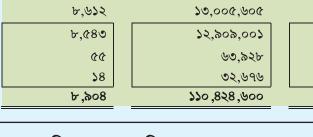


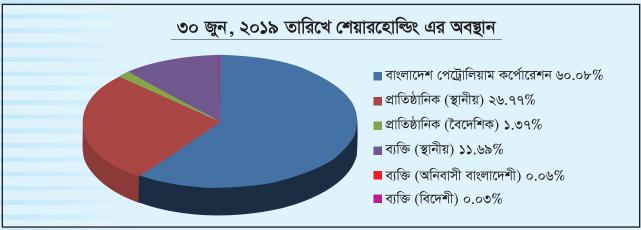
শেয়ারহোল্ডারের শ্রেণি বিভাজন :

- ক) বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন
- খ) প্রাতিষ্ঠানিক (আর্থিক ও অন্যান্য প্রতিষ্ঠান) স্থানীয় বৈদেশিক
- গ) ব্যক্তি
 স্থানীয়
 অনিবাসী বাংলাদেশী
 বিদেশী
 সর্বমোট:

শেয়ার হোল্ডারের % শেয়ার সংখ্যা সংখ্যা **७७,७**8७,**9**98 ۵ 40.0b ২৯১ ७১,०१२,२२১ ২৮.১৪ ২৭৯ ২৯,৫৬২,০২১ ২৬.৭৭ 15 3,630,200 ١.৩٩ 33.96

৩০ জুন, ২০১৯ তারিখে শেয়ারহোল্ডিং চিত্র





আর্থিক ফলাফল ও বন্টন:

ক। আর্থিক ফলাফল:

বিবরণ	২০১৮-২০১৯
আয়কর পূর্ব নীট মুনাফা	৩১০,১৮,৩৩,২৪৭.০০
আয়কর বাবদ বরাদ্দ	ঀ৬,২২,৫৩,৬১৯.০০
আয়কর বাদ নীট মুনাফা	২৩৩,৯৫,৭৯,৬২৮.০০
পূর্ববর্তী বৎসরের অবন্টিত লাভের জের	২৭,১৭,০৩,৯৬২.০০
বন্টনযোগ্য মুনাফা	২৬১,১২,৮৩,৫৯০.০০

খ। বন্টনের সুপারিশঃ

বিবরণ	২০১৮-২০১৯
১৩০% নগদ লভ্যাংশ ১১০,৪২,৪৬,০০০.০০ টাকা পরিশোধিত মূলধনের বিপরীতে	১৪৩,৫৫,১৯,৮০০.০০
পরবর্তী বছরে অবন্টিত মুনাফা খাতে স্থানান্তর	১১৭,৫৭,৬৩,৭৯০.০০
সর্বমোট =	২৬১,১২,৮৩,৫৯০.০০

লভ্যাংশ:

সম্মানিত শেয়ারহোল্ডারগণের স্বার্থ, চলতি বছরের কার্যক্রম, ভবিষ্যৎ পরিকল্পনা এবং মূলধনী ব্যয় পর্যালোচনা করে পরিচালনা পর্ষদ



১১.৬৯

0.05

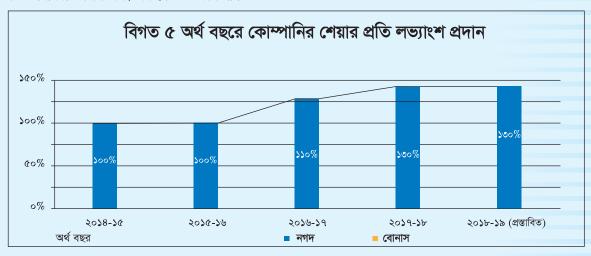
0.00

\$00.00



৮,৬৬০.৪০

২০১৮-২০১৯ অর্থ বছরের জন্য ১৩০% হারে নগদ লভ্যাংশ অর্থাৎ শেয়ার প্রতি ১৩.০০ টাকা প্রদানের সুপারিশ করেছে। লভ্যাংশ পরিশোধে ২০১৯-২০২০ অর্থ বছরে ১,৪৩,৫৫,১৯,৮০০.০০ টাকা প্রয়োজন হবে। কোম্পানি অন্তবর্তীকালীন লভ্যাংশ হিসাবে স্টক ডিভিডেন্ট ঘোষণা করেনি এবং ভবিষ্যতেও করবে না।



সরকারি কোষাগারে জমা:

মোট

সরকারি কোষাগারে কোম্পানি কর্তৃক ২০১৮-২০১৯ ও ২০১৭-১৮ অর্থ বছরে জমা প্রদানের খাতওয়ারী বিবরণ নিম্নুরূপ :

 লক্ষ টাকা

 বিবরণ
 ২০১৮-২০১৯
 ২০১৭-২০১৮

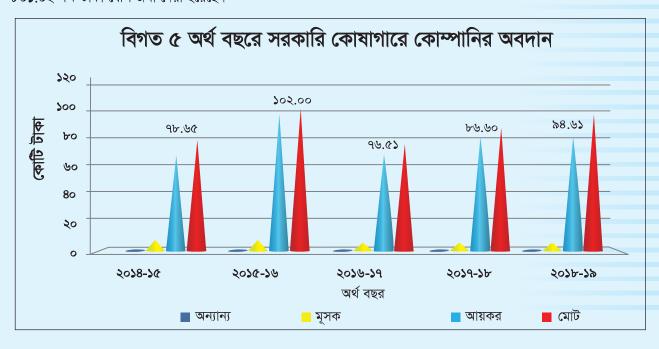
 মূসক
 ৭১০.১১
 ৫৬৩.০৭

 আয়কর
 ৮৫৩২.১৮
 ৭,৯১০.৬৫

 অন্যান্য
 ২১৯.১৩
 ১৮৬.৬৮

২০১৮-২০১৯ অর্থ বছরে কোম্পানি মূল্য সংযোজন কর (মূসক), আয়কর ও অন্যান্য খাতে সরকারি কোষাগারে সর্বমোট ৯৪৬১.৪২ লক্ষ টাকা জমা দিয়েছে। গত ২০১৭-২০১৮ অর্থ বছরে এর পরিমাণ ছিল ৮,৬৬০.৪০ লক্ষ টাকা অর্থাৎ এ অর্থ বছরে জাতীয় কোষাগারে ৮০১.০২ লক্ষ টাকা বেশি জমা দেয়া হয়েছে।

৯৪৬১.৪২







কর্পোরেট গভর্নেন্স:

এ কোম্পানি কর্পোরেট ব্যবস্থাপনার মান উন্নয়নে প্রয়োজনীয় ব্যবস্থা গ্রহণে সদা সচেষ্ট রয়েছে। প্রচলিত আইন ও বিধি বিধান অনুসরণের মাধ্যমে সু-ব্যবস্থাপনার প্রয়োজনীয় পদক্ষেপ গ্রহণ অব্যাহত রয়েছে এবং এরই ধারাবাহিকতায় কোম্পানিতে ই-গভর্নেস কার্যক্রম এর আওতায় ই-ফাইলিং ও ই-টেভারিং এর প্রচলন করা হয়েছে। এ কোম্পানি ঢাকা স্টক এক্সচেঞ্জ ও চট্টগ্রাম স্টক এক্সচেঞ্জ এ তালিকাভূক্ত হয়েছে বিধায় বাংলাদেশ সিকিউরিটিজ ও এক্সচেঞ্জ কমিশনের বিধি-বিধান অনুযায়ী কোম্পানির আর্থিক অবস্থার বিবরণী ও শেয়ার মালিকানার বিষয়ে প্রতিবেদন যথাসময়ে যথাযথ কর্তৃপক্ষের নিকট দাখিল করা হয়। আপনাদের অবগতির জন্য বাংলাদেশ সিকিউরিটিজ ও এক্সচেঞ্জ কমিশনের নোটিফিকেশন নাম্বার BSEC/CMRRCD/2006-158/207/Admin/80 তারিখ: ০৩-০৬-২০১৮ খ্রি. অনুযায়ী কমপ্রায়েস্ব প্রতিবেদনসমূহ এবং গুরুত্বপূর্ণ পরিচালন, আর্থিক ও অন্যান্য তথ্যাদি এতদ্সঙ্গে সংযুক্ত করা হয়েছে (সংযুক্তি-A, B, C, I-IV)।

সামাজিক দায়বদ্ধতা:

যমুনা অয়েল কোম্পানী লিমিটেড একটি রাষ্ট্রীয় কোম্পানি হিসেবে এর কর্পোরেট সামাজিক দায়বদ্ধতা (সিএসআর) নীতিমালা অনুযায়ী বিভিন্ন প্রকার সামাজিক কার্যক্রম সম্পাদন করে থাকে। কোম্পানি ২০১৮-২০১৯ অর্থ বংসরে সিএসআর কার্যক্রমের আওতায় বিভিন্ন সামাজিক সাংস্কৃতিক প্রতিষ্ঠান, শিক্ষা প্রতিষ্ঠান, মাদ্রাসা ও মসজিদ ও দাতব্য প্রতিষ্ঠানে সর্বমোট ২৮,৯১,৫০০ টাকা প্রদান করেছে। ভবিষ্যতেও অনুরূপ সামাজিক দায়বদ্ধতা সংক্রান্ত কার্যক্রম অব্যাহত থাকবে।

বার্ষিক কর্মসম্পাদন চুক্তি:

কোম্পানির সামগ্রিক কার্যক্রমের মূল্যায়ন ও উৎকর্ষ সাধনে কোম্পানির ব্যবস্থাপনা কর্তৃপক্ষ সদা সচেষ্ট। কর্মসম্পাদন ব্যবস্থার গুণগত ও পরিমাণগত মান মূল্যায়নের লক্ষ্যে সরকারি কর্মসম্পাদন ব্যবস্থাপনা পদ্ধতি প্রবর্তন করা হয়েছে। এর আওতায় নিয়মানুযায়ী জ্বালানি ও খনিজ সম্পদ বিভাগের সাথে বাংলাদেশ পেট্রোলিয়াম কর্পোরেশনের এবং বাংলাদেশ পেট্রোলিয়াম কর্পোরেশনের সাথে এ কোম্পানির বার্ষিক কর্মসম্পাদন চুক্তিপত্র ২০১৯-২০২০ সম্পাদন করা হয়েছে। সম্পাদিত চুক্তিতে বর্ণিত কার্যক্রম দক্ষতার সাথে ও ফলপ্রসুভাবে বাস্তবায়ন করা যাবে বলে আশা করা যায়। বার্ষিক কার্যসম্পাদন চুক্তিতে উল্লিখিত কার্যক্রম বাস্তবায়নের লক্ষ্যে ব্যবস্থাপনা কর্তৃপক্ষ কর্তৃক নিয়মিত অভ্যন্তরীণ সভা আয়োজন করে অগ্রগতি পর্যালোচনা করা হয় ও সংশ্লিষ্ট সকলের প্রতি প্রয়োজনীয় দিক নির্দেশনা প্রদান করা হয়। উল্লেখ্য যে, ২০১৮-২০১৯ সালের সম্পাদিত বার্ষিক কর্ম সম্পাদন চুক্তি প্রায় ৯২.৫৫% বাস্তবায়িত হয়েছে।

জাতীয় শুদ্ধাচার কৌশল:

সরকারের নির্দেশনা অনুসারে কোম্পানি পর্যায়ে জাতীয় শুদ্ধাচার কৌশল বাস্তবায়নের নিমিত্ত সময়াবদ্ধ কর্ম পরিকল্পনা প্রণয়ন করা হয়েছে। জাতীয় শুদ্ধাচার কৌশল বাস্তবায়নের লক্ষ্যে একজন কর্মকর্তাকে ফোকাল পয়েন্ট হিসাবে নিয়োগ প্রদান করা হয়েছে। জাতীয় শুদ্ধাচার কৌশল বাস্তবায়নের লক্ষ্যে কোম্পানিতে একটি নৈতিকতা কমিটি গঠন করা হয়েছে। অংশীজনের অংশগ্রহণে ফোকাল পয়েন্টের মাধ্যমে সভা অনুষ্ঠিত হয়েছে। শুদ্ধাচার পুরন্ধার প্রদান নীতিমালা, ২০১৭ এর বিধান অনুসারে ১জনকে পুরন্ধার প্রদানের পরিকল্পনা গ্রহণ করা হয়েছে। অধিকন্তু জাতীয় শুদ্ধাচার কৌশলের আওতায় ই-গভর্নেস্ক, উদ্ভাবনী উদ্যোগ ও সেবা পদ্ধতির সহজীকরণ, জবাবদিহি শক্তিশালীকরণ, পরিবীক্ষণ ও মূল্যায়নসহ অন্যান্য কর্ম-পরিকল্পনা গ্রহণ ও বাস্তবায়ন করা হচ্ছে। কোম্পানির ব্যবস্থাপনা কর্তৃপক্ষ শুদ্ধাচার কৌশলপত্রে উল্লিখিত কার্যক্রম যথাযথভাবে বাস্তবায়নের নিমিত্ত সকলকে প্রয়োজনীয় দিক নির্দেশনা প্রদান করেছে।

কর্মকর্তা-কর্মচারী সম্পর্ক:

এ অর্থ বছরে কোম্পানির শ্রম সম্পর্কের ক্ষেত্রে আন্তরিক এবং শান্তিপূর্ণ পরিবেশ বজায় ছিল। বাংলাদেশ শ্রম আইন অনুযায়ী ২ বছর অন্তর দিপাক্ষিক চুক্তিনামার মাধ্যমে শ্রমিক কর্মচারীদের দাবীনামা নিম্পত্তি করা হয়ে থাকে। ২০১৭ ও ২০১৮ সালের জন্য কোম্পানি কর্তৃপক্ষ ও যমুনা অয়েল কোম্পানী লেবার ইউনিয়ন এর মধ্যে দ্বি-বার্ষিক চুক্তিনামা সম্পাদিত হয়েছে।কোম্পানির জনবলের অভ্যন্তরীণ দক্ষতা বৃদ্ধি, তাদের কর্মসম্পাদন প্রক্রিয়া, কর্মপরিচালনা এবং কর্মপরিবেশের উন্নয়নের লক্ষ্যে বহুবিধ ব্যবস্থা গ্রহণ করতে কোম্পানির ব্যবস্থাপনা কর্তৃপক্ষ সর্বদা সচেষ্ট রয়েছে। কর্মকর্তা ও কর্মচারীদের মধ্যে বিরাজমান সু-সম্পর্কের কারণে কোম্পানি ভবিষ্যতে আরও অগ্রগতি অর্জনে সক্ষম হবে।

মানব সম্পদ উন্নয়ন:

প্রতিষ্ঠানের উন্নয়নের জন্য দক্ষ, যোগ্য ও নিষ্ঠাবান মানব সম্পদ অত্যন্ত গুরুত্বপূর্ণ। জ্বালানি তেলের হ্যান্ডলিং, মজুতকরণ, সেফ্টি ও সিকিউরিটি নিশ্চিতকরণসহ দেশের সর্বত্র জ্বালানি তেল বন্টন ও বিপণন সংক্রান্ত ব্যাপক কার্যক্রম সম্পাদনের জন্য এ কোম্পানিতে একদল দক্ষ মানব সম্পদ রয়েছে। এ মানব সম্পদের মান আরও উন্নয়নের জন্য দেশে ও বিদেশে প্রশিক্ষণ ও কর্মশালায় অংশ গ্রহণসহ অন্যান্য প্রয়োজনীয় পদক্ষেপ গ্রহণ করা হয়েছে। এ বছরে মোট ৩৮৬ জন কর্মকর্তা ও কর্মচারী দেশে ও বিদেশে বিভিন্ন ধরণের প্রশিক্ষণ ও কর্মশালায় অংশগ্রহণ করেছেন। এক্ষেত্রে জাপান কো-অপারেশন সেন্টার, পেট্রোলিয়াম (JCCP), বাংলাদেশ পেট্রোলিয়াম ইন্সটিটিউট, শিল্প সম্পর্ক শিক্ষায়তন (IRI) এবং মাননীয় প্রধানমন্ত্রীর কার্যালয়ের 22i প্রোগ্রামের কর্মকর্তাগণ বিশেষ অবদান রেখেছে।





পরিবেশ সংরক্ষণ ও কল্যাণমূলক কার্যক্রম:

পরিবেশ সংরক্ষণের জন্য এ কোম্পানির প্রধান স্থাপনা ও ডিপোসমূহে বৃক্ষ রোপণ করা হয়েছে। এ বছরে বিনোদনমূলক বিভিন্ন অনুষ্ঠান যেমন বনভোজন, খেলাধুলা, সাংস্কৃতিক অনুষ্ঠান ইত্যাদি আয়োজন করা হয়েছে। এ কোম্পানি বিভিন্ন জাতীয় দিবসসমূহ গুরুত্বসহকারে পালন করে থাকে। এছাড়া কর্মকর্তা, কর্মচারী ও শ্রমিকদের পোষ্যগণের শিক্ষাক্ষেত্রে কৃতিত্বের জন্য বৃত্তি প্রদান করা হয়েছে যাতে তারা ভবিষ্যতে আরও ভাল ফল করার উৎসাহ পায়। জ্বালানি তেল পরিবহণ কার্যক্রমের ফলে নদী দূষণ বা অন্য কোন প্রকার পরিবেশ দূষণ যাতে সংঘটিত না হয় সে বিষয়ে কোম্পানি কর্তৃপক্ষ সর্বদা সজাগ দৃষ্টি রাখে এবং এতিদ্বিষয়ে অবকাঠামোগত সুবিধাদি নিশ্চিত করেছে।

অডিট রিপোর্ট সংক্রান্ত ব্যাখ্যা:

৩০ জুন, ২০১৯ তারিখে সমাপ্ত অর্থ-বছরের অডিট রিপোর্টে যুগা-নিরীক্ষক কর্তৃক ৪টি বিষয়ে পর্যবেক্ষণ প্রদান করা হয়েছে। সম্মানিত শেয়ারহোল্ডারবৃন্দের সদয় অবগতির জন্য এ বিষয়ে পরিচালনা পর্যদের বক্তব্য ও ব্যাখ্যা উপস্থাপন করা হলো:

যুগা-নিরীক্ষক এর পর্যবেক্ষণ

1) To settle outstanding dues of Bangladesh Petroleum Corporation the Company encashed FDR with various banks prior to maturity incurring Loss of Interest to the tune of Tk. 171,481,506. The principal amount of FDR (encashed) was Tk. 2,100,000,000. Out of total loss of Tk. 171,481,506 an amount of Tk. 4,129,452 was accounted for as accrued interest during the year 2016-2017 and Tk. 75,625,000 during 2017-2018. Balance Tk.91,727,054 On account of 2018-2019 has not been taken into account. In consequence of such premature encashment Company's retained earnings was overstated during aforestated previous years by the amount of loss of interest income. (Note-5.2)

2) The Company's Trade Receivables are carried forward in the statement of financial position amounting to Tk. 1,722,013,356. Out of which Tk. 134,578,955, Tk. 50,100,405 and Tk. 5,770,737 remaining as receivable from Power Development Board, Bangladesh Chemical Industries Corporation and Chattogram City Corporation respectively since long time. The company made correspondences with parties to realise the outstanding balances but the amount are yet to be realized. (Note-8)

কোম্পানি কর্তৃপক্ষের বক্তব্য

বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন এর জ্বালানি তেলের বকেয়া পাওনা জরুরী ভিত্তিতে ১৫-০৩-২০১৯ তারিখের মধ্যে পরিশোধের নির্দেশনা থাকায় এবং এসএনডি হিসাবে পর্যাপ্ত স্থিতি না থাকায় মেয়াদ পূর্তির পূর্বে স্থায়ী আমানতসমূহ নগদায়ন করে নির্দিষ্ট তারিখের মধ্যে বিপিসি'র সকল বকেয়া পাওনা পরিশোধ করা হয়। এ প্রেক্ষিতে কোম্পানির সুদ আয় খাতে ক্ষতি হওয়ার কারণে নিরীক্ষকদ্বয় মন্তব্য করেছে।

৩০ জুন ২০১৯ তারিখে কোম্পানি কর্তৃক বিভিন্ন সরকারি ও স্বায়ত্তশাসিত প্রতিষ্ঠানের নিকট পাওনার বিপরীতে যুগা-বহিঃনিরীক্ষক কর্তৃক দেনা পাওনার ব্যালেন্স নিশ্চিতকরণের লক্ষ্যে প্রতিষ্ঠানসমূহের নিকট পত্র প্রেরণ করা হয়। উক্ত প্রতিষ্ঠানগুলো এখনও ব্যালেন্স নিশ্চিত করে নাই। নিম্নে বিবিধ দেনাদারদের খাতে স্থিতির বিবরণ উল্লেখ করা হয়:

প্রতিষ্ঠানের নাম		টাকা
বিদ্যুৎ উন্নয়ন বোর্ড	-	\$0,8¢,9b,\$¢¢.00
বাংলাদেশ রেলওয়ে	-	৯,৪৩,৮০৬,৮৭২.০০
রাসায়নিক শিল্প সংস্থা	-	6,03,00,806.00
প্রতিরক্ষা	-	৩৯,৯৩,৩৬,৪১২.০০
চট্টগ্রাম বন্দর কর্তৃপক্ষ	-	১২,৯২,১৯,৬৯৭.০০
চট্টগ্রাম সিটি কর্পোরেশন	-	৫৭,৭০,৭ ৩ ৭.০০
বলাকা ফিলিং স্টেশন	-	৪,৪৩,৭১,২৩৭.০০
কোরাল শিপিং লাইন্স	-	১,৪৬,৯৪,৫৬৭.০০
অন্যান্য	-	৫৯,১৮,৮০০.০০
মোট:	-	১৭২,৭৭,৯৭,৬৮২.০০
বাদ প্রভিশন :	_	<u> </u>
সর্বমোট :		১9২.২o.১৩.৩৫৬.oo

বকেয়া আদায়ের ব্যাপারে বিপিসি'র মাধ্যমে সকল প্রচেষ্টা অব্যাহত আছে। ইতোমধ্যে বাংলাদেশ রেলওয়ে, চট্টগ্রাম বন্দর কর্তৃপক্ষ ও প্রতিরক্ষা থেকে যথাক্রমে ৭২,৭১,৮৮,২৪৮.০০ টাকা, ১২,৯২,১৯,৬৯৭.০০ টাকা এবং ৩৫,৩৬,০৭,৬৬৯.০০ টাকা আদায় হয়েছে। সর্বমোট আদায় হয়েছে ১২১,০০,১৫,৬১৪.০০ টাকা। বর্তমানে ৫১,৭৭,৮২,০৬৮.০০ টাকা বকেয়া রয়েছে। তন্মধ্যে বলাকা ফিলিং স্টেশনের দেনা ৪,৪৩,৭১,২৩৭.০০ টাকা আদায়ের জন্য



যুগ্ম-নিরীক্ষক এর পর্যবেক্ষণ	কোম্পানি কর্তৃপক্ষের বক্তব্য
	রংপুর জেলা জজ কোর্টে মামলা রয়েছে এবং কোরাল শিপিং লাইন্স এর দেনা ১,৪৬,৯৪,৫৬৭.০০ টাকা বিষয়েও হাই কোর্টে মামলা রয়েছে। উক্ত বকেয়া অর্থ আদায়ের ব্যাপারে সকল প্রচেষ্টা অব্যাহত আছে।
3) Property, Plant and Equipment of Tk.1,629,139,129 has carried forward without maintaining any comprehensive records. We could not obtain sufficient appropriate audit evidence relating to the location and existence of opening carrying amount of Property, Plant and Equipment. (Note-3.1)	কোম্পানির স্থায়ী সম্পদের বিস্তারিত সিডিউল বহিঃ নিরীক্ষকগণকে প্রদান করা হয়। নিরীক্ষকদ্বয়ের চাহিদা ছিল স্থায়ী সম্পদের সমন্বিত রেজিষ্টার। কোম্পানিতে স্থায়ী সম্পদের জন্য বিস্তারিত সিডিউলের সাথে সম্পদ কার্ডও সংরক্ষণ করা হয়। আগামীতে বহিঃনিরীক্ষক- গণের পরামর্শ অনুযায়ী প্রয়োজনীয় ব্যবস্থা গ্রহণ করা হবে।
4) The Company has total 59.9703 acres of freehold land valued at BDT. 2,78,49,084, out of which land measuring 2.30 acres are yet to be registered in the name of the company. Out of the freehold land, land measuring 1.7116 acres possessed by Chittagong Dry Dock Ltd and 0.3859 acres of land acquired by the Chittagong Development Authority for constructing Airport road without payment of compensation to the company. The company has no agreement with Chittagong Dry Dock Ltd for using possession although the company sent several reminders to Chittagong Dry Dock Ltd. to execute lease agreement or to return the possession of the land. Eventually, the Company is deprived economic benefit that could have been generated from said asset (Note-3.2).	ভূমি অধিগ্রহণ সংক্রান্ত গেজেট নোটিফিকেশনে দাগ নম্বর ভুল থাকায় ২.৩০ একর ভূমি রেজিস্ট্রেশনে বিলম্ব হচ্ছে। দাগ নম্বর সংশোধন করতঃ রেজিস্ট্রেশনের প্রক্রিয়া অব্যাহত আছে। উক্ত ২.৩০ একর ভূমি কোম্পানির দখলে রয়েছে। কোম্পানির ২.১০ একর ভূমি চিটাগাং ড্রাই ডক লিমিটেড কর্তৃক পূর্বহতে দখল ও ব্যবহৃত হয়ে আসছিল। পরবর্তীতে কোম্পানির পক্ষ হতে চিটাগাং ড্রাই ডক লিমিটেডে ব্যবহৃত ভূমি বাস্তব পরিমাপ করে তাদের দখলে ১.৭১১৬ একর (৭৪৫৮ে বর্গফুট) ভূমি পাওয়া যায়। উক্ত ভূমি ব্যবহারের জন্য ড্রাই ডক ২০০০ সাল পর্যন্ত সময়ের সম্পূর্ণ ভাড়া পরিশোধ করেছে এবং ২০০১ সাল থেকে ২০১২ সাল পর্যন্ত সময়ের আংশিক ভাড়া পরিশোধ করেছে। চিটাগাং ড্রাইডক লিমিটেডকে বকেয়া ভাড়া পরিশোধ এবং লীজ এগ্রিমেন্ট সম্পাদন করার জন্য একাধিকবার পত্র প্রেরণ করা হয়েছে এবং লীজ এগ্রিমেন্ট সম্পাদনের বিষয় প্রক্রিয়াধীন আছে। অবশিষ্ট ০.৩৮৫৯ একর ভূমি সিডিএ কর্তৃক নির্মিত ও সম্প্রসারিত এয়ারপোর্ট রোডে ব্যবহৃত হয়েছে। এই জমির ক্ষতিপূরণ আদায়ের ব্যবস্থা গ্রহণ প্রক্রিয়াধীন আছে।

অডিট কমিটি:

বাংলাদেশ সিকিউরিটিজ ও এক্সচেঞ্জ কমিশনের বিধান অনুসারে অডিট কমিটি গঠন করা হয়। অডিট কমিটি গঠনের উদ্দেশ্য হলো কোম্পানির অভ্যন্তরীণ আর্থিক নিয়ন্ত্রণ ব্যবস্থার উন্নয়ন এবং পরিচালনা পর্ষদকে কোম্পানির সার্বিক আর্থিক বিষয়ের হালনাগাদ তথ্যাদি অবহিতকরণ। কোম্পানির বাৎসরিক বাজেট, ত্রৈমাসিক এবং বার্ষিক আর্থিক অবস্থার প্রতিবেদনসমূহ বিচার বিশ্লেষণ করার জন্য অডিট কমিটির সভা অনুষ্ঠিত হয় এবং এতদসংক্রান্ত রিপোর্ট অডিট কমিটি কর্তৃক কোম্পানির পরিচালনা পর্ষদের সভায় উপস্থাপন করা হয়। অডিট কমিটিরে কোম্পানির আর্থিক ও অন্যান্য বিষয়ে পরীক্ষণের জন্য পূর্ণ কর্তৃত্ব দেয়া হয়েছে। ২০১৮-১৯ অর্থ বছরের অডিট কমিটির মোট ০৮ টি সভা অনুষ্ঠিত হয়। উক্ত সভায় ত্রৈমাসিক ও বার্ষিক চূড়ান্ত হিসাব, বাজেট ও অন্যান্য বিষয় পরীক্ষা ও পর্যালোচনা করে। অডিট কমিটির প্রতিবেদন কোম্পানির বার্ষিক প্রতিবেদনে সন্নিবেশিত করা হয়েছে।

পরিচালকবৃন্দের অবসর গ্রহণ ও নির্বাচন:

এ কোম্পানির সংঘবিধি এর ১৩৯, ১৪০, ১৪১ এবং ১৪৩ নং বিধি অনুযায়ী বার্ষিক সাধারণ সভায় জ্যেষ্ঠতার ভিত্তিতে পরিচালকবৃন্দের এক তৃতীয়াংশ পালাক্রমে অবসর গ্রহণ করে থাকেন। এ সাধারণ সভায় পরিচালক জনাব মোঃ সামছুর রহমান, জনাব মোঃ সরওয়ার আলম ও জনাব সাইফুদ্দিন আহমেদ ভুঁইয়া পরিচালনা পর্ষদ হতে অবসর গ্রহণ করবেন। পরিচালক জনাব মোঃ সামছুর রহমান, জনাব মোঃ সরওয়ার আলম ও জনাব সাইফুদ্দিন আহমেদ ভুঁইয়া পুনঃনির্বাচিত হওয়ার যোগ্যতা রাখেন বিধায় তাঁদের'কে পুনঃনির্বাচিত করার প্রস্তাব করা হচ্ছে।

বাংলাদেশ সিকিউটিজ এন্ড এক্সচেঞ্জ কমিশনের জারীকৃত কর্পোরেট গভর্নেন্স কোড BSEC/CMR-RCD/2009-193/217/Admin/90 তারিখ: ২১ মে, ২০১৯ খ্রি. এর সংশ্লিষ্ট অনুচ্ছেদ অনুযায়ী কোম্পানির শেয়ারহোল্ডার পরিচালকের পদ শূন্য হয়েছে। পরিচালনা পর্ষদ কর্তৃক শেয়ারহোল্ডার পরিচালকের শূন্য পদ পূরণের বিষয়টি প্রক্রিয়াধীন আছে।

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের কর্পোরেট গভর্নেন্স কোড হিসাবে জারীকৃত নোটিফিকেশন নাম্বার BSEC/CMR-





RCD/2006-158/207/Admin/80 তারিখঃ ০৩-০৬-২০১৮ খ্রি. এর সংশ্লিষ্ট ধারা ১(২)(ধ) অনুসারে কোম্পানির পরিচালক পর্যদের স্বাধীন পরিচালকের সংখ্যা ০২ (দুই) জন নিশ্চিতকরণের নিমিত্তে পরিচালক পর্যদ কর্তৃক জনাব মোঃ আবদুল জলিল হাওলাদারকে স্বাধীন পরিচালক নিয়োগ করা হয়েছে। তাঁর নিয়োগ ৪৪তম বার্ষিক সাধারণ সভায় অনুমোদিত হবে।

মনোনয়ন ও পারিতোষিক কমিটি (এনআরসি):

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের কর্পোরেট গভর্নেন্স কোড হিসাবে জারীকৃত নোটিফিকেশন নাম্বার BSEC/CMR-RCD/2006-158/207/Admin/80 তারিখ: ০৩-০৬-২০১৮ খ্রি. এর সংশ্লিষ্ট ধারা অনুসারে পরিচালকবৃন্দের মনোনয়ন ও পারিতোষিকের বিষয়ে Nomination and Remuneration Committee (NRC) গঠন প্রক্রিয়াধীন আছে।

নিরীক্ষক নিয়োগ:

কোম্পানির বর্তমান বহিঃনিরীক্ষকদ্বয় মেসার্স হোদা ভাসী চৌধুরী এন্ড কোং, চার্টার্ড একাউন্ট্যান্টস এবং মেসার্স আহমেদ জাকের এন্ড কোং, চার্টার্ড একাউন্ট্যান্টস এ সভায় অবসর গ্রহণ করছে। কোম্পানির নিরীক্ষক হিসেবে ৩ বছর পূর্ণ না করায় তাদের পুনঃ নিযুক্তির যোগ্যতা রয়েছে বিধায় উল্লেখিত যুগা্ব-বহিঃনিরীক্ষককে শেয়ারহোল্ডারগণ পরবর্তী বার্ষিক সাধারণ সভা পর্যন্ত দায়িত্ব পালনের জন্য নিযুক্তির অনুমোদন প্রদান করবেন।

কমপ্লায়েন্স অব কর্পোরেট গর্ভনেন্স কোড বিষয়ে প্রত্যয়নের জন্য পেশাজীবী নিয়োগ:

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের কর্পোরেট গভর্নেস কোড হিসাবে জারীকৃত নোটিফিকেশন নাম্বার BSEC/CMR-RCD/2006-158/207/Admin/80 তারিখঃ ০৩-০৬-২০১৮ খ্রি. এর সংশ্লিষ্ট ধারা অনুসারে Certification on compliance of corporate governance code এর জন্য আলোচ্য বছরে নিয়োজিত মেসার্স শফিক বসাক এন্ড কোং, চার্টার্ড একাউন্ট্যান্টস ২০১৯-২০২০ অর্থ বছরের জন্য বিদ্যমান ফি'তে পুনঃ নিযুক্তির ইচ্ছা পোষণ করেছে। অদ্যকার বার্ষিক সাধারণ সভায় শেয়ারহোন্ডারগণ মেসার্স শফিক বসাক এন্ড কোং, চার্টার্ড একাউন্ট্যান্টস কৈ Certification on compliance of corporate governance code এর জন্য পরবর্তী বার্ষিক সাধারণ সভা পর্যন্ত দায়িত্ব পালনের জন্য পুনঃ নিযুক্তির অনুমোদন প্রদান করবেন।

ডিজিটাল বাংলাদেশ গঠনে তথ্য প্রযুক্তির উন্নয়ন:

ডিজিটাল বাংলাদেশ রূপায়নের অংশ এবং দৈনন্দিন কার্যক্রম আধুনিকায়নের লক্ষ্যে কম্পিউটারাইজড অটোমেশন প্রক্রিয়া স্থাপনের কার্যক্রম এগিয়ে চলছে। ইতোমধ্যে কোম্পানির একাউন্টিং ও অন্যান্য কার্যক্রম কম্পিউটার নেটওয়ার্ক এর আওতায় আনয়নের জন্য কম্পিউটার নেটওয়ার্ক স্থাপনের কাজ সম্পন্ন হয়েছে। কোম্পানির চউ্ট্রামের আগ্রাবাদস্থ প্রধান কার্যালয়, পতেঙ্গাস্থ প্রধান স্থাপনা, ঢাকাস্থ আঞ্চলিক বিক্রয় অফিস, ফতুল্লা ডিপো, দৌলতপুর ডিপো, বাঘাবাড়ী ডিপো, চাঁদপুর ডিপো এবং সিলেট ডিপো একই নেটওয়ার্কের আওতায় আনা হয়েছে। ভবিষ্যতে সবগুলো ডিপো এবং যমুনা অয়েল কোম্পানী লিমিটেড এর সকল আঞ্চলিক অফিসকে একই নেটওয়ার্কের আওতায় এনে কম্পিউটারাইজেশন করার প্রক্রিয়া চলছে। কোম্পানিতে ই-গর্ভনেঙ্গ কার্যক্রম এর আওতায় ই-ফাইলিং ও ই-টেভারিং এর প্রচলন করা হয়েছে। চউগ্রামস্থ প্রধান কার্যালয়, ঢাকা লিয়াজোঁ অফিস এবং দেশজুড়ে বিভিন্ন ডিপোর ব্যবসায়িক কার্যক্রম সম্পাদনে বর্তমানে ইন্টারনেট সুবিধা ব্যবহার করা হছে। ভবিষ্যতে কোম্পানিতে ই-কমার্স সিস্টেম চালু করারও পরিকল্পনা আছে।যমুনা অয়েল কোম্পানী লিমিটেডের নিজস্ব ওয়েব সাইট তৈরি করা হয়েছে এবং এটি নিয়মিত হালনাগাদ করা হছে।

বান্তবায়িত উন্নয়নমূলক কার্যক্রম:

ভবিষ্যতে জ্বালানি চাহিদা বৃদ্ধির প্রতি লক্ষ্য রেখে বিভিন্ন ডিপোতে তৈলাধার নির্মাণ ও সংদ্ধার এবং অন্যান্য পরিচালন সুবিধা বৃদ্ধি ও উন্নয়নের মাধ্যমে কোম্পানির জ্বালানি তেল মজুদ ও পরিচালণ সক্ষমতাবৃদ্ধি করা হয়েছে। চউগ্রামস্থ প্রধান স্থাপনায় ০৪ (চার) তলাবিশিষ্ট আধুনিক অফিস ভবন নির্মাণ করা হয়েছে। প্রধান স্থাপনায় ২টি (১০০০০ মে.টন) স্টোরেজ ট্যাংক রিনোভেশন ও জেনারেটর রুম নির্মাণ করা হয়েছে। সিলেট ডিপোতে ১৫০০ মে.টন ধারণ ক্ষমতা সম্পন্ন স্টোরেজ ট্যাংক নির্মাণ, সাবস্টেশন রুম, মেইন গেইট হাউজ, সিকিউরিটি পোষ্ট নির্মাণও বাউভারী ওয়াল রিনোভেশন এবং ২০০ কেভিএ সাব ষ্টেশন স্থাপন সম্পন্ন হয়েছে। প্রধান কার্যালয়ে চীফ মেডিকেল অফিসাদের দপ্তর, ইবাদত খানা নির্মাণ, এবং কেন্টিন রিনোভেশন ও গ্যারেজ মেরামতের কাজ সম্পন্ন হয়েছে। কোম্পানির মিরপুর প্রটে রেস্ট হাউজ নির্মাণ কাজ সম্পন্ন হয়েছে। দৌলতপুর ডিপোতে রেলওয়ে সাইডিং রিনোভেশন কাজ সম্পন্ন হয়েছে। চউগ্রাম টার্মিনালের ফায়ার ফাইটিং সিস্টেম আধুনিকায়নের জন্য পরামর্শক নিয়োগ করা হয়েছে। ফতুল্লা ডিপোতে ফায়ার হাইড্রেন টাইপ ফায়ার ফাইটিং সিস্টেম ডিজাইন, ইঞ্জিনিয়ারিং, সাপ্লাই ইঙ্গটলেশন, টেষ্টিং ও কমিশনিং কাজ সম্পন্ন হয়েছে এবং কালভার্ট ও সংযোগ সড়ক নির্মাণ করা হয়েছে। এছাড়া প্রধান স্থাপনায়/ডিপোতে ট্যাংকার, ট্যাংকলরী ও ট্যাংকওয়াগন লোডিং-আনলোডিং এবং প্রোডান্ট ডেলিভারী সংক্রান্ত পরিচালন কার্যক্রম ম্যাকানাইজড এভ অটোমেটেড ব্যবস্থায় পরিচালনার লক্ষ্যে পরামর্শক নিয়োগ করা হয়েছে। বিপিসির তত্ত্বাবধানে স্থাপিত মংলায় অয়েল ইন্সট্টলেশন নির্মাণ কাজ সম্পন্ন হয়েছে যার এক-তৃতীয়াংশ ব্যয় কোম্পানি বহন করেছে।





বর্তমানে উল্লেখযোগ্য চলমান উন্নয়ন কর্মকান্ড নিম্নরূপ:

লক্ষ টাকা

বিবরণ	প্রকল্প ব্যয়
যমুনা অফিস ভবন নির্মাণ প্রকল্প, ঢাকা (২য় ফেজ-৩য় থেকে ২০ তম তলা)	\$ 2, 9 6 9 .00
প্রধান স্থাপনায় ৬,৭৫০ মে.টন ধারণ ক্ষমতা সম্পন্ন স্টোরেজ ট্যাংক নির্মাণ	৭৫৯.১৬
প্রধান স্থাপনায় ১টি৮০০০ মে.টনস্টোরেজ ট্যাংক রিনোভেশন	১৬০.০০
প্রধান স্থাপনায় অগ্নি নির্বাপন ব্যবস্থা আধুনিকায়ন কল্পে ডিজাইন, ড্রিয়িং ও প্রাক্কলন প্রস্তুত কাজ।	৩৪.৯৯
প্রধান স্থাপনায় জেনারেটর রুম নির্মাণ, প্রধান বৈদ্যুতিক সুইচও অপারেটর বসার রুম সংস্কার কাজ	৫৮.৯৯
ফতুল্লা ডিপোতে জেটি রিনোভেশন কাজ	\$\dagger{\dagger}{\dagger}\$
ফতুল্লা ডিপোতে বাউভারী ওয়াল নির্মাণ ও সংক্ষার কাজ	২৯.১৭
দৌলতপুর ডিপোতে পুরাতন অফিস ভবন রিনোভেশন	৪৫.১৮
দৌলতপুর ডিপোতে ফায়র হাইড্রেন টাইপ ফায়ার ফাইটিং সিষ্টেম ডিজাইন, ইঞ্জিনিয়ারিং, সাপ্লাই, ইপ্সটলেশন, টিস্টিং ও কমিশনিং কাজ।	\$4.646
চাঁদপুর ডিপোতে নতুন ১০০ কেভিএ ডিজেল জেনারেটর স্থাপন কাজ	১৯.৯০
চাঁদপুর ডিপোতে রিটেইনিং ওয়াল কাম বাউন্ডারী ওয়াল নির্মাণ কাজ	২৪.৬২
চাঁদপুর ডিপোতে বাউভারী ওয়াল নির্মাণ কাজ।	২৭.২৪
বরিশাল ডিপোতে জেটি পুন: নির্মাণ কাজ	১৯৫.৮৬
বরিশাল ডিপোতেইন্টারনাল রোড নির্মাণ কাজ	৮১.৬৫
বাঘাবাড়ী ডিপোতে জেটি সংশ্বার ও জেটি এপ্রোচ রোড নির্মাণ কাজ	৩৩.৩০
ভৈরব বাজার ডিপোতে নতুন লীজকৃত জমিতে বাউভারী ওয়াল নির্মান ও সংস্কার কাজ	88.৯৫
ভৈরব বাজার ডিপোতে ১০০ কেভিএ ডিজেল জেনারেটর স্থাপন	১৯.৯৫
পার্বতীপুর ডিপোতে সেমি বারিড হরিজেন্টাল স্টীল মজুদ ট্যাংক স্থাপন (১ম শ্রেণির পেট্রোলিয়াম অকটেন মজুদের জন্য)	৩৬.৬৭

ভবিষ্যৎ কর্মপরিকল্পনা :

- জাতির জনক বঙ্গবন্ধু শেখ মুজিবুর রহমান এর জন্মশত বার্ষিকী উপলক্ষে ছয়টি মডেল পেট্রোলপাস্প স্থাপন।
- প্রধান স্থাপনা মজুদ ক্ষমতা বৃদ্ধির জন্য ১৩০০০ মে. টন ধারণ ক্ষমতার একটি স্টোরেজ ট্যাংক নির্মাণ।
- ফতুল্লা ডিপোতে মজুদ ক্ষমতা বৃদ্ধির জন্য ৭০০০ মে. টন ধারণ ক্ষমতার একটি স্টোরেজ ট্যাংক নির্মাণ।
- প্রধান স্থাপনায় অপারেশন্স সক্ষমতা বৃদ্ধির লক্ষ্যে পন্টুন জেটি/"এলজে-৩" এর স্থলে ডলফিন অয়েল /আরসিসি পাকা জেটি নির্মাণ।
- প্রধান স্থাপনায়/ডিপোতে ট্যাংকার, ট্যাংকলরী ও ট্যাংকওয়াগন লোডিং-আনলোডিং এবং প্রোডাক্ট ডেলিভারী সংক্রান্ত পরিচালন কার্যক্রম
- ম্যাকানাইজড এন্ড অটোমেটেড ব্যবস্থায় পরিচালনার লক্ষ্যে উনুয়ন প্রকল্প গ্রহণ।
- কোম্পানির মালিকানাধীন দেশের বিভিন্ন স্থানে অব্যবহৃত জমিতে আর্থিকভাবে লাভজনক প্রকল্প গ্রহণ ও বাস্তবায়ন।
- ঢাকার রুপগঞ্জে শীতলক্ষ্যা নদীর তীরে ও পটুয়াখালির পায়রা বন্দরের সন্নিকটে ডিপো স্থাপন।
- সুনামগঞ্জের সাচনাবাজার বার্জ ডিপোর পরিবর্তে স্থায়ী ডিপো নির্মাণ।
- ঝালকাঠিতে বার্জ ডিপোর পরিবর্তে জমি ক্রয়পূর্বক ঝালকাঠি জেলার সুবিধাজনক স্থানে পূর্ণাঙ্গ ডিপো নির্মাণ।
- ্ভৈরব বাজার ডিপোকে সম্পূর্ন নতুন আদলে স্থাপনের লক্ষ্যে প্রকল্প গ্রহণ।
- কোম্পানির সকল আঞ্চলিক অফিস/ডিপোর জ্বালানি তেলের পরিচালন, বিক্রয় ও হিসাব সংক্রান্ত কার্যক্রম অটোমেশনের আওতায় আনয়ন।
- প্রধান স্থাপনা ও ডিপোসমূহে ফায়ার ফাইটিং সুবিধাদির আধুনিকায়ন।
- কোম্পানির দৈনন্দিন কার্যক্রমে উন্নত তথ্যপ্রযুক্তির ব্যবহারের নিমিত্তে উন্নয়ন কার্যক্রম গ্রহণ।
- প্রধান স্থাপনাসহ সকল ডিপোতে আধুনিক প্রযুক্তি সম্বলিত নিরাপত্তা ব্যবস্থা স্থাপন ও নিয়ন্ত্রণ এবং মনিটরিং কার্যক্রম জোরদারকরণ।
- পরিচালনা পর্ষদ আশা করে যে, বাস্তবায়নাধীন উন্নয়ন প্রকল্পসমূহ ও ভবিষ্যৎ কর্মপরিকল্পনাসমূহ বিশেষতঃ যমুনা ভবন, ঢাকা প্রকল্পটি বাস্তবায়িত হলে আগামীতে কোম্পানির ব্যবসায়িক কলেবর ও আয় অনেকাংশে বৃদ্ধি পাবে।

ঝুঁকি ও ভবিষ্যৎ চ্যালেঞ্জ:

বিদ্যুৎ সুবিধা বৃদ্ধির ফলে কেরোসিনের চাহিদা ক্রমান্বয়ে হ্রাস পাচ্ছে। সরকারি/বেসরকারি বিদ্যুৎ কেন্দ্র কর্তৃক নিজস্ব ব্যবস্থাপনায় তেল আমদানি ক্রমান্বয়ে বৃদ্ধি পাওয়ায়ও বিদ্যুৎ উৎপাদনের ক্ষেত্রে এলএনজি এর ব্যবহার শুক্ত হয়েছে বিধায় ফার্ণেস অয়েল ও ডিজেলের চাহিদা হ্রাস পাবে। গাড়ীতে অটোগ্যাসের ব্যবহার দ্রুত বৃদ্ধি পাচ্ছে বিধায় অকটেন ও পেট্রোল এর চহিদা হ্রাস পেতে পারে। বেসরকারী পর্যায়ে লুব ও গ্রীজ, এলপিজি ও বিটুমিনের ব্যবসায় ক্রমান্বয়ে বৃদ্ধি পাওয়ায় এসব পণ্যের বিপণন প্রত্যক্ষ চ্যালেঞ্জের সম্মুখীন হচ্ছে। বেসরকারি





পর্যায়ে জ্বালানি তেল উৎপাদন আমদানী ও বিপণন এর সুযোগ অবারিত করা হলে কোম্পানির ব্যবসায় ব্যাপক চ্যালেঞ্জের সম্মূখীন হবে। তবে দেশের অর্থনৈতিক কর্মকান্ড ক্রমাগত বৃদ্ধির প্রেক্ষাপটে কোম্পানির সুবিন্যস্থ বিক্রয় নেটওয়ার্ক বৃদ্ধি ও যথাযথ কৌশল প্রয়োগের মাধ্যমে পণ্যের বিপণন ঝুঁকি মোকাবেলা করা সম্ভবপর হবে। ঝুঁকির বিষয়ে নিরীক্ষিত হিসাবের নোট নং- ২.৩৩ এ বিস্তারিত উল্লেখ করা আছে।

কোম্পানি আর্থিকভাবে স্বচ্ছল বিধায় ঋণ গ্রহণের প্রয়োজন পড়বে না। এছাড়া কোম্পানির আর্থিক অবস্থা দিন দিন উন্নতির দিকে রয়েছে এবং মৌলিক বিপণন যোগ্য পণ্য প্রাথমিক ভাবে বিপিসি হতে আসে বিধায় চলতি মূলধনের প্রয়োজন পড়ে না। নগদ মূল্য প্রাপ্তি সাপেক্ষে পণ্য বিক্রয় করা হয় বিধায় কোম্পানির কোন প্রকার তারল্য বা ঋণ ঝুঁকি নিতে হয় না। এছাড়া কোম্পানি সরাসরি কোন পণ্য বিদেশ হতে আমদানী করেনা বিধায় বৈদেশিক মূদার মূল্য উঠানামা সংক্রান্ত ঝুঁকির বিষয় প্রযোজ্য নয়।

ভবিষ্যৎ সম্ভাবনা:

কোম্পানি কর্তৃক ইতোমধ্যে অনেকগুলো প্রকল্প বাস্তবায়িত হয়েছে, বেশ কিছু উন্নয়ন প্রকল্পের কার্যক্রম বাস্তবায়নাধীন রয়েছে এবং আরোও উন্নয়ন প্রকল্পবাস্তবায়নের ভবিষ্যত পরিকল্পনা গ্রহণ করা হয়েছে। ফলশ্রুভিতে কোম্পানির পরিচালনা দক্ষতার উন্নয়ন ও এর কলেবর বৃদ্ধি পাবে।আমাদের দেশে জিডিপির হার ৮% এর বেশী যা উত্তরোত্তর বৃদ্ধি পাচ্ছে এবং এর ফলশ্রুভিতে অর্থনৈতিক কর্মকান্ড ও যোগাযোগ ব্যাপক বৃদ্ধি পাচ্ছে বিধায় কোম্পানির বিপণন যোগ্য পণ্যসমূহের চাহিদা দেশে দিন দিন বৃদ্ধি পাচ্ছে। বিপণন নেটওয়ার্ক এর উন্নতি ও আধুনিকায়নএবং যথাযথ কৌশল অবলম্বনের মাধ্যমে ভবিষ্যতে বিক্রয় বৃদ্ধি পাবে বলে আশা করা যায়। নতুনভাবে প্রচলিত অটোগ্যাস বিপণনে প্রয়োজনীয় ব্যবস্থা গ্রহণ করে ভবিষ্যতে আয় বৃদ্ধির পরিকল্পনা গ্রহণ করা হয়েছে। এ কোম্পানি প্রোডাক্ট হ্যান্ডলিংসহ অন্যান্য পরিচালন আয় বৃদ্ধির ব্যবস্থা গ্রহণ সক্ষম হলে ভবিষ্যতে পরিচালন খাতে আয় বাড়বে। যমুনা অফিস ভবন নির্মাণ প্রকল্প, ঢাকা (২য় ফেজ-৩য় থেকে ২০ তম তলা) বাস্তবায়িত হলে ভাড়া খাতে আয় বৃদ্ধি পাবে। এছাড়া কোম্পানির রিজার্ভ ক্রমান্বয়ে বৃদ্ধি পাচ্ছে ও আর্থিক অবস্থা দিন দিন উন্নত হচ্ছে। যথাযথ ফান্ড ব্যবস্থাপনার মাধ্যমে অর্জিত আর্থিক মুনাফা ও বিনিয়োগ হতে আয় দিন দিন বৃদ্ধি পাবে বলে আশা করা যায়। ফলে চলমান ব্যবসায় হিসাবে এ কোম্পানি টিকে থাকার ক্ষেত্রে কোন প্রকার সমস্যা সৃষ্টি হবে না।

কৃতজ্ঞতা জ্ঞাপন:

কোম্পানির সম্মানিত শেয়ারহোন্ডারগণের নিকট থেকে পাওয়া সকল প্রকার সহযোগিতা, উপদেশ ও সমর্থন কোম্পানির পরিচালনা পর্ষদ কৃতজ্ঞ চিন্তে স্মরণ করছে। কোম্পানির অগ্রযাত্রায় মূল্যবান দিক-নির্দেশনা ও সহযোগিতা প্রদানের জন্য বিদ্যুৎ, জ্বালানি ও খনিজ সম্পদ মন্ত্রণালয়ের জ্বালানি ও খনিজ সম্পদ বিভাগসহ অন্যান্য মন্ত্রণালয়, বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন এবং এর অঙ্গ প্রতিষ্ঠানসমূহ, বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন, ঢাকা ও চট্টগ্রাম স্টক এক্সচেঞ্জ, সিডিবিএল, জয়েন্ট স্টক কোম্পানিজ এন্ড ফার্মস, এমজেএল বাংলাদেশ লিমিটেড, ওমেরা ফুয়েল্স লিমিটেড, ব্যাংকসমূহ এবং সংশ্লিষ্ট অন্যান্য সরকারি, আধা-সরকারি, স্বায়ন্ত্রশাসিত এবং বেসরকারি প্রতিষ্ঠানসমূহের প্রতিপরিচালনা পর্ষদ গভীরভাবে কৃতজ্ঞতা প্রকাশ করছে।পরিচালনা পর্ষদ সারা দেশে বিরাজমান কোম্পানির সকল ডিলার, এজেন্ট/ডিষ্ট্রিবিউটর ও অন্যান্য গ্রাহকবৃন্দকে তাদের সমর্থন ও সহযোগিতার জন্য বিশেষভাবে ধন্যবাদ প্রদান করছে।

অক্লান্ত পরিশ্রম ও নিষ্ঠার সাথে দায়িত্ব পালনের মাধ্যমে কোম্পানির উন্নতিতে অবদান রাখায় কোম্পানির সকল স্তরের কর্মকর্তা, কর্মচারী ও শ্রমিকদের পরিচালনা পর্ষদ এর পক্ষ হতে অভিনন্দন জানাচ্ছি। সর্বোপরি, আমি সম্মানিত শেয়ারহোন্ডারবৃন্দকে কোম্পানির ব্যবস্থাপনা কর্তৃপক্ষের প্রতি অবিচল আস্থা ও সমর্থনের জন্য কৃতজ্ঞতা জ্ঞাপন করছি।

পরিশেষে, যমুনা অয়েল কোম্পানী লিমিটেড এর উত্তরোত্তর অগ্রযাত্রা ও সমৃদ্ধির জন্য আমি সর্বশক্তিমান আল্লাহর কাছে প্রার্থনা করছি। সকলের প্রতি আন্তরিক ধন্যবাদ ও কৃতজ্ঞতা প্রকাশ করে এখানে শেষ করছি। আল্লাহ্ হাফেজ।

পরিচালনা পর্যদের পক্ষে,







Jamuna Oil Company Limited Declaration by CEO and CFO

Date: 26 December 2019

The Board of Directors

Jamuna Oil Company Limited Jamuna Bhaban, Sk. Mujib Road, Agrabad C/A, Chattogram.

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

Dear Sirs,

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

- (1) The Financial Statements of Jamuna Oil Company Limited for the year ended on 30th June 2019 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 continuous 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 going concern.

In this regard, we also certify that:-

- (i) We have reviewed the financial statements for the year ended on 30 June 2019 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,

(Md. Nazmul Hoque)
DGM (Finance)

(Md. Gias Uddin Ansary)
Managing Director





শফিক বসাক এন্ড কোং SHAFIQ BASAK & CO.

Partners:

CHARTERED ACCOUNTANTS

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Md. Shafiqul Islam, FCA Sampad Kumar Basak, FCA Md. Enayet Ullah, FCA Sarwar Mahmood, FCA Sheikh Zahidul Islam, MBA, FCA

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

DHAKA OFFICE -(1): Shatabdi Centre (6th & 4th Floor), 292, Inner Circular Road, Fakirapool, Motijneel, Dhaka, Phona - (\$6.03.7):4570 Phone : 88-02-7194870 Pho/Fax : 88-02-7192098 Web : www.shafiqbasak.com E-mail : shafiq basak@yahoo.com shafiq@shafiqbasak.com

REPORT TO THE SHAREHOLDERS

JAMUNA OIL COMPANY LIMITED ON COMPLIANCE ON THE CORPORATE GOVERNANCE CODE

We have examined the compliance status to the Corporate Governance Code by Jamuna Oil Company Limited for the year ended on 30 June 2019. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated 3rd June 2018 of the Bangladesh Securities and Exchange Commission.

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

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

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

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

Place: Chattogram

Dated: 13th January, 2020

S.K. Book (Sampad Kumar Basak, FCA) Partner SHAFIQ BASAK & CO.

CHARTERED ACCOUNTANTS





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

JAMUNA OIL COMPANY LIMITED

REPORT ON COMPLIANCE OF CORPORATE GOVERNANCE CODE UNDER CONDITION NO. 9

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

Condition No.	Title	Compliance status (Put √in the appropriate column)		Remarks (if any)
Cond		Complied	Not complied	(=,
1(1)	BOARD OF DIRECTORS Size of the Board of Directors: The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	✓		The JOCL Board is comprised of 10 (Ten) Directors.
1(2)	Independent Directors All companies shall have effective representation of independent directors on their Boards, so that the Board, as a group, includes core competencies considered relevant in the context of each company; for this purpose, the companies shall comply with the following:-			There are two Independent Director
1(2) (a)	At least one-fifth (1/5) of the total number of directors in the company's Board shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s);	✓		in JOCL Board.
1(2)(b)	For the purpose of this clause "independent director" means a director -			
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;	✓		The Independent Directors have declared their compliances.
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 or 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;	✓		The Independent Directors have declared their compliances.
1(2)(b) (viii)	who is not independent director in more than 5 (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 or any advance to a bank or a Non-Bank Financial Institution (NBFI); and	✓		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 and approved by the shareholders in the Annual General Meeting (AGM);	✓		
1(2)(d)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days; and	✓		No vacancy occurred.
1(2)(e)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only: Provided that a former independent director may be considered for reappointment for another tenure after a time gap of one tenure, i.e., three years from his or her completion of consecutive two tenures [i.e. six years]: Provided further that the independent director shall not be subject to retirement by rotation as per the কোপানী আইন, ১৯৯৪ (১৯৯৪ সনের ১৮ নং আইন)(Companies Act, 1994). Explanation: For the purpose of counting tenure or term of independent director, any partial term of tenure shall be deemed to be a full tenure.	√ ([OBASA Chartered Accountants	Do





Condition No.	Title	Compliance status (Put \(\sigma \) in the appropriate column Complied Complied		Remarks (if any)	
	Outlife of an effection of the land Director	Complica	complied		
1(3) 1(3)(a)	Qualification of Independent Director Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to the business;			The qualifications and background of Independent Director's justify their abilities as such.	
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			N/A	
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 Explanation: Top level executive includes Managing Director (MD) or Chief Executive Officer (CEO), Additional or Deputy Managing Director (AMD or DMD), Chief Operating Officer (COO), Chief Financial Officer (CFO), Company Secretary (CS), Head of Internal Audit and Compliance (HIAC), Head of Administration and Human Resources or equivalent positions and same level or ranked or salaried officials of the company.	✓			
1(3)(b)(iii)	Former official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or Law; or				
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or	✓			
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 Chartered Management Accountant or Chartered Secretary or equivalent qualification;	✓			
1(3)(c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	✓			
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.			N/A	
1(4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Exec	utive Office	r		
1(4)(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	✓			
1(4)(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	✓			
1(4)(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	✓			
1(4)(d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;	✓			
1(4)(e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from nonexecutive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.				
1(5)	The Directors' Report to Shareholders The Board of the company shall include the following additional statements or disclosures in 184 of the Companies Act, 1994 (Act No. XVIII of 1994):-	the Directo	rs' Report p	repared under section	
1(5)(i)	An industry outlook and possible future developments in the industry;	✓			
1(5)(ii)	The segment-wise or product-wise performance;	✓			
1(5)(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	✓			
1(5)(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	✓			
1(5)(v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);	BI	SA	No such event occurred during the reporting period.	
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;	Char		A statement of all related party transaction is disclosed under Notes to the Financial Statements no. 34	





Condition No.	Title	(Put ✓	in the	Remarks (if any)	
Con		Complied	Not complied		
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;			N/A	
1(5)(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.;			N/A	
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;	✓			
1(5)(x)	A statement of remuneration paid to the directors including independent directors;	✓		Disclosed under Notes to the Financial Statements no. 30	
1(5)(xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	✓			
1(5)(xii)	A statement that proper books of account of the issuer company have been maintained;	✓			
1(5)(xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;	✓			
1(5)(xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;	✓			
1(5)(xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	✓			
1(5)(xvi)	A statement that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress;	✓			
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;			No Significant doubts have occurred.	
1(5)(xviii)	An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	✓			
1(5)(xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	✓			
1(5)(xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;			N/A	
1(5)(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	✓			
1(5)(xxii)	The total number of Board meetings held during the year and attendance by each director;	✓			
1(5)(xxiii)	$\label{eq:A-report} A \ report \ on \ the \ pattern \ of \ shareholding \ disclosing \ the \ aggregate \ number \ of \ shares \ (abelow) \ held \ by:-$	long with r	name-wise o	letails where stated	
1(5)(xxiii)(a)	Parent or Subsidiary or Associated Companies and other related parties (name-wise details);	✓			
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details);	✓			
1(5)(xxiii)(c)	Executives; and	√			
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details); Explanation: For the purpose of this clause, the expression "executive" means top 5 (five) salaried employees of the company, other than the Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer and Head of Internal Audit and Compliance.	√		No Shareholders holding ten percent (10%) or more votes' interest.	
1(5)(xxiv)	In case of the appointment or reappointment of a director, a disclosure on the following	informatio	n to the sha	reholders:-	
1(5)(xxiv)(a)	a brief resume of the director;	✓			
1(5)(xxiv)(b)	nature of his or her expertise in specific functional areas; and	✓			
1(5)(xxiv)(c)	names of companies in which the person also holds the directorship and the membership of committees of the Board;	✓			
1(5)(xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed operations along with a brief discussion of changes in the financial statements, among of			pany's position and	
1(5)(xxv)(a)	accounting policies and estimation for preparation of financial statements;	√ /	Charles		
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;	✓	Accountants		





Condition No.	Title	Compliance status (Put √in the appropriate column)		Remarks (if any)	
		Complied	Not complied	(II ally)	
1(5)(xxv)(c)	comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;				
1(5)(xxv)(d)	compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	✓			
1(5)(xxv)(e)	briefly explain the financial and economic scenario of the country and the globe;	✓			
1(5)(xxv)(f)	risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company; and	✓			
1(5)(xxv)(g)	future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;				
1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A ; and	✓			
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C .	✓			
1(6)	Meetings of the Board of Directors The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.				
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Office	er			
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 company has laid down a detailed Code of Conduct.	
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.				
2.	Governance of Board of Directors of Subsidiary Company				
2(a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;			JOCL does not have any subsidiary company.	
2(b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;			N/A	
2(c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;			N/A	
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;			N/A	
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.			N/A	
3.	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO (HIAC) and Company Secretary (CS)	O), Head of	Internal Au	idit and Compliance	
3(1)	Appointment				
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);				
3(1)(b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	✓			
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time;	✓			
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	√			
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).				
3(2)	Requirement to attend Board of Directors' Meetings The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board: 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.		10011		





Condition No.	Title		nce status in the te column)	Remarks
ondit	7.100	Complied		(if any)
3(3)	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financia	ol Officer (C	complied	
3(3)(a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:	ar Onicer (c	.10)	
3(3)(a)(i)	These statements do not contain any materially untrue statement or omit any material fact or	✓		
3(3)(a)(ii)	contain statements that might be misleading; and These statements together present a true and fair view of the company's affairs and are in	· ✓		
3(3)(b)	compliance with existing accounting standards and applicable laws; The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	✓		
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report	✓		
4.	Board of Directors' Committee			
4(3)	For ensuring good governance in the company, the Board shall have at least following sub-co- Audit Committee: and	inimittees:		
4(i)	· · · · · · · · · · · · · · · · · · ·	V		
4(ii) 5.	Nomination and Remuneration Committee. Audit Committee	✓		
5.	Responsibility to the Board of Directors.			
5(1)(a)	The company shall have an Audit Committee as a subcommittee of the Board;	./		
5(1)(a) 5(1)(b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect			
3(1)(0)	true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	•		
5(1)(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	✓		
5(2)	Constitution of the Audit Committee			
5(2)(a)	The Audit Committee shall be composed of at least 3 (three) members;	✓		
5(2)(b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director;	✓		
5(2)(c)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience; Explanation: The term "financially literate" means the ability to read and understand the financial statements like statement of financial position, statement of comprehensive income, statement of changes in equity and cash flows statement and a person will be considered to have accounting or related financial management expertise if he or she possesses professional qualification or Accounting or Finance graduate with at least 10 (ten) years of corporate management or professional experiences.	√		
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;	✓		The board have appointed members in due time and no vacancy occurred.
5(2)(e)	The company secretary shall act as the secretary of the Committee;	√		
5(2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	✓		
5(3)	Chairperson of the Audit Committee			
5(3)(a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	√		
5(3)(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		
5(3)(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM): 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.	√	BAS	
5(4)	Meeting of the Audit Committee	<i>[[i]</i>	Chartered	1
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;	✓ (T)	Accountants	





Condition No.	Title	Compliance status (Put √in the appropriate column) Complied Not complied		Remarks (if any)	
Cor		Complied	complied		
5(4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two-third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	✓			
5(5)	Role of Audit Committee The Audit Committee shall:-				
5(5)(a)	Oversee the financial reporting process;	√			
5(5)(b)	monitor choice of accounting policies and principles;	√			
5(5)(c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	√			
5(5)(d)	Oversee hiring and performance of external auditors;	√			
5(5)(e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	√			
5(5)(f)	Review along with the management, the annual financial statements before submission to the Board for approval;	✓			
5(5)(g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	✓			
5(5)(h)	Review the adequacy of internal audit function;	√			
5(5)(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report;	<i>'</i>			
5(5)(j)	Review statement of all related party transactions submitted by the management;	V			
5(5)(k)	Review Management Letters or Letter of Internal Control weakness issued by statutory auditors:	✓			
5(5)(1)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	✓			
5(5)(m)	Oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission: 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.			No such incident took place	
5(6)	Reporting of the Audit Committee				
5(6)(a)	Reporting to the Board of Directors				
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board.	✓			
5(6)(a)(ii)	The Audit Committee shall immediately report to the Board on the following findings, it	any:-			
5(6)(a)(ii)(a)	Report on conflicts of interests; Suspected or presumed fraud or irregularity or material defect identified in the internal audit			N/A	
5(6)(a)(ii)(c)	and compliance process or in the financial statements; suspected infringement of laws, regulatory compliances including securities related laws,			N/A	
	rules and regulations; and any other matter which the Audit Committee deems necessary shall be disclosed to the Board			N/A	
5(6)(a)(ii)(d)	immediately;			N/A	
5(6)(b)	Reporting to the Authorities: If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.			No such matter to report on.	
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.			N/A	
6.	Nomination and Remuneration Committee (NRC)	16			
6(1)	Responsibility to the Board of Directors	(0)	13/1		
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a subcommittee of the Board;	Char		Under process	



No.		Complian			
Condition No.	Title	(Put √in the appropriate column)		Remarks (if any)	
ond		Complied	Not complied	(II ally)	
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;	-	complica	Under process	
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).			Under process	
6(2)	Constitution of the NRC				
6(2)(a)	The Committee shall comprise of at least three members including an independent director;			Under process	
6(2)(b)	All members of the Committee shall be non-executive directors;			Under process	
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board;			Under process	
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;			Under process	
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;			Under process	
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;			Under process	
6(2)(g)	The company secretary shall act as the secretary of the Committee;			Under process	
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;			Under process	
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.			Under process	
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;			Under process	
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;			Under process	
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders: Provided that in absence of Chairperson of the NRC, any other member from the NRC shall be selected to be present in the annual general meeting (AGM) for answering the shareholder's queries and reason for absence of the Chairperson of the NRC shall be recorded in the minutes of the AGM.			Under process	
6(4)	Meeting of the NRC				
	The NRC shall conduct at least one meeting in a financial year;			I Indon process	
6(4)(a) 6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;			Under process Under process	
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. $6(2)(h)$;			Under process	
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC			Under process	
6(5) 6(5)(a)	Role of the NRC NRC shall be independent and responsible or accountable to the Board and to the shareholders;			Under process	
6(5)(b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board:			Under process	
6(5)(b)(i)	formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:			Under process	
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;			Under process	
6(5)(b)(i)(b)	the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and		BAS	Under process	
6(5)(b)(i)(c)	remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	AAE	Chartered Accountants	Under process	
6(5)(b)(ii)	devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;		* 0	Under process	





Condition No.	Title	Compliance status (Put √in the appropriate column)		Remarks (if any)	
Cond		Complied	Not complied	(ii aliy)	
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;			Under process	
6(5)(b)(iv)	formulating the criteria for evaluation of performance of independent directors and the Board;			Under process	
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			Under process	
6(5)(b)(vi)	developing, recommending and reviewing annually the company's human resources and training policies;			Under process	
6(5)(c) 7.	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.			Under process	
7(1)	External or Statutory Auditors. The issuer company shall not engage its external or statutory auditors to perform the following	g services o	f the compa	ny namely:	
7(1)(i)	appraisal or valuation services or fairness opinions;	g scivices o	T the compar	The Statutory Auditor has declared their compliances.	
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;	1		Do	
7(1)(iv)	broker-dealer services;	√		Do	
7(1)(v)	actuarial services;	✓		Do	
7(1)(vi)	internal audit services or special audit services;	1		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.	1		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.	✓		Do	
8.	Maintaining a website by the Company				
8(1)	The company shall have an official website linked with the website of the stock exchange.	✓			
8(2)	The company shall keep the website functional from the date of listing.	✓			
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓			
9.	Reporting and Compliance of Corporate Governance				
9(1)	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	√		Proper certification has been obtained from M/s. Shafiq Basak & Co. Chartered Account- ants for the period from 1st July, 2018 to 30th June, 2019	
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.	1		Recommended the professional for due appointment by the shareholders in 44th 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.	Char	tered containts	Status of Compliance will be published with the Director's Report as required.	





সংযুক্তি-I

আর্থিক বিবরণীর উপর প্রতিবেদন:

আর্থিক বিবরণীসমূহ কোম্পানির আর্থিক অবস্থা, পরিচালন ফলাফল, শেয়ারহোল্ডারদের তহবিল পরিবর্তন ও নগদ প্রবাহ এর সঠিক ও নিখুঁত চিত্র উপস্থাপন করেছে।

আইনানুযায়ী যথাযথ হিসাবের বই সংরক্ষণ করা হয়েছে।

আর্থিক বিবরণী প্রণয়নে যথাযথ হিসাব নীতিমালা অনুসরণ করা হয়েছে এবং হিসাবের প্রাক্কলন মিতব্যয়ি ও ন্যায়সংগত ছিল।

আর্ম্বজাতিক হিসাব মানসমূহ (আইএএস) ও আর্ম্বজাতিক আর্থিক প্রতিবেদন মান (আইএফআরএস) অনুসরণ করে আর্থিক বিবরণীসমূহ প্রস্তুত করা হয়েছে।

অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা উত্তমরূপে প্রণয়ন, কার্যকরভাবে প্রয়োগ ও তদারকী করা হয়েছে।

কোম্পানি চলমান প্রতিষ্ঠান হিসেবে বিদ্যমান থাকার বিষয়ে কোন মৌলিক সন্দেহ নাই।

প্রত্যক্ষ বা পরোক্ষভাবে বিরাজমান নিয়ন্ত্রণকারী শেয়ারহোল্ডারদের স্বার্থে বা তাদের দ্বারা সংখ্যালঘু শেয়ারহোল্ডারদের জন্য ক্ষতিকর কার্যক্রম হতে সুরক্ষা প্রদান করা হয়েছে এবং কার্যকর প্রতিকার প্রাপ্তির বিধান বলবত রয়েছে।

সংযুক্তি-II
২০১৮-২০১৯ সালে অনুষ্ঠিত বোর্ড সভার সংখ্যা ও পরিচালকবৃন্দের উপস্থিতি নিমুরূপ :

পরিচালকবৃন্দের নাম	পদবী	অনুষ্ঠিত সভা	উপস্থিতি
জনাব মোঃ আকরাম আল হাসান	চেয়ারম্যান	०२	०২
জনাব মোঃ সামছুর রহমান	চেয়ারম্যান	০৯	০৯
জনাব শংকর প্রসাদ দেব	স্বাধীন পরিচালক	22	০৯
জনাব মোঃ আবদুর রাজ্জাক	পরিচালক	20	০৯
জনাব মোঃ সরওয়ার আলম	পরিচালক	22	77
জনাব আঃ খালেক মল্লিক	পরিচালক	22	ob
জনাব মোঃ আবু ইউসুফ মিয়া	পরিচালক	22	77
জনাব মোজাম্মেল হক ভূঁইয়া	শেয়ারহোল্ডার পরিচালক	77	30
জনাব সাইফুদ্দিন আহমেদ ভূঁইয়া	পরিচালক	22	ob
জনাব মোঃ আবদুল জলিল হাওলাদার	স্বাধীন পরিচালক	00	00
জনাব মোঃ মঞ্জুরুল হাফিজ	পরিচালক	٥٥	٥٥
জনাব মোঃ কামরুল হাসান	ব্যবস্থাপনা পরিচালক	০২	०२
জনাব গিয়াস উদ্দিন আনচারী	ব্যবস্থাপনা পরিচালক	০৯	০৯





সংযুক্তি-III

১। ৩০ জুন, ২০১৯ তারিখে শেয়ারহোল্ডিং এর চিত্র :

	ক্রমিক নং	শেয়ারহোল্ডার		শেয়ার	া সংখ্যা	শতাংশ	মন্তব্য
	(ক)	বাংলাদেশ পেট্রোলিয়াম	কর্পোরেশন	৬,৬৩,	৪৬ ,৭৭৪	৬০.০৮	যমুনা অয়েল কোম্পানী লিমিটেড বাংলাদেশ পেট্রোলিয়াম কপোরেশনের
	(খ)	প্রতিষ্ঠান		19 30	۹২,২২১	২৮.১৪	একটি অঙ্গ প্রতিষ্ঠান।
	(গ)	ব্যক্তি			06,806	33.9b	
		0.10			28,500	\$00.00	
					<u> </u>	<u> </u>	
২।	•	াধান নিৰ্বাহী কৰ্মকৰ্তা, বে	•				
	`	এফও), আভ্যন্তরীণ নিরীক্ষা	প্রধান এবং তাদের ৫	পাষ্যগণ।			
	পরিচাল	₱:					
	জনাব ব	মোঃ সামছুর রহমান				-	-
	জনাব ৰ	ণংকর প্রসাদ দেব				-	-
		মাঃ সরওয়ার আলম				-	-
		মোঃ আবু ইউসুফ মিয়া				-	-
		মাঃ খালেক মল্লিক				-	-
		মাঃ মঞ্জুরুল হাফিজ				-	-
		দাইফুদ্দিন আহমেদ ভূঁইয়া				-	-
		মাঃ আবদুল জলিল হাও	শাদার			-	-
		মোজাম্মেল হক ভূঁইয়া	_			-	-
		মোঃ গিয়াস উদ্দিন আনচা				-	-
		নির্বাহী কর্মকর্তা, তাহার ৫		সন্তান:			
		মোঃ গিয়াস উদ্দিন আনচা				-	-
	কোম্পা	নি সচিব তাহার পোষ্য ও	ও অপ্রাপ্ত বয়ক্ষ সন্তানঃ				
	_	মোঃ নাজমুল হক				-	-
	স্এফং	ও তাহার পোষ্য ও অপ্রাপ্ত	বয়ক্ষ সন্তান:				
		মোঃ নাজমুল হক				-	-
	আভ্যন্ত	রীণ নিরীক্ষা প্রধান, তাহার	া পোষ্য ও অপ্রাপ্ত বয়	য়ক্ষ সন্তান:			
	জনাব ট	মোহাম্মদ খসরু আজাদ				-	-
७ ।	নিৰ্বাহীগণ (প্ৰ	ধান নিৰ্বাহী কৰ্মকৰ্তা, প্ৰধা	ন অর্থ কর্মকর্তা (সিএ	ফও), কো	স্পানি সচিব		
		নিরীক্ষা প্রধান ব্যতীত সর্বে				,	
		মাঃ আই য়ুব হোসেন	_		,	_	_
		গজী মনজুর রহমান	, ,				_
		মাঃ জসিম উদ্দিন	- উপ-মহাব্যবস্থাপক		ন)	_	-
	৪. জনাব ত		- উপ-মহাব্যবস্থাপক	•		_	-
		মাঃ মাসুদ করিম	- উপ-মহাব্যবস্থাপক	` /	মআইএস এভ আই	ਹੈ) -	-
8	শেয়ারহোল্ডার	। যার ১০% বা ততোধিক।	ভোটাধিকার রয়েছে :				
·		াট্রোলিয়াম কর্পোরেশন (বি			৬,৬৩,৪৬,	198	৬০.০৮%
	,		. ,		, ,,		





সংযুক্তি-IV

গুরুত্বপূর্ণ পরিচালন ও আর্থিক তথ্যাবলী

বিবরণ	২০১৮-২০১৯	২০১৭-২০১৮	২০১৬-২০১৭	২০১৫-২০১৬	२०১৪-२०১৫
ব্যবসায়িক ফলাফল পণ্যের হ্যান্ডলিং (লক্ষ মেট্রিক টন) পেট্রোলিয়ামজাত পণ্যের নীট আয় (লক্ষ টাকায়)	১৭.৪৭ ১৩.০৬৭.৫২	\$\$.58 \$9.808.62	\$4.65 \$4.8\$8.88	১ ৬.০৫ ৮.৭১৯.৯৬	১৬.৩8 ১৭.৩২৯.৯২
অন্যান্য পরিচালন আয়	,		৩.৯৭১.৪৭	,	,
	0,800.20	৩,৪০২.৫৯	,	8,৯৫৮.০৮	8,520.68
ওভার হেডস/উপরি খরচ	১১,২৬১.৭৮	১০,৭৩৪.৯৯	১৩,২১৭.৭৪	১০,৩৭৪.৯৭	৯,৭৮৩.৬৯
পরিচালন মুনাফা/(ক্ষতি)	৫,২৩৫.৯৭	७,०११.२२	৩,১৬৮.৫৭	७,७०७.०१	১১,৬৬৬.৮২
বিবিধ আয় "	२१,५१०.५२	৩২,৮৪৫.৩২	২৮,১৯৪.৩৫	২৪,০৭৯.৬৪	४ ८.७०४,४८
নীট মুনাফা/(ক্ষতি)	৩২,৪০৬.০৯	৩৮,৯২২.৫৪	৩১,৩৬২.৯২	২৭,৩৮২.৭১	৩১ ,৫৭০.৮০
শ্রমিকদের মুনাফায় অংশীদারিত্ব তহবিল "	১,৬২০.৩০	১,৯৪৬.১৩	১,৫৬৮.১৫	১,৩৬৯.১৪	১ ,৫9৮.৫8
সহযোগী প্রতিষ্ঠানের আয়ের অংশ (কর পরবর্তী) "	২৩২.৫৫	১৭৩.৯৮			
আয়কর পূর্ব মুনাফা/(ক্ষতি)	0 \ ,0\\t.08	৩৭,১৫০.৩৯	২৯,৭৯৪.৭৭	২৬,০১৩.৫৭	২৯,৯৯২.২৬
আয়কর বাবদ বরাদ্দ "	৭,৬২২.৫৪	৯,০৪৩.০৩	৭,৩৬৮.৬৬	৬,৪২৩.৩৬	৭,৪৬০.৩৮
আয়কর পরবর্তী মুনাফা "	২৩,৩৯৫.৮০	২৮,১০৭.৩৬	২২,৪২৬.১১	১৯,৫৯০.২১	২২,৫৩১.৮৮
~ 9					
আর্থিক তথ্যাবলী পরিশোধিত মূলধন (লক্ষ টাকায়)	১১ ,०8২.8৬	১১ ,०8২.8৬	১১ ,०8২.8৬	১১ ,०8২.8৬	33 ,082.86
শেয়ার সংখ্যা (লক্ষ শেয়ারে)	3,308.26	۵۶,30২.30 ۵,308.২¢	۵۶,50 २.50 ۵,۵08.২৫	۵,308.২¢	\$,\$08. ২ ৫
নীট পরিসম্পদ/শেয়ারহোল্ডারদের তহবিল (লক্ষ টাকায়)	১৮৫,০৭৮.৯৩	১৭৯,৩৩০.৭০	\$\psi_0\psi_8.90	১৫৮,৩৮৭.৮৯	১৫০,৯৯৭.৮৮
শেয়ার প্রতি নীট সম্পদ মূল্য (টাকা)	১৬৭.৬১	১৬২.৪০	১৬৬.৯৮	\$80.88	১৩৬.৭৪
শেয়ার প্রতি আয় (টাকা)	<i>২</i> ১.১৯	২৫.৪৫	২০.৩১	\$9.98	২০.৪০
শেয়ার প্রতি লভ্যাংশ - নগদ (টাকা)	\$0.00	\$0.00	\$\$.00	\$0.00	٥٥.٥٥
_ স্টক	-	-	-	-	-
চলতি পরিসম্পদ (লক্ষ টাকা)	৩৯৪,০২৫.৬১	8 ২৯,০১৩. ৭৬	880,০৮৬.৮২	৩৩৯,৪৩৮.১০	২৮৩,৫৯৯.৬১
চলতি দায়	২৬২,৪৯৪.৬২	৩৭১,৫৪৪.৩৭	৩৯৭,৯৯৯.৪২	৩৭৫,০৫০.৩৬	২৫৯,৮৯৭.৩০
চলতি অনুপাত	\$.60	3.30	۵.۵۵	۵.৯১	১.০৯
শেয়ারহোল্ডারদের তহবিলের বিপরীতে প্রাপ্তি (%)	\$২.৬8	১৫.৬৭	১৪.১৬	১২.৯৭	১৮.৯৪
মোট জন সম্পদ (সংখ্যা)	৫০৭	৫২২	৫৩৩	680	ራ ዮ৯
কর্মকর্তা	\$20 21.0	202	308	১২৫	50 0
শ্রমিক ও কর্মচারী	৩৮৪	১৯১	৩৯৯	8\$@	8২৯





JAMUNA OIL COMPANY LIMITED

44th ANNUAL GENERAL MEETING DIRECTORS' REPORT TO THE SHAREHOLDERS

Bismillahir Rahmanir Rahim Esteemed Shareholders, Assalamu Alaikum Warahmatullahe Wabarakatuhu.

On behalf of the Board of Directors and on my behalf, I welcome all of you to the 44th Annual General Meeting of Jamuna Oil Company Limited. I extend a very warm felicitation and congratulation to you for attending this occasion.

This Annual Report & Financial Statements of the Company for the year ended 30th June, 2019 prepared in adherence to the provision of section 184 of the Companies Act 1994, Rule 12 of the Securities & Exchange Rules 1987 and International Accounting Standards (IAS) & International Financial Reporting Standards (IFRS) are presented formally for your kind consideration and approval.

Business outlook:

Jamuna Oil Company Limited, a subsidiary of Bangladesh Petroleum Corporation, markets fuel i.e. petroleum products. The overall aim and purpose of the company is to ensure the supply of fuel oil, LPG, bitumen and lube oil at the doorstep of the people at a timely basis by good management and to carry out the marketing activities smoothly. The company has been making significant contributions to the overall economic progress and development of the country by continuous supply of petroleum oils, such as Octane, Petrol, Diesel, Furnace Oil, Kerosene, Jute Batching Oil and MTT in remote areas of the country at the price fixed by the government. The company is also marketing other products such as lube and grease, bitumen and LPG.

Overall sales of the company's products during the year have decreased over the past year. The sale of Diesel and Furnace Oil will be subject to further challenges in the future, as the opportunity to import both Diesel and Furnace Oils into its own management of energy-based government/private power plants and to start using LNG for power generation. Demand and sales of Kerosene are diminishing day by day as the production of electricity in the country is increasing and new areas are brought under electricity. With the opening of the Lube and Grease, LPG and Bitumen business at the private level, the company is facing direct challenges in marketing products as the supply of these products increases at the private level and the price is being more competitive. With the introduction of Auto Gas, the demand for Petrol and Octane may decrease. However, all efforts to promote marketing of Lube Oil and other fuel oils through the company's well-established sales network and efficient human resources development are continuing. It is hoped that in the near future, the company will be able to generate optimum returns from all sectors, in addition to playing a leading role in the sale of Lube & Grease, Bitumen and LPG along with all types of fuel oil.



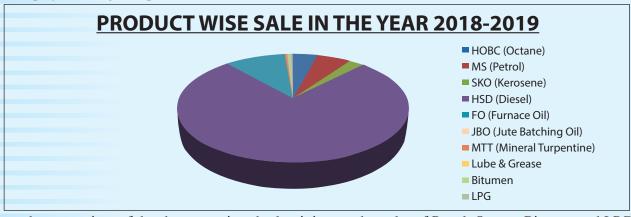


Marketing activates:

The Statement of product marketed by the company during the year 2018-19 and the comparison with the previous year:

Particulars	2018-2019	2017-2018	Gain/(Loss)	%
1 ar ticular 5	M. Ton	M. Ton	M. Ton	70
HOBC (Octane)	71,112	61,234	9,878	16.13
MS (Petrol)	98,665	88,584	10,081	11.38
SKO (Kerosene)	43,427	48,706	(5,279)	(10.84)
HSD (Diesel)	13,33,375	13,74,315	(40,940)	(2.98)
FO (Furnace Oil)	175,137	2,36,866	(61,729)	(26.06)
JBO (Jute Batching Oil)	3,545	4,832	(1,287)	(26.63)
MTT (Mineral Turpentine)	-	14	(14)	(100)
Total Petroleum oil	17,25,261	18,14,551	(89,290)	(4.92)
Lube & Grease	4,354	4,437	(83)	(1.87)
Bitumen	12,410	11,081	1,329	11.99
LPG	4,614	3,890	724	18.61
Total Other Product	21,378	19,408	1970	10.15
Grand Total	17,46,639	18,33,959	(87,320)	(4.76)

From the above table it is noteworthy that the sales of petroleum products of the company during the financial year 2018-2019 was 17,46,639 M. Tons which is overall 87,320 M. Tons or 4.76% less. Total marketed products of the company for the financial year 2018-2019, contains 17,25,261 (98.78%) M. Tons and other products are 21,378 (1.22%) M. Tons. Of the marketed petroleum oils, the main Diesel is 13,33,375 (76.34%) M. Tons and followed by Furnace Oil with 1,75,137 (10.03%) M. Tons. Besides, marketing shares of other products are Kerosene 2.49%, Petrol 5.65%, Octane 4.07%, Jute Batching Oil 0.20%, Bitumin 0.71%, Lube & Grease 0.25% and LPG 0.26% respectively. Information on the sale of the mentioned petroleum products is also displayed through the pie chart below:



From the comparison of the above mentioned sales, it is seen that sales of Petrol, Octane, Bitumen and LPG increased by 11.38%, 16.13%, 11.99% and 18.61% respectively over the previous year. Sales of Petrol and Octane have increased significantly due to government restrictions on the sale of Octane and Petrol illegally by various fractionation plants. Besides, sales of Bitumen and LPG have increased as a result of normal marketing activities. On the other hand SKO sale decreased by 10.84% compared to previous year because of increase of production of electricity and enhancement of electricity network i.e. electrification of new areas of the country. Diesel sales have declined by 2.98% due to decrease of demand resulting from use of LNG by the power plants. Sales of Furnace Oil have decreased by 26.6% in the financial year from 2018-2019 years due to the decrease in demand for Furnace Oil at Government / Private level power plants. In addition, the decline or increase in sales of other products was normal.





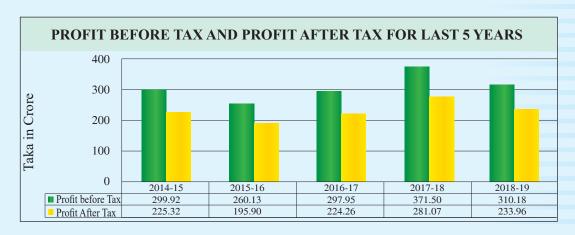
Important Information regarding financial results:

Figure in Taka

Particulars	2018-2019	2017-2018	Incr./(Decr.)	Incr./(Decr.) Rate (%)
Total Operating Income	164,97,74,552.00	168,12,21,260.00	(3,14,46,708.00)	(1.87)
Total Cost	112,61,77,811.00	107, 34, 99, 199.00	5,26,78,612.00	4.91
Operating Profit	52,35,96,741.00	60,77,22,061.00	(8,41,25,320.00)	(13.84)
Others Income	271,70,12,074.00	328,45,31,471.00	(56,75,19,397.00)	(17.28)
Net Profit	324,06,08,815.00	389,22,53,532.00	(65,16,44,717.00)	(16.74)
Provision for Workers' Profit participation (5%)	16,20,30,441.00	19,46,12,677.00	(3,25,82,236.00)	(16.74)
Associate company's profit	2,32,54,873.00	173,98,431.00	58,56,442.00	33.66
Profit before Income Tax	310,18,33,247.00	371,50,39,286.00	(61,32,06,039.00)	(16.51)
Provision for Income Tax	76,22,53,619.00	90,43,03,185.00	(14,20,49,566.00)	(15.71)
Profit after Income Tax	233,95,79,628.00	281,07,36,101.00	(47,11,56,473.00)	(16.76)
Earnings Per Share	21.19	25.45	(4.26)	(16.74)
Net Asset	18,507,893,043.00	1793,30,70,240.00	57,48,22,803.00	3.21
Net Asset Per Share	167.61	162.40	5.21	3.21

Operating income decreased in the financial year 2018-2019 compared to previous year as a result of decrease in sales volume as well as decrase in markating margin. The total expenditure in the fiscal year 2018-2019 increased by Tk 5.27 crores or 4.91% over the previous year. Expenses have increased due to inflation and other normal causes. Due to the reduction of operating income and the increase in expenditure, the profitability of the financial year has decreased by Tk 8.41 crore or 13.84% over the previous year. Other income decreased by Tk 56.75 crore in the year 2018-2019 as compared to 2017-2018 and as a result of this reduction, the net profit before provision for workers profit participition and wellfare fund for the year 2018-2019 has decreased by Tk 65.16 crore or 16.74% over the previous year. It should be noted that the annual results did not differ significantly with the quarterly financial results in the year under review.

The Pre-tax Net Profit for the year excluding the allocation of 5% for workers profit participition and wellfare fund and adding to the profit of associate company Omera Fuels Limited arrived at Tk.310.18 crores. Net Profit after Tax considering provision for income tax arrived at Tk.233.96 crores which is Tk 47.12 crore or 16.76% less than the previous year. Similarly, the Earnings Per Share (EPS) arrived at Tk 21.19 in the year 2018-2019 which is Tk 4.26 less than last year's Tk.25.45. On June 30, 2019 the company's Net Assets Value (NAV) per share rose to Tk 167.61, which is Tk 5.21 or 3.21% higher than previous years NAV of Tk.162.40 on June 30, 2018.







Transactions with related parties:

Transactions with related parties of Jamuna Oil Company Limited have been stated in the notes no. 2.10 and 34 to the audited financial statements for the year 2018-2019 enclosed herewith.

Investment:

Investment in Associate Company:

Jamuna Oil Company Limited signed a JV Agreement with Mobil South Asia Investments Limited with regard to formation of Mobil Jamuna Fuels Limited (MJFL) on 26 July, 1998 and attained partnership in the company. Jamuna Oil Company Limited invested a total tune of Tk. 8.77 Crore against 25% share in the company. Subsequently Mobil Jamuna Fuels Limited (MJFL) has been renamed as Omera Fuels Limited (OFL). The company (JOCL) has 25% ownership in Omera Fuels Limited (OFL) against investment of Tk. 8.77 Crore as 87,70,000 shares of Tk. 10.00 each. As per the proportional claim of a 25% stake in Omera Fuels Limited in the year under discussion, an investment of Tk.10.00 crore has been made for 50,00,000 shares of Tk 20 (with a premium of Tk 10) each. At the end of the year under review, total investment by the company in Omera Fuels Limited was Tk 18,33,45,533 (Notes to the Audited Accounts no: 5.3).

Investment in Omera Fuels Limited (OFL) has been accounted for under Equity Accounting Method in the year 2018-2019 under review considering OFL as associated company as Jamuna Oil Company Limited has 25% stake in OFL and participates in management decision making process. Omera Fuels Limited (OFL) earned net profit after tax of Tk.9,30,19,490.00 for the year ended on 30th June 2019 and hence 25% profit i.e. Tk.2,32,54,873.00 has been included with the profit of this company. Net Asset Value (NAV) of each share of OFL was Tk. 69.94 each as per audited financial accounts ended on 30th June, 2019. It is expected that JOCL will earn more profit from Omera Fuels Limited (OFL) in future.

Investment in Shares:

Jamuna Oil Company Limited signed a JV Agreement with Mobil South Asia Investments Limited with regard to formation of Mobil Jamuna Lubricants Limited (MJLL) on 26 July, 1998 and attained partnership in the company. Jamuna Oil Company Limited invested a total tune of Tk. 8.77 Crore against 25% shares in the company. Subsequently the company has been renamed as MJL Bangladesh Ltd. MJL Bangladesh Limited issued an IPO valued at Tk. 40.00 (forty) crore and was listed on the Dhaka and Chittagong Stock Exchange on September 2011. The shareholding position of the company at MJL Bangladesh Limited fell to 19.45% after the issue of shares of Tk. 40.00 (Tk.4,00,00,000 shares at a price of Tk.10 each) crore.

MJL Bangladesh Limited started commercial production on 08 May, 2003. Since inception to 30 June, 2019 JOCL earned cash dividend of Tk. 13,296.03 Lakh and 5,28,21,900 nos. bonus shares from MJL Bangladesh Ltd. On June 30, 2019 the total number of shares, including bonus shares, owned by the Jamuna Oil Company, stood at 6,16,21,900 shares of Tk. 10.00 each with a total market value of Tk.5,54,59,71,000.00 (market value of Tk.90.00 each as on 30-06-2019). MJL Bangladesh Limited approved 45% cash and 5% stock dividend for the financial year ended June 30, 2018. According to the declared dividends, the company has earned Tk. 26,40,93,858.00 as cash dividend and 29,34,376 bonus shares as stock dividends in the financial year 2018-2019. In addition, MJL Bangladesh Limited has announced a cash dividend of 45% for the financial year ending June 30, 2019. From this, the company will earn Tk. 27,72,98,550.00 as cash dividend in the financial year 2019-2020.





Share Capital Structure of the Company

TAKA

Authorized Capital:

30,00,00,000 ordinary shares of Tk. 10 each

Paid-Up Capital:

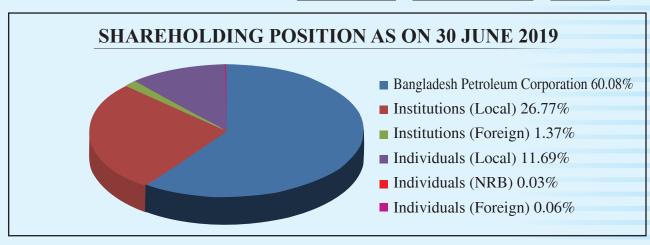
11,04,24,600 Ordinary Shares of Tk. 10 each

3,00,00,00,000.00

1,104,246,000.00

Classification of Shareholders:

	Shareholdii	ng position as on 30 June	2019
<u>Particulars</u>	No. of Share No. of Share		<u>%</u>
a) Bangladesh Petroleum Corporation	1	66,346,774	60.08
b) Institutions (Financial & Others)	291	31,072,221	28.14
Local	279	29,562,021	26.77
Foreign	12	1,510,200	1.37
c) Individuals	8,612	13,005,605	11.78
Local	8,543	12,909,001	11.69
Non-Resident Bangladeshi	55	63,928	0.06
Foreign	14	32,676	0.03
Total:	8,904	110,424,600	100



Financial Results & Appropriation:

a) Financial results:

Particular	2018-2019
Net Profit before Income Tax	310,18,33,247.00
Provision for Income Tax	76,22,53,619.00
Net Profit after Income Tax	233,95,79,628.00
Balance of undistributed profit of the previous year	27,17,03,962.00
Profit available for distribution	261,12,83,590.00

b) Recommendation for appropriation:

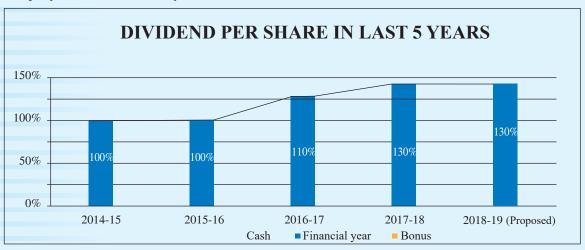
Particular	2018-2019
130% Cash Dividend on share capital of Tk.110,42,46,000.00	143,55,19,800.00
Undistributed balance carried forward	117,57,63,790.00
Total =	261,12,83,590.00





Dividend:

Reviewing the interests of honourable shareholders, current year's activities, future plans and capital expenditures, the Board of Directors recommended a cash dividend of 130% per share for the financial year 2018-2019 that is Tk.13.00 per share. The payment of dividend will require Tk.143,55,19,800.00 in the year 2019-2020. The Company has not declared any stock dividend as an interim dividend and will not declare in the future.

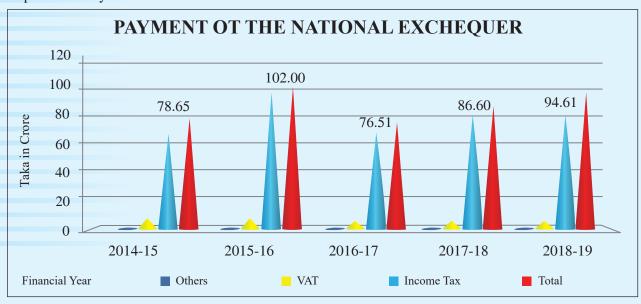


Payments to the Government Exchequer:

Item wise statement of contribution to government exchequer for the year 2018-2019 and 2017-2018 is as under:

		Taka III Dakii
Financial Year	2018-2019	2017-2018
Value Added Tax	710.11	563.07
Income Tax	8,532.18	7,910.65
Others	219.13	186.68
Total	9,461.42	8,660.40

During the year 2018-2019, the company deposited a total of Tk. 9,461.42 lakh in government exchequer as Value Added Tax (VAT), Income Tax and others. In the last 2017-2018 financial year the amount was Tk 8,660.40 lakh, which means that Taka 801.02 lakh has been deposited more in the National Treasury this year compared to last year.







Corporate Governance:

The company has been trying its best to improve the standard of corporate management by taking necessary steps. Jamuna Oil Company Limited is pledge bound to adopt necessary measures of good governance abiding by all prevailing rules & regulations and as consequence of these efforts, e-filing & e-tendering have been introduced under e-governance programme. As the Company is enlisted with Dhaka Stock Exchange Ltd. and Chittagong Stock Exchange Ltd., financial statements and shareholding report, have been submitted to the concerned authorities in time. Compliance Reports as per BSEC notification no. BSEC/CMR-RCD/2006-158/207/ADMIN/80 dated 03-06-2018 and other operational & financial information are attached herewith for your kind information (Annexure A, B, C, I-IV).

Corporate Social Responsibility:

Jamuna Oil Company Limited as a state company performs various social activities according to the corporate social responsibility (CSR) policy. The company has paid a total of Tk. 28,91,500.00 in various socio-cultural institutions, educational institutions, madrasas & mosques and charitable institutions under CSR activities during the financial year 2018-2019. Similar social responsibility activities will continue in the future.

Annual Performance Agreement (APA):

The management authority of the company always seeks to evaluate and enhance the overall performance of the company. Government performance management system has been introduced to evaluate the quality and quantitative performance. Under this, the annual performance agreement of this company has been executed with Bangladesh Petroleum Corporation and Bangladesh Petroleum Corporation with Energy and Mineral Resources Division. It is expected that the activities described in the executed agreement can be implemented efficiently and effectively. In order to implement the activities mentioned in the Annual Performance Agreement, the management authorities regularly organize internal meetings to review the progress and provide necessary guidance to all concerned. It is to be noted that the annual performance agreement executed at about 92.55% in the year 2018-2019.

National Integrity Strategy:

Under the government's directive, a coordinated action plan has been formulated to implement the national integrity strategy at the company level. An official has been appointed as the focal point for the implementation of the national integrity strategy. An integrity committee has been formed in the company to implement the national integrity strategy. Meetings have been conducted by focal point with participation of stakeholders. According to the provisions of the integrity award policy, 2017 a scheme has been adopted to award 1 person. In addition, other action plans, including e-governance, simplification of innovative initiatives and services, strengthening accountability, monitoring and evaluation are under the integrity strategy. The management authority of the company has provided all the necessary guidance for the proper implementation of the activities mentioned in the integrity strategy.

Officer Employee Relation:

During this year, the company maintained a cordial and peaceful environment for labour relations. According to the Bangladesh Labour Law, the workers' various demands are settled through bilateral agreements within two years. A bi-annual agreement has been signed between the Company Authority and the Jamuna Oil Company Labour Union for the years 2017 and 2018. The management authority of the company has always sought to take various measures to enhance the internal efficiency of the company's manpower, improve their performance and work environment. Due to the good relations between the officers and employees, the company will be able to make further progress in the future.

Human Resource Development:

Skilled, capable and dedicated human resources are very important for the development of the organization. The company has a number of skilled human resources to carry out comprehensive activities related to the distribution and marketing of fuel oil throughout the country, including fuel oil handling, storage, safety and security assurance. Other necessary steps have been taken including participation in training and workshops in the country and abroad to further improve the quality of human resources. This year, a total of 386 officers and





employees participated in various training and workshops in the country and abroad. In this regard, the officials of Japan Co-operation Centre, Petroleum (JCCP), Bangladesh Petroleum Institute, Industrial Relations Education (IRI) and a2i Program of the Hon'ble Prime Minister's Office made special contributions.

Environment Protection and welfare activities:

To protect the environment, trees have been planted at the company's main installations and depots. This year, various entertainment programs like picnic, sports, cultural events etc. have been organized. The company observes various national days sincerely. On the other hand, prizes were distributed among the children of the employees for good academic results to encourage them to do even better in future. Company authorities have always been vigilant to ensure that river pollution or any other type of environmental pollution does not occur as a result of fuel oil transport activities and has ensured infrastructural facilities.

Explanation Pertaining to Audit Report:

Joint external auditors put observations on 4 (four) nos. matters in their audit report for the year ended on 30th June 2019. The Board of Directors clarifications on the observations are given below for kind information of the shareholder.

Observations of Joint External Auditors	Clarification of Company Authority
1) To settle outstanding dues of Bangladesh Petroleum Corporation the Company encashed FDR with various banks prior to maturity incurring Loss of Interest to the tune of Tk. 171,481,506. The principal amount of FDR (encashed) was Tk. 2,100,000,000. Out of total loss of Tk. 171,481,506 an amount of Tk. 4,129,452 was accounted for as accrued interest during the year 2016-2017 and Tk. 75,625,000 during 2017-2018. Balance Tk.91,727,054 On account of 2018-2019 has not been taken into account. In consequence of such premature encashment Company's retained earnings was overstated during aforestated previous years by the amount of loss of interest income. (Note-5.2)	Bangladesh Petroleum Corporation's dues on fuel oils are due to be repaid on an emergency basis within 15-03-2019 and, due to lack of sufficient status as SND, all outstanding payments of BPCs have been made on the due date by encashing the fixed deposits before expiry. In this regard, the auditor commented on the loss of interest.
2) The Company's Trade Receivables are carried forward in the statement of financial position amounting to Tk. 1,722,013,356. Out of which Tk. 134,578,955, Tk. 50,100,405 and Tk. 5,770,737 remaining as receivable from Power Development Board, Bangladesh Chemical Industries Corporation and Chattogram City Corporation respectively since long time. The company made correspondences with parties to realise the outstanding balances but the amount are yet to be realized. (Note-8)	Company's joint auditors sent letters to various government and autonomous organizations to confirm balances lying on 30 June, 2019 but the parties have not yet confirmed the balances. Balances with sundry debtors are stated below. Name of Parties Bangladesh Power Development Board-Bangladesh Railway-Bangladesh Chemical Industries Corpn Defense- Chittagong Port Authority - Chattogram City Corporation-Balaka Filing Station- Coral Shipping Lines- Others- Total: Less: Provision for doubtful debts- Net Total: Amount (Taka) 13,45,78,955.00 13,45,78,955.00 5,01,00,405.00 12,92,19,697.00 5,01,00,405.00 12,92,19,697.00 4,43,71,237.00 5,770,737.00 4,43,71,237.00 174,94,567.00 172,77,97,682.00 All efforts to realize the outstanding balances through BPC are continuing. By this time amounting Taka 72,71,88,248.00 Taka 12,92,19,697.00 & Taka 35,36,07,669.00 have been realized from Bangladesh Railway, Chittagong Port Authority & Defense respectively. Now Taka 51,77,82,068.00 is





Observations of Joint External Auditors	Clarification of Company Authority
	outstanding after deducting total realized amount of taka 121,00,15,614.00. Money suit is pending with Rangpur district judge court against amount of Taka 4,43,71,237.00 lying with Balaka filing Station and also a Case against Coral Shipping Lines is pending in the high court to recover amount lying with them. All efforts are continuing to recover the outstanding amounts
3) Property, Plant and Equipment of Tk. 174,25,16,415 has carried forward without maintaining any comprehensive records. We could not obtain sufficient appropriate audit evidence relating to the location and existence of opening carrying amount of Property, Plant and Equipment. (Note-3.1)	A detailed schedule of fixed assets of the company has been produced to the external auditors but they demanded comprehensive register of fixed assets of the company. The company maintains assets card along with detailed schedule of fixed assets. In future necessary actions will be taken as per advice of the external auditors.
4) The Company has total 59.9703 acres of freehold land valued at BDT. 2,78,49,084, out of which land measuring 2.30 acres are yet to be registered in the name of the company. Out of the freehold land, land measuring 1.7116 acres possessed by Chittagong Dry Dock Ltd and 0.3859 acres of land acquired by the Chittagong Development Authority for constructing Airport road without payment of compensation to the company. The company has no agreement with Chittagong Dry Dock Ltd for using possession although the company sent several reminders to Chittagong Dry Dock Ltd. to execute lease agreement or to return the possession of the land. Eventually, the Company is deprived economic benefit that could have been generated from said asset (Note-3.2).	Registration of land measuring 2.30 acres is delaying due to misprinting of Dag No in the gazette notification for acquisition of land. Necessary steps have been taken to complete registration of the land by rectifying the Dag No in the gazette notification. The land is in the possession of the Company. Company owned land measuring 2.10 acres has been occupying and using by Chittagong Dry Dock Ltd. since long. Subsequently 1.7116 acres (74,558 sft.) of land has been found by physical measurement occupied by the Chittagong Dry Dock Ltd. Chittagong Dry Dock Ltd. paid full rent up to the year 2000 and partial rent for the period from 2001 to 2012 for using this land. The company communicated several times with Chittagong Dry Dock Ltd. to pay the outstanding rent and sign a lease agreement. Signing of lease agreements to settle the issue is under process. The remaining land measuring 0.3859 acres has been used by CDA for construction and extension of airport road and recovery of compensation from CDA is under process.

Audit Committee:

An audit committee was formed in accordance with the provisions of the Bangladesh Securities and Exchange Commission. The purpose of the formation of the Audit Committee is to develop the Company's internal financial control system and to inform the Board of Directors of the Company's updated financial information. Audit committee meetings were held to analyse the annual budget, quarterly and annual financial reports of the company, and such reports were presented by the audit committee to the company's board of directors. The Audit Committee has been given full authority to examine the financial and other matters of the Company. A total of 8 nos. meetings of the Audit Committee were held in this financial year. The meeting examines and reviews quarterly and annual final accounts, budgets and other matters. The audit committee report is included in the company's annual report.

Retirement and Nomination of Directors:

One third of the directors retire on the basis of seniority at the Annual General Meeting, in accordance with the rules of Articles 139, 140, 141 and 143 of this Company's Articles of Association. In this general meeting, Mr. Md. Samsur Rahman, Mr. Md. Sarwar Alam and Mr. Saifuddin Ahmed Bhuiyan will retire from the board of directors. Mr. Md. Shamsur Rahman, Mr. Md. Sarwar Alam and Mr. Saifuddin Ahmed Bhuiyan are eligible for re-election, so they are proposed to be re-elected.

According to Corporate Governance Code issued by Bangladesh Securities and Exchange Commission BSEC/C-MR-RCD/2009-193/217/Admin/90 Date: May 21, 2019, the position of shareholder director of the company has been vacated. The Board of Directors is in the process of filling the vacant post of shareholder director.





In accordance with section 1(2)(a) of Notification Number-BSEC/CMRRCD/2006-158/207/Admin/80 Date: 03-06-2018 issued as the Corporate Governance Code of Bangladesh Securities and Exchange Commission, Mr Md. Abdul Jalil Howlader has been appointed as the Independent Director by the Board of Directors to confirm the number of independent directors of the company. His appointment will be approved in the 44th Annual General Meeting.

Nomination and Remuneration Committee (NRC):

Formation of nomination and remuneration committee (NRC) as per corporate governance code of Bangladesh Securities and Exchange Commission (BSEC) notified vide notification no. BSEC/CMR-RCD/2006-158/207/ADMIN/80 dated 03-06-2018 about nomination of Directors and determination of remuneration is under process.

Appointment of Auditors:

Company's external Joint Auditors M/S Ahmed Zaker & Co. Chartered Accountants and M/S Hoda Vasi & Co. Chartered Accountants have retired in this Annual General Meeting. As they have not completed three years as auditors, they are eligible for re-appointment as the auditors of the company. The shareholders, therefore, have to approve re-appointment of external joint auditors of the company to hold the office until next Annual General Meeting.

Appointment of Professional for Certification on Compliance of Corporate Governance Code:

M/S Shafiq Basak & Co. Chartered Accountants appointed for certification on compliance of corporate governance code as per related clause of corporate governance code of Bangladesh Securities and Exchange Commission (BSEC) notified vide notification no. BSEC/CMRRCD/2006-158/207/ADMIN/80 dated 03-06-2018 for the year under review has expressed their willingness to be re-appointed for the year 2019-2020 at existing fees. The shareholders, therefore, have to approve re-appointment of M/S Shafiq Basak & Co. Chartered Accountants for certification on compliance of corporate governance code of the company to hold the office until next Annual General Meeting.

Development of ICT to build up Digital Bangladesh:

Installation of computerized automation system is going on to modernise the day to day activities and as a part to materialise the vision of Digital Bangladesh. Installation of network has been completed by this time for computerized accounting system and to bring other activities under networking system. Company's Head Office at Agrabad Chattogram, Main Installation at Patenga, Chattogram, and Regional Sales Office of Dhaka, Fatullah Depot, Daulatpur depot, Baghabari depot, Chandpur depot and Sylhet depot have come under this networking system. The processes are going on to bring all depots and all regional offices of Jamuna Oil Company Limited under the computerized networking system. The company has introduced e-filing and e-tendering under e-governance programme. The Company is now taking the advantages of internet system for its day to day business by using the internet at its Head Office in Chattogram, Liaison Office in Dhaka and different depots across the country. The company has a plan to introduce E-Commerce system in future. The Company has installed its own web-site and it is being updated regularly.

Development works in progress & future plans:

Company's operational capability and storage capacity have been increased by construction & renovation of storage tanks at various depots and by expanding other operational facilities keeping in view the increase of future demand. Four storied new Terminal Office Bhaban at Main Installation, Chattogram has been constructed. Two nos. (10000 M.Tons each) storage tanks' renovation and construction of generator room have been completed at Main Installation. Construction of one storage tank with capacity of 1500 M.Tons, substation room, main gate house, Security Post & Installation of 250 KVA Sub Station and boundary wall renovation have been completed at Sylhet Depot. Construction of office of The Chief Medical Officers, Ibadat Khana, and renovation of canteen and garage have been completed at head office. A Rest House on the Company's Mirpur plot has been constructed. A consultant has been appointed for Development and modernization of firefighting system at main installation, Chattogram. Railway siding renovation work has been completed at Daulatpur Depot. Fire hydration type firefighting system design, engineering, supply installation, testing and commissioning work have been completed at Fatulla Depot. Culverts and link roads have also been constructed at Fatulla





Depot. In addition, consultants have been appointed to manage Tanker, Tank lorry and Tank wagon loading-unloading and product delivery management activities at the Main Installation / Depots in mechanized and automated systems. Construction of the oil installation at Mongla, under the supervision of BPC, has been completed and the company has spent one-third of the cost.

At present the following development Project/Works are in progress:

lakh Taka.

Description	Cost
Jamuna Office Bhaban construction project, Dhaka (2 nd phase-3 rd to 20 th floor)	12,383.00
Construction of storage tank with capacity of 6750 M. Tons at Main Installation, Chattogram,	759.16
Renovation of storage tank with capacity of 8000 M. Tons at Main Installation, Chattogram,	160.00
The design, drawing and estimation of fireworks for modernization of the fire extinguisher at Main Installation, Chattogram,	34.99
Construction of generator room at Main Installation, main electrical switch and operator sitting room renovation work	58.99
Jetty Renovation work at Fatulla Depot	181.81
Construction and renovation of the boundary wall at Fatulla Depot	29.17
Renovation of old office building at Daulatpur Depot	45.18
Fire hydration type firefighting system design, engineering, supply, installation, testing and commissioning	186.84
work at Daulatpur depot.	
Installation of new 100 KVA diesel generator at Chandpur depot	19.90
Construction of Retaining Wall Cum Boundary Wall at Chandpur Depot	24.62
Construction of boundary wall at Chandpur depot.	27.24
Reconstruction of Jetty at Barishal Depot	195.86
Construction of Internal Road at Barishal Depot	81.65
Renovation of Jetty & construction of approach road at Baghabari Depot	33.30
Boundary wall construction and renovation work on newly leased land at Bhairab Bazar Depot	44.95
Installation of 100 KVA diesel generator at Bhairab Bazar Depot.	19.95
Installation of Semi Buried Horizontal Steel Storage Tank at Parbatipur Depot (For 1st Class Petroleum	36.67
Octane storage)	

Future planning:

- Installation of Six model petrol pumps on the occasion of the birth anniversary of Father of the Nation Bangabandhu Sheikh Mujibur Rahman.
- Construction of a storage tank with capacity of 13000 M.Tons tons at Main Installation to increase storage Capacity.
- ▶ Construction of a storage tank with capacity 7000 M.Tons tons at Fatulla Depot to increase storage capacity.
- ▶ Construction of dolphin oil/RCC Pucca jetty in place of pontoon jetty/LJ-3 at Main Installation, Potenga, Chattogram to increase operational capacity.
- Undertaking development projects for the management of mechanized and automated systems at Main Installation /Depots at tanker, tank lory and tank wagon loading-unloading and product delivery management activities.
- ▶ Implementation of financially viable projects on unused land at various places owned by the company.
- Construction of Depots by the river Sitolokshya at Rupgonj and at Potuakhali near paira port.
- Construction of permanent depot instead of Shachnabazar barge depot in Sunamgani.
- Construction of a full depot at a convenient location in Jhalakathi district by purchasing land instead of barge depot in Jhalakathi.
- Undertaking a project to set up a fully new depot at Bhairab Bazar.
- ▶ Automation of all regional offices/ depot fuel oil management, sales and accounting activities of the company.
- Modernization of firefighting facilities at Main Installations and Depots.
- ▶ Taking up development projects to utilize advanced information technology in the daily activities of the company.
- Establish and control modern security technology with all major depots to strengthen monitoring activities.

The Board of Directors hope that company's business activities and income will increase remarkably after implementation of development projects in progress and future plans, especially Jamuna Bhaban, Dhaka.





Risks and Challenges:

Demand for kerosene is steadily declining due to increased power supply. Due to the gradual increase in oil imports by the public / private power plants under their management, the use of LNG in power generation, Demand for Diesel and Furnace oil will decrease. The demand for Octane & Petrol may decrease due to increase the use of auto gas in transport. As the business of lube and grease, LPG and bitumen is increasing at the private level, the marketing of these products is facing a direct challenge. If the production, import & marketing of fuel oil are made open in private sector, company will face huge challenge in this business. However, in the context of continuous growth of economic activities of the country, it will be possible to tackle the marketing risk of the product by increasing the company's well-established sales network and applying appropriate strategies. Details about risk factors are stated in the note no 2.33 to the audited financial statements.

The company is financially solvent and hence there is no need to borrow. Besides, the financial position of the company is improving day by day and there is no need for working capital as the main marketable products supplied by BPC on credit. Products are sold subject to cash receipts and therefor the company has no risk of liquidity or debt. In addition, the risk of foreign exchange pricing is not applicable as the company does not import any products directly from abroad.

Future Prospect:

Many projects have already been implemented by the company, several development projects are under implementation and future plans for implementing more development projects have been undertaken. As a result the development of skill to operate the business & its scope of business will increase. In our country, the GDP rate is more than 8% which is increasing steadily, and as a result, economic activities and communication are increasing rapidly. With the improvement and modernization of the marketing network and the adoption of appropriate strategies, sales are expected to increase in the future. The company has plans to increase revenue in the future by taking necessary measures in the marketing of new conventional Auto Gas. It is expected that operating income of the company will increase in future by increasing other operating income including product handling. The implementation of the Jamuna office building construction project, Dhaka (2nd phase - 3rd to 20th floor) will increase rental income. Besides, the reserves of the company are gradually increasing and the financial position is improving day by day. With proper fund management returns from financial gains and income from investment are expected to increase day by day. As a result, there will be no problem in maintaining this company as a going concern.

Acknowledgement:

The Board of Directors is expressing gratitude to the esteemed shareholders for extending their whole hearted co-operation, advices and support. I, on behalf of the Board of Directors would like to take this opportunity to express gratitude and thanks to the Energy and Mineral Resources Division of the Ministry of Power, Energy and Mineral Resources including other ministries, Bangladesh Petroleum Corporation and its subsidiaries, Bangladesh Securities and Exchange Commission, Dhaka & Chattogram Stock Exchange, CDBL, the Joint Stock Companies & Firms, MJL Bangladesh Limited, Omera Fuels Limited, Banks and all other related Government, Semi-Government, related autonomous and Non-Government organizations for their continued support and assistance in achieving company's performance. I would like to express thanks and gratitude to all Dealers, Agent/Distributors and all other customers of the company for their valuable support and contribution.

I specially express thanks and congratulation to all employees of all levels of the company for their tireless hard work and sincere effort without which the success of the company could not be achieved. Finally, I express sincere gratitude to the valued shareholders for their support and confidence in the management of the company

In fine, I pray to Allah - the Almighty for day by day prosperity and development of Jamuna Oil Company Limited.

Thanks and gratitude to all of you once again. Allah Hafez

On behalf of the board

(MD. Shamsur Rahman)

Chairman





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

JAMUNA OIL COMPANY LIMITED

REPORT ON COMPLIANCE OF CORPORATE GOVERNANCE CODE UNDER CONDITION NO. 9

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

	e, 1969 is as follows:	Covert		
Condition No.		(Put ✓	in the	Remarks
ditio	Title		te column) Not	(if any)
Co		Complied	complied	
1	BOARD OF DIRECTORS			The JOCL Board is
1(1)	Size of the Board of Directors: The total number of members of a company's Board of Directors (hereinafter referred to as	✓		comprised of 10
1(1)	"Board") shall not be less than 5 (five) and more than 20 (twenty).	_ •		(Ten) Directors.
	Independent Directors			
1(2)	All companies shall have effective representation of independent directors on their Boards, so that the Board, as a group, includes core competencies considered relevant in the context of			
	each company; for this purpose, the companies shall comply with the following:-			There are two
1(2) (a)	At least one-fifth (1/5) of the total number of directors in the company's Board shall be			Independent Director in JOCL Board.
	independent directors; any fraction shall be considered to the next integer or whole number	✓		III V O O E BOULUI
1(2)(1)	for calculating number of independent director(s); For the purpose of this clause "independent director" means a director -			
1(2)(b)	who either does not hold any share in the company or holds less than one percent (1%) shares			The Independent
1(2)(b)(i)	of the total paid-up shares of the company;	✓		Directors have declared their compliances.
1(2)(b) (ii)	who is not a sponsor of the company or is not connected with the company's any sponsor or			
(2)(0) (11)	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	✓		Do
	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;			
1(2)(b) (iii)	who has not been an executive of the company in immediately preceding 2 (two) financial	1		Do
	years;	V		
1(2)(b) (iv)	who does not have any other relationship, whether pecuniary or otherwise, with the company	✓		Do
	or its subsidiary or associated companies;	•		
1(2)(b) (v)	who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or	✓		Do
	officer of any stock exchange;	·		
1(2)(b) (vi)	who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	✓		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	✓		The Independent Directors have
	internal audit services or audit firm conducting special audit or professional certifying			declared their
	compliance of this Code;			compliances.
1(2)(b) (viii)	who is not independent director in more than 5 (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	✓		Do
	any loan or any advance to a bank or a Non-Bank Financial Institution (NBFI); and	Ť		
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 and approved by the shareholders	✓		
	in the Annual General Meeting (AGM);			
1(2)(d)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days; and	✓		No vacancy occurred.
1(2)(e)	The tenure of office of an independent director shall be for a period of 3 (three) years, which			
	may be extended for 1 (one) tenure only: Provided that a former independent director may be considered for reappointment for another			
	tenure after a time gap of one tenure, i.e., three years from his or her completion of		OBASA	
	consecutive two tenures [i.e. six years]: Provided further that the independent director shall not be subject to retirement by rotation as	✓ (Chartered	Do
	Provided further that the independent director shall not be subject to retirement by rotation as per the কোম্পানী আইন, ১৯৯৪ (১৯৯৪ সনের ১৮ নং আইন)(Companies Act, 1994).		Accountants	
	Explanation: For the purpose of counting tenure or term of independent director, any partial	(*	
	term of tenure shall be deemed to be a full tenure.			





Condition No.	Title	(Put ✓ appropria	ice status in the te column)	Remarks (if any)
		Complied	complied	
1(3) 1(3)(a)	Qualification of Independent Director Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to the business;	✓		The qualifications and background of Independen Director's justify their abilities as such.
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			N/A
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 Explanation: Top level executive includes Managing Director (MD) or Chief Executive Officer (CEO), Additional or Deputy Managing Director (AMD or DMD), Chief Operating Officer (COO), Chief Financial Officer (CFO), Company Secretary (CS), Head of Internal Audit and Compliance (HIAC), Head of Administration and Human Resources or equivalent positions and same level or ranked or salaried officials of the company.	√		
1(3)(b)(iii)	Former official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or Law; or	✓		
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or	✓		
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 Chartered Management Accountant or Chartered Secretary or equivalent qualification;	✓		
1(3)(c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	✓		
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.			N/A
1(4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Execu	utive Officer	r	
1(4)(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	✓		
1(4)(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	✓		
1(4)(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	✓		
1(4)(d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;	✓		
1(4)(e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from nonexecutive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		
1(5)	The Directors' Report to Shareholders The Board of the company shall include the following additional statements or disclosures in 184 of the Companies Act, 1994 (Act No. XVIII of 1994):-	the Directo	rs' Report p	repared under section
1(5)(i)	An industry outlook and possible future developments in the industry;	✓		
1(5)(ii)	The segment-wise or product-wise performance;	✓		
1(5)(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	✓		
1(5)(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	✓		
1(5)(v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);	(B)	157	No such event occurred during the reporting period
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;	Chart		A statement of all related party transaction is disclosed under Notes to the Financial Statements no. 34





Condition No.	Title	(Put ∨	nce status in the te column)	Remarks
Cond		Complied	Not complied	(ii any)
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;			N/A
1(5)(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.;			N/A
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;	✓		
1(5)(x)	A statement of remuneration paid to the directors including independent directors;	✓		Disclosed under Notes to the Financial Statements no. 30
1(5)(xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;			
1(5)(xii)	A statement that proper books of account of the issuer company have been maintained;	1		
1(5)(xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;			
1(5)(xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;			
1(5)(xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	✓		
1(5)(xvi)	A statement that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress;			
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;			No Significant doubts have occurred.
1(5)(xviii)	An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	✓		
1(5)(xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	✓		
1(5)(xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;			N/A
1(5)(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	✓		
1(5)(xxii)	The total number of Board meetings held during the year and attendance by each director;	✓		
1(5)(xxiii)	A report on the pattern of shareholding disclosing the aggregate number of shares (a below) held by:-	long with 1	name-wise o	letails where stated
1(5)(xxiii)(a)	Parent or Subsidiary or Associated Companies and other related parties (name-wise details);	√		
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details);	✓		
1(5)(xxiii)(c)	Executives; and	✓		
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details); Explanation: For the purpose of this clause, the expression "executive" means top 5 (five) salaried employees of the company, other than the Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer and Head of Internal Audit and Compliance.			No Shareholders holding ten percent (10%) or more votes interest.
1(5)(xxiv)	In case of the appointment or reappointment of a director, a disclosure on the following	informatio	n to the sha	reholders:-
1(5)(xxiv)(a)	·	√		
1(5)(xxiv)(b)		√		
1(5)(xxiv)(c)	names of companies in which the person also holds the directorship and the membership of committees of the Board;	√	- £ 4l.	
1(5)(xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed operations along with a brief discussion of changes in the financial statements, among of the control of th	thers, focusi	of the com	pany's position and
1(5)(xxv)(a)	accounting policies and estimation for preparation of financial statements;	√ (§	Chartered	
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;	✓	Accountants	





Condition No.	Title	Compliance status (Put √in the appropriate column)		Remarks
Condit		Complied	Not complied	(if any)
1(5)(xxv)(c)	comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	✓		
1(5)(xxv)(d)	compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	✓		
1(5)(xxv)(e)	briefly explain the financial and economic scenario of the country and the globe;	✓		
1(5)(xxv)(f)	mitigation plan of the company; and	✓		
1(5)(xxv)(g)	position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	✓		
1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A ; and	✓		
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C .	✓		
1(6)	Meetings of the Board of Directors The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.	√		
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Office	r		
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 company has laid down a detailed Code of Conduct.
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.	√		
2.	Governance of Board of Directors of Subsidiary Company			
2(a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;			JOCL does not have any subsidiary company.
2(b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;			N/A
2(c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;			N/A
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;			N/A
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.			N/A
3.	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO (HIAC) and Company Secretary (CS)	J), Head of	Internal Au	idit and Compliance
3(1)	Appointment The Percel shall require a Managine Director (MD) on Chief Franctice Office (CFO) of			
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	✓		
3(1)(b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	✓		
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time;	✓		
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	✓		
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).	√		
3(2)	Requirement to attend Board of Directors' Meetings The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board: 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.			





Condition No.	Title	(Put √	nce status in the te column)	Remarks (if any)
ondi		Complied	Not	(II any)
3(3)	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financi	1	complica	
	The MD or CEO and CFO shall certify to the Board that they have reviewed financial		10)	
3(3)(a)	statements for the year and that to the best of their knowledge and belief:	✓		
3(3)(a)(i)	These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	✓		
3(3)(a)(ii)	These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	✓		
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;			
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report	1		
4.	Board of Directors' Committee	· · ·		
	For ensuring good governance in the company, the Board shall have at least following sub-co	mmittees:		
4(i)	Audit Committee; and	√		
4(ii)	Nomination and Remuneration Committee.	1		
5.	Audit Committee			
5(1)	Responsibility to the Board of Directors.			
5(1)(a)	The company shall have an Audit Committee as a subcommittee of the Board;	1		
5(1)(b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect			
	true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	·		
5(1)(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	✓		
5(2)	Constitution of the Audit Committee			
5(2)(a)	The Audit Committee shall be composed of at least 3 (three) members;	√		
5(2)(b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one)			
	independent director;			
5(2)(c)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience; Explanation: The term "financially literate" means the ability to read and understand the	√		
	financial statements like statement of financial position, statement of comprehensive income, statement of changes in equity and cash flows statement and a person will be considered to have accounting or related financial management expertise if he or she possesses professional qualification or Accounting or Finance graduate with at least 10 (ten) years of corporate management or professional experiences.			
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;	v		The board have appointed members in due time and no vacancy occurred.
5(2)(e)	The company secretary shall act as the secretary of the Committee;	√		
5(2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	✓		
5(3)	Chairperson of the Audit Committee			
5(3)(a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	✓		
5(3)(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.			
5(3)(c) 5(4)	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. Meeting of the Audit Committee	,	OBAS	
			Chartered	
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;	✓ (T)	Accountants	



Condition No.	Title	Compliance status (Put √in the appropriate column)		Remarks
ondi		Complied		(if any)
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.	√	complica	
5(5)	Role of Audit Committee The Audit Committee shall:-			
5(5)(a)	Oversee the financial reporting process;	✓		
5(5)(b)	monitor choice of accounting policies and principles;	✓		
5(5)(c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	√		
5(5)(d)	Oversee hiring and performance of external auditors;	√		
5(5)(e)	Hold meeting with the external or statutory auditors for review of the annual financial	√		
	statements before submission to the Board for approval or adoption;			
5(5)(f)	Review along with the management, the annual financial statements before submission to the Board for approval;	√		
5(5)(g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	✓		
5(5)(h)	Review the adequacy of internal audit function;	√		
5(5)(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report;	\checkmark		
5(5)(j)	Review statement of all related party transactions submitted by the management;	\checkmark		
5(5)(k)	Review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	✓		
5(5)(1)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	✓		
5(5)(m)	Oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission: 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.			No such inciden took place
5(6)	Reporting of the Audit Committee			
5(6)(a)	Reporting to the Board of Directors			
6(6)(a)(i)	The Audit Committee shall report on its activities to the Board.	✓		
6(6)(a)(ii)	The Audit Committee shall immediately report to the Board on the following findings, if	any:-		
5(6)(a)(ii)(a) 5(6)(a)(ii)(b)	Report on conflicts of interests; Suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;			N/A N/A
5(6)(a)(ii)(c)	suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and			N/A
5(6)(a)(ii)(d)	any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;			N/A
5(6)(b)	Reporting to the Authorities:			
	If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.			No such matter to report on.
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			N/A
	$Chair person of the \ Audit \ Committee \ and \ disclosed \ in \ the \ annual \ report \ of \ the \ issuer \ company.$			
5.	Nomination and Remuneration Committee (NRC)	1/2/	101	
5(1)	Responsibility to the Board of Directors	(O)		
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a subcommittee of the Board;	Char Accou	1 10 11 1	Under process





Condition No.	Title		in the te column)	Remarks (if any)		
Com		Complied	Not complied	• • • • • • • • • • • • • • • • • • • •		
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;		•	Under process		
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).			Under process		
5(2)	Constitution of the NRC					
6(2)(a)	The Committee shall comprise of at least three members including an independent director;			Under process		
6(2)(b)	All members of the Committee shall be non-executive directors;			Under process		
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board;			Under process		
5(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;			Under process		
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;			Under process		
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;			Under process		
6(2)(g)	The company secretary shall act as the secretary of the Committee;			Under process		
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;			Under process		
5(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.			Under process		
5(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;			Under process		
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;			Under process		
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders: Provided that in absence of Chairperson of the NRC, any other member from the NRC shall be selected to be present in the annual general meeting (AGM) for answering the shareholder's queries and reason for absence of the Chairperson of the NRC shall be recorded in the minutes of the AGM.			Under process		
5(4)	Meeting of the NRC					
6(4)(a)	The NRC shall conduct at least one meeting in a financial year;			Under process		
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;			Under process		
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);			Under process		
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC			Under process		
5(5)	Role of the NRC					
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;			Under process		
6(5)(b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board: formulating the criteria for determining qualifications, positive attributes and independence of			Under process		
6(5)(b)(i)	a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:			Under process		
6(5)(b)(i)(a)	motivate suitable directors to run the company successfully;			Under process		
(5)(L)(;)(L)	the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and		BAS	Under process		
6(5)(b)(i)(b) 6(5)(b)(i)(c)	remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals; devising a policy on Board's diversity taking into consideration age, gender, experience,	TA E	Chartered Accountants	Under process		





Condition No.	Title		in the te column)	Remarks (if any)	
Conc		Complied	Not complied	(
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;			Under process	
6(5)(b)(iv)	formulating the criteria for evaluation of performance of independent directors and the Board;			Under process	
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			Under process	
6(5)(b)(vi)	developing, recommending and reviewing annually the company's human resources and training policies;			Under process	
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.			Under process	
7.	External or Statutory Auditors.		C 41		
7(1)	The issuer company shall not engage its external or statutory auditors to perform the following	g services of	tne compar	The Statutory Auditor has	
7(1)(i)	appraisal or valuation services or fairness opinions;	√		declared their compliances.	
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.	✓		Do	
8.	Maintaining a website by the Company				
8(1)	The company shall have an official website linked with the website of the stock exchange.	✓			
8(2)	The company shall keep the website functional from the date of listing.	✓			
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓			
9.	Reporting and Compliance of Corporate Governance				
9(1)	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	√		Proper certification has been obtained from M/s. Shafiq Basak & Co. Chartered Account- ants for the period from 1st July, 2018 to 30th June, 2019	
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.	1		Recommended the professional for due appointment by the shareholders in 44th 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.	Chart Accou	1601	Status of Compliance will be published with the Director's Report as required.	





ANNEXURE-I:

Compliances about Financial Statements

The financial statements of the company present a true and fair view of the company's state of affairs, result of its operations, changes in equity and cash flows.

Proper books of accounts as required by law have been maintained.

Appropriate accounting policies have been followed in formulating the financial statements and accounting estimates were reasonable and prudent.

The financial statements were prepared in accordance with International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS).

The Internal Control System is sound in design and effectively implemented and monitored.

There are no significant doubts upon the company's ability to continue as a going concern.

Minority shareholders have been protected from abusive action by or in the interest of controlling shareholders acting either directly or indirectly and have effective means of redress.

ANNEXURE-II:

The number of board meeting and the attendance of Directors during the year 2018-2019 were as follows:

Name of Directors	Position	Meeting held	Attended
Mr. Md. Akram Al Hossain	Chairman	02	02
Mr. Md. Shamsur Rahman	Chairman	09	09
Mr. Shankar Prasad Dev	Independent Director	11	09
Mr. Md. Abdur Razzaque	Director	10	09
Mr. Md. Sarwar Alam	Director	11	11
Mr. A. Khaleque Mullick	Director	11	08
Mr. Md. Abu Yousuf Miah	Director	11	11
Mr. Mozammel Haque Bhuiyan	Shareholder Director	11	10
Mr. Saifuddin Ahmed Bhuiyan	Director	11	08
Mr. Md. Abdul Jalil Howladar	Independent Director	03	03
Mr. Md. Manjurul Hafiz	Director	01	01
Mr. Md. Quamrul Hasan	Managing Director	02	02
Mr. Md. Gias Uddin Ansary	Managing Director	09	09





ANNEXURE-III:

(i) Pattern of shareholding as on 30 June, 2019

<u>S1.N</u>	o. Shares held by	<u>No.</u>	of share	<u>%</u>	Remarks					
A	. Bangladesh Petroleum Corporation	6,6	3,46,774	60.08	Jamuna Oil Company Ltd. is a subsidiary company of Bangladesh					
В	3. Institutions	3,1	0,72,221	28.14	Petroleum Corporation.					
C	C. Individuals		0,05,605 4,24,600	11.78 100.00						
(ii)		Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer (CFO), Head of Internal Audit and their spouses:								
	Directors: Mr. Md. Shamsur Rahman Mr. Shankar Prasad Dev Mr. Md. Sarwar Alam Mr. Md. Abu Yousuf Miah Mr. A. Khaleque Mullick Mr. Md. Manjurul Hafiz Mr. Saifuddin Ahmed Bhuiyan Mr. Md. Abdul Jalil Howladar Mr. Mozammel Haque Bhuiyan Mr. Md. Gias Uddin Ansary Chief Executive Officer and his s Mr. Md. Gias Uddin Ansary Company Secretary and his spou Mr. Md. Nazmul Hoque CFO and their spouses & minor of Mr. Md. Nazmul Hoque Head of Internal Audit and his sp	ses & minor children	- - - - - - -							
(iii)	Mr. Mohammed Khasru Azad Executive (Top five salaried persor 1. Mr. Md. Ayub Hossain 2. Mr. Q. M. Monzur Rahman 3. Mr. Md. Jashim Uddin 4. Mr. Ahmed Noor 5. Mr. Md. Masud Karim	other then CEO,CFO,CS GM (Marketing) GM (Operations) DGM (Operations) DGM (Sales) DGM (HR, MIS & IT)	- 5,HIA) - - - - -		- - - -					
(iv)	Shareholder having ten percent (interest in the company: Bangladesh Petroleum Corporatio		6,63,46,7	774 60).08%					





<u>ANNEXURE – IV :</u> <u>IMPORTANT OPERATIONAL & FINANCIAL DATA</u>

Particulars	2018-2019	2017-2018	2016-2017	2015-2016	2014-2015
CORPORATE OPERATIONAL RESULT					
Product Handling: Quantity (Lac Metric Ton)	17.47	18.34	16.68	16.05	16.34
Net Earnings on Petroleum Products (Lac Tk.)	13,067.52	13,409.62	12,414.84	8,719.96	17,329.92
Other Operating Income "	3,430.23	3,402.59	3,971.47	4,958.08	4,120.59
Overheads/Expenses "	11,261.78	10,734.99	13,217.74	10,374.97	9,783.69
Operating Profit/(Loss)	5,235.97	6,077.22	3,168.57	3,303.07	11,666.82
Other Income "	27,170.12	32,845.32	28,194.35	24,079.64	19,903.98
Net Profit/(Loss) before WPP & WF ''	32,406.09	38,922.54	31,362.92	27,382.71	31,570.80
Contribution to WPP & WF	1,620.30	1,946.13	1,568.15	1,369.14	1,578.54
Share of profit of associates (Net of tax) ''	232.55	173.98			
Profit/(Loss) before Tax	31,018.34	37,150.39	29,794.77	26,013.57	29,992.26
Provision for Income Tax "	7,622.54	9,043.03	7,368.66	6,423.36	7,460.38
Net Profit after Tax "	23,395.80	28,107.36	22,426.11	19,590.21	22,531.88

						۱
KEY FINANCIAL INFORMATION						
Paid-up Capital (Fig. in Lac Taka)	11,042.46	11,042.46	11,042.46	11,042.46	11,042.46	
Number of Shares (Fig. in Lac Shares)	1,104.25	1,104.25	1,104.25	1,104.25	1,104.25	
Net Assets/Shareholders Fund (Fig. in Lac Tk.)	185,078.93	179,330.70	184,384.73	158,387.89	150,997.88	
Net Assets Per Share (Taka)	167.61	162.40	166.98	143.44	136.74	
Earning Per Share (Taka)	21.19	25.45	20.31	17.74	20.40	
Dividend Per Share – Cash (Taka)	13.00	13.00	11.00	10.00	10.00	
- Stock	-	-	-	-	-	
Current Assets (Fig. in Lac Taka)	394,025.61	429,013.76	440,086.82	339,438.10	283,599.61	
Current Liabilities (Fig. in Lac Taka)	262,494.62	371,544.37	397,999.42	375,050.36	259,897.30	l
Current Ratio	1.50	1.15	1.11	0.91	1.09	
Return on Shareholders' Funds (%)	12.64	15.67	14.16	12.97	18.94	
TOTAL HUMAN RESOURCES	507	522	533	540	559	ŀ
Executive & Officers	123	131	134	125	130	
Staff & Workers	384	391	399	415	429	





নির্মাণাধীন যমুনা ভবন কাওরান বাজার, ঢাকা।



যমুনার মিরপুরস্থ রেস্ট হাউস।

কোম্পানির পরিচালনা পর্ষদ কর্তৃক অনুষ্ঠিত বোর্ড সভা।







পরিচালনা পর্যদের নবনিযুক্ত পরিচালক জনাব মোল্লা মিজানুর রহমান কে বরণ।

পরিচালনা পর্যদের নবনিযুক্ত পরিচালক জনাব মোঃ মঞ্জুরুল হাফিজ কে বরণ।





পরিচালনা পর্ষদের নবনিযুক্ত পরিচালক জনাব রোকন-উল-হাসান কে বরণ।





৪৩তম বার্ষিক সাধারণ সভায় সম্মানিত পরিচালকবৃন্দ।



৪৩তম বার্ষিক সাধারণ সভায় চেয়ারম্যান মহোদয় বক্তব্য রাখছেন।

৪৩তম বার্ষিক সাধারণ সভায় উপস্থিত শেয়ারহোল্ডারবৃন্দের একাংশ।

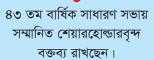








৪৩ তম বার্ষিক সাধারণ সভায় উপস্থিত শেয়ারহোল্ডারগণের নিবন্ধন কার্যক্রমের একাংশ।







৪৩ তম বার্ষিক সাধারণ সভায় সম্মানিত শেয়ারহোল্ডার কর্তৃক সিদ্ধান্ত গ্রহণে প্রস্তাব ও সমর্থন।



বিজয় দিবসের অনুষ্ঠানে
মাননীয় শিক্ষা উপমন্ত্রী জনাব
মহিবুল হাসান চৌধুরী এম.পি এর নিকট
হতে যমুনা অয়েল কোম্পানী লিমিটেড
এর পক্ষে ক্রেস্ট গ্রহণ করছেন কোম্পানির
ডিজিএম (এইচআর)
প্রকৌশলী জনাব মো: মাসুদ করিম।





যমুনা অয়েল কোম্পানী লিমিটেড কর্তৃক আয়োজিত জাতির জনক বঙ্গবন্ধু শেখ মুজিবুর রহমান এর ৪৪তম শাহাদাত বার্ষিকী উপলক্ষে মিলাদ ও দোয়া মাহফিল।

বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন ও যমুনা অয়েল কোম্পানী লিমিটেড এর মধ্যে বার্ষিক কর্মসম্পাদন চুক্তি (এপিএ) স্বাক্ষর অনুষ্ঠান।





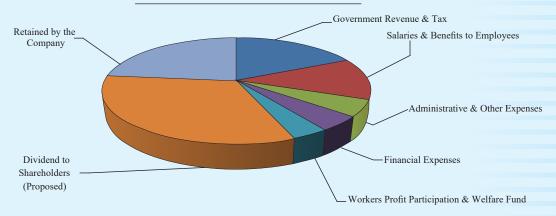


Value Added Statement

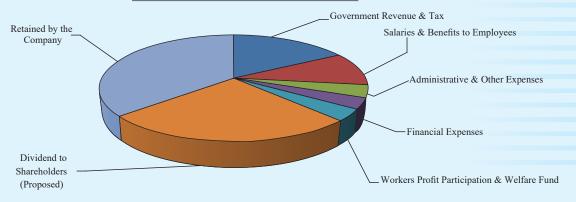
For the year ended 30 June 2019

	Taka in Lakh			
	2018-2019		2017-2018	
Value Added - Net Earning on Petroleum Products & Others	43,900.42	100.00	49,831.51	100.00
APPLICATIONS:				
Government Revenue & Taxes	7,885.06	17.96	9,271.69	18.61
Salaries & Benefits to Employees	5,602.27	12.76	5,624.64	11.29
Administrative & Other Expenses	2,208.84	5.03	2,044.20	4.10
Financial Expenses	2,038.30	4.65	1,810.04	3.63
Workers Profit Participation & Welfare Fund	1,620.30	3.69	1,946.13	3.90
Dividend to Shareholders (Proposed)	14,355.20	32.70	14,355.20	28.81
Retained by The Company	10,190.45	23.21	14,779.61	29.66
	43,900.42	100.00	49,831.51	100.00

Value Added for The Year 2018-2019



Value Added for The Year 2017-2018







AUDIT COMMITTEE'S REPORT

An Audit Committee Comprising of the following members of the Board of Directors was formed in compliance with the Bangladesh Securities & Exchange Commission Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3 June, 2018:-

Members of the Audit Committee

Mr. Shankar Prasad Dev, Independent Director	 Chairman
Mr. Md. Monjurul Hafiz, Director	 Member
Mr. Md. Rokon-Ul-Hasan, Director	 Member
Mr. Md. Nazmul Hoque, Company Secretary	 Secretary

The purpose of the Audit Committee is to ensure and to improve the adequacy of internal control system and provide the update information to the Board of Directors. The committee is empowered to examine the matter relating to the financial and other affairs of the Company.

The terms of reference of the Audit Committee cover all matters specified under clause-5(5) of the Bangladesh Securities and Exchange Commission Notification dated 03 June 2018, which also includes the following:-

- (a) Oversee the financial reporting process;
- (b) monitor choice of accounting policies and principles;
- (c) monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;
- (d) oversee hiring and performance of external auditors;
- (e) hold meeting with the external of statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;
- (f) review along with the management, the annual financial statements before submission to the Board for approval;
- (g) review along with the management, the quarterly and half yearly financial statements before submission to the Board of approval;
- (h) review the adequacy of internal audit function.
- (i) review the Management's discussion and analysis before disclosing in the Annual Report;
- (j) review statement of all related party transactions submitted by the management;
- (k) review Management Letters of Letter of Internal Control weakness issued by statutory auditors;
- (1) oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evalute the performance of external auditors; and

The Audit Committee carried out their responsibilities as per the above BSEC's Notification and submitted their report to the Board of Directors.

(Shankar Prasad Dev)

Chairman Audit Committee





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INDEPENDENT AUDITORS' REPORT To the Shareholders of JAMUNA OIL COMPANY LIMITED

Report on the Audit of the Financial Statement

We have audited the accompanying Statement of Financial Position of the JAMUNA OIL COMPANY LIMITED, as at 30 June 2019 and the related Statement of Profit or Loss and Other Comprehensive Income, Statement of Cash Flows and the Statement of Changes in Equity for the year then ended together with the notes numbering 01 to 39 annexed thereto.

Qualified Opinion

In our opinion, except for the possible effect of the matters described in the Basis of Qualified Opinion paragraph, the financial statement, prepared in accordance with International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS), give a true and fair view of the state of the Company's affairs as at 30 June 2019 and of the results of its operations and its cash flows for the year then ended and comply with the Companies Act 1994, Securities and Exchange Rules 1987 and other applicable laws and regulations.

Basis for qualified opinion

- 1) To settle outstanding dues of Bangladesh Petroleum Corporation the Company encashed FDR with various banks prior to maturity incurring Loss of Interest to the tune of Tk.171,481,506. The principal amount of FDR (encashed) was Tk.2,100,000,000. Out of total loss of Tk.171,481,506 an amount of Tk. 4,129,452 was accounted for as accrued interest during the year 2016-17 and Tk.75,625,000 during 2017-18. Balance Tk. 91,727,054 on account of 2018-19 has not been taken into account. In consequence of such premature encashment Company's retained earnings was overstated during afforested previous years by the amount of loss of interest income.(Note-5.2)
- 2) The Company's Trade Receivables are carried forward in the statement of financial position amounting to Tk.1,722,013,356. Out of which Tk.134,578,955, TK.50,100,405 and TK.5,770,737 remaining as receivable from Power Development Board, Bangladesh Chemical Industries Corporation and Chattogram City Corporation respectively since long time. The company made correspondences with parties to realize the outstanding balances but the amount are yet to be realized. (Note-8)
- 3) Property, Plant and Equipment of Tk.1,742,516,415 has carried forward without maintaining any comprehensive records. We could not obtain sufficient appropriate audit evidence relating to the location and existence of opening carrying amount of Property, Plant and Equipment. (Note-3.1)
- 4) The Company has total 59.9703 acres of freehold land valued at BDT.2,78,49,084, out of which land measuring 2.30 acres are yet to be registered in the name of the company. Out of the freehold land, land measuring 1.7116 acres possessed by Chittagong Dry Dock Ltd and 0.3859 acres of land acquired by the Chittagong Development Authority for constructing Airport road without payment of compensation to the company. The company has no agreement with Chittagong Dry Dock Ltd for using possession although the company sent several reminders to Chittagong Dry Dock Ltd. to execute lease agreement or to return the possession of the land. Eventually, the Company is deprived of economic benefit that could have been generated from said asset (Note-3.2)



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Emphasis of Matters

Without qualifying our opinion, we draw attention to the following:

- i) No balance confirmation certificate has returned by the related party to verify the amount of BDT. (20,558,964,631) of related party balance. (Note 34.00)
- ii) The company operates an unfunded Gratuity Scheme for the permanent employees in accordance with gratuity rules. The gratuity liability as on 30 June 2019 stand at TK. 863,750,437. Although the company is fully covered as far as risk is concerned the provision has not been created is accordance with Actuarial computation as required by IAS-19. (Note 14.00)
- iii) As per The Bangladesh Labour Act, 2006 (amended in 2013), section 234 sub-section (1) clause (b), requires a company pay five percent (5%) of the net profit before WPPF of the previous year at the proportion of 80:10:10 to respectively the Participation Fund, Welfare Fund and Workers Welfare Foundation Fund. During the company has paid to the Participation Fund and Welfare Fund only but the company has not paid to Workers Welfare Foundation Fund amount since long. (Note -16.2.1)

Key Audit Matters

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

	Revenue Recognition						
	Refer	Refer to note 20 and 21					
1 The Key Audit Matter		The Key Audit Matter	How our audit addressed the key audit matters				
		We identified revenue recognition as a key audit matter because revenue is one of the key performance indicators of the Company and therefore there is an inherent risk of manipulation of the timing of recognition of revenue by management to meet specific targets or expectations. We focused on the proper cut-off of sales to the Company's customers due to the fact that the documents of confirming the acceptance of the products (HOBC,MS,SKO,HSD,FO,JBO,LP Gas, Lubricants, Bitumen etc.) were provided by numerous dealers/ customers based in different Depots. There is a risk of differences between the timing of acceptance of the products by the Company's customers and when revenue was recorded. Accordingly, there could be potential misstatements that these revenue transactions are not recognized in the proper reporting periods.	We have tested the design and operating effectiveness of key controls focusing on the following: • We conducted substantive testing of revenue recorded over the year using sampling techniques, by examining the relevant supporting documents including sales invoices and challans. • We have checked the Govt. gazette regarding sales price and commission thereon with DO, invoice and party ledger to confirm the Net Earnings during the year. • Furthermore, we tested the sales transactions' recognized shortly before and after the reporting date.				





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	irment of Property Plant and Equipment	
Refer 2	The Key Audit Matter	How our audit addressed the key audit matters
	 The company has a large number of property, plant and equipment items. Due to latest improved technology and time obsolescence the impairment may exists. Management has concluded that there is no impairment in respect all assets. This conclusion require significant management judgment. Hence we considered this to be key audit matter 	 Our audit procedure in this area included among others; Assessing the consistency of methodologies use for depreciating the assets; Checking on a sample basis, the accuracy and relevance of the accounting of PPE by management; and For selected samples, performing physical observation to assess management's determination on whether the equipment is obsolete, and testing the assumptions used in estimating recoverable amount, such as estimated useful life and replacement cost. Examine management's periodic review of property, plant and equipment for determination of impairment and
Moos	gurement of Deferred Tax	obsolescence.
	to note 15	
3	The Key Audit Matter	How our audit addressed the key audit matters
	The Company recognizes deferred taxes relating to property, plant and equipment, investment in Quoted Share and associates, employee benefits etc. which are very complex in nature. As such accounting for deferred taxes involves management judgment in developing estimates of tax exposures and contingencies in order to assess the adequacy of tax provision. Hence, we considered this to be a key audit matter.	 Our audit procedures in this area included, among others. Assessed the design, implementation and operating effectiveness of key controls in respect of the Company and the process of recognition of deferred taxes. Using our own tax specialists to evaluate the tax bases and Company tax strategy. Assessed the accuracy and completeness of deferred tax, and Evaluating the adequacy of the financial statements disclosures, including disclosures of assumptions, judgments and sensitivities. We involved tax specialists to assess key assumptions, control recognition





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Valua	tion of Inventory						
Refer to note 7							
4	The Key Audit Matter How our audit addressed the key audit matters						
	The company have inventory of BDT 10,594,828,067 at 30 June 2019, held in numerous depot. Inventories are valued at the lower of cost and net realizable value	We challenged the appropriateness of management's assumptions applied in calculating the value of the inventory provisions by: • Evaluating the design and implementation of key inventory controls operating across the company.					
		• Attending inventory counts and reconciling the count results to the inventory listing to test the completeness of data					

Information Other than the Financial Statement and Auditors' Report Thereon

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

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

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

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

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

Management is responsible for the preparation of the financial statement that give a true and fair view in accordance with IFRSs, the Companies Act, 1994, the Securities and Exchange Rules, 1987, 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 statement, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditors' Responsibilities for the Audit of the Financial Statement

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

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional



JAMUNA OIL COMPANY LIMITED যমুনা অয়েল কোম্পানী লিমিটেড

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skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statement, 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 the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.
- If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as going concern.
- Evaluate the overall presentation, structure and content of the financial statement, including the disclosures, and whether the financial statement represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statement. We are responsible for the direction, supervision and performance of the Company'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 financial statement of the current period and are therefore the key audit matters. We described these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

a) we have obtained all the information and explanations which to the best of our knowledge and belief were





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necessary for the purposes of our audit and made due verification thereof;

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

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Chattogram, 14 November, 2019





Jamuna Oil Company Limited Statement of Financial Position As at 30 June 2019

	Note(s)	30 June 2019	30 June 2018
ASSETS	14016(8)	Taka	Taka
NON CURRENT ASSETS			
Property, Plant & Equipment	3	948,870,607	805,413,280
Capital Work-in-Progress	4	199,063,496	147,307,041
Long Term Investment	5	5,545,971,000	12,740,028,676
Investment in Associate	5.3	183,345,533	60,090,660
		6,877,250,636	13,752,839,657
CURRENT ASSETS			
Short Term Investment	6	14,451,521,043	7,684,595,962
Inventories	7	10,594,828,067	10,297,476,066
Accounts & Other Receivable	8	2,106,979,128	2,448,234,406
Advances, Deposits & Pre-payments	9	4,345,765,079	5,490,674,048
Cash and Cash Equivalents	10	7,903,467,533	16,980,395,148
		39,402,560,850	42,901,375,630
TOTAL ASSETS		46,279,811,486	56,654,215,287
EQUITY AND LIABILITIES			
SHAREHOLDERS' EQUITY			
Share Capital	11	1,104,246,000	1,104,246,000
Capital Reserve	12	152,833,103	152,833,103
General Reserve	13	10,000,000,000	10,000,000,000
Fair Value Gain On Investment		4,639,530,350	4,968,767,375
Retained Earnings		2,611,283,590	1,707,223,762
TOTAL EQUITY		18,507,893,043	17,933,070,240
NON CURRENT LIABILITIES			
Provision for Gratuity	14	863,750,437	857,076,990
Deferred Tax Liability	15	658,706,191	709,630,973
		1,522,456,628	1,566,707,963
CURRENT LIABILITIES			
Creditors & Accruals	16	23,768,500,831	33,414,219,225
Creditors For Other Finance	17	339,444,096	434,132,242
Income Tax Payable	18	2,108,859,107	3,277,635,152
Unclaimed Dividend	19	32,657,781	28,450,465
		26,249,461,815	37,154,437,084
TOTAL LIABILITIES		27,771,918,443	38,721,145,047
TOTAL EQUITY AND LIABILITIES		46,279,811,486	56,654,215,287
Contingent Liabilities, Assets and Commitments	35		
Net Assets Value (NAV) Per Share	26	167.61	162.40

These financial statements should be read in conjunction with the annexed notes and were approved by the Board of Directors on 13 November 2019 and were signed on its behalf by:

Managing Director

Director

Chairman

Signed in terms of our separate report of even date annexed

Chattogram, Dated: 14 Nov 2019

Company Secretary









Jamuna Oil Company Limited Statement of Profit or Loss and Other Comprehensive Income For the year ended 30 June 2019

	Note(s)	30 June 2019 Taka	30 June 2018 Taka
Net Earnings on Petroleum Products Other Operating Income Total Income	20 21	1,306,751,345 343,023,207 1,649,774,552	1,340,962,092 340,259,168 1,681,221,260
Expenses		1,042,774,332	1,001,221,200
Administrative, Selling and Distribution Expenses Financial Expenses Depreciation	22 23 3.1	(807,363,218) (203,829,593) (114,985,000) (1,126,177,811)	(789,749,677) (181,004,309) (102,745,213) (1,073,499,199)
Operating Profit / (Loss)		523,596,741	607,722,061
Other Income Net Profit	24	2,717,012,074 3,240,608,815	3,284,531,471 3,892,253,532
Contribution to Workers' Profit Participation and Welfare Fund @ 5% of Net Profit Share of Profit of Associates (Net Off Tax) Profit before Income Tax		(162,030,441) 23,254,873 3,101,833,247	(194,612,677) 17,398,431 3,715,039,286
Income Tax (Expenses) / Benefits:			
Current Deferred	18 15	(755,077,750) (7,175,869) (762,253,619)	(919,968,204) 15,665,019 (904,303,185)
Profit after Income Tax Other Comprehensive Income		2,339,579,628	2,810,736,101
Unrealized Gains/(Loss) on Available-for-Sale Financial Assets Deferred Tax on Un-Realized Gain/ Loss Total Comprehensive Income	5.1	(387,337,676) 58,100,651 2,010,342,603	(1,179,619,232) 176,942,885 1,808,059,754
Earnings Per Share (EPS)	25	21.19	25.45

These financial statements should be read in conjunction with the annexed notes and were approved by the Board of Directors on 13 November 2019 and were signed on its behalf by:

Managing Director

Director

Chairman

Signed in terms of our separate report of even date annexed

Chattogram, Dated: 14 Nov 2019

pany Secretary





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Jamuna Oil Company Limited Statement of Changes in Equity For the year ended 30 June 2019

Particulars	Share Capital	Capital Reserve	General Reserve	Fair Value Gain on Investment (Restated)	Retained Earnings	Total
	Taka	Taka	Taka	Taka	Taka	Taka
Balance as on 01 July 2018	1,104,246,000	152,833,103	10,000,000,000	4,968,767,375	1,707,223,762	17,933,070,240
Final Cash Dividend for 2018	-	-	-	-	(1,435,519,800)	(1,435,519,800)
Other Comprehensive Income	-	-	-	(387,337,676)	-	(387,337,676)
Net Profit for the Year	-	-	-	-	2,339,579,628	2,339,579,628
Transferred to General Reserve	-	-	-	-	-	-
Deferred Tax on Un-Realized Gain	-	-	-	58,100,651	-	58,100,651
Transferred to General Reserve	-	-	-	-	-	-
	-	-	-	(329,237,025)	904,059,828	574,822,803
Balance as at 30 June 2019	1,104,246,000	152,833,103	10,000,000,000	4,639,530,350	2,611,283,590	18,507,893,043
Balance as on 01 July 2017	1,104,246,000	152,833,103	8,660,000,000	7,025,227,909	1,496,166,032	18,438,473,044
Final Cash Dividend for 2017	-	-	-	-	(1,214,670,600)	(1,214,670,600)
Other Comprehensive Income	-	-	-	(1,179,619,233)	-	(1,179,619,233)
Net Profit for the Year	-	-	-	-	2,810,736,101	2,810,736,101
Prior Period Adjustment (Deferred tax on unrealized gain)	-	-	-	(1,053,784,186)	-	(1,053,784,186)
Deferred Tax on Un-Realized loss	-	-	-	176,942,885	-	176,942,885
Transferred to General Reserve	-	-	1,340,000,000	-	(1,340,000,000)	-
Prior Period Adjustment (Associate)	-	-	-	-	(45,007,771)	(45,007,771)
	-	-	1,340,000,000	(2,056,460,534)	211,057,730	(505,402,804)
Balance as at 30 June 2018	1,104,246,000	152,833,103	10,000,000,000	4,968,767,375	1,707,223,762	17,933,070,240

These financial statements should be read in conjunction with the annexed notes and were approved by the Board of Directors on 13 November 2019 and were signed on its behalf by:

Secretary Managing Director

Director

Chairman

Signed in terms of our separate report of even date annexed

Chattogram, Dated: 14 Nov 2019 Ahmed Zaker & Co. Chartered Accountants







Jamuna Oil Company Limited **Statement Of Cash Flows** For the year ended 30 June 2019

	Note(s)	30 June 2019 Taka	30 June 2018 Taka
CASH FLOW FROM OPERATING ACTIVITIES			
Collection from Sales & Other Income		129,749,223,479	134,926,679,935
Payment for Cost and Other Expenses		(139,052,525,346)	(139,788,421,516)
Bank Charges		(3,183,979)	(4,137,494)
Income Tax Paid		(853,281,085)	(791,065,295)
Cash Inflow/(Outflow) from Operating Activities (A)		(10,159,766,931)	(5,656,944,370)
CASH FLOW FROM INVESTING ACTIVITIES			
Acquisition of Property, Plant & Equipment		(75,779,115)	(48,468,332)
Capital Work-in-Progress		(234,489,304)	(121,590,251)
Investment in Fixed Deposit Receipt		39,794,919	5,423,485,320
Interest on Fixed Deposit		1,633,894,600	1,122,386,888
Interest on SND		1,081,055,351	1,608,548,206
Dividend Receipt		264,093,858	264,093,858
Investment in OFL (Right Share)		(100,000,000)	-
Proceed from sale of Property, Plant & Equipment		269,637	261,677
Cash Inflow/(Outflow) from Investing Activities (B)		2,608,839,946	8,248,717,366
CASH FLOW FROM FINANCING ACTIVITIES			
Dividend paid		(1,431,312,484)	(1,212,473,135)
Creditors For Other Finance		(94,688,146)	1,420,135
Cash Inflow/(Outflow) from Financing Activities (C)		(1,526,000,630)	(1,211,053,000)
Net Increase/(Decrease) in Cash & Cash Equivalents for the			
Year (A+B+C)		(9,076,927,615)	1,380,719,996
Cash and Cash Equivalents at the beginning of the year Unrealized Gain or Loss on Foreign Currency Transaction		16,980,395,148	15,599,675,152
Cash and Cash Equivalents at the end of the year		7,903,467,533	16,980,395,148
Net Operating Cash Flow Per Share	27	(92.01)	(51.23)

These financial statements should be read in conjunction with the annexed notes and were approved by the Board of Directors on 13 November 2019

and were signed on its behalf by:

Managing Director

Signed in terms of our separate report of even date annexed

Chattogram, Dated: 14 Nov 2019

Company Secretary









JAMUNA OIL COMPANY LIMITED NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2019

1 THE COMPANY & ITS OPERATIONS

The Company was incorporated on 12 March 1975 as Private Limited Company under the Companies Act 1913. Subsequently it converted into a Public Limited Company on 25 June 2007 vide special resolution dated 03 June 2007 under the Companies Act 1994 (Previously 1913). The company listed with Dhaka Stock Exchange (DSE) and Chittagong Stock Exchange (CSE) in 2008. The registered office of the Company is situated at Jamuna Bhaban, Agrabad C/A, Chattogram.

The company acquired all the properties, rights, interests, and assets of Bangladesh National Oils Limited (ex-Pakistan National Oils Limited) which were vested in Bangladesh Petroleum Corporation under an agreement entered into between the Company and the Corporation, based on the audited financial statements of the Company as on 31 December 1976. The Company also acquired all the properties, rights, interests and assets of Indo-Burma Petroleum Company Limited (a subsidiary of Bangladesh Petroleum Corporation) on 01 January 1986 based on the audited financial statements of IBPCL as on 31 December 1985. Vendor's agreement to this is yet to be executed.

The Company is functioning as a subsidiary of Bangladesh Petroleum Corporation. The business of the company is marketing of refined Petroleum Oil, Lubricants, L.P. Gas and Bitumen.

2 SUMMARY OF SIGNIFICANT ACCOUNTING AND VALUATION POLICIES 2.1 Basis of preparation and presentation of the financial statements

The financial statements have been prepared and the disclosures of information made in accordance with the requirements of the Companies Act 1994, the Securities and Exchange Rules 1987, other applicable laws and regulations and the International Accounting Standards (IASs) and International Financial Reporting Standards (IFRS) adopted by the Institute of Chartered Accountants of Bangladesh (ICAB).

The Board of Directors are responsible for preparing and presenting the financial statement including adequate disclosures, who approved and authorized for issue of these financial statements. The Statement of Financial Position and Statement of Profit or Loss and Other Comprehensive Income have been prepared according to IAS 1- "Presentation of Financial Statements" based on accrual basis of accounting following going concern assumption under Generally Accepted Accounting Principles (GAAP) in Bangladesh and cash flow statement according to IAS 7 - "Statement of Cash Flows".

2.2 Presentation of Financial Statements

The presentation of these financial statements is in accordance with the guidelines provided by IAS 1- Presentation of Financial Statements.

The Financial Statements comprises:

- Statement of financial position as at 30 June 2019;
- Statement of profit or loss and other comprehensive income for the year ended 30 June 2019;
- Statement of each flows for the year ended 30 June 2019;
- Statement of hanges in equity for the year ended 30 June 2019;
- Notes, comprising significant accounting policies and other explanatory information.





2.3 Principal accounting policies

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

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

2.4 Application of Standard

The following IASs are applied to the financial statements for the year under review:

IAS 1	Presentation of Financial Statements
IAS 2	Inventories
IAS 7	Statement of Cash Flows
IAS 8	Accounting Policies, Changes in Accounting Estimates and Errors
IAS 10	Events After the Reporting Period
IAS 12	Income Taxes
IAS 16	Property, Plant & Equipment
IAS 17	Leases
IAS 19	Employee Benefits
IAS 24	Related Party Disclosures
IAS 28	Investment in associates
IAS 32	Financial Instruments: Presentation
IAS 33	Earnings Per Share
IAS 37	Provisions, Contingent Liabilities and Contingent Assets
IAS 39	Financial Instruments: Recognition and Measurement
IFRS 7	Financial Instruments Disclosure
IFRS 13	Fair Value Measurement
IFRS 15	Revenue from contracts with customers

2.5 Reporting Period

The financial statements cover one year from 01 July 2018 to 30 June 2019.

2.6 Authorization for Issue

The financial statements have been duly authorized for issue by the Board of Directors for the year ended 30 June 2019.

2.7 Functional and Presentation Currency

The financial statements are prepared and presented in Bangladesh Currency (Taka), which is the Company's functional currency. All financial information has been rounded off to the nearest Taka except where indicated otherwise.

2.8 Comparative Information

Comparative information has been disclosed in respect of the year ended 30 June 2018 for all numerical information in the financial statements and the narrative and descriptive information where it is relevant for understanding of the current year's financial statements. Figures for the year ended 30 June 2018 have been re-arranged wherever considered necessary to ensure better comparability with the current year.





2.9 Use of Estimates and Judgments

The preparation of financial statement in conformity with IFRS/ IAS requires management to make judgments, estimates, and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses, and disclosure requirements for contingent assets and liabilities during and at the date of the financial statements.

Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on ongoing basis. Revisions of accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected as required by IAS 8: Accounting Policies, Changes in Accounting Estimates and Errors.

2.10 Related Party Disclosure

Parties are considered to be related if one of the parties has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. The Company carried out transactions in the ordinary course of business on arm's length basis at commercial rates with related parties. Related party disclosures have been given in note 34.

2.11 Statement of Cash Flows

The Statement of Cash Flows has been prepared in accordance with the requirements of "IAS 7: Statement of Cash Flows". The cash generated from operating activities has been reported using the Direct Method as prescribed by the Securities and Exchange Rules, 1987 and as encouraged by IAS 7 whereby major classes of gross cash receipts and gross cash payments from operating activities are disclosed.

2.12 Accounting Convention and Assumption

The financial statements have been prepared based on historical cost convention basis and accordingly adjustment has been made for inflationary factors affecting the financial statements. The accounting policies, unless otherwise stated, have been consistently applied by the Company and are consistent with those of the previous year.

2.13 Going Concern

The Company has adequate resources to continue in operation for near future. For this reason, the directors continue to adopt going concern basis in preparing the financial statements.

The current credit facilities and adequate resources of the company provide sufficient funds to meet the present requirements of its existing businesses and operations.

2.14 Materiality and Aggregation

Each material item as considered by management significant has been presented separately in financial statements. No amount has been set off unless the Company has a legal right to set off the amount and intends to settle on net basis.

Income and Expenses are presented on a net basis only when permitted by the relevant accounting standards.

2.15 Property, Plant and Equipment Recognition and Measurement

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





Maintenance Activities

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

Subsequent Expenditure

The company recognizes in the carrying amount of an item of property, plant and equipment the cost of replacing part of such an item when that cost is incurred, it is probable that the future economic benefits embodied with the items will flow to the Company and the cost of the item can be measured reliably. Expenditure incurred after the assets have been put into operation, such as repairs and maintenance is normally charged off as revenue expenditure in the period in which it is incurred. In situation where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefit expected to be obtained from the use of the non-current assets, the expenditure is capitalized as an additional cost of the assets. All other costs are recognized to the Statement of Profit or Loss and Other Comprehensive Income as expenses if incurred. All are up-gradation /enhancement is generally charged off as revenue expenditure unless they bring similar significant additional benefits.

Disposal of Property, Plant & Equipment

On disposal of Property, Plant & Equipment, the cost and accumulated depreciation are eliminated and gain or loss onsuch disposal is reflected in the Statements of Profit or Loss and Other Comprehensive Income, which is determined with reference to the net book value of the assets and net sales proceeds.

Depreciation on Property, Plant & Equipment

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

The rates at which assets are depreciated per annum are given below:

Category of Assets	Annual Rate (%)
Building	5-10
Tank and Pipe Lines	5-15
Plant & Machinery	7.5
Up-Country Depots	7.5
Service & Filling Stations	10
Pumps Filling & Fire Fighting Equipment	5-15
Laboratory Office & Engineering Equipment	7.5-15
Vehicles & Other Rolling Stock	20
Railway and Jetty	5-7.5
Furniture	5-20
Returnable Packages	20 ()
Oil Tanker M. T. Jamuna & Others	10 CGRAM*





2.16 Investments in Associates

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

The Company's investment in associates is accounted for in the Financial Statements using the Equity Method. Under the equity method, the investment in an associate is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the date of acquisition which is classified as non-current assets in the statement of financial position. The investor's share of investee's profit or loss is recognized in the investor's profit or loss.

The statement of profit or loss reflects the Company's share of the results of operations of the associate. In addition, when there has been a change recognized directly in the equity of the associate, the company recognizes its share of any changes, when applicable, in the statement of changes in equity. Unrealized gains and losses resulting from transactions between the company and the associate are eliminated to the extent of the interest in the associate.

2.17 Valuation of Inventories

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

Category of Stocks

Basis of Valuation

Petroleum Products
Other Products and Store & Spares

Valued at cost, those from at ERL transfer Price Weighted average cost.

2.18 Accounts Receivable

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

Provision for doubtful debts is made based on the company policy. Bad debts are written off on consideration of the status of individual debtors.

2.19 Cash and Cash Equivalents

Cash in hand and cash at banks have been considered as the cash and cash equivalents for preparation of these financial statements as there was insignificant risk of changes in value of these current assets.

2.20 Available-for-Sale Financial Assets

Investment in shares of listed company has been valued at fair value being year-end stock exchange quoted price in compliance with the requirements of IAS-39 "Financial Instruments: Recognition and Measurement". The said investment has been considered as available-for-sale and presented as long-term investment, and accordingly, the gain on revaluation has been shown under "Other Comprehensive Income" in compliance with the said IAS-39.

Investment in other shares is valued at cost, intrinsic value was not considered.







2.21 Accounts Payable & Accruals

Trade and Other Payables

Liabilities are recorded at the amount payable for settlement in respect of goods and services received by the company, whether or not billed by the supplier.

Provision

The preparation of financial statements is in conformity with Bangladesh Accounting Standards IAS - 37, "Provisions, Contingent Liabilities and Contingent Assets" requires management to make estimates and assumptions that affect the reported amounts of revenues and expenses, assets and liabilities during and at the date of financial statements.

In accordance with the guidelines as prescribed by IAS 37, provisions were recognized in the following situation:

- When the company has a present obligation as a result of past events;
- When it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- Reliable estimates can be made of the amount of the obligation

Management have shown the provisions in the statements of financial position at an appropriate level with regard to an adequate provision for risks and uncertainties. An amount recorded as a provision represented the best estimate of the probable expenditure required to fulfil the current obligation on the financial position date.

Other provisions are valued in accordance with IAS 37 – "Provisions, Contingent Liabilities and Contingent Assets". Other provisions comprise all recognizable risks from uncertain liabilities and anticipated losses from pending transactions.

2.22 Comparative Information and Reclassification

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

2.23 Restatement of Comparative Figures

Comparative figures of these financial statements have been restated to give effect in Accounts Receivables, Accounts Payables and Deferred Tax to adjust the figures (note -8.1.1,8.1.4,16.1.1, 15 & 26)

2.24 Revenue Recognition

Income i.e., Margin on products supplied by BPC and other gas companies are recognized after delivery of goods to the customers.

The Company is engaged in marketing of oil products. The income it earns is termed, as 'Margin' that is fixed and determined by the Government. Jamuna has no control over fixing the price of the products. Company records 'Purchase' while receiving supply and 'Sales' while making delivery of the same considering the nature of business and its earning, the management changed the presentation of financial statements in the year 2005-2006. According to the changed policy, sales net of cost of goods sold (net earnings from petroleum products) has been directly presented in the financial statements. Before 2005-2006 purchases and sales were separately shown in the financial statements.





Dividend income is recognized on approval of the said dividend in the Annual General Meeting (AGM) and interim dividend is recognized after record date of relevant company. Stock dividend (Bonus Shares) is not considered as revenue.

Interest on fixed deposit is accounted for on accrual basis.

2.25 Employee Benefits

Employee's Provident Fund

The company operates a contributory provident fund scheme for its permanent employees. Provident fund is administered by a Board of Trustees and is funded by contributions partly from employees and partly from the company at pre-determined rates. These contributions are invested separately from the company's assets.

Employees Gratuity

In accordance with the resolution of the Board of Directors dated 25.03.2015 gratuity scheme has been followed. Under this scheme the employees are entitled to 2 (two) months basic salary plus D.A. after completion of 1 (one) year but less than 10 (ten) years of service in the Company. In case of service life exceeding 10 (ten) years the employees are entitled to gratuity payment as per scheme. The Gratuity liability has been created in the financial statements as per guideline of IAS - 8, Para - 25, "Accounting Policies, Changes in Accounting Estimates and Errors".

Insurance

Employees are covered under the Group Insurance Scheme.

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

Provision for Workers' Profit Participation & Welfare Fund has been made @ 5% of net profit as per provision of the Bangladesh Labour Law 2006 and is payable as defined in the law.

2.26 Income Tax Expenses

Income tax expenses comprises of current and deferred tax. Income tax expenses is recognized in the Statement of Profit or Loss and Other Comprehensive Income and accounted for in accordance with the requirement of IAS 12 - Income Taxes.

Current Tax

Current Tax is the expected tax payable on the taxable income for the year, and any adjustment to tax payable in respect of previous years. The Company qualifies as a "Publicly Traded Company"; hence the applicable tax rate is 25% as prescribed in the Finance Act, 2018. Tax on dividend has been provided at applicable rate.

Deferred Tax

The Company has recognized deferred tax using balance sheet method in compliance with the provisions of IAS 12: Income Taxes. The Company's policy of recognition of deferred tax assets/liabilities is based on temporary differences (taxable or deductible) between the carrying amount (book value) of assets and liabilities for financial reporting purpose and its tax base, and accordingly deferred tax income/expenses has been considered to determine net profit after tax and Earnings Per Share (EPS). A deferred tax asset is recognized to the extent that it is probable that future taxable profit will be available, against which temporary differences can be utilized. Deferred tax assets are reviewed at each reporting date and reduced to the extent that is no longer probable that the related tax benefit will be realized.

2.27 Contingent Liabilities and Assets

Contingent liabilities are current or possible obligations, arising from past events and whose





existence is due to the occurrence or non-occurrence of one or more uncertain future events, which are not within the control of the Company. In accordance with IAS 37 "Provisions, Contingent Liabilities and Contingent Assets", Contingent liabilities and commitments are disclosed in note-35 of the financial statements.

2.28 Proposed Dividend

The amount of proposed dividend has not been accounted for but disclosed in the notes to the financial statements (Note- 38) along with dividend per share in accordance with the requirements of the Para 125 of International Accounting Standard (IAS) 1: Presentation of Financial Statements. Also, the proposed dividend has not been considered as "Liability" in accordance with the requirements of the para 12 & 13 of International Accounting Standard (IAS) 10: Events after the Reporting Period, because no obligation exists at the time of approval of financial statements and recommendations of dividend by the Board of Directors.

2.29 Earnings Per Share (EPS)

This has been calculated in compliance with the requirements of IAS 33 - Earnings Per Share - dividing the basic earnings by the weighted average number of ordinary shares outstanding during the year. Basic earnings represent the earnings for the year attributable to ordinary shareholders.

Diluted Earnings Per Share

No diluted EPS is required to be calculated for the year as there was no scope for dilution during the year under review.

2.30 Foreign Currency Transactions

Foreign Currency Transactions are recorded at the applicable rates of exchange prevailing on the respective dates of transaction. The monetary assets and liabilities, if any, denominated in foreign currencies at the reporting date are translated at applicable rates of exchange ruling at that date. Exchange rate differences are charged as Revenue Expenditure in compliance with the provisions of IAS - 21, "The Effects of Changes in Foreign Exchange Rates."

However, there were no foreign currency transactions during the year under review.

2.31 Concentrations

The Company has significant concentration of business transacted with a particular supplier, BPC. If business with BPC is stopped suddenly, it will severely affect the company's operation.

The company does not have a concentration of available sources of labour, services or licenses or other rights that could, if suddenly eliminated, severely affect the operations of the company.

2.32 Responsibility of the Board of Directors

The Board of Director is responsible for the preparation and presentation of these financial statements.

2.33 Financial Risk Management

The company management has overall responsibility for the establishment and oversight of the company's risk management framework. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the company's activities. The company has exposure to the following risks from its use of financial instruments.

- Credit risk
- Liquidity risk
- Market risk







Credit Risk

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

Liquidity Risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. Typically, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast, prepared based on timeline of payment of the financial obligation and accordingly arranged for sufficient liquidity/fund to make the expected payment within due date.

In extreme stressed conditions, the company may get support from the related company in the form of short term financing.

Market Risk

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

Currency Risk

As at 30 June 2019 there was no exposure to currency risk as there were no foreign currency transactions made during the year under review.

Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowing. There was no loan which is subject to floating rates of interest. The company has not entered into any type of derivative instrument in order to hedge interest rate as at the reporting date.









	30 June 2019 Taka	30 June 2018 Taka
3 PROPERTY, PLANT & EQUIPMENT		
A. Cost		
Opening Balance	1,742,516,415	1,629,139,129
Addition during the year	258,511,964	114,177,286
	2,001,028,379	1,743,316,415
Deletion during the year	(3,203,803)	(800,000)
Closing Balance (A)	1,997,824,576	1,742,516,415
B. Accumulated Depreciation		
Opening Balance	937,103,135	835,157,921
Depreciation Charged during the year	114,985,000	102,745,213
	1,052,088,135	937,903,134
Adjusted during the year	(3,134,166)	(799,999)
Closing Balance (B)	1,048,953,969	937,103,135
Written Down Value (WDV) [A-B]	948,870,607	805,413,280









3.1 Property, Plant & Equipment - at Cost less Accumulated Depreciation:

At Addition Deletion At Depreciation At Charged during the partial partial and during the grant Addition Depreciation of July part At Charged during the partial partial partial partial part At Addition Charged during the partial parti			At Cost - note 2.16.1	ote 2.16.1				Depre	Depreciation / Amortization - note 2.16.5	rtization - note	2.16.5		
Particulars At Addition Addition Deletion year Addition Deletion year Addition Deletion year Addition Addition Addition Addition Addition Addition Addition Addition Deletion Addition Deletion Addition Addition Deletion Addition Addition Addition Addition Deletion Addition Addition Deletion Addition Addition Addition Addition Deletion Addition								Char	ged during the	year			Written down value
Land Taka Takaa Takaa Takaa Takaa Takaa Takaa Takaaa Takaaa Takaaa Takaaa Takaaa Takaaa Takaaa Takaaaa Takaaaa Takaaaa Takaaaa Takaaaa Takaaaa Takaaaa Takaaaa Takaaaa Takaaaaa Takaaaaaaaaaaaaaaaaaaaaaaaaaaaaaaaaaaa	Particulars	At 01 July 2018	Addition during the year	Deletion during the year	At 30 June 2019	Depreciation Rate	At 01 July 2018	On Opening Balance	On Addition	Total	Adjustment during the year	At 30 June 2019	at 30 June 2019
Land Land Lo, 191, 301 Land Land Lo, 191, 301 Land Land Lo, 191, 301 Land Land Land Land Land Land Land Land		Taka	Taka	Taka	Taka	%	Taka	Taka	Taka	Taka	Taka	Taka	Taka
Hand the first state of the first state of the first state of the first state of the first state	Freehold Land	27,849,084	1	-	27,849,084		1	1	,	-	1	1	27,849,084
type Lines 224,772,619 112,895,927 2,320,198 335,348,348 5-10 106,201,078 11,594,07 5,875,602 1 dachinery 253,860,636 44,665,378 - 208,535,014 5-15 135,190,39 11,21,361 133,546 2,087,885 2 ry Depots 19,559,282 6,722,900 - 26,282,182 7.5 9,000,093 1,121,361 1,386,473 5 ry Depots 19,559,282 42,161,637 - 976,153,066 7.5 900,000,93 1,212,361 1,386,473 5 ling & Fire Fighting Equipment 44,567,195 11,080,511 - 355,647,706 5-15 33,424,770 1,986,723 284,653 ky Other Rolling Stocks 46,011,9901 42,26,536 322,884 114,023,553 7.5-15 59,998,39 9,921,526 218,844 1 ky Other Rolling Stocks 46,017,640 16,077,202 - 31,092,842 7.5-15 7,313,867 7,313,867 7,313,867 7,313,867 7,313,867 11,080,519 11	Leasehold Land	10,191,301	,	1	10,191,301		3,874,250	105,053	,	105,053		3,979,303	6,211,998
253,869,636 44,665,378 26,282,182 7.5 19,000,093 1,212,361 133,546 19,000,093 (2,022),829 (2,022),928 (2,022),928 (2,022),928 (2,022),928 (2,022),93,991,429 (2,022),923 (2	Building	224,772,619	112,895,927	2,320,198	335,348,348	5-10	106,201,078	11,594,097	5,875,662	17,469,759	2,320,198	121,350,639	213,997,709
19,559,282 6,722,900 26,282,182 7.5 9,000,093 1,212,361 1,38,546 1,860,2223 1,212,361 1,860,2223 1,860,2223 1,860,2223 1,860,2223 1,860,2223 1,860,2223 1,860,2336 1,226,364 1,680,314 1,417,286 1,441,71,71,286 1,441,71,71,286 1,441,71,286 1,441,71,71,286 1,4	Tank & Pipe Lines	253,869,636	44,665,378	1	298,535,014	5-15	135,190,399	19,160,925	2,087,885	21,248,810	•	156,439,209	142,095,805
18,092,223 1,080,511 1,080,511 1,080,511 1,080,512 1,080,513 1,0	Plant & Machinery	19,559,282	6,722,900	1	26,282,182	7.5	9,000,093	1,212,361	133,546	1,345,907		10,346,000	15,936,182
ipment 18,692,223 18,39,314 10 18,692,221 -	Up-country Depots	933,991,429	42,161,637	1	976,153,066	7.5	491,362,338	52,862,761	1,886,473	54,749,234		546,111,572	430,041,494
typenent 44,567,195 11,080,511 - 55,647,706 5-15 33,424,770 1,998,720 284,653 2 Equipment 110,119,001 4,226,536 322,884 114,023,553 7.5-15 59,999,839 9,921,526 218,814 1 46,961,746 18,095,800 - 65,037,546 20 40,204,900 3,378,380 2,042,594 1 15,015,640 16,077,202 - 31,092,842 5-7.5 7,313,867 751,501 370,251 1 17,1075 20,495,621 2,586,073 207,812 22,873,882 5-20 15,408,648 904,918 194,880 1 16,229,663 16,229,663 16,229,663 16,229,663 16,239,663 1 - - 1,623,139,129 14,177,286 800,000 1,742,516,415 835,157,921 94,108,994 8,408,219 10	Service & Filling Stations	18,692,223	i	352,909	18,339,314	10	18,692,221		1	,	352,909	18,339,312	2
Equipment 110,119,001 4,226,536 322,884 114,023,553 7.5-15 59,999,839 9,921,526 218,814 114,023,636 46,001,446 18,095,800 3-2,884 114,023,553 7.5-15 59,999,839 9,921,526 218,814 114,023,636 15,001,001,001,001,001,001,001,001,001,0	Pump Filling & Fire Fighting Equipment	44,567,195	11,080,511	1	55,647,706	5-15	33,424,770	1,998,720	284,653	2,283,373	1	35,708,143	19,939,563
46,961,746 18,005,800 - 65,057,546 20 40,204,900 3,378,380 2,042,594 15,015,640 16,077,202 - 31,092,842 5-7.5 7,313,807 751,501 370,251 171,075 2,586,073 207,812 22,873,882 5-20 15,408,648 904,918 194,880 16,259,663 16,259,663 10,259,663 10,259,660 - - - 1,724,516,415 2,58,511,964 3,203,803 1,997,824,576 937,103,135 101,890,202 13,094,758 10 1,629,139,129 14,177,286 800,000 1,742,516,415 835,515,921 94,108,994 8,636,219 10	Laboratory Office & Engineering Equipment	110,119,901	4,226,536	322,884	114,023,553	7.5-15	59,999,839	9,921,526	218,814	10,140,340	322,884	69,817,295	44,206,258
15,015,640 16,077,202 - 31,092,842 5-7.5 7,313,867 751,501 370,251 20,495,621 2,586,073 207,812 22,873,882 5-20 15,408,648 904,918 194,880 17,1075 - 17,1075 20 17,1072 - - 16,259,663 10,259,663 10 16,259,660 - - - 1,742,516,415 258,511,964 3,203,803 1,997,824,576 937,103,135 101,890,202 13,094,758 10	Vehicles & Other Rolling Stocks	46,961,746	18,095,800	1	65,057,546	20	40,204,900	3,378,380	2,042,594	5,420,974	1	45,625,874	19,431,672
20,495,621 2,586,073 207,812 22,873,882 5-20 15,408,648 904,918 194,880 171,075 - 171,075 20 171,072 - - 16,259,663 1,742,516,415 258,511,964 3,203,803 1,997,824,576 937,103,135 101,890,242 13,094,758 10 1,629,139,129 14,177,286 800,000 1,742,516,415 835,157,921 94,108,994 8,636,219 10	Railway Siding and Jetty	15,015,640	16,077,202	1	31,092,842	5-7.5	7,313,867	751,501	370,251	1,121,752	1	8,435,619	22,657,223
171,075 - - 171,075 20 171,072 -	Furniture and Fixtures	20,495,621	2,586,073	207,812	22,873,882	5-20	15,408,648	904,918	194,880	1,099,798	138,175	16,370,271	6,503,611
1,742,516,415 258,511,964 3,203,803 1,997,824,576 10 16,259,660 -	Returnable Packages	171,075	ı	1	171,075	20	171,072		1	,	1	171,072	3
1,742,516,415 258,511,964 3,203,803 1,997,824,576 937,103,135 101,890,242 13,094,758 16,29,139,129 114,177,286 800,000 1,742,516,415 835,157,921 94,108,994 8,636,219 1	Oil Tanker MT Jamuna & Others	16,259,663	,	,	16,259,663	10	16,259,660	'	'	'	1	16,259,660	3
1.629.139.129 114.177.286 800.000 1.742.516.415 835.157.921 94.108.994 8.636.219	30 June 2019	1,742,516,415	258,511,964	3,203,803	1,997,824,576		937,103,135	101,890,242	13,094,758	114,985,000	3,134,166	1,048,953,969	948,870,607
	30 June 2018	1,629,139,129	114,177,286	800,000	1,742,516,415		835,157,921	94,108,994	8,636,219	102,745,213	799,999	937,103,135	805,413,280

3.2 Freehold Land:

Out of Total 59.9703 acres freehold land, 2.30 acres are yet to be registered in the name of the company.

Land measuring 1.7116 acres is possessed by Chittagong Dry Dock Ltd. and 0.3859 acres of land has already acquired by the Chattogram Development Authority for constructing airport road without paying any compensation to the company.

3.3 Leasehold Land:

The company owned & possessed 5.7627 acres of leasehold land of which 3.7347 acres are taken on lease from Government and various organizations for 99 years and 2.028 acres are taken on lease from M/S Eastern Refinery Limited for a period of 50 years through transfer / lease deed. During the year the company amortized Taka 105,053 against the above land.









30 June 2019	30 June 2018
Taka	Taka

4 CAPITAL WORK-IN-PROGRESS

Opening Balance

Expenditure incurred during the year - note 4.1

Capitalized during the year - note 4.1 Closing Balance

147,307,041	
234,489,304	121,590,251
381,796,345	213,015,995
(182,732,849)	(65,708,954)
199,063,496	147.307.041

4.1 The break up of Capital Work-in-Progress - note 4

_					
	Particulars	At 01 July 2018	Expenditure incurred during the year	Capitalized during the year	At 30 June 2019
(i	Chattogram Terminal:				
- '	Chattogram Terminal Office Building	66,850,859	24 472 759	01 222 617	
			24,472,758	91,323,617	-
	Construction of Boundary Wall at Riverside and Airport	2,015,008	917,105	2,932,113	-
	Construction of Internal Road	1,654,000	7,171,695	8,825,695	-
	Construction & Renovation of Boundary Wall	3,660,130	3,722,516	7,382,646	-
	Construction of Security Post	1,412,952	291,366	1,704,318	_
	Renovation of Fire Pond	2,165,475	4,658,154	6,823,629	
					-
	Renovation of Storage Tank No. 04	22,239,669	14,581,175	36,820,844	-
	Construction of Oil Storage Tank	15,837,489	8,202,500	-	24,039,989
	Renovation of Generator, Electric Main Switch &		4 00 = 2 4 4		
	Operator room	-	1,997,344	-	1,997,344
					-,,
11)	Chattogram Office:				
	D CC C C C C C C C C C C C C C C C C C		545.026		545.026
	Renovation of Canteen & Extention of Parking Garage	-	545,936	-	545,936
iii)	Dhaka Liaison Office:				
	Dhaka Office Building (2nd Phase)	10,122,756	126,525,981		136,648,737
	Dilaka Office Building (2nd I hase)	10,122,730	120,323,961	-	130,040,737
	Land Development & Rest House Construction at Mirpur	-	7,192,350	-	7,192,350
iv)	Rongpur Depot:				
	Construction of 3.96 Lac Ltr Storage Tank	8,050,646	592,895	8,643,541	- 1
		0,000,000	,	0,010,011	
	Daulatpur Depot:				
	Construction of Security Watch Tower & Boundary Wall	-	8,596,782	8,596,782	-
vi)	Fatullah Depot:				
	Renovation of Jetty	12,242,860	- 1	- 1	12,242,860
		12,242,000		-	12,242,600
	Baghabari Depot:				
	Construction of Ansar Barrak	-	984,392	984,392	-
	Renovation of Officer's Quarter as Office Building	_	1,779,077	1,779,077	_
	Renovation of Tank Lorry Parking Terminal		3,102,866	3,102,866	
		_	1,433,679		_
	Construction of Hard Standing & Security Post	-	1,433,079	1,433,679	
viii)	Barisal Depot:				
	Reconstruction of Jetty	-	7,661,350	-	7,661,350
	Sylhet Depot:				
		40.500	0.015.4201	-	0.064.020
	Construction of 1500MT Oil Storage Tank & Retaining Wall	49,500	8,015,430	-	8,064,930
	Installation of Deep Tube Well	92,000	-	-	92,000
x)	Chandpur Depot:				
	Renovation of Ware House	405,702	603,255	1,008,957	1
	ICHO VALIOII OF WAIC HOUSE	705,702	003,233	1,000,937	_
	D	507.005	862,698	1 270 (02	
	Renovation of Main Gate, Security House, Swearage Line & Safty Tank	507,995		1,370,693	-
	Construction & Renovation of Boundary Wall	-	578,000	-	578,000
	30 June 2019	147,307,041	234,489,304	182,732,849	199,063,496
	30 June 2018	91,425,744	121,590,251	65,708,954	147,307,041
					







30 June 2019	30 June 2018
Taka	Taka

5 LONG TERM INVESTMENT

In Shares

MJL Bangladesh Limited - note 5.1

In FDR - note 5.2

5,545,971,000	5,933,308,676
-	6,806,720,000
5,545,971,000	12,740,028,676

5.1 MJL Bangladesh Limited - note 5

Particulars	No of Shares	Market price as on 30 June 2019	Market Value as on 30 June 2019	Market Value as on 30 June 2018	Unrealized Gain/(Loss)
Original Shares	8,770,000	90.00	5,545,971,000	5,933,308,676	(387,337,676)
Bonus Shares	52,851,900	90.00	3,343,971,000	3,933,308,070	(387,337,070)
Total	61,621,900		5,545,971,000	5,933,308,676	(387,337,676)
Less: Original Cost -	note 5.1.1		87,700,000	87,700,000	
Fair Value Gain on In	vestment		5,458,271,000	5,845,608,676	

5.1.1 Original Cost of MJL Bangladesh Limited - note 5.1

_	_			
	8,770,000 Share	es @ Tk. 10 each at per fully paid-up	87,700,000	87,700,000
	52,851,900 Bonu	s Shares @ Tk. 10 each at per	-	-
	61,621,900 Share	es of Tk. 10 each at per	87,700,000	87,700,000

- 5.1.2 The Company holds 19.45% shares of MJL Bangladesh Limited .
- 5.1.3 JOCL earned 45% on 58,687,524 shares i.e. TK. 264,093,858 as final Cash Dividend from MJL BangladeshLimited for the year ended 30 June 2018. (Tk.264,093,858 for the year ended 30 June 2017). JOCL received 2,934,376 nos. of bonus share during the year 2018-2019.
- 5.1.4 The market value of each share of MJL Bangladesh Limited was TK. 90.00 on 30 June 2019 in Chittagong Stock Exchange Limited.

5.2 In FDR - note 5

Principal- Bank & Financial Institution

AB Bank Limited - 1,006,720,000
BASIC Bank Ltd. - 50,000,000
BD Commercial Bank Ltd. - 200,000,000
ICB, Chittagong - 1,000,000,000
NRB Global Bank Ltd. - 3,000,000,000
Southeast Bank Ltd - 50,000,000
Union Bank Limited - 1,500,000,000
- 6,806,720,000







^{*}During the year entire FDR was encashed, a portion of such encashment was reinvested and other portion was utilized to settle Bangladesh Petroleum Corporation (BPC)'s dues.



30 June 2019	30 June 2018
Taka	Taka

5.3 INVESTMENT IN ASSOCIATES

 Omera Fuels Limited
 183,345,533
 60,090,660

 183,345,533
 60,090,660

- 5.3.1 The Company holds 25% shares of Omera Fuels Limited.
- 5.3.2 JOCL has got allotment of 8,770,000 shares of Tk. 10 each of Omera Fuels Limited (OFL) in consideration of 87,500,000 valued of its land and cash 200,000 by 30 June 2015. JOCL has got allotment of 5,000,000Right Shares of Tk. 20 each (TK.10 per share premium included) of Omera Fuels Limited (OFL) by 30 June 2019.
- 5.3.3 Omera Fuels Limited (OFL) has commenced its commercial activities in August 2013. Previous name of OFL was Mobil Jamuna Fuels Limited (MJFL) and renamed as Omera Fuels Limited (OFL) on 20 October 2011. OFL has set up a Tank Terminal of 14 Tanks having total storage capacity of 70,000 MT at Guptakhal, Patenga, Chattogram on its own freehold land measuring 6.175 Acres revalued at Tk. 3,225.00 Million (Original cost Tk. 87.50 Million). The Tank Terminal has automated custody transfer and inventory management system with no manual intervention and this is the first & only Tank Terminal in Bangladesh of International Standard and Certified by "Germanischer Lloyd SE", a leading international certification body.
- 5.3.4 Omera Fuels Limited invested in its subsidiary company named Omera Tank Terminal Limited (Formerly known as Eastern Fisheries Limited) during the year 2015 amounting Tk. 964,251,800 and OFL holds 99.99995% shares of Omera Tank Terminal Limited. OFL also invested in Omera Logistics Limited amounting Tk. 11,000,000 as 20% share capital.

5.3.5 Movement of Investment in Associates

Opening Balance	60,090,660	87,700,000
Right Share Value (5,000,000@ Tk.20 each Tk.10 per share premium included)	100,000,000	-
Addition during the year		
Share of profit /(Loss) of equity accounted investee (Associates)	23,254,873	17,398,431
Prior period adjustment		(45,007,771)
Closing Balance	183,345,533	60.090.660

The company has accounted for it's investment in associate in Omera Fuels Limited using the equity accounting method.

The company has accounted for the investment in assessment and and a surface asing the equity accounted in	No of Shares	No of Shares
Movement of Shareholding in Associates	^	
Opening balance	8,770,000	8,770,000
Number of Right Share	5,000,000	-
Closing balance	13,770,000	8,770,000
Total Number of Share of OFL	55,080,000	35,080,000
Percentage of Shares of associates own by Jamuna Oil Company Limited	25%	25%
Summary of finanacial information of Equity Accounted Investee		
Ownership	25%	25%
Non Current Assets	4,790,347,790	4,857,038,143
Current Assets	902,725,134	355,970,641
Total Assets	5,693,072,924	5,213,008,784
Share capital	550,800,000	350,800,000
Share Premium	200,000,000	-
Accumulated Loss	(17,417,899)	(110,437,373)
General Reserve	1,131,511	1,131,511
Revaluation Reserve	3,117,600,000	3,117,600,000
Non- Controling Interest	317	303
Equity Attributable to owner of the company	3,852,113,929	3,359,094,441
Non-Current Liabilities	1,654,694,671	1,672,416,881
Current Liabilities	186,264,324	181,497,463
Total Liabilities	1,840,958,995	1,853,914,343
Total Equity and Liabilities	5,693,072,924	5,213,008,784
Net Assets value (NAV) per Share	69.94	95.76
Revenue	411,976,475	374,987,511
Other Income	2,424,179	773,451
Expenses	(321,381,164)	(306,167,237)
Profit for the Year	93,019,490	69,593,725







			30 June 2019 Taka	30 June 2018 Taka
6 SHORT TERM INVESTMENT				
Short Term Investment in FDR- Bank & Finance	ial Institution		14,451,521,043	7,684,595,962
Short roll in common in rate dum of rimms			14,451,521,043	7,684,595,962
6.1 This represents investment in FDR up to the per	riod of 01 (one) year.			
AB Bank Limited			51,875,500	-
Agrani Bank Limited			655,321,177	560,139,882
Al-Arafah Islami Bank Limited			-	50,000,000 102,766,750
BD Commercial Bank Limited BRAC Bank Limited			56,430,247 50,000,000	102,700,730
EXIM Bank Limited			72,835,000	
First Security Islami Bank Limited			5,961,706,240	4,456,871,075
Janata Bank Limited			-	300,000,000
NCC Bank Limited			52,013,000	-
NRB Global Bank Limited			5,253,603,328	1,454,525,755
Rupali Bank Limited			71,516,426	66,757,877
Shahjalal Islami Bank Limited			51,875,500	50,000,000
Union Bank Limited			2,174,344,625	643,534,623
			14,451,521,043	7,684,595,962
7 INVENTORIES				
Inventories in Trade - note 7.1			10,510,087,413	10,203,442,087
Stores & Spares - note 7.2			84,740,654	94,033,979
Stores & Spares Hote 7.2			10.594.828.067	10,297,476,066
7.1 Inventories in Trade - note 7			10,000,1,020,000	,,-,
Major Products - note 7.1.1			10,196,318,578	10,009,983,260
Minor Products - note 7.1.2			313,768,835	193,458,827
			10,510,087,413	10,203,442,087
7.1.1 Major Products - note 7.1				
Major Products	30 June	2019	30 Jun	e 2018
Wajor i rodacis	0 (1 (1)	Tr. 1	0 (1 (1)	m 1
	Quantity (Ltr.)	Taka	Quantity (Ltr.)	Taka
HOBC	3,142,507	254,794,468	4,847,412	393,028,165
HOBC MS	3,142,507 5,634,337	254,794,468 443,873,069	4,847,412 4,399,880	393,028,165 346,622,546
HOBC MS SKO	3,142,507 5,634,337 10,514,643	254,794,468 443,873,069 638,869,709	4,847,412 4,399,880 9,686,421	393,028,165 346,622,546 588,546,940
HOBC MS SKO HSD	3,142,507 5,634,337 10,514,643 135,647,013	254,794,468 443,873,069 638,869,709 8,099,483,146	4,847,412 4,399,880 9,686,421 127,429,586	393,028,165 346,622,546 588,546,940 7,608,820,580
HOBC MS SKO HSD FO	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928
HOBC MS SKO HSD	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929 2,664,920	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101
HOBC MS SKO HSD FO JBO	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929 2,664,920 170,262,148	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260
HOBC MS SKO HSD FO JBO	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929 2,664,920 170,262,148	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1 Minor products	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929 2,664,920 170,262,148	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260 e 2018
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1 Minor products L.P. Gas (Cylinder)	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745 30 Jun Quantity (Ltr.)	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929 2,664,920 170,262,148 30 Jun Quantity (Ltr.)	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260 e 2018 Taka
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1 Minor products L.P. Gas (Cylinder) Lubricants-MJL Products	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745 30 Jun Quantity (Ltr.)	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578 e 2019 Taka 1,971,520 177,637,882	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929 2,664,920 170,262,148 30 Jun Quantity (Ltr.)	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260 E 2018 Taka 1,589,660 141,357,344
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1 Minor products L.P. Gas (Cylinder) Lubricants-MJL Products Lubricants-Blended	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745 30 Jun Quantity (Ltr.) 3,232 712,013 207,158	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578 2019 Taka 1,971,520 177,637,882 34,161,008	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929 2,664,920 170,262,148 30 Jun Quantity (Ltr.)	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260 e 2018 Taka 1,589,660 141,357,344 31,882,866
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1 Minor products L.P. Gas (Cylinder) Lubricants-MJL Products Lubricants-Blended Grease	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745 30 Jun Quantity (Ltr.) 3,232 712,013 207,158 18,345	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578 e 2019 Taka 1,971,520 177,637,882 34,161,008 9,258,449	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929 2,664,920 170,262,148 30 Jun Quantity (Ltr.) 2,606 523,340 193,862 9,906	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260 E 2018 Taka 1,589,660 141,357,344 31,882,866 4,981,840
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1 Minor products L.P. Gas (Cylinder) Lubricants-MJL Products Lubricants-Blended	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745 30 Jun Quantity (Ltr.) 3,232 712,013 207,158 18,345 1,145	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578 e 2019 Taka 1,971,520 177,637,882 34,161,008 9,258,449 66,819,176	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929 2,664,920 170,262,148 30 Jun Quantity (Ltr.) 2,606 523,340 193,862 9,906 59	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260 E 2018 Taka 1,589,660 141,357,344 31,882,866 4,981,840 3,099,088
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1 Minor products L.P. Gas (Cylinder) Lubricants-MJL Products Lubricants-Blended Grease	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745 30 Jun Quantity (Ltr.) 3,232 712,013 207,158 18,345	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578 2019 Taka 1,971,520 177,637,882 34,161,008 9,258,449 66,819,176 289,848,035	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929 2,664,920 170,262,148 30 Jun Quantity (Ltr.) 2,606 523,340 193,862 9,906 59 729,773	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260 E 2018 Taka 1,589,660 141,357,344 31,882,866 4,981,840
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1 Minor products L.P. Gas (Cylinder) Lubricants-MJL Products Lubricants-Blended Grease Bitumen (MT)	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745 30 Jun Quantity (Ltr.) 3,232 712,013 207,158 18,345 1,145 941,893	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578 e 2019 Taka 1,971,520 177,637,882 34,161,008 9,258,449 66,819,176	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929 2,664,920 170,262,148 30 Jun Quantity (Ltr.) 2,606 523,340 193,862 9,906 59	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260 E 2018 Taka 1,589,660 141,357,344 31,882,866 4,981,840 3,099,088 182,910,798
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1 Minor products L.P. Gas (Cylinder) Lubricants-MJL Products Lubricants-Blended Grease Bitumen (MT)	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745 30 Jun Quantity (Ltr.) 3,232 712,013 207,158 18,345 1,145 941,893 130,504	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578 e 2019 Taka 1,971,520 177,637,882 34,161,008 9,258,449 66,819,176 289,848,035 23,920,800	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929 2,664,920 170,262,148 30 Jun Quantity (Ltr.) 2,606 523,340 193,862 9,906 59 729,773 63,746 793,519	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260 e 2018 Taka 1,589,660 141,357,344 31,882,866 4,981,840 3,099,088 182,910,798 10,548,029 193,458,827
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1 Minor products L.P. Gas (Cylinder) Lubricants-MJL Products Lubricants-Blended Grease Bitumen (MT) Raw Materials - Lubricants	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745 30 Jun Quantity (Ltr.) 3,232 712,013 207,158 18,345 1,145 941,893 130,504	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578 e 2019 Taka 1,971,520 177,637,882 34,161,008 9,258,449 66,819,176 289,848,035 23,920,800	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929 2,664,920 170,262,148 30 Jun Quantity (Ltr.) 2,606 523,340 193,862 9,906 59 729,773 63,746 793,519 30 June 2019	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260 E 2018 Taka 1,589,660 141,357,344 31,882,866 4,981,840 3,099,088 182,910,798 10,548,029 193,458,827 30 June 2018
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1 Minor products L.P. Gas (Cylinder) Lubricants-MJL Products Lubricants-Blended Grease Bitumen (MT) Raw Materials - Lubricants 7.2 Stores & Spares - note 7	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745 30 Jun Quantity (Ltr.) 3,232 712,013 207,158 18,345 1,145 941,893 130,504	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578 e 2019 Taka 1,971,520 177,637,882 34,161,008 9,258,449 66,819,176 289,848,035 23,920,800	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929 2,664,920 170,262,148 30 Jun Quantity (Ltr.) 2,606 523,340 193,862 9,906 59 729,773 63,746 793,519 30 June 2019 Taka	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260 E 2018 Taka 1,589,660 141,357,344 31,882,866 4,981,840 3,099,088 182,910,798 10,548,029 193,458,827 30 June 2018 Taka
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1 Minor products L.P. Gas (Cylinder) Lubricants-MJL Products Lubricants-Blended Grease Bitumen (MT) Raw Materials - Lubricants 7.2 Stores & Spares - note 7 Non Returnable Empty Packages	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745 30 Jun Quantity (Ltr.) 3,232 712,013 207,158 18,345 1,145 941,893 130,504	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578 e 2019 Taka 1,971,520 177,637,882 34,161,008 9,258,449 66,819,176 289,848,035 23,920,800	4,847,412 4,399,880 9,686,421 127,429,586 21,233,929 2,664,920 170,262,148 30 Jun Quantity (Ltr.) 2,606 523,340 193,862 9,906 59 729,773 63,746 793,519 30 June 2019 Taka 6,940,612	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260 E 2018 Taka 1,589,660 141,357,344 31,882,866 4,981,840 3,099,088 182,910,798 10,548,029 193,458,827 30 June 2018 Taka 9,209,075
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1 Minor products L.P. Gas (Cylinder) Lubricants-MJL Products Lubricants-Blended Grease Bitumen (MT) Raw Materials - Lubricants 7.2 Stores & Spares - note 7 Non Returnable Empty Packages L.P.G Store Materials	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745 30 Jun Quantity (Ltr.) 3,232 712,013 207,158 18,345 1,145 941,893 130,504	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578 e 2019 Taka 1,971,520 177,637,882 34,161,008 9,258,449 66,819,176 289,848,035 23,920,800	30 Jun Quantity (Ltr.) 2,606 523,340 193,862 9,906 59 729,773 63,746 793,519 34,897,596	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260 E 2018 Taka 1,589,660 141,357,344 31,882,866 4,981,840 3,099,088 182,910,798 10,548,029 193,458,827 30 June 2018 Taka
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1 Minor products L.P. Gas (Cylinder) Lubricants-MJL Products Lubricants-Blended Grease Bitumen (MT) Raw Materials - Lubricants 7.2 Stores & Spares - note 7 Non Returnable Empty Packages L.P.G Store Materials Chattogram Terminal Stores	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745 30 Jun Quantity (Ltr.) 3,232 712,013 207,158 18,345 1,145 941,893 130,504	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578 e 2019 Taka 1,971,520 177,637,882 34,161,008 9,258,449 66,819,176 289,848,035 23,920,800	30 Jun Quantity (Ltr.) 2,606 523,340 193,862 9,906 59 729,773 63,746 793,519 30,881,570	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260 e 2018 Taka 1,589,660 141,357,344 31,882,866 4,981,840 3,099,088 182,910,798 10,548,029 193,458,827 30 June 2018 Taka 9,209,075 36,963,556 36,079,591
HOBC MS SKO HSD FO JBO 7.1.2 Minor Products - note 7.1 Minor products L.P. Gas (Cylinder) Lubricants-MJL Products Lubricants-Blended Grease Bitumen (MT) Raw Materials - Lubricants 7.2 Stores & Spares - note 7 Non Returnable Empty Packages L.P.G Store Materials	3,142,507 5,634,337 10,514,643 135,647,013 13,791,084 2,447,161 171,176,745 30 Jun Quantity (Ltr.) 3,232 712,013 207,158 18,345 1,145 941,893 130,504	254,794,468 443,873,069 638,869,709 8,099,483,146 546,264,837 213,033,349 10,196,318,578 e 2019 Taka 1,971,520 177,637,882 34,161,008 9,258,449 66,819,176 289,848,035 23,920,800	30 Jun Quantity (Ltr.) 2,606 523,340 193,862 9,906 59 729,773 63,746 793,519 34,897,596	393,028,165 346,622,546 588,546,940 7,608,820,580 841,075,928 231,889,101 10,009,983,260 E 2018 Taka 1,589,660 141,357,344 31,882,866 4,981,840 3,099,088 182,910,798 10,548,029 193,458,827 30 June 2018 Taka 9,209,075 36,963,556





84,740,654

94,033,979



30 June 2019 Taka	30 June 2018 Taka
Така	Така
1,722,013,356	1,763,365,017
384,965,772	684,869,389
2,106,979,128	2,448,234,406
1,696,103,048	1,759,362,735
25,757,817	9,620,528
5,936,817	166,080
1,727,797,682	1,769,149,343
(5,784,326)	(5,784,326)
1,722,013,356	1,763,365,017

30 Ju	ine 2018
Restated	Reported
166,080	-

8 ACCOUNTS & OTHER RECEIVABLE

Accounts Receivable - note 8.1 Other Receivable - note 8.2

8.1 Accounts Receivable - note 8 POL Products

LPG

Bitumen note-8.1.1

Provision for Doubtful Debts

8.1.1 Bitumen (note -16.1.1)

8.1.2 No amount was due by the Directors (including Managing Director), Managers & Officers of the Company and any of them severally and jointly with any other person.

Due to uncertainty of recovery of Tk. 44,371,237 the Company filed a case against the party and the case is in progress in the court. Another Debtors holding Tk. 49,694,567 was also considered doubtful and the Company filed similar recovery case and in consequence Tk. 35,000,000 was recovered on 25 October 2017 and balance Tk. 14,694,567 is expected to be recovered soon.

8.1.3 Ageing of Accounts Receivable

Less than 6 months 1,181,186,034 861,643,105 Over 6 months but less than 12 months 269,410,327 651,872,662 Over 12 months 277,201,321 255,467,496 1,727,797,682 1,768,983,263

Name of the Customer	Less Than 6 Months	Over 6 months but less than 12 months	Over 12 months	As on 30 June, 2019
(A) POL Product		•		
Power Development Board (note -8.1.4)	-	-	134,578,955	134,578,955
Bangladesh Railway	652,629,925	269,410,327	21,766,620	943,806,872
Bangladesh Chemical Industries Corporation (note -8.1.4)	-	-	50,100,405	50,100,405
Defence	373,773,135	-	-	373,773,135
Chattogram Port Authority	129,219,697	-	-	129,219,697
Balaka Filling Station	-	-	44,371,237	44,371,237
Coral Shipping Line	-	-	14,694,567	14,694,567
Others (Including Dealer/Distributors)	-	-	5,558,180	5,558,180
	1,155,622,757	269,410,327	271,069,964	1,696,103,048
(B) LP Gas			_	
Defence	25,563,277	-	-	25,563,277
Private (Including Dealer/Distributors)	-	-	194,540	194,540
	25,563,277	-	194,540	25,757,817
(C) Bitumen				
Chattogram City Corporation (note -8.1.4)	-	-	5,770,737	5,770,737
Private (Including Dealer/Distributors)			166,080	166,080
	-		5,936,817	5,936,817
Total (A+B+C)	1,181,186,034	269,410,327	277,201,321	1,727,797,682

8.1.4 Restated Accounts Receivable Power Development Board Bangladesh Chemical Industries Corporation Chattogram City Corporation

30 June 2018		
Restated Reported		
134,578,955	134,579,366	
50,100,405	50,140,000	
5,770,737	5,771,000	
190,450,097	190,490,366	

^{*} Due to clerical mistake ,earlier year figures were misstated by Tk.411, Tk. 39,595 & Tk.263 now rectified

8.2 Other Receivable - note 8

Other Receivable - Accrued Interest on FDR



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	COT VI

384,965,772	684,869,389
384,965,772	684,869,389





		30 June 2019	30 June 2018
		Taka	Taka
9 ADV	ANCES, DEPOSITS & PRE-PAYMENTS		
Adva	ances - note 9.1	4,247,399,627	5,289,104,167
Depo	osits - note 9.2	80,432,254	184,114,563
Pre-l	Payments - note 9.3	17,933,198	17,455,318
		4,345,765,079	5,490,674,048
0.1	Advances - note 9		
7.1	Bangladesh Petroleum Corporation	334,427,393	343,706,662
	Padma Oil Co. Ltd.	812,300,851	802,097,782
	Meghna Petroleum Limited	125,278,751	99,746,346
	Eastern Refinery Limited	2,306,387	2,292,630
	LPG Limited	172,454	165,575
	Mobil Jamuna Lubricants Limited	30,528,359	95,908,783
	Advance Income Tax	2,076,705,102	3,147,277,812
	Advance against Capital Expenditures - note 9.1.1	685,746,250	685,746,250
	Standard Asiatic Oil Company Limited	168,546	9,420,994
	Others	179,765,534	102,741,333
	Others	4,247,399,627	5,289,104,167
		4,247,377,027	3,207,104,107
9.1.1	Advance against Capital Expenditures - note 9.1		
	Construction of Mongla Oil Installation	682,246,250	682,246,250
	LPG Import, Storage & Bottling Plant at Mongla	3,500,000	3,500,000
		685,746,250	685,746,250
9.2	Deposits - note 9		
7.2	LPG Limited	24,495,450	24,495,450
	Standard Asiatic Oil Co. Ltd.	3,500,000	3,500,000
	Eastern Lubricants Blenders Ltd.	106,628	106,628
	Others	52,330,176	156,012,485
		80,432,254	184,114,563
		00,102,201	10 1,11 1,000
9.3	Pre-Payments - note 9	1= 000 100	45.455.040
	Pre-paid Rent & Insurance	17,933,198	17,455,318
	,	17,933,198	17,455,318
9.4	Advance realizable in Cash		
	Employees - Car, House Building Loan etc.	37,153,906	34,988,345
		37,153,906	34,988,345
0.5	A	, , , , , , , , , , , , , , , , , , ,	
9.5	Amount recoverable or adjustable within twelve months from the date of Statement of Financial Position.	2 244 564 529	2 205 205 170
	date of Statement of Financial Position.	2,244,564,528	2,305,385,160
9.6	Aggregate amount due by managers and officers of the Company	. 8,716,502	12,712,632
9.7	Amount due by the directors of the Company.	_	_
,,,	Time was and by the uncorest of the company.		
	SH AND CASH EQUIVALENTS a different banks:		
	Short Notice Deposit (SND) Account-Note 10.3.2	7,738,482,075	16,315,050,803
	Current Account - note 10.3.3	(435,799,988)	(657,362,008)
	Current Account - Hote 10.3.3	7,302,682,087	15,657,688,795
	Cash In Hand-Note-10.2	7,502,082,087	1,768,854
	FDR Receipt-Note 10.3.1	600,000,000	1,320,937,500
	1 DR Receipt Note 10.3.1	7,903,467,533	16,980,395,148
		1,703,401,333	10,700,373,140
10.1			•

10.1 The credit balance arises due to issuance of cheques for an amount in excess of balance lying with banks.





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			30 June 2019	30 June 2018
10.2		L	Taka	Taka
10.2	Cash in Hand		1.200	6.406
	Bagabari Depot		1,208	6,486
	Bairab Bazar Depot		6,055	2,598
	Barisal Depot		18,669 2,642	37,593 62,121
	Bogra Office Chandau Denot			62,121
	Chandpur Depot Chilmary Depot		14,937 22,550	8,592 15,671
	Chattogram Office		21,096	15,671 25,120
	Chattogram Terminal Office		591,807	1,176,753
	Daulatpur Depot		12,635	2,651
	Dhaka Office		38,867	188,209
	Fatullah Depot		3,062	4,600
	Jalakati Depot		2,812	88,192
	Khulna Office		1,371	17,454
	Mongla Oil Installation		8,817	-
	Natore Depot		5,983	100,001
	Parbatipur Depot		8,084	3,132
	Rajshahi Depot		1,002	699
	Rangpur Depot		7,515	10,234
	Sachana Bazar Depot		3,603	5,622
	Sreemongal Depot		11,472	10,298
	Sylhet Depot		1,259	2,829
	•	_	785,446	1,768,854
10.3	Cash at Bank			
	Fixed Deposit Receipt	10.03.01	600,000,000	1,320,937,500
	Short Notice Deposit	10.03.02	7,738,482,075	16,315,050,803
	Current Account	10.03.03	(435,799,988)	(657,362,008)
10 3 1	Fixed Deposit Receipt	-	7,902,682,087	16,978,626,295
10.5.1	BASIC Bank Ltd.			600,000,000
	BD Commercial Bank Ltd.		-	250,000,000
	Rupali Bank Ltd.		_	317,900,000
	Union Bank Limited			153,037,500
	ICB, Chattogram		600,000,000	-
	Teb, Chanograin	-	600,000,000	1,320,937,500
		_		, , , , , , , , , , , , , , , , , , , ,
10.3.2	Special Notice Deposit			
	AB Bank Ltd		729,675,896	1,457,808,794
	Agrani Bank Limited		489,733,672	1,752,648,506
	Bank Asia Ltd		33,371,355	55,526,475
	BRAC Bank Ltd		139,941,701	576,430,670
	Citi Bank		3,050,090	3,050,090
	The City Bank Ltd		81,514,656	644,159,291
	Dutch Bangla Bank Ltd		31,072,572	8,829,843
	Eastern Bank Ltd		183,813,296	1,057,079,533
	HSBC		237,457,154	104,391,276
	IFIC Bank Ltd		1,717,261,056	1,623,752,328
	Mercantile Bank Ltd		706,898,976	1,948,240,588
	One Bank Ltd Pubali Bank Ltd		685,004,198	1,368,676,710
			1,021,642,275	1,923,156,354
	Rupali Bank Ltd Sonali Bank Limited		35,510,520 405,648,659	388,063,955 1,875,775,867
	Southeast Bank Ltd		538,548,964	721,389,007
	Standard Chartered Bank		10,895,183	10,772,082
	United Commercial Bank Ltd		648,777,390	756,738,108
	Uttara Bank Ltd		38,664,462	38,561,324
	Citata Bailk Eta	-	7,738,482,075	16,315,050,803
		_		, , ,
10.3.3	Current Account	a cua	(102.7(0.550)	(2.000)
	Agrani Bank Limited Pubali Bank Ltd	ST ST UTUNG	(192,768,558)	(3,986)
	1 uoan Dank Liu	-	(243,031,430)	(657,358,022)
	Nacotive helenges shown in the last last and the last last last last last last last last	OGRAM	(435,799,988)	(657,362,008)
	Negative balances shown in the bank book represent book overdraft.			

Report



30 June 2019	30 June 2018
Taka	Taka

11 SHARE CAPITAL

11.1 Authorised Capital: Number

300,000,000 Ordinary shares of Tk 10 each	3,000,000,000	3,000,000,000
Issued, Subscribed and Paid-up Capital:		

11.2

5,000,000	Ordinary shares of Tk 10 each fully paid for consideration otherwise than in cash.	50,000,000	50,000,000
105,424,600	Ordinary shares of Tk 10 each issued as bonus - note 11.2.1	1,054,246,000	1,054,246,000
110,424,600	Ordinary shares of Tk 10 each	1,104,246,000	1,104,246,000

11.2.1 Bonus Share Capital

-2006 50,000,000	50,000,000
-2007 350,000,000	350,000,000
-2010 90,000,000	90,000,000
-2011 162,000,000	162,000,000
-2012 210,600,000	210,600,000
-2013 91,260,000	91,260,000
-2014100,386,000	100,386,000
1,054,246,000	1,054,246,000
-	-2007 350,000,000 -2010 90,000,000 -2011 162,000,000 -2012 210,600,000 -2013 91,260,000 -2014 100,386,000

11.3 Position of shareholdings

<u> </u>	30 June 2019		30 June 2018		
Name of Shareholders	No. of Shares	Percentage (%) of shareholding	No. of Shares	Percentage (%) of shareholding	
Bangladesh Petroleum Corporation	66,346,774	60.08%	66,346,774	60.08%	
Institutions (Financial & Others)					
Local	29,562,021	26.77%	26,986,958	24.44%	
Foreign	1,510,200	1.37%	2,847,120	2.58%	
	31,072,221	28.14%	29,834,078	27.02%	
Individuals					
Local	12,909,001	11.69%	14,107,831	12.77%	
Non-resident Bangladeshi	63,928	0.06%	107,980	0.10%	
Foreign	32,676	0.03%	27,937	0.03%	
	13,005,605	11.78%	14,243,748	12.90%	
	110,424,600	100.00%	110,424,600	100.00%	

11.4 Classification of Shareholders by holding

	30 J	une 2019	30 June 2018	
Range of Holdings	No. of Holders	Total Holdings (%)	No. of Holders	Total Holdings (%)
Less than or equal 500 shares	6,065	0.79%	6,315	0.90%
501 to 5,000 shares	2,298	3.42%	2,479	3.59%
5,001 to 10,000 shares	223	1.44%	237	1.57%
10,001 to 20,000 shares	128	1.68%	144	1.94%
20,001 to 30,000 shares	53	1.17%	38	0.86%
30,001 to 50,000 shares	45	1.59%	47	1.72%
50,001 to 100,000 shares	35	2.19%	40	2.56%
100,001 to 1,000,000 shares	49	10.62%	56	11.46%
Over 1,000,000 shares	8	77.10%	7	75.40%
	8,904	100.00%	9,363	100.00%

11.5 Market Price of Ordinary Shares.

The shares are listed with Dhaka and Chittagong Stock Exchange. On 30 June 2019 each share was quoted at Tk. 173.80 in the Dhaka Stock Exchange Ltd.,Tk. 174.60 in the Chittagong Stock Exchange Ltd.

11.6 Option on Unissued Ordinary Shares

There was no option on unissued shares as on 30 June 2019.









12 CAPITAL RESERVE

Capital gain on sale of land & structure at Chandpur

Capital gain on sale of 12.35 acres land at Patenga to Joint Venture Co. as details below:

Sale of Land

Original Cost of Land

Related Expenses against Transfer of Land

13 GENERAL RESERVE

Opening Balance

Transferred during the year

Closing Balance

14 PROVISION FOR GRATUITY

Opening Balance

Provision made during the year

Payment made during the year Closing Balance

15 DEFERRED TAX LIABILITY / (ASSET)

Opening Balance

Prior Year Adjustment for unrelized Loss on Investment in

Quoted Share

Adjusted Opening Balance

Adjusted for Deferred Tax (Assets)/Liabilities

Adjusted for Unrealized Gain on Quoted Share

Closing Balance

* In the earlier year Deferred Tax on unrealized Gain/ (Loss) was not accounted for inadvertently, now prior year adjustment given to rectify earlier policy regarding non recognition of deferred tax on unrealized gain on investment in quoted share.

DEFERRED TAX LIABILITY / (ASSET)	Rate	Carrying Amount	Tax Base	Temporary Difference	Deferred Tax (Assets)/ Liabilities
At 30 June, 2019					
Property, Plant &					
Equipment (Except land)	25%	914,809,525	686,842,452	227,967,073	56,991,768
Provision For Gratuity	25%	(863,750,437)	197 700 000	(863,750,437)	(215,937,609)
Investment in Associate Investment in Share	25% 15%	183,345,533 5,545,971,000	187,700,000 87,700,000	(4,354,467) 5,458,271,000	(1,088,617) 818,740,650
Deferred Tax (Assets)/Liability	1370	5,780,375,621	962,242,452	4,818,133,169	658,706,192
DEFENDEN TAY	D-4-	Gi	Т В	Temporary	Deferred Tax
DEFERRED TAX LIABILITY / (ASSET)	Rate	Carrying Amount	Tax Base	Difference	(Assets)/ Liabilities
At 30 June, 2018(Restated)					
Property, Plant &	250/	771 247 145	555 402 124	215 845 021	52.0(1.255
Equipment (Except land) Provision For Gratuity	25% 25%	771,247,145 (857,076,990)	555,402,124	215,845,021 (857,076,990)	53,961,255 (214,269,248)
Investment in Associate	25%	60,090,660	87,700,000	(27,609,340)	(6,902,335)
Investment in Quoted Share	15%	5,933,308,676	87,700,000	5,845,608,676	876,841,301
Deferred Tax (Assets)/Liability		5,907,569,491	730,802,124	5,176,767,367	709,630,973
					D.C. 17
DEFERRED TAX	Rate	Carrying Amount	Tax Base	Temporary	Deferred Tax (Assets)/
LIABILITY / (ASSET)	1	jgouit	10.1 20.00	Difference	Liabilities
At 30 June, 2018(Reported)					
Decreets Disease 0					
Property, Plant & Equipment (Except land)	25%	771,247,145	555,402,124	215,845,021	53,961,255
Provision For Gratuity	25%	(857,076,990)	-	(857,076,990)	(214,269,248)
Investment in Associate	25%	60,090,660	87,700,000	(27,609,340)	(6,902,335)
Deferred Tax (Assets)/Liability		(25,739,185)	643,102,124	(668,841,309)	(167,210,327)

^{*} Leasehold land has not been taken into computation since the accounting base and the tax base are same, and no temporary difference exist.





30 June 2019

Taka

3,591,102

175,000,000

(25,743,571)

149,242,001

152,833,103

10,000,000,000

10,000,000,000

857,076,990

75,473,247

932 550 237

(68,799,800)

863,750,437

Restated

(151,545,309)

1,053,784,186

902,238,877

(15,665,019)

709,630,973

(176,942,885)

30 June 2019

709,630,973

7,175,869

(58,100,651)

658,706,191

30 June 2018

(14,428)

30 June 2018

Taka

3,591,102

175,000,000

(25,743,571)

149,242,001

152,833,103

8,660,000,000

1,340,000,000

814,566,870

85,090,979

899,657,849

(42,580,859)

857,076,990

Reported

(151,545,309)

(15,665,019)

(167,210,327)

10,000,000,000

(14,428)



		30 June 2019 Taka	30 June 2018 Taka		
16 CDE	EDITORS & ACCRUALS				
10 CKI	For Trading Supplies & Services - note 16.1	20,620,033,256	31,230,531,967		
	For Expenses - note 16.2	3,148,467,575	2,183,687,258		
	For Expenses - note 10.2	23,768,500,831	33,414,219,225		
	=	23,700,300,031	33,414,217,223		
16.1 Cr	editors for Trading Supplies & Services - note 16.1				
	Payable to BPC	17,774,711,264	28,078,137,860		
	Payable to Others note-16.1.1	2,845,321,992	3,152,394,107		
	ayuote to others — note 10.1.1	20,620,033,256	31,230,531,967		
	-		0 1,20 0,00 1,5 0 .		
		30 June 2018			
		Restated	Reported		
16.1.1	Payable to Others	3,152,394,107	3,152,228,027		
	the earlier period Receivable from Private customers of				
	d off with payable to others now rectified. editors for Expenses - note 16.2				
	Payable to BPC	2,550,254,526	1,586,241,259		
	Payable to officers & staffs against salary	66,924,498	40,789,207		
	Tanker charge payable	77,299,436	107,571,129		
	Workers' Profit Participation & Welfare Fund (note - 16.2.1)		210,294,137		
	JOCL Staff Provident Fund	-	2,256,268		
	Railway freight payable	70,375,454	24,609,352		
	Payable to Others	186,440,493	211,925,906		
	-	3,148,467,575	2,183,687,258		
	-				
16.2.1	Workers' Profit Participation & Welfare Fund				
	Opening Balance	210,294,137	15,68,14,596		
	Provision made for the year	162,030,441	19,46,12,677		
	Payment made for the year	(175,151,410)	(141,133,136)		
		197,173,168	210,294,137		
17 CRE	EDITORS FOR OTHER FINANCE				
	Payable to Dealers & Distributors (Security Deposit)	174,136,594	170,221,595		
	Payable to LPG Distributors (Security Deposit)	14,977,790	15,007,790		
	Payable to Supplier & Contractors (Security Deposit)	49,494,582	33,120,219		
	BPC's Fuel Sector Development Fund	100,835,130	215,782,638		
	· -	339,444,096	434,132,242		
	-				
18 INC	OME TAX PAYABLE				
10 INC		2 277 (25 152	0.057.666.040		
	Opening Balance	3,277,635,152	2,357,666,948		
asks	Provision made during the year- note 18.1	755,077,750	919,968,204		
A CO	A 1:	4,032,712,902	3,277,635,152		
Sallored Account	Adjustment made during the year	(1,923,853,795)	2 255 (25 152		
	Closing Balance	2,108,859,107	3,277,635,152		





10.1.C44		Amount in BDT			
18.1 Statement of Income Tax Provision :	[30 June 2019	30 June 2018		
Computation of Total Income					
Income Year: 2018 - 2019					
Assessment Year: 2019 - 2020					
Accounting Profit Before Tax	L	3,078,578,374	3,697,640,855		
Less: Non-business Income (Items for	Canamata				
Less: Non-business Income (Items for Consideration)	Separate				
Dividend Income	Γ	(264,093,858)	(264,093,858)		
Accounting Profit on Sale of Fixed Assets		(200,000)	(261,677)		
2	L	2,814,284,516	3,433,285,320		
Add: Inadmissible Expenses	-				
Accounting Depreciation	ſ	114,985,000	102,745,213		
Provision for Gratuity	Į	75,473,247	85,090,979		
		3,004,742,763	3,621,121,512		
Less: Expenses Admissible But Not Shown	г	126,022,672	110 000 050		
Depreciation as per 3rd Schedule Amortization of Lease Land		126,933,653	110,098,859		
		105,053	105,053		
Payment for Gratuity	L	68,799,800 195,838,506	42,580,859 152,784,771		
	-	2,808,904,257	3,468,336,741		
Add: Income Received from Non Business Head		,,,	- , , ,		
Fiscal Profit On Sale of Fixed Assets		131,654	260,991		
Total Taxable Income		2,809,035,911	3,468,597,732		
Current Tax Charge During the Year					
i) Calculation of Regular Tax Liability					
On Taxable Income	25%	702,258,978	867,149,433		
On Dividend Income	20%	52,818,772	52,818,772		
Total Regular Tax Expenses	=	755,077,750	919,968,204		
	г		1. 1.		
ii) Minimum Tax U/S 82 C (4)	l	Not App	plicable		
iii) Advance Income Toy	Г	627 500 550	691,835,503		
iii) Advance Income Tax	L	627,588,558	091,833,303		
Current Tax liability U/S 82 C (8) (higher one an	nong i, ii		040.000.00		
and iii)	<i>5</i> ,	755,077,750	919,968,204		
	-				

Note: As the company functioning as marketing of petroleum product of Bangladesh Petroleum Corporation hence the company received only margin. For this reason minimum tax has not been applicable.









30 June 2019	30 June 2018
Taka	Taka

18.2 Year wise details are as follows:

Income	Tax Paid/Adjustment	Tax Provided	Balance
Year	Taka	Taka	Taka
30.06.1988 to 30.06.2003	34,631,255	3,403,844	(31,227,411)
30.06.2004	29,238,248	-	(29,238,248)
30.06.2005	23,900,573	1,721,000	(22,179,573)
30.06.2006	31,701,642	120,000,000	88,298,358
30.06.2007	85,522,440	199,321,736	113,799,296
30.06.2008	243,916,657	175,869,357	(68,047,300)
30.06.2009	174,819,509	140,257,353	(34,562,156)
30.06.2010	177,608,877	190,832,700	13,223,823
30.06.2011	357,067,878	347,514,706	(9,553,172)
30.06.2012	582,973,032	676,773,633	93,800,601
30.06.2013	709,526,216	646,473,592	(63,052,624)
30.06.2014	686,363,956	744,020,180	57,656,224
30.06.2015	-	784,636,004	784,636,004
30.06.2016	-	681,815,000	681,815,000
30.06.2017	-	782,298,126	782,298,126
30.06.2018	-	919,968,204	919,968,204
30.06.2019	1,923,853,795	755,077,750	(1,168,776,045)
	5,061,124,078	7,169,983,185	2,108,859,107

- (i) Assessment settled upto the year 2010-2011.
- (ii) Assessment pending in the High Court for the year 2011-2012 & 2012-2013.
- (iii) Return submitted U/S-82BB of ITO 1984 for the years 2013-2014 to 2017-2018.

19 UNCLAIMED DIVIDEND

			1
Opening	Balance	28,450,465	26,253,000
Di	vidend for the year 2018	1,435,519,800	1,214,670,600
		1,463,970,265	1,240,923,600
Pa	yment made during the year	(1,431,312,484)	(1,212,473,135)
		32,657,781	28,450,465
Ye	ear wise break up:		
	2006-2007	3,278,508	3,278,508
	2007-2008	4,146,644	4,146,644
	2008-2009	1,452,085	1,452,085
	2009-2010	798,949	798,949
	2010-2011	1,588,076	1,588,076
	2011-2012	1,415,962	1,415,962
	2012-2013	2,629,642	2,629,642
	2013-2014	3,077,418	3,077,418
	2014-2015	2,435,408	2,748,862
TAKER &	2015-2016	2,458,669	2,774,987
	2016-2017	39,10,020	4,539,332
Tored Account	2017-2018	5,466,400	-
		32,657,781	28,450,465





30 June 2019	30 June 2018
Taka	Taka

20 NET EARNINGS ON PETROLEUM PRODUCTS

Major Products - note 20.11,088,904,9731,149,489,069Minor Products - note 20.2217,846,372191,473,023Net Earnings1,306,751,3451,340,962,092

20.1 Major Products - note 20

	30 Ju	ne 2019	30 June 2018		
Major Products	Sales Quantity	Net Earnings	Sales Quantity	Net Earnings	
	MT	Taka	MT	Taka	
HOBC	71,112	29,065,438	61,234	27,138,072	
MS	98,665	54,570,275	88,584	46,075,149	
SKO	43,427	33,251,060	48,706	32,155,539	
HSD	1,333,375	802,485,625	1,374,315	811,878,171	
FO	175,137	165,884,062	236,866	227,248,371	
JBO	3,545	3,648,513	4,832	4,986,528	
MTT	-	-	14	7,239	
Sub Total	1,725,261	1,088,904,973	1,814,551	1,149,489,069	

20.2 Minor Products - note 20

	30 Ju	ne 2019	30 June 2018		
Minor Products	Sales Quantity	Net Earnings	Sales Quantity	Net Earnings	
	MT	Taka	MT	Taka	
Bitumen	12,410	2,481,918	11,081	2,579,832	
Lubricants & Grease	4,354	208,098,779	4,437	182,659,440	
LPG	4,614	7,265,675	3,890	6,233,751	
Sub Total	21,378	217,846,372	19,408	191,473,023	
Grand Total	1,746,639	1,306,751,345	1,833,959	1,340,962,092	









30 June 2019	30 June 2018
Taka	Taka

21 OTHER OPERATING INCOME

Product Handling Commission & Others		
BPC Product Handling	19,039,382	12,303,238
Local & Others	284,216,049	237,947,776
	303,255,431	250,251,014
Net Profit/(Loss) on Operation of Tanker MT Jamuna	(6,330,762)	(7,378,601)
Service Charges	46,098,538	97,386,755
	343,023,207	340,259,168
ADMINISTRATIVE, SELLING AND DISTRIBUTION EXP	PENSES	

22

•		
Storage, Selling & Administration	158,064,758	150,159,866
Payroll & Benefits	545,682,359	548,516,833
Contributory Provident Fund	14,544,566	13,946,912
Rent & Other Taxes	29,726,594	23,869,715
Travelling & Office Transport	18,444,569	18,235,754
Fuel & Electricity	16,361,495	13,842,404
Repair & Maintenance	16,394,500	12,712,362
Insurance Premium	6,428,377	6,497,831
Audit Fee (Statutory) - note 29	280,000	260,000
Directors' Fee	736,000	1,008,000
Management Service Charge	700,000	700,000
	807,363,218	789,749,677

23 FINANCIAL EXPENSES

Bangladesh Petroleum Corporation - note 23.1	110,398,650	115,051,790
Interest on Workers' Profit Participation & Welfare Fund	90,246,964	61,815,025
Bank Charges	3,183,979	4,137,494
	203,829,593	181,004,309

23.1 This represents provision made for financial expenses which is computed on sales quantity ranging from Tk. 0.0506 to 0.0699 per liter against major products.

24 OTHER INCOME

Dividend Income - note 5.1.3	264,093,858	264,093,858
Interest on Bank Deposits	1,081,055,351	1,608,548,206
Interest on Fixed Deposits	1,333,990,983	1,376,073,030
Licence Fee	4,714,208	4,132,507
Interest on House Building Loan	1,113,554	1,153,452
Interest on Car Loan	162,768	182,952
Rent Receipts	29,145,064	28,821,664
Profit/(Loss) on Sale of Non-Current Assets - note 24.1	200,000	261,677
Others	2,536,288	1,264,125
TAMER AND SECOND	2,717,012,074	3,284,531,471





24.1 Profit/(Loss) on Sale of Non-Current Assets - note 24

Particulars of Assets	Original	Acc. Dep. as on	WDV as on	Sales Price Profit / (Loss)	as on Sales Price	as on Sales Price Profit	Sales Price	as on Sales Price	as on Sales Price	s on Sales Price	as on Sales Price	,	Sales Price II	Name of Parties	Mode of Disposal
	Cost	30 Jun 19	30 Jun 19									(Loss)		(Loss)	(Loss)
Air-condition (1 Ton Capacity)	130,435	95,628	34,807	34,807	-	Mr. Habibul Muhit Ex. GM (HR)	Board Decision								
Refrigerator (10Cft)	77,377	42,547	34,830	34,830	-	Mr. Habibul Muhit Ex. GM (HR)	Board Decision								
Service & Filling Station Assets	186,796	186,796	-	90,000	90,000	M/s. Hoq & Company Banani	Auction								
Service & Filling Station Assets	166,113	166,113	-	110,000	110,000	M/S. Nural Huda Filling Station	Auction								
	560,721	491,084	69,637	269,637	200,000										

		30 June 2019	30 June 2018
		Taka	Taka
25	EARNINGS PER SHARE (EPS)		
	Earnings attributable to the Ordinary Shareholders	2,339,579,628	2,810,736,101
	Weighted average number of ordinary shares during the year	110,424,600	110,424,600
	Earning Per Share (EPS)	21.19	25.45
	**EPS decrease due to decrease in net earnings on petroleum products and other income.		
26	NET ASSETS VALUE (NAV) PER SHARE		
	The computation of NAV Per Share is given below:		
	Total Assets	46,279,811,486	56,654,215,287
	Less: Total Liabilities	27,771,918,443	38,721,145,047
		18,507,893,043	17,933,070,240
	Number of ordinary shares outstanding during the year	110,424,600	110,424,600
	Net Assets Value (NAV) Per Share	167.61	162.40
		30 June	2018
		Restated	Reported
	Net Assets Value (NAV) Per Share (**)	162.40	170.34

^{**} Net Asset Value(NAV) for the year 30 June 2018 has been restated due to prior year adjustment of deferred tax on unrealized gain of investment in quoted share.

27 NET OPERATING CASH FLOW PER SHARE

 Net Operating Cash Flow (from Statement of Cash Flows)
 (10,159,766,931)
 (5,656,944,370)

 Weighted average number of ordinary shares during the year
 110,424,600
 110,424,600

 Net Operating Cash Flow Per Share
 (92.01)
 (51.23)

28 Reconciliation of Net Profit with cash flow from operating activities

(Notification No BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018)

(Tothleadon To BBEC/Childreb/2000 150/200/Tallini/01 dated 20 June 2010)			
Reference Note- 5 (b)		30 June 2019	30 June 2018
		Taka	Taka
Profit before Income Tax		3,078,578,374	3,697,640,855
Adjustment to reconcile net income to net cash:			
Depreciation	3	114,985,000	102,745,213
Gain on sale of Fixed Assets	24	(200,000)	(261,677)
Dividend Income	24	(264,093,858)	(264,093,858)
Interest on Bank Deposits	24	(1,081,055,351)	(1,608,548,206)
Interest on Fixed Deposits	24	(1,333,990,983)	(1,376,073,030)
Income Tax paid		(853,281,085)	(791,065,295)
		(339,057,903)	(239,655,998)
Changes in Working Capital:			
(Increase)/Decrease in Inventories	7	(297,352,001)	(1,916,688,760)
(Increase)/Decrease in Trade Receivable	8	41,351,661	(51,233,492)
(Increase)/Decrease in Advances, Deposits and Pre-payments		74,336,259	77,381,162
(Decrease)/Increase in Creditors & Accruals	16	(9,645,718,394)	(3,569,257,402)
		(9,827,382,475)	(5,459,798,492)
(Decrease)/Increase in Deferred Liabilities		6,673,447	42,510,120
		(9,820,709,028)	(5,417,288,372)
Net Cash Inflow / (Outflow) from Operating Activities		(10,159,766,931)	(5,656,944,370)

29 AUDITORS' REMUNERATION

Audit Fee (Statutory)



JASI CHOWO	
OGRAMA"	

280,000	260,000
280,000	260,000

Audit fee represents auditors' remuneration only which is fixed up by the shareholders at the Annual General Meeting.



^{**} Net operating cash flow per share (NOCFPS) decreased due to major reduction of collection from sales amounting to TK.517 crore



30 REMUNERATION OF MANAGING DIRECTOR, MANAGERS & OFFICERS

	30 J	une 2019	30 June 2018			
Particulars	MD &	OFFICERS	OFFICERS MD &			
	MANAGERS	OFFICERS	MANAGERS	OFFICERS		
Salary, Allowances & Bonus	37,714,021	46,107,942	38,567,909	47,677,444		
Housing						
Rental	18,799,027	21,057,715	19,187,925	20,862,723		
Utilities	4,819,160	6,101,492	5,012,456	6,361,250		
	23,618,187	27,159,207	24,200,381	27,223,973		
Leave Encashment	5,090,773	7,306,705	6,170,494	7,335,998		
Provident Fund	3,117,523	3,508,416	3,089,264	3,468,306		
	69,540,504	84,082,270	72,028,048	85,705,721		
Number of Persons	45	77	44	84		

- 30.1 The Managing Director, General Manager, Departmental Heads, Managers and Officers are paid house rent allowances in cash.
- 30.2 The Managing Director, General Manager & Departmental Heads are provided with free use of company's car, subject to limit. Other Managers are paid cash assistance under car loan scheme, subject to limit and other Officers are paid cash allowances.
- 30.3 The Managing Director, General Manager & Managers are provided with residential telephone primarily for Company's business communication, subject to limit.
- 30.4 The Managing Director, General Manager, Managers & Officers are provided with free medical facilities according to company's rules.
- 30.5 The Managing Director, General Manager, Managers & Officers are provided with coverage for Group Insurance Scheme.
- 30.6 The Directors, other than Managing Director who is an Ex-Office Director, are not paid any remuneration except fees and expenses in connection with attending Company's Board Meeting.

31 ATTENDANCE STATUS OF BOARD MEETING OF DIRECTORS

During the year ended 30 June 2019, there were 11 (Eleven) Board meetings held. The attendance status of all the meetings are as follows:

SL	Name of the Directors	Representative By	Position	Meetings Held	Attendance
1	Mr. Md. Akram Al Hossain	BPC	Chairman	2	2
2	Mr. Md. Shamsur Rahman	BPC	Chairman	9	9
3	Mr. Shankar Prasad Dev	Independent	Director	11	9
4	Mr. Md. Abdur Razzaque	BPC	Director	10	9
5	Mr. Md. Sarwar Alam	BPC	BPC Director		11
6	Mr. A. Khaleque Mallick	BPC	Director	11	8
7	Mr. Md. Abu Yousuf Miah	BPC	Director	11	11
8	Mr. Mozammel Haque Bhuiyan	Shareholder	Director	11	10
9	Mr. Saifuddin Ahmed Bhuiyan	BPC	Director	11	8
10	Mr. Md. Abdul Jalil Howladar	Independent	Director	3	3
11	Mr. Md. Manjurul Hafiz	BPC	Director	1	1
12	Mr. Md. Quamrul Hasan	BPC	Managing Director	2	2
13	Mr. Md. Gias Uddin Ansary	BPC	Managing Director	9	9









Number of Employees									
30 June 2019 Nos.	30 June 2018 Nos.								

536

32 NUMBER OF EMPLOYEES

The number of employees with an aggregate annual remuneration not being less than Tk 36,000.

33 EXPENDITURE IN FOREIGN CURRENCIES

No payment was made during the year in foreign currency on account of royalty, professional, consultation fees, interest & others.

34 RELATED PARTY TRANSACTIONS

In accordance with IAS-24: Related Party Disclosures, key management personnel of the company are those persons having the authority and responsibility for planning, directing and controlling the activities of the company, directly or indirectly

	30 June 2019 Taka	30 June 2018 Taka
a) Key Management Personnel Compensation		
Short term employee benefits	23,578,683	22,367,977
Post eployment benefits	96,502,624	89,801,435
Other benefits	-	<u>-</u>
	120,081,307	112,169,412

[#] Key management personnel compensation includes benefits for employees of the rank of DGM and above.

During the year ended 30 June 2019, the company carried out a number of transactions with related party in the normal course of business on 'Arms Lenghth Basis'. The name of these related parties, nature of transactions and their total value have been set in accordance with the provisions of IAS 24: Related party disclosures:

b) Transaction with BPC & Other R	Amount in Taka						
Name of Party/Company	Relation	Transaction Durin	g the Year	Closing Balance			
Tvaine of Farty/Company	Relation	30 June 2019	30 June 2018	30 June 2019	30 June 2018		
Bangladesh Petroleum Corporation	Mother Concern	327,075,356,712	310,568,405,275	(20,091,373,526)	(29,536,455,094)		
Padma Oil Company Limited	BPC Unit	1,497,295,385	1,841,038,485	(559,786,202)	(821,082,646)		
Meghna Petroleum Limited	BPC Unit	112,163,734	456,883,959	63,339,074	56,432,408		
Eastern Refinery Limited	BPC Unit	13,758	-	2,306,387	2,292,630		
MJL Bangladesh Limited	Investment/Supplier	2,856,013,925	2,727,592,364	30,434,910	95,815,333		
Omera Fuels Limited	Investment	100,000,000	-	-	-		
Eastern Lubricants Blenders Limited	BPC Unit	5,639,889	8,403,703	(328,324)	(328,324)		
Liquefied Petroleum Gas Limited	BPC Unit	449,703,149	363,804,000	(704,431)	1,077,820		
Standard Asiatic Oil Company Ltd. BPC Unit		220,531,721	276,336,362	(2,852,519)	9,377,276		
	332,316,718,273	316,242,464,148	(20,558,964,631)	(30,192,870,597)			









35 CONTINGENT LIABILITIES, ASSETS AND COMMITMENTS

35.1 Contingent Liabilities:

There were no contingent liabilities as on 30 June 2019.

35.2 Contingent Assets:

There were no contingent assets as on 30 June 2019.

35.3 Capital Expenditure Commitments:

30 June 2019 30 June 2018 Taka Taka

Capital Expenditure Commitments

1,415,847,660 1,536,678,355

The capital expenditure commitment as on 30 June 2019 was Tk 14158.47660 lac 30 June 2018: Tk 15366.78355 lac)

36 GUARANTEE

There was no guarantee to any third party as on 30 June 2019.

30 June 2019	30 June 2018
Taka	Taka

37 CLAIMS

Claim against the company but not acknowledged as debt (Income Tax)

387,660,468 387,660,468

38 EVENTS AFTER THE REPORTING PERIOD

Subsequent to the Statement of Financial Position date, the Board of Directors recommended 130.00%. (one hundred thirty percent) cash dividend i.e. Taka 13.00 (Thirteen) per share which will be recognized in the financial statements as and when approved by the shareholders in the Annual General Meeting (AGM). Excepting to that, no circumstances have arisen since the date of Statement of Financial Position which would require adjustment to, or disclosure in, the financial statements or notes thereto.

39 GENERAL

- 39.1 Figures appearing in these accounts have been rounded off to the nearest taka.
- 39.2 Previous year's phrases & amounts have been re-arranged, wherever considered necessary, to conform to the presentation for the year under review.

These financial statements should be read in conjunction with the annexed notes and were approved by the Board of Directors on 13 November 2019

and were signed on its behalf by:

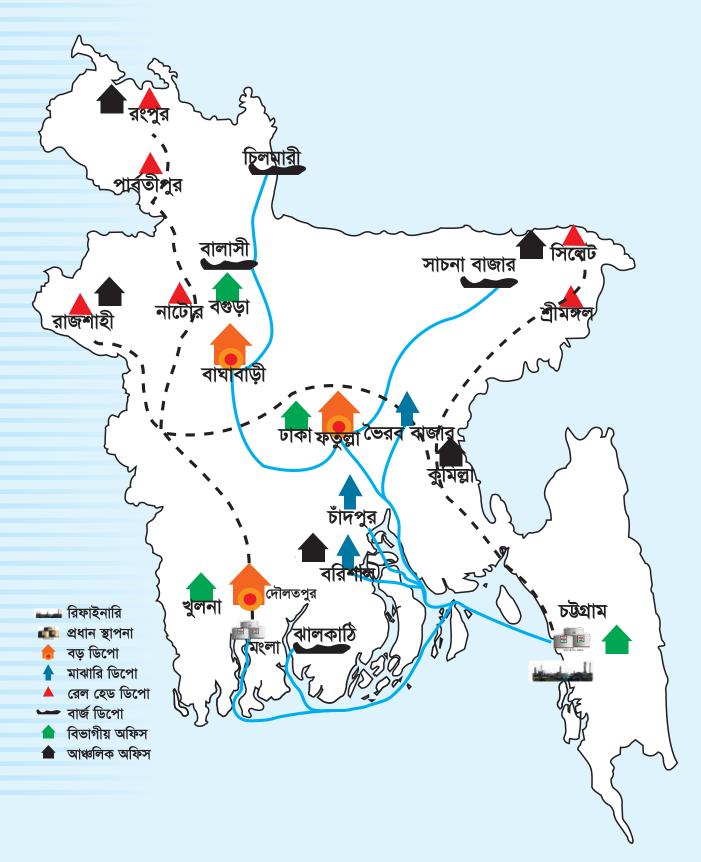
Managing Director



^{*}The income tax assessments for the year 2011-2012 to 2012-2013 are pending for settlement in High Court Division.



কোম্পানির ডিপো নেটওয়ার্ক ও আঞ্চলিক অফিসসমূহ



যমুনা অয়েল কোম্পানী লিমিটেড

যমুনা ভবন, আগ্রাবাদ বা/এ পোঃ বক্স - ৬৯৪, চট্টগ্রাম।

প্রতিনিধি পত্র (PROXY FORM)

অনুগ্রহ করে সংখ্যা উল্লেখ		অনুগ্রহ করে ফোলিও/বিও নাম্বার উল্লেখ করুন												
আমি/আমরা													·	
সদস্য হিসেবে জনা	a/cas\\\						যমুন	। अतः 	 গোল (<	 কান্স]	 লাম(এর
কে আমরা/আমাদে ২০২০ তারিখ সক কাজীর দেউড়ী, চট্ট সভায় উপস্থিত থাক	্ র প্রতিনিধি গল ১১.০০ ^১ গ্রাম-এ অনুয়ি	ঘটিকায় ঠতব্য ৪	"ইন্টার ৪তম বা	গ্যাশনা ৰ ৰ্ষিক স	কন াধারণ	ভেন সভ	ণন ে ায় এ	সন্টা র বং ও	া" , ২	১৮১, গ্র	চটে	শ্বরী	রো	ড,
আমার/আমাদের স	মুখে তিনি				7	হারি	খ স্বা	ক্ষর গ	ধদান	কর	লেন ৷	l		
প্রতিনিধির স্বাক্ষর : ক)							1		রহোগ রেভিণি ২০/		प्रम्थ	ক্ষর		
পারবেন। গ	এই সাধারণ হত থাকতে ও ধতিনিধি পত্র রিত সময়ের।	এবং <i>ভে</i> যথাযথ	াট দানের ভাবে স্বা	া জন্য ক্ষর কর	অন্য রতঃ	এক ২০.০	জন প্র ০০ টা	†তিনি কার	াধি (ব রেভি	প্রক্সি নিউ) নি(ষ্ট্যাম্	য়োগ প স	কর হযো	তে গো
			হাজি)							
০১ ফেব্রুয়ারি, ২০২০ অনুষ্ঠিত যমুনা অয়েল ে													ট্রথাম	_এ
ফোলিও/বিও নং														
শেয়ারহোল্ডারের নাম														
প্রতিনিধির নাম														
সম্মুখে স্বাক্ষর প্রদান			প্রতিনিধি/৫	শেয়ার	হাল্ডা	রের ফ	াক্ষর							

ভাষা শহীদদের প্রতি বিনম্র শ্রদ্ধা



দেশের আর্থসামাজিক অগ্রগতিতে সর্বোত্তম ভূমিকা রাখতে যমুনা অয়েল কোম্পানী লিমিটেড অঙ্গীকারবদ্ধ।



যমুনা ভবন (নির্মাণাধীন) কাওরান বাজার, ঢাকা।



यभूना অয়েল কোম্পানী লিমিটেড JAMUNA OIL COMPANY LIMITED

(বাংলাদেশ পেট্রোলিয়াম কর্পোরেশন এর একটি অঙ্গ প্রতিষ্ঠান)

যমুনা ভবন, আগ্রাবাদ বা/এ, চউগ্রাম-৪১০০। ফোন: ৭২০১৮১-৩, ২৫২০১৩৪-৯ ষ্যাক্স : ০৩১–৭১৩২৮৯, E-mail :info@jamunaoil.gov.bd web:www.jamunaoil.gov.bd

