



ANNUAL REPORT 2022-23



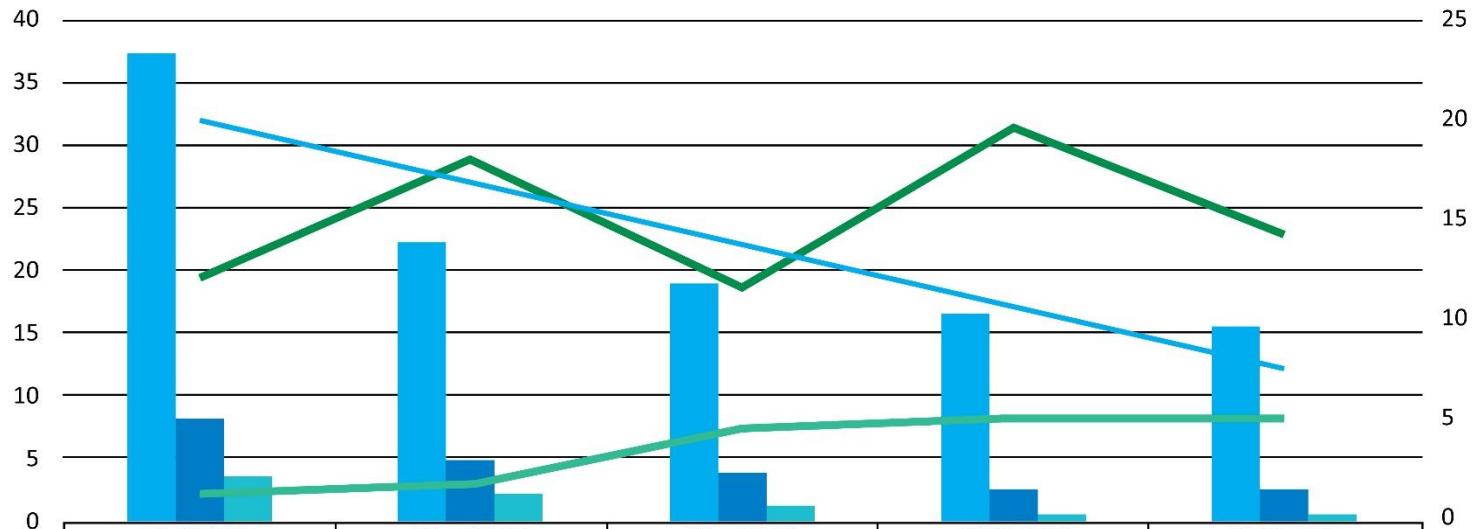
KRISHIBID
SEED LIMITED



Krishibid Seed Limited

GROWTH CHART

Revenue in Crore Gross Profit in Crore Net Operating Profit in Crore EPS NAVPS Linear (Revenue in Crore)



	30.06.2023	30.06.2022	30.06.2021	30.06.2020	30.06.2019
Revenue in Crore	38.86	37.43	22.18	19	16.48
Gross Profit in Crore	8.52	8.2	4.86	3.32	2.55
Net Operating Profit in Crore	2.70	3.55	2.18	1.2	0.56
EPS	0.77	1.51	1.87	4.71	5.21
NAVPS	11.57	12.3	17.92	11.99	19.51

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LETTER OF TRANSMITTAL

To
All Share Holders,
Bangladesh Securities and Exchange Commission,
Registrar of Joint Stock Companies & Firms,
Dhaka Stock Exchange Limited,
Chattogram Stock Exchange Limited.

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

Dear Sir(s),

We are pleased to enclose the notice of **7th Annual General Meeting**, a copy of the Annual Report together with the Audited Financial Statements including Statement of Financial Position, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year ended June 30, 2023 along with the notes there on of **Krishibid Seed Limited** for your kind information and record.

It may be mentioned here that as per notification no. BSEC/CMRRCD/2006-158/208/ Admin/81, dated 20 June, 2018 issued by Bangladesh Securities and Exchange Commission, we are sending the Notice of Annual General Meeting and Annual Report along with Annual Audited Financial Statements to the valued Shareholders through e-mail addresses available in their Beneficial Owner (BO) accounts with the Central Depository System.

Sincerely Yours,



(Md. Kamal Hossain)
Company Secretary



কৃষিবিদ সীড লিমিটেড
KRISHIBID SEED LIMITED



Corporate Office: 801, Begum Rokeya Sarani, Kazipara, Mirpur, Dhaka-1216

Phone: +88-09609-008789, Fax: +88-02-8034120

E-mail: info@krishibidgroup.com Website: www.krishibidgroup.com

NOTICE OF THE 7TH ANNUAL GENERAL MEETING

Notice is hereby given to all members of **Krishibid Seed Limited** that the Annual General Meeting of the Company will be held on 28th December, 2023 at 04.00 P.M. under virtual platform through the link- <https://us04web.zoom.us/j/2590046232?pwd=Q21oazZTK1gvVjBIT3BvNHpMZ0dJdz09> (ID: **2590046232** and PW: **kgv2100**) to consider the following agenda:

AGENDA

01. To adopt and approve the audited financial statements for the year ended 30th June, 2023 along with the report of Auditors' and Directors' thereon;
02. To declare cash dividend to the shareholders for the year ended on 30th June 2023;
03. To re-appoint auditor and fix their remuneration for the year ended 30th June 2024;
04. To discuss and consider about retirement and re-appointment of directors of the company;
05. Any other matters with the permission of the Chair.

All honorable shareholders are cordially requested to attend the meeting.

By order of the Board

(Md. Kamal Hossain)
Company Secretary

Copy to:

All shareholders' of the Company

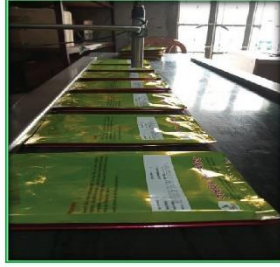
Notes:

The Annual Report is available in the Company's web site at www.krishibidgroup.com

CORPORATE PROFILE

Name of the Company	Krishibid Seed Limited
Date of Incorporation	September 28, 2016
Date of Commercial Operation	September 28, 2016
The Logo of the Company	 KRISHIBID SEED LIMITED
Registered & Corporate Office	Krishibid Group, 801, Begum Rokeya Sarani (2 nd Floor) Kazipara, Mirpur, Dhaka-1216, Bangladesh.
Factory	19/4, Goran, Chatbari, Mirpur, Dhaka-1216, Bangladesh.
Telephone & Fax Number	+88-09609-008789, Fax: +88-02-8034120
E-mail Address	k.seed@krishibidgroup.com
Business	Marketing & Selling of different kinds of quality Seeds produced & imported.
Chairman	Dr. Md. Ali Afzal
Managing Director	Sharif Mohammad Taslim Reza
Chairman of Audit Committee	Dr. Mohammad Rafiqul Islam Sarker
Chairman of NRC Committee	Prof. Dr. Abdul Hamid
Chief Finance Officer	Abdul Karim
Company Secretary	Md. Kamal Hossain
Authorized Capital	40,00,00,000
Paid up Capital	30,00,00,000
Date of Listing with DSE	12 April, 2022
Date of Listing with CSE	12 April, 2022
Auditor's Name with Address	Shafiq Basak & Co. Shatabdi Centre (6th Floor), 292, Inner Circular Road, Fakirapool, Motijheel, Dhaka, Bangladesh.
Lead Bankers	Bank Asia Ltd, NRB Bank Ltd and Islami Bank Bangladesh Ltd.

CORPORATE PROFILE

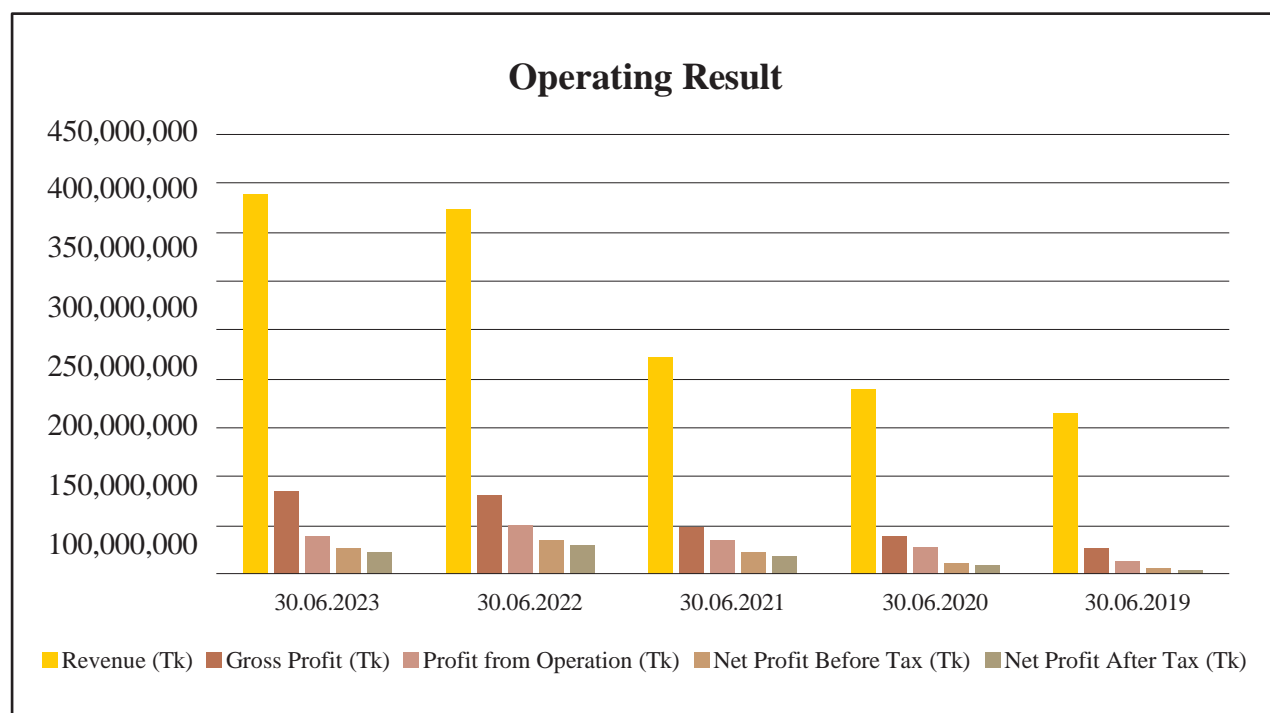


FIVE YEARS FINANCIAL SUMMARY

Operational Result	30.06.2023	30.06.2022	30.06.2021	30.06.2020	30.06.2019
Revenue (Tk)	388,679,122	374,348,026	221,797,628	189,928,130	164,751,200
Gross Profit (Tk)	85,290,955	82,078,954	48,554,566	39,207,635	25,485,827
Profit from Operation (Tk)	38,423,760	50,897,863	35,225,732	27,390,947	13,853,926
Net Profit Before Tax (Tk)	27,046,818	35,532,083	21,750,985	11,963,537	5,628,223
Net Profit After Tax (Tk)	23,209,796	30,422,270	18,736,927	10,572,023	5,003,990

Financial Position	30.06.2023	30.06.2022	30.06.2021	30.06.2020	30.06.2019
Non Current Assets (Tk)	302,217,727	296,673,210	183,491,832	19,017,745	13,210,466
Current Assets (Tk)	235,303,868	215,371,010	144,973,024	219,585,990	119,559,522
Shareholders' Equity (Tk)	347,073,832	368,864,036	189,441,766	119,704,839	18,732,816
Short Term Liability (Tk)	157,385,709	120,753,418	129,940,000	113,229,790	110,528,101

Key Financial Ratios	30.06.2023	30.06.2022	30.06.2021	30.06.2020	30.06.2019
Current Ratio	1.50	1.78	1.05	1.85	1.05
Debt to Equity Ratio	0.55	0.39	0.73	0.99	6.09
Net Income Ratio	5.97	8.12	8.45	5.57	3.04
Return to Equity Ratio	6.68	8.24	12.12	15.27	30.83
Earning Per Share	0.77	1.01	1.87	4.71	5.21



KRISHIBID SEED LIMITED AT A GLANCE

Krishibid Seed Limited was incorporated in September 28, 2016 as a public limited company under Registrar of Joint Stock Companies and Firms (RJSC) vides registration number C-133217/2016 under the companies Act 1994.. KSL is the country's leading Seed Industry, produces and imports various types of vegetable & crops seeds. KSL started its commercial operation on 28 september, 2016

The Principal activity and the nature of the business of **Krishibid Seed Limited** is producing and importing of different kinds of quality seeds like Vegetables, Maize, Rice, Wheat, Oil, Pulse, Grass, Potato, etc.

Products:

Quality seeds like Vegetables, Maize, Rice, Wheat, Oil, Pulse, Grass, Potato, etc.

Technology:

In its manufacturing process, KSL has the State of the Art seeds manufacturing factory in Bangladesh. The technology and machinery used in the production process for manufacturing seeds have been imported from suppliers in China in addition with local suppliers.

Process:

Being a seeds manufacturing company, KSL is ready to meet the market demand. KSL manufactures the products and supplies those to the customers' as per their requirement. Manufacturing Process, Quality Control are led by the trained professionals.

Description of property:

KSL has registered office, corporate office and factory office. All the assets of the Company are in its own name except corporate office which is rental (zero rent) owned by its sister concern. Details of the property are as follows:

Land:

The Company possesses total 787.1 decimal of land. The land is situated at Savar, Dhaka, and Ghoraghat, Dinajpur, Bangladesh.

Building & Civil Construction:

Sl.	Building Description	Facility	Types of Buildings	Storied	Purpose
1	Storage -1	Humidity and Temperature Controlling	Floor- RCC, Pillar- RCC Wall-Brick Roof-Steel Structure	1 Storied	Storage, Packaging, Godown
2	Storage -2				
3	Storage -3				
4	Storage -4				
5	Storage -5	Normal Temperature			

Plant & Machinery, Office Equipment and Other Assets:

In factory, all the machineries & equipment are in good condition and running. There are also De-Humidifier, Seed Cylinder, Grader Machine in the factory.

Fire Fighting Equipment:

The Company placed significant number of fire extinguisher, sand bucket, hose pipe and nozzles in various place to prevent accident from fire.

Power, Gas and Water facility:**Power:**

The Company meets its required power from DESCO. The total sanctioned electricity load for the company is 20 KW.

Gas:

The Company does not need any gas.

Water:

The Company requires around 200 liter water per day for its daily operations. The required water is meet from own source.

Signboard:

The signboard of the Company is well displayed at the factory premises.

VISION, MISSION & OBJECTIVES

Vision:

We believe to be the leading Seed Industry of the country to boom our seed focusing on reliable, innovative and moneysaving solutions with passion for people and attention to profit.

Mission:

Producing quality product, causing no harm to Environment, to cater the solution of seed related issues in a cost-effective and sustainable way while respecting plant & human health.

Objectives:

- ❖ To give emphasis on continuous development and value addition to be leading seed producer along with serving as a catalyst in the Bangladesh's seed industry.
- ❖ To focus on regular expansion of the project with advanced technology.
- ❖ To protect shareholders' interest as well as maximize the wealth of the organization.
- ❖ To exercise good governance in every sphere of activities.

BOARD OF DIRECTORS & MANAGEMENT OF THE COMPANY

BOARD OF DIRECTORS			AUDIT COMMITTEE		
01	Dr. Md Ali Afzal	Chairman	01	Dr. Mohammad Rafiqul Islam Sarker	Chairman
02	Sharif Mohammed Taslim Reza	Managing Director	02	Prof. Dr. Abdul Hamid	Member
03	Dr. Mohammad Rafiqul Islam Sarker	Director	03	Dr. Md. Shahjahan	Member
04	Prof. Dr. Abdul Hamid	Director	04	Md. Kamal Hossain	Member Secretary
05	Dr. Md. Shahjahan	Director	NOMINATION & REMUNERATION COMMITTEE		
06	Md. Ibrahim Khalil	Director			
07	Taslima Yesmin	Director			
CFO & SECRETARY					
01	Abdul Karim	Chief Finance Officer	01	Prof. Dr. Abdul Hamid	Chairman
02	Md. Kamal Hossain	Company Secretary	02	Taslima Yesmin	Member
			03	Md. Ibrahim Khalil	Member
			04	Md. Kamal Hossain	Member Secretary

PROFILE OF THE BOARD OF DIRECTORS



Dr. Md. Ali Afzal
Chairman

Dr. Md. Ali Afzal is the founder chairman of the company. He is a business tycoon as illustrated by his tagline "For Green Bangladesh." He aspires to see a poverty free Bangladesh for which he has undertaken many initiatives in line with the SDGs.

Dr. Md. Ali Afzal did his PhD in Agricultural Biotechnology. As a Principal Plant Breeder in Bangladesh Agricultural Research Institute (BARI) he was intensively involved in development of food legumes namely-Lentil, Blackgram, Mungbean, Chickpea, Grasspea, Cowpea and Field pea. He has developed 22 varieties of food legumes of which 09 have been registered in Crop Science Journal of USA. He published 30 scientific articles in national and international journals. He also published seven books which describe developed modern food legumes varieties and modern production techniques.

He has implemented Govt. Project "Lentil, Black gram and Mungbean Development Pilot Project", DFID funded "Mungbean Development" Project, ACIAR and CLIMA funded "Chickpea BGM Integrated Management Package Development" Project.

Dr. Afzal is the Managing Director of Krishibid Group (KG), a leading agro-based group of industries having 28 private and public limited companies. He has also established feed industry, fisheries and a dairy farms where farmers are directly or indirectly involved. He has developed Krishibid Bazaar for selling their agro-products. He has established a bio pesticide company - Glorious Crop Care Ltd. and has signed a MOU with Russell IPM to transfer better technology to farmers to decrease global warming. As a former government employee, he handles various programs with the Department of Agriculture to reduce poverty.

Dr. Ali Afzal has made versatile efforts in development of modern crop varieties and their production technologies. He was instrumental in dissemination of these technologies among the farmers and commercial growers which aided in the increase of area and production of food legumes in Bangladesh. Popularization of modern varieties and production techniques has been accelerated following the implementation of the projects mentioned above which has been continued in recent years.



Sharif Mohammad Taslim Reza
Managing Director

Sharif Mohammad Taslim Reza is Managing Director of Krishibid Seed Limited. He has 27 years experience in different sectors of BRAC's program and 4 years in Krishibid Seed Ltd of Krishibid Group and during last 21 years he has been holding managerial position of several project such as Agriculture and food security program including Seed business in Bangladesh as well as deputed position of Head of Agriculture in BRAC Afghanistan, BRAC Tanzania and BRAC Southern Sudan.

He has depth knowledge of Planning and Monitoring, Community Mobilization, Analyze Vulnerability, experience on Training, Facilitation & Documentation, Communication and financial Management, Linkage and Networking and Report writing. He has ability to think clearly and analytically to plan own work setting priorities. He is able to working under pressure with a commitment to facilitating gender sensitive working environment

He has also knowledge of hybrid and inbreed Seed Production, Processing, Seed distribution channel through dealer and retailer over the country and well communication channel from others national and international seed business partner.

He got my post-graduation agriculture degree at Netherlands Larenstain Agriculture University and learn my professional tour from Thailand, India, Belgium, French, West Germany and England.

He is a life member of Krishibid Institute and Lohagara Narail Somity and also big network of national and international Seed companies and Bangladesh Seed Association (BSA).



Dr. Mohammad Rafiqul Islam Sarker
Director

Dr. Mohammad Rafiqul Islam Sarker has served at the Department of Farm Power & Machinery, Faculty of Agricultural Engineering & Technology FAET) of Bangladesh Agricultural University, Mymensingh since 1970 till 2013. He also worked as Founder Vice-Chancellor and Projector Director of Jashore Science and Technology University, Jashore from 2006-2009. He obtained his B.Sc. (Mechanical Engineering) degree from BUET in the year 1969. Completed M. Sc. in Agricultural Mechanization from Reading University of UK in 1974; Obtained Ph.D. degree from University of Newcastle Upon Tyne of UK in 1984; Post-Doctoral Research on Mechanization at Cranfield University in UK (1994-95) and Post-Doctoral Studies at University of Bradford, UK on Project Planning and Management in 1997. He published widely in the national and international journals and participated in many International Symposiums and Workshops.

He conducted 9 national and international R&D projects funded by GOB, International Agencies and Donors. The areas of his R&D and extension of technologies mainly focused in the field of agricultural mechanization and product processing including milling of grains, processing of seeds including drying, cleaning, grading and storage of seed of various crops. He played Advisory role to the Government on National Agricultural policies. He also worked as National & International consultant/technical expert. Among other important outcomes of his research were strengthening the capacity building of farmers and the extension agencies. He has over 70 publications in peer reviewed national & international journals and he attended over 30 workshops and Seminars/Symposium, at home and abroad and also chaired many National and International Scientific & technical discussions sessions. Dr. Sarker played a vital role in the development entrepreneurship particularly, in the field of Agro business and Agro Industries under the Krishibid Group. After complete retirement from University Teaching in 2013 he joined Krishibid Group (KG) having (28 private and public limited companies) as Chairman. He is also working as Director of the above noted Business Firms (Krishibid Seed Ltd).



Md. Ibrahim Khalil
Director

Krishibid Md. Ibrahim Khalil was born in 1948 at Daudkandi Comilla in a prominent Muslim family. He completed Bsc in Agriculture from Bangladesh Agriculture University, Mymensingh in the year of 1968. Then he joined govt. service in the department of Agriculture Extension in the year of 1969 and served Bangladesh government for 37 years & retired from govt service as a Director General in the year of 2006. He is a prominent agriculturist & known all over in Bangladesh for his work & service. For his knowledge & commitment he served as a member of Board of Director of Bangladesh Krishi Bank (2005-2006) and now is the member of K.M.C.L. and Advisory Committee of Krishibid Group. He was also a syndicate member of BSMRU, Gazipur in the year of 2005-2006. He was elected as the President of Krishibeed Institution of Bangladesh in the year of 2005-2006 for his vast experience and professionalism. At present, he is a president of Mirpur Krishibeed Welfare Society.



Mrs. Taslima Yesmin
Director

Mrs. Taslima Yesmin was born in a renowned Muslim family 1963 in Dhaka. She obtained Hon's in Bengali from Dhaka University. She is chairman of Bangladesh Trading Agro Company Ltd. She is also Director of Krishibid Salt Ltd, Krishibid Properties Ltd, Krishibid Printing & Publication Ltd and Shareholder of Glorious Land and Development Ltd. She travelled many Countries Thailand, Malaysia and Singapore. She is very successful in Business and she is a potential Entrepreneur.



Dr. Md. Shahjahan
Director

Dr. Md. Shahjahan obtained M.S. Ag (Agricultural Science) from Tashkent Red Banner Agricultural Institute from Uzbekistan (USSR) in 1982. He obtained his Ph.D. in Agricultural Science from Kazakh Red Banner Agricultural Institute, Kazakhstan (USSR) in 1993. He Obtained Best Scientist Award-2000 from Bangladesh Agricultural Research Institute, Joydebpur, Gazipur.

He has experience of 40 years (32 years in management position and 7 years as a freelance consultant) in the field of Agricultural Research and Development and livelihood project. He worked as Cropping Systems Agronomist CSISA- CIMMYT and CSISA - MI co-coordinator Khulna Hub since October, 2011 and as Zonal coordinator, expert of Farming System, Food Security and Seed specialist in FAO Bangladesh for 07 years. He worked as Managing Director (1 year 4 months) in Grameen Krishi Foundation, sister organization of Grameen Bank and as Agriculture Consultant in Agriculture ministry Afghanistan for 5 months in Kabul, Afghanistan. He also worked for 1 year 10 months in a Swiss Organization for Development –The Interco operation (IC) in Bangladesh as Head of Agro Forestry Resource centre.

Mr. Shahjahan is the Member of Bangladesh Society of Agronomy, Soil Science Society of Bangladesh, Bangladesh Association for the Advancement of Science, Bangladesh Krishibid (Agriculturist) Institution.

He, as a coordinator provided technical and operational supervision of CSISA activities in Khulna Region and also took part in research and development activities.



Dr. Abdul Hamid
Director

Dr. Abdul Hamid being graduated in B.Sc.Ag. (Hons) of Agronomy from Bangladesh Agricultural University, Mymensingh 1970. He obtained his post graduate in Agronomy from Bangladesh Agricultural University, Mymensingh 1972. He obtained PhD in Agronomy University of Kansas State University, USA in the year of 1982.

Dr. Abdul Hamid has worked as an Associate Professor, Agronomy Department in the university of Bangabandhu Sheikh Mujibur Rahman Agricultural University, Gazipur from September 1985-October 1990. He was the visiting Scientist in Kyushu University, Fukuoka, Japan of Conducted independent research in crop science. He worked as Director (Research) of Bangabandhu Sheikh Mujibur Rahman Agricultural University, Gazipur from 2000-2002. He also worked as Dean of Graduate School Faculty of Agriculture of Bangabandhu Sheikh Mujibur Rahman Agricultural University, Gazipur from June 2003-May 2005 and May 1993-April 1995. He was Professor of Department of Agronomy in the University of Bangabandhu Sheikh Mujibur Rahman Agricultural University, Gazipur from November 1990 to May 2009

Dr. Abdul Hamid was Director (Planning & Evaluation) of Krishi Gobeshona Foundation, Ministry of Agriculture, and Government of Bangladesh. He was Member, External Panel of Experts for Evaluating NARS institutions of Bangladesh Agricultural Research Council, Ministry of Agriculture. He was the chairman of Agrarian Research Foundation.

MESSAGE FROM THE CHAIRMAN'S DESK



Dr. Md. Ali Afzal
Chairman

Assalamualikum;

Dear honorable shareholders,

I begin my extending a warm and cordial welcome to all our valued shareholders at the **7th Annual General Meeting** of your company and continue to take pride in your association with us. As chairman of the Board, I feel immensely honored and privileged in taking this opportunity to formally report to our valued shareholders for the seventh time. Like the past, we will stay on a path that takes into cognizance the best interest of our stakeholders, while safeguarding the long term value creation platform for our shareholders. On behalf of the Board, I convey my heart-felt gratitude to all our respected shareholders for the continued support towards the Company over the past years.

In 2022-2023, your company maintained consistent growth towards achieving our long term goals and in delivering diverse products and services to our customers. I am confident that the key enablers of our strategy, together with our ongoing investment and restructuring of functional areas will support the continued growth of KSL in the years ahead.

We owe our shareholders and strive for protection of their capital as well as ensure highest return and growth of their assets. Our goal is to remain at the cutting edge of each industry so that we can continue to create value for our shareholders, the community where we do business and the economy at large. Krishibid Seed Limited –a member company of Krishibid Group has been contributing significantly towards the overall economic growth of our beloved country through paying fair share of taxes, generating employment, participating in community services, reducing carbon emissions and much more.

Despite the continued challenges from the external environment, we navigated the business with the accountability and responsibility that is expected of us. The end result was that we maintained our spot as one of the most valuable listed entities on the Dhaka and Chittagong stock exchange. We continued to steer our enterprise in the direction of responsible value creation, with a very healthy profit growth. This result was achieved due to the proactive guidance from our Board, dedication of our Executive Committee members and the hard work of our diversified talent base in our company. We are committed to offering a workplace where employees can achieve their full potential and feel proud to be part of KSL. Investing in our people, ensuring their skills evolve with the needs of our business, acting on the value of diversity and inclusion –we view all of this as key to future growth. I am satisfied to observe already many indicators and measure that KSL will grow to be an employer of choice.

Due to post covid-19 & Russia-Ukraine war effect, foreign reserve shortage, dollar crisis & galloping rate of dollar, supply chain broken down which rendering our product distribution difficult and expensive. On the other hand, sourcing raw materials became very hard and expensive. Our net sales for the year ended June 30, 2023, has been increased to 388,679,122 Taka comparing to 374,348,026 Taka in period of 1st July 2021 to 30th June 2022. Total assets have been increased to 537,521,595 from 512,044,220 . EPS is Taka Taka 0.77 comparing to EPS Taka. 1.01 in the previous period. NAV is Tk. 11.57 per share comparing to Tk.12.30 in the last 12-month period.

During the year, the Company achieved a mere revenue growth, which was mainly contributed by the growing sales both in price and volume, after the relaxation of lock down in the country during the pandemic. Company's turnover and the gross profit have been increased by 3.82 % and 3.91% respectively.

The board of directors pleased to recommend 5% cash dividend for all Shareholders for the period.

I would like to restate that our Board maintains its effective role in policy formulation and discharging best possible Corporate Governance. The Board has always remained focus on maximizing sponsors and shareholders through formulating polices and guidelines towards ensuring sustainable profitability, minimizing risks and establishing good governance in all spheres of company's operation. And the management of the company highly prioritizes Corporate Governance.

I would like to extent our gratitude to Bangladesh Securities and Exchange Commission (BSEC), National Board of Revenue (NRB), Registrar of Joint Stock Companies and Firm (RJSC), Dhaka Stock Exchange Limited (DSE), Chittagong Stock Exchange Limited (CSE), other regulatory bodies and everyone in the KSL family for their valuable guidance, support and cooperation. I would like to express my sincerest appreciation to my fellow Board Members for their generous assistance, advice and leadership. The management team and all level of our devoted employees who worked very hard to take the company forward and accordingly brought tremendous success during this period.

In conclusion, I solicit Allah swt's blessing and all your support to continue to drive further progress and explore new business avenue. I personally believe that our motto "Think Green, Make Green Bangladesh" would lead your company to a sustainable growth and help in contributing towards building a stronger Bangladesh in Shaa-Allah.

Allah Hafez. Ma Assalam



(Dr. Md. Ali Afzal)
Chairman

DIRECTOR'S REPORT TO SHAREHOLDERS

Dear Shareholders,

Assalamu Alaikum,

On behalf of the Board of Directors of Krishibid Seed Limited, I am pleased to present 2nd Annual Report with the Audited Financial Statement for the financial year 2022-2023, Notes of Accounts, the Statutory Auditors' Report thereon along with Company's Performance, Corporate Governance Statement, Compliance Report, Nomination and Remuneration Committee Report and other matters in terms of Companies Act 1994, International Accounting Standards, the guideline issued by Bangladesh Securities and Exchange Commission, Listing Regulations of Dhaka Stock Exchange Limited and Chattogram Stock Exchange Limited and other applicable Rules and regulations. Placing Annual Report to you for your kind consideration, approval and adoption.

Background

Krishibid Seed Limited was incorporated in September 28, 2016 as a public limited company under Registrar of Joint Stock Companies and Firms (RJSC) vides registration number C-133217/2016 under the companies Act 1994. The Authorized capital of the company is Tk. 400.00 million and paid up taka 300.00 million.

Industry Outlook

Bangladesh is primarily an agriculture based country with agriculture accounting for 12.68% in 2019 of the country's Gross domestic product (GDP). Agricultural production can be increased by use of quality seeds keeping other things constant. Seed is one of the most basic and important inputs for cultivation. It is estimated that the quality of seed accounts for 25-30% of productivity. The growing demand and increased production of seeds are driving the market growth. Most plant breeding in Bangladesh continues to be in the public domain. However, NGOs and private companies are becoming increasingly involved in plant breeding, in response to the growing demand from farmers for good-quality and better-performing varieties. Private Sector Seed firms include Bangladesh Rural Advancement Committee (BRAC), PROSHIKA, Lal Teer Seeds, Krishibid Group, Rangpur Dinajpur Rural Service (RDRS), Aftab Seeds, Supreme Seeds Com. Ltd., ACI seeds, Getco, Northern Agriculture & cultivation Co. Ltd. (NAICOL) etc. produce mainly improved varieties of vegetables and grain crops.

Krishibid Seed Ltd. has been producing and importing quality seed of different varieties over the years with holding motto "not only Profit but Quality, Commitment & Service we care." It has started its journey as an individual entity in 2016 with diligence & focus to supply the best quality seeds to the market. Experienced agricultural scientists are directly involved in all these activities and they use modern technologies and infrastructures to ensure quality and services. An R&D farm with a tissue culture laboratory is devoted for enhancing crop variety development. Krishibid Seed is specialized in breeding, production, and marketing of cereals and vegetable seeds.

Revenue

The Company has been producing & importing quality seeds for marketing & selling. At present it markets the products all over Bangladesh, the sale proceeds stood at 388.67 million. The company's financial performances for the year period from 1st July 2022 to 30th June 2023 as compared to previous year are summarized hereunder:

Particulars	July,22 to June,23	July,21 to June,22
Revenue (Taka)	388,679,122	374,348,026
Gross Profit (Taka)	85,290,955	82,078,954
Net Profit After Tax (Taka)	23,209,796	30,422,270
Gross Profit Margin	21.94 %	21.91%
Net Profit Margin	5.97 %	8.12%
Earnings Per Share–EPS (Taka)	0.77	1.0 1
Number of Shares used to compute EPS	300,00,000	300,00,000

During the year, the Company achieved a mere revenue growth, which was mainly contributed by the growing sales both in price and volume, after the relaxation of lock down in the country during the pandemic. Company's turnover and the gross profit have been increased by 3.82% and 3.91% respectively. The basic EPS & NOCFPS have also been positive.

Segment- wise Revenue Earning.

Particulars	July,22 to June,23	Percentage
Vegetable Seeds (Taka)	187,765,778	48.31
Paddy Seeds (Taka)	182,724,937	47.21
Hybrid Paddy (Taka)	9,409,160	2.45
Hybrid Maize (Taka)	7,820,050	2.01
Potato (Taka)	959,197	0.02
Total	388,679,122	100.00

Risk and concerns

Changes in the existing global or national policies can have either positive or negative impacts for the company. Any scarcity or price hike of raw materials due to change in policy in the international market might hamper the production and profitability.

Moreover, the performance of the company may be affected by the political and economic instability both in Bangladesh and worldwide. Any instance of political turmoil and disturbance in the country may adversely affect the economy in general.

Similarly, risks and concern of the industry depends on the upcoming Government policy as well. However, the increasing awareness as well as continuing branding campaigns for the product the total sale is expected to increase in future. The company took initiative to moderate its production capacity with the latest technology to minimize the market and technological risk.

A discussion on Cost of Goods Sold, Gross Profit and Net Profit

Particulars	July,22 to June,23	July,21 to June,22
Cost of goods sold (Taka)	303,388,167	292,269,073
Gross Profit (Taka)	85,290,955	82,078,954
Net Profit (Taka)	23,209,796	30,422,270

Discussion on continuity of extraordinary gain or loss

Extraordinary gains or losses refer to infrequent and unusual gain or loss. As for the Company, there was no such gain or loss during the year under reporting.

Related Party Transaction

Related party transactions are presented in note no.30.00 of the financial statements.

Compliance of Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018.**Board Size:**

The number of members of the Board of Directors stands at 07 which are within the limits given by BSEC.

Company Secretary, Chief Financial Officer, Head of Internal Audit & Compliance as follows:

Company Secretary : Md. Kamal Hossain

Chief Financial Officer : Abdul Karim

Head of Internal Audit & Compliances : Dr. Abu Bakr

External Statutory Auditors

The BSEC guidelines are being strictly followed in engaging statutory Auditors for the company.

Maintaining a Website

The company has been maintaining an official website, i.e. www.Krishibidgroup.com which is linked with the website of the stock exchange.

Subsidiary Company

The company has no subsidiary company.

Duties of MD & CFO

The provision of BSEC regulations have been compiled in the Annual Report.

Directors' Appointment and Re-Appointment

With regard to the appointment, retirement and re appointment of Directors, the company is governed by its Articles of Association, the Companies Act. 1994 and other related legislations. Accordingly, the following Directors of the Board will retire in the annual general meeting and both are eligible for re-appointment. The directors are:

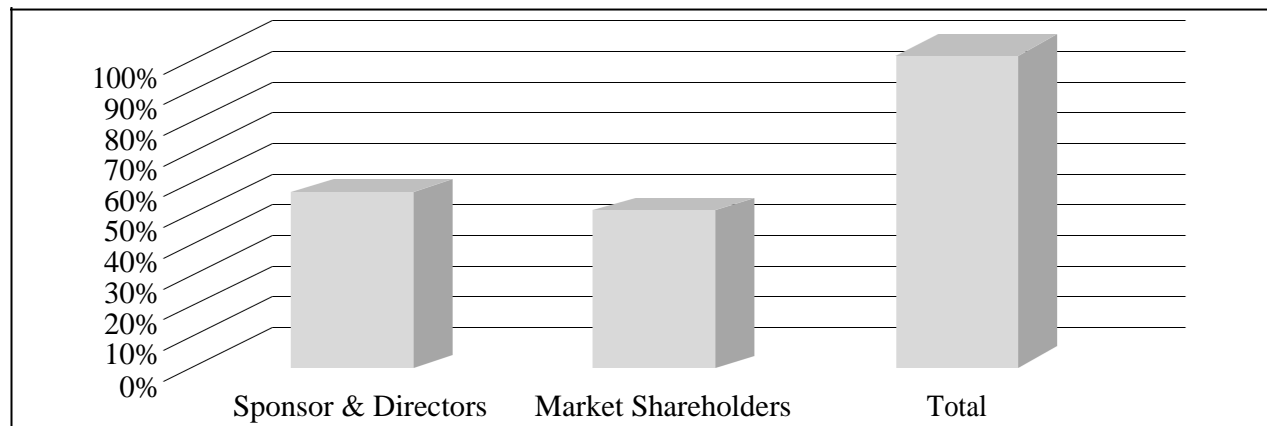
1. Prof. Dr. Abdul Hamid
2. Dr. Md. Shahjahan

The Pattern of Shareholding

As per condition 1(5)(xxiii) of the corporate governance code issued by BSEC, the shareholding pattern as on 30 June, 2023 is shown as below:

Particular	No of Shares	Amount (Tk)	Percentage
Sponsor & Directors	15,930,000	159,300,000	53%
Market Shareholders	14,070,000	140,700,000	47%
Total	30,000,000	300,000,000	100%

(SHARE HOLDING PATTERN)



Board Meeting and Attendance

During the year 08 (Eight) Board Meetings were held. The attendance record of the directors is as given below.

Name of Directors	Attendance	Remarks
Dr. Md. Ali Afzal	6	
Sharif Mohammad Taslim Reza	8	
Dr. Mohammad Rafiqul Islam Sarker	6	
Prof. Dr. Abdul Hamid	7	
Dr. Md. Shahjahan	7	
Md. Ibrahim Khalil	6	
Mrs. Taslima Yesmin	5	

Reporting and Compliance of Corporate Governance

The company has complied with the condition of the corporate governance code 2018 of the Bangladesh Securities and Exchange Commission Dated June 03, 2018. Details Compliance Status on Corporate governance along with the corporate governance code certificate is shown as corporate governance in Annexure B & C of this annual report.

Directors Remuneration

Directors Remuneration shown in accounts note no. 22

Directors statements on Financial reports:

In accordance with the Bangladesh Securities and Exchange Commission Notification No. BSEC/CMRRCD/2006- 158/207/Admin/80 dated 03 June, 2018, the Directors are pleased to confirm the following:

- i. The financial statements together with notes thereon have been drawn up in conformity with the Companies Act. 1994 and Bangladesh Securities and Exchange Rules 1987. These statements present fairly the companies state of affairs, the result of its operations, cash flow and changes in equity.
- ii. Proper books and accounts of the company have been maintained.
- iii. Appropriate accounting policies have been applied consistently in preparation of the financial statements and the accounting estimates are based on reasonable and prudent judgment.
- iv. The International Financial Reporting standards, as applicable in Bangladesh, have been followed in the preparation of the financial statements.
- v. The system of internal control is sound and has been implemented and monitored effectively.
- vi. No bonus shares or stock dividend has been or shall be declared as interim dividend.
- vii. 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.

Internal Control

The Board has ultimate responsibilities to establish the effective system of internal control. To ensure internal control regarding risk management, financial control and compliance legislation, the company already has a strong internal audit department to ensure internal control and compliance.

Going Concern

While approving the financial statements, the directors have made appropriate enquiries and analyzed the significant financial, operating as well as other indicators for enabling them to understand the ability of the company to continue its operation for a fore seeable period. Directors are convinced and have a reasonable expectation that the company has adequate resource to continue its operation consistently for the foreseeable future. Therefore, the company adopted the going concern basis in preparing the financial statements.

Statutory Auditors

The Auditors of the Company, SHAFIQ BASAK & CO. Chartered Accountants, Shatabdi Centre (6th Floor) 292, Inner Circular Road, Fakirapool, Motijheel Dhaka, were appointed as Auditor of the Company in the 7th Annual General Meeting of the Company has carried out the audit for the year ended 30 June 2023.

SHAFIQ BASAK & CO. Chartered Accountants, Shatabdi Centre (6th Floor) 292, Inner Circular Road, Fakirapool, Motijheel Dhaka, the auditor of the Company retires at this meeting and expressed their willingness for to be re-appointed for the year 2023-2024. The Board after due consideration of the proposal made by the Audit Committee recommends for re-appointment SHAFIQ BASAK & CO. Chartered Accountants, Shatabdi Centre (6th Floor) 292, Inner Circular Road, Fakirapool, Motijheel Dhaka, as statutory audit for the year 2023-2024.

Professionals for Compliance of Corporate Governance Code

The board has appointed MIZAN ISLAM & CO. Chartered Accountants, House # 10, Road #06, Sector#12, Uttara Model Town, Dhaka-1230, who were appointed as professionals for Report on Compliance of Corporate Governance Codes of the company in the 7th Annual General Meeting of the Company has carried out for the year ended 30 June 2023. They will retire this General meeting and MIZAN ISLAM & CO. Chartered Accountants, House # 10, Road #06, Sector#12, Uttara Model Town, Dhaka-1230 has expressed their willingness for Report on Compliance of Corporate Governance Codes of the company for the financial year 2023-2024. The Board after due consideration of the proposal made by Audit Committee recommends for appointment MIZAN ISLAM & CO. Chartered Accountants, House # 10, Road #06, Sector#12, Uttara Model Town, Dhaka-1230 as a professional for Report on Compliance of Corporate Governance Codes of the company for the financial year 2023-2024.

Acknowledgment

I take this opportunity, on behalf of the Board of Directors, to express my heartfelt gratitude to our entire valued clients, shareholders and well-wishers home and abroad for their wholehearted co-operation and active support in discharging the responsibilities reposed on me and the Board during the year.

I also thank Registrar of Joint Stock Companies & Firms (RJSC), Bangladesh Securities and Exchange Commission (BSEC), Dhaka Stock Exchange Ltd. (DSE), Chattogram Stock Exchange Ltd. (CSE), Government and private sector Organization and many others for their sincere support and whole hearted co-operation to our company.

I, on behalf of the Board, also put on record my deep appreciation for the services and loyalty of the executives, officers and employees of the company at all levels without which we could not have achieved this result. Thanks are also due to all directors, all executives, officers, staff and workers of the company for their excellent, sincere, dedicated efforts in achieving company's target during the year. To ensure financial security we always welcome your suggestions and opinion to improve present and future services of the company.

I would like to appeal to the valued shareholders to kindly accept and approve the Auditors' Report, Annual Audited Financial Statements for the year of 1st July 2022 to 30th June 2023 and Directors' Report placed before you.

ALLah Hafez. Ma Assalam

On behalf of the Board of Directors,



(Dr. Md. Ali Afzal)
Chairman

AUDIT COMMITTEE REPORT

The Audit Committee of Krishibid Seed Limited is appointed by the Board of Directors, as recommended by Bangladesh Securities and Exchange Commission (BSEC) notification. The Audit Committee is ensuring good governance of the Company and it is a sub-committee of the Board. The Audit Committee consists of three members.

Formation and operation of the Committee

The formation of Audit Committee is primarily guided by a Charter approved by the Board of Directors that is based on the underlying corporate laws and regulations, currently accept best practice and latest corporate governance code of the Bangladesh Securities and Exchange Commission.

The Composition of the Audit Committee

The terms of reference of Audit Committee has been set up by the Board of Directors in accordance with Corporate Governance Code of BSEC notification no BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018. The existing members of the committee are

01	Dr. Mohammad Rafiqul Islam Sarker	Chairman
02	Prof. Dr Abdul Hamid	Member
03	Dr. Md. Shahjahan	Member
04	Md. Kamal Hossain	Member Secretary

Role of Audit Committee

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

- Review the financial statement with respect to presentation, disclosure and accuracy of data.
- Monitor and review effectiveness of internal and external audit.
- Review effectiveness of the financial internal control of the Company.
- Review effectiveness of risk management system of the Company.
- Review ethical standard and procedures to ensure compliance with regulatory and financial reporting requirements.
- Recommend appointment, termination and determination of audit fees for statutory auditors. Considering the scope of work, and oversee and evaluate the works performed by statutory auditors.
- Any other activities as per audit committee charter.

Committee Meeting and Attendance

During the year 2022-2023 the Audit Committee of the Company held Four (04) meetings under review complying with the requirements. In all meetings internal auditor gave presentation to the committee which covered internal audit plan, number of audit carried out during the year, audit observations, audit recommendations and status of its implementation. Audit Committee also met external auditor to discuss their observations on statutory audit and their recommendations for improvement. The quorum shall be not less than two directors, one of whom, at least, shall be independent director. Meetings of the Committee were attended by the Managing Director, Chief Financial Officer of the Company on invitation.

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

The number of Audit Committee meetings and the attendance of each member during the year:

During the year 4 (Four) Audit Committee meeting were held. The attendance record of the members is given below:

SN	Name of Members	Position	Attendance	Remarks
01	Dr. Mohammad Rafiqul Islam Sarker	Chairman	2	
02	Prof. Dr. Abdul Hamid	Member	3	
03	Dr. Md. Shahjahan	Member	4	
04	Md. Kamal Hossain	Member Secretary	4	

Activities carried out by the Audit Committee:

Audit Committee acted as per guideline mentioned in the charter of the Committee. The Committee reviewed effectiveness of internal control and external audit procedures and reports thereon and regularly updates the Board of Directors on their observations and status of control environment. During the Year 2022-2023 the committee reviewed & Monitored following Key Functions:

- ✓ Reviewed the Quarterly financial statement with respect to presentation, disclosure and accuracy of data.
- ✓ Reviewed the financial statement for the year ended 30 June 2023 contained full disclosures and reviewed these were prepared in accordance with International Financial Reporting standards (IFRSs), International Accounting Standards (IASs), as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB).
- ✓ Reviewed the financial statement for the year ended 30 June 2023 Contained full disclosures and reviewed
- ✓ Reviewed the Related Party transaction.
- ✓ Reviewed the audit plan for the year 2022-2023.
- ✓ Reviewed the internal control Systems
- ✓ Reviewed the findings of internal audit team.
- ✓ Reviewed the compliance with corporate governance code and other regulations, as per the requirements of the Bangladesh Securities & Exchange Commission (BSEC)
- ✓ Reviewed and recommended Statutory Auditors for the year 2022-2023.
- ✓ Reviewed and recommended Professionals for Compliance of Corporate Governance Code for the year 2022- 2023.

Reporting

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

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

On behalf of the Audit Committee.

Sd/-

Dr. Mohammad Rafiqul Islam Sarker

Chairman- Audit Committee

REPORT ON THE NOMINATION & REMUNERATION COMMITTEE (NRC)

The Nomination and Remuneration Committee, as a sub-committee of the Board of directors of Krishibid Feed Limited has been constituted with three board of directors with one independent director as a chairman as per the requirement of the code of conduct of Bangladesh Securities and Exchange Commission (BSEC). The company Secretary acts as Secretary to the Committee.

The Nomination and Remuneration Committee assists the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive of the company. NRC is responsible to the Board of Directors and its roles and responsibilities are clearly set forth.

The Composition of the NRC

In Accordance with Corporate Governance Code, 2018 of Bangladesh Securities and Exchange Commission (BSEC) the Board of Directors has appointed the Nomination & Remuneration Committee comprising three members. Company Secretary is the secretary of the committee. The following members of the Committee are:

01	Prof. Dr. Abdul Hamid	Chairman
02	Md. Ibrahim Khalil	Member
03	Mrs. Taslima Yesmin	Member
04	Md. Kamal Hossain	Member Secretary

Scope and role of NRC

NRC shall be responsible to the Board and to the shareholders of the company.

NRC shall oversee and formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following;

- a) The level and composition of remuneration is reasonable and sufficient to attain, retain and motivate suitable directors to run the company successfully;
- b) The relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
- 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;
- d) Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;
- e) 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;
- f) Formulating the criteria for evaluation of performance of independent directors and the Board;
- g) Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria and
- h) Developing, recommending and reviewing annually the company's human resources and training policies and any other services that the board of Directors determines time to time.

Objectives of NRC

The objectives of the NRC are as follows:

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

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

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

Meeting of NRC and Attendance

During the financial year 1 (One) NRC meeting was held. The attendance record of the members is given below:

SN	Name of members	Position	Attendance	Remarks
01	Prof. Dr. Abdul Hamid	Chairman	1	
02	Md. Ibrahim Khalil	Member	1	
03	Mrs. Taslima Yesmin	Member	1	
04	Md. Kamal Hossain	Member Secretary	1	

Activities of NRC

During the financial year 2022-2023 the NRC arranged 1 (One) meetings and carried out following activities:

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

On behalf of the Nomination & Remuneration Committee

Sd/-
Prof. Dr. Abdul Hamid,
Chairman
Nomination & Remuneration Committee (NRC)

MANAGEMENT DISCUSSION AND ANALYSIS ON FINANCIAL POSITION AND PERFORMANCE

For last five financial years the company continued a moderate in sales. The sales stood in this year is Tk. 388,679,122, Profit from Operations is Tk. 38,423,760, Net profit after tax is Tk 23,209,796. In the last five financial years, net operating cash flow per share was positive. In the backdrop of above scenario, it indicates the company has good promise in the long run.

Accounting policy and estimation for preparing financial statements have been remained same as it was before. Hence, there is no effect in this regard.

Financial Scenarios of Krishibid Seed Ltd are as follows:

Indicators	30.06.23	30.06.22	30.06.21	30.06.20	30.06.19	Remarks
Revenue (Crore)	38.87	37.43	22.18	19.00	16.48	
Net Profit after tax (Crore)	2.32	3.04	1.87	1.06	0.50	
Net Cash flow Per Share (Tk)	1.18	0.30	0.20	1.32	(4.95)	
EPS (Tk)	0.77	1.01	1.87	4.71	5.21	
NAVPS (Tk)	11.57	12.30	17.92	11.99	19.51	

Due to worldwide post COVID -19 pandemic situation, domestic economic activities have been disrupted. Domestic capital market was negatively impacted by COVID -19.

During the year, the Company achieved a mere revenue growth, which was mainly contributed by the growing sales both in price and volume, after the relaxation of lock down in the country during the pandemic. Company's turnover and the gross profit have been increased by 3.82% and 3.91% respectively.

EPS & NOCFPS are also positive through this post COVID-19 pandemic situation.

Bangladesh economic Scenario:

- Supply of quality seeds is less than one fourth of demand
- State-owned BADC's growth in seed production is 3.78% in 11 years
- BADC officials say their workforce is 46% less than needed
- BADC supplies 11.50% of total seed demand
- 203 of 218 hybrid Boro variety is registered by private sector
- Over 95% hybrid seeds come from private sector

According to agriculture ministry and BADC sources, yearly demand of seeds for the production of various crops is nearly 13 lakh tonnes. This demand is met with seeds of three categories – formal, semi-formal and informal. Supply of seeds under the formal category is 23%, which is regularly tested for quality control before it reaches farmers through BADC and the private sector. Although there is a massive demand for good quality seeds, there has been no significant growth in its production in the past five years.

Global Economic scenario:

The Global Seed Market stood at 67.02 billion USD in 2022 and is projected to register a CAGR of 4.21% to reach 85.84 billion USD in 2028.

- Largest Segment by Crop Family - Grains & Cereals: It is the largest segment as it provides high profit for growers, can be consumed as food, and is witnessing increased demand by the lubricants industry for biofuel production.
- Largest Segment by Country - United States: It is a leading producer of high-value crops such as corn, soybean, and cucumber, and its adoption of biotech crops and hybrid seeds is the highest globally.
- Fastest-growing Segment by Crop Family - Brassicas: It is the fastest-growing segment due to the increase in market value, increase in demand from processing industries, and the availability of high-yielding varieties in the market.
- Fastest-growing Segment by Country - Italy: It is the leading producer of peas globally and the fastest-growing regional segment because of the increasing consumption of salad and the increasing demand for feed by dairy farmers.

The global seeds market reached a value of US\$ 43.4 Billion in 2021. Looking forward, IMARC Group expects the market to reach US\$ 48.8 Billion by 2027, exhibiting a CAGR of 2.11% during 2022-2027. Keeping in mind the uncertainties of COVID-19, we are continuously tracking and evaluating the direct as well as the indirect influence of the pandemic. These insights are included in the report as a major market contributor.

Risk Concern

Present risk factors are dollar crisis and L/C problem, seed price increases because of high price of dollar. So, farmers cannot effort high price of product and show disinterest to purchase. Moreover, unfavorable high temperature affects the production and the production cost as well. Details of risk and concern discussed in details in the “Director’s Report” of this annual report.

Future Plan:

The Company has taken all sorts of feasible plan, strategy to continue the operation of the Company for foreseeable future and emphasis on continuous development and value addition to be a leading seed producer along with serving as a catalyst in Bangladesh’s Seed Industry.



Sharif Mohammad Taslim Reza
Managing Director

CODE OF CONDUCT

The code of conduct for the chairperson, other Board members and Managing Director of Krishibid Seed Limited has been formulated and adopted in compliance with the requirements of the condition 1(7) of corporate governance code Notification no. BSEC/CMRRCD/2006-158/207/Admin/80 dated: 3 June 2018 of Bangladesh Securities and Exchange Commission (BSEC).

This Code is intended to provide guidance to the Chairperson, other Board members and Managing Director to manage the affairs of the Company in an ethical manner. The Company confirms its desire to demonstrably lead and promote good ethical behavior and corporate governance and the purpose of this code is to recognize and emphasize upon the ethical behavior and to develop a culture of honesty and accountability.

Prudent Conduct & Behavior

The Chairperson, Other Board members and Managing Director shall act honestly, ethically, in good faith and in the best interest of the company. Whilst carrying out the duties, the Chairperson, other Board members and Managing Director shall ensure that it is executed in terms of the authorization granted and within the limits prescribed under the relevant policies, codes, guidelines and other directives issued by the Board of Directors of the Company from time to time.

The Chairperson, the Board members and Managing Director shall refrain from indulging in any discriminatory practice or behavior based on race, sex, age, religion, ethnic or national origin, disability, or any other unlawful basis. The ethical conduct, performance and skills shall be the qualifying indicatives for an employee's performance. The Chairperson, other Board members and Managing Director shall use the Company's assets, property, information and intellectual rights for business purpose of the Company and not for any personal benefits of gains.

Confidentiality:

The company's confidential information shall not have authorized by management of the company for public dissemination. All confidential information must be used for Company's business purpose only. The information should be on public domain at the time of disclosure or is required to be disclosing in accordance with applicable rules and regulations.

Conflict of Interest:

The chairperson, other board members and managing director shall not enter into any transaction which is creating personal interest and all transaction having conflict of interest should be carried out in accordance with laws. They prohibited from engaging in any activities that is conflict or harmful to the company and bestow their attention to the business interest of the company.

Compliance with laws Rules and Regulations:

The chairperson, other board members and managing director shall ensure Compliance with the regulatory requirements with applicable laws and regulations.

Prohibition of insider trading:

Member of the Board of the company shall comply with laws, rules and regulation governing trading shares of the company they are not engaging in any insider trading in dealing with securities of the company which prohibits buying or selling on the basis of any unpublished price sensitive information and prohibits to disclosure of such information to any other person.

Relationship with environment:

Member of the Board of the company shall provide a safe and better working environment and avoid the wasteful use of natural resources and minimize any hazardous impact of the production and disposal of its products on the ecological environment in accordance with the applicable laws.

Relationship with Employees:

The chairperson, other board members, and managing director shall try to maintain cordial relationship with employees they should assist the company to proper maintain its human resource policies.

Relationship with customers:

Member of the Board of the company ensure that company try to supply high quality product as per customer need and demands with due time and reviewed the customer feedback and should take initiative to solve the problems with the customers if any.

Relationship with Suppliers:

The chairperson, other board members and managing director attention to the business interest of the company. Accordingly, they shall have no relationship with any supplier that might conflict and harmful of the company.

Independency:

The chairperson, other board members and managing director should act impartial to the employees, suppliers, customers and shareholder. They should remain independent in all material respect.

Review the code of conduct:

The code of conduct reviewed on yearly basis and the chairperson, other board members and managing director have a duty to avoid any circumstances that would violate the code of conduct

Thanking you,

On behalf of the Board of Directors,



(Dr. Md. Ali Afzal)
Chairman

DECLARATION BY MD & CFO

Annexure-A
[AS per condition No. 1(5)(xxvi)]

The Board of Directors
Krishibid Seed Limited
Corporate Office: 801 Rokeya Sarani, Kazipara
Mirpur, Dhaka-1216, Bangladesh.

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

Dear Sirs,

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

- 1) The Financial Statements of **Krishibid Seed Limited** for the year ended on 30 June 2023 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
- 2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
- 3) The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
- 4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
- 5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
- 6) The management's use of the going concerns basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regard, we also certify that: --

- i. We have reviewed the financial statements for the year ended on 30 June 2023 and that to the best of our knowledge and belief:
- ii. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- iii. These statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- iv. 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,



Sharif Mohammad Taslim Reza
Managing Director
Dated: Dhaka, 18th September 2023



Abdul Karim
Chief Financial Officer
Dated: Dhaka, 18th September 2023

CORPORATE GOVERNANCE CODE

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

Report to the Shareholders of
Krishibid Seed Limited on compliance on the
Corporate Governance Code

We have examined the compliance status to the Corporate Governance Code by Krishibid Seed Limited for the year ended on June 30, 2023. This Code relates to the Notification No.BSEC/CMRRCD/2006-158/207/Admin/80 Dated 03 June2018 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 except those mentioned in the Statement of Compliance Status;
- B. The company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code;
- C. Proper books and records have been kept by the company as required under the Companies Act, 1994, the securities laws and other relevant laws; and
- D. The governance of the company is satisfactory.

Place : Dhaka
Date :

Sd/-
Mizan Islam & Co.
Chartered Accountant

Status of Compliance with the Corporate Governance Guideline (CGC)

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

Condition No.	Title	Compliance Status (Put) ✓ in the Appropriate Column		Remarks (If any)
		Complied	Non-Complied	
1	Board of Directors			
1.1	Size of the Board of Directors			
	The total number of the board members of the company shall not be less than 5 (five) and more than 20 (twenty)	✓		
1.2	Independent Directors			
1.2 (a)	At least on fifth (1/5) of the total number of directors in the company's board shall be independent directors.	✓		
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;	✓		
1.2 (b) (ii)	who is not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members shall not hold above mentioned shares in the company;	✓		
1.2 (b) (iii)	who has not been an executive of the company in immediately preceding 2 (two) financial years;	✓		
1.2 (b) (iv)	who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	✓		
1.2 (b)(v)	who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	✓		

1.2 (b)(vi)	who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	✓		
1.2 (b)(vii)	who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;	✓		
1.2 (b)(viii)	who is not independent director in more than 5 (five) listed companies;	✓		
1.2 (b)(ix)	who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or a Non-Bank Financial Institution (NBFI);	✓		
1.2 (b)(x)	who has not been convicted for a criminal offence involving moral turpitude;	✓		
1.2 (c)	Independent director shall be appointed by the Board of Directors and approved by the shareholders in the Annual General Meeting (AGM)	✓		
1.2 (d)	The post of independent director cannot remain vacant for more than 90 (ninety) days;	✓		
1.2 (e)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) term only;	✓		
1.3	Qualification of Independent Director (ID)			
1.3 (a)	Independent Director shall be knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to business;	✓		
1.3 (b)	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	-		

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;	✓		
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;	-		
1.3 (b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law;	-		
1.3 (b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;	✓		
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 may be relaxed subject to prior approval of the Commission;			No such issue arose
1.4	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer			
1.4 (a)	The positions of the Chairperson of the Board and the Managing Director 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 non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.			No such incidence arose
1.5	The Directors' Report to Shareholders			
	The Board of the company shall include the following additional statements or disclosures in the Directors' Report prepared under section 184 of the companies Act, 1994 (Act No. XVIII of 1994):-			
1.5 (i)	An industry outlook and possible future developments in the industry;	✓		
1.5 (ii)	The Segment-wise or product-wise performance;			The Company operates as a single segment.
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;	✓		
1.5 (v)	A discussion on continuity of any Extra-Ordinary gain or loss;			No such issue arose
1.5 (vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	✓		
1.5 (vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;	✓		
1.5 (viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Offer, Direct Listing, etc.;			No such issue arose

1.5 (ix)	An explanation on any significant variance that occurs between Quarterly Financial performance and Annual Financial statements;	/		
1.5 (x)	A statement of remuneration paid to the directors including independent directors	/		Independent directors have not received any remuneration
1.5 (xi)	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)	Proper books of account of the issuer company have been maintained;	/		
1.5 (xiii)	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)	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)	The system of internal control is sound in design and has been effectively implemented and monitored;	/		
1.5 (xvi)	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)	There are no significant doubts 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 thereof should be disclosed;	/		
1.5 (xviii)	An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;			No such issue arose
1.5 (xix)	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 issuercompany has not declared dividend (cash or stock) for the year;			Declared
1.5 (xxi)	Board 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 eachdirector shall be disclosed;	✓		
1.5 (xxiii)	A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:-			
1.5 (xxiii)(a)	Parent/Subsidiary/Associated Companies and other related parties (name wise details);	✓		
1.5 (xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head ofInternal Audit and their spouses and minor children (name wise details);	✓		
1.5 (xxiii)(c)	Executives;	✓		
1.5 (xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name wise details);	✓		
1.5 (xxiv)	In case of the appointment/re-appointment of a director the company shall disclose the following information to the shareholders:	✓		
1.5 (xxiv)(a)	A brief resume of the director;	✓		
1.5 (xxiv)(b)	Nature of his/her expertise in specific functional areas;	✓		
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 Analysisigned by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:			
1.5 (xxv)(a)	Accounting policies and estimation forpreparation of financial statements;	✓		
1.5 (xxv)(b)	Changes in accounting policies and estimation, if any, clearly describing the effecton financial performance and financial position as well as cash flows in absolute figure for such changes;	✓		

1.5 (xxv)(c)	Comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	✓		
1.5 (xxv)(d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	✓		
1.5 (xxv)(e)	The financial and economic scenario of the country and the globe;	✓		
1.5 (xxv)(f)	Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company;	✓		
1.5 (xxv)(g)	Future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	✓		
1.5 (xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A;	✓		
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).	✓		
1.7	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer			
1.7 (a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;	✓		

1.7 (b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.	✓		
2	Governance of Board of Directors of Subsidiary Company			
2 (a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;			N/A
2 (b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;			N/A
2 (c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;			N/A
2 (d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;			N/A
2 (e)	The Audit Committee of the holding company shall also review the financial Statements, in particular the investments made by the subsidiary company.			N/A
3	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS).-			
3.1	Appointment			
3.1 (a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	✓		
3.1 (b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	✓		

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 the Board Meetings			
	The MD or CEO, CS, CFO and HIAC of the companies shall attend the meetings of the Board of Directors provided that the CS, CFO and /or the HIAC shall not attend such part of a meeting of the Board of Directors which involves consideration of an agenda item relating of their personal matters.	✓		
3.3	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)			
3.3 (a)	The MD or CEO and CFO have reviewed financial statements for the year to the best of their knowledge and belief;	✓		
3.3 (a)(i)	These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;	✓		
3.3 (a)(ii)	These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	✓		
3.3 (b)	This is also certified that no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	✓		
3.3 (c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	✓		
4	Board of Directors' Committee			
	For ensuring good governance in the company, the Board shall have at least following sub-committees:			
4 (i)	Audit Committee;	✓		
4 (ii)	Nomination and Remuneration Committee;	✓		

5	Audit Committee			
5.1	Responsibility to the Board of Directors			
5.1 (a)	The company shall have an Audit Committee as a sub-committee of the Board of Directors;	✓		
5.1 (b)	The Audit Committee shall assist the Board of Directors 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 of Directors. The duties of the Audit Committee shall be clearly set forth in writing.	✓		
5.2	Constitution of Audit Committee			
5.2 (a)	The Audit Committee shall be composed of at least 3 (three) members;	✓		
5.2 (b)	The Board of Directors shall appoint members of the Audit Committee who shall be directors of the company 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;	✓		
5.2 (d)	When the term of service of the Committee members expires or there is any circumstance causing any Committee member to be unable to hold office in service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board of Directors shall appoint the new Committee member(s) to fill up the vacancy(ies) immediately or not later than 1 (one) month from the date of vacancy(ies) in the Committee to ensure continuity of the performance of work of the Audit Committee;			No such incident arose
5.2 (e)	The company secretary shall act as the secretary of the Committee;	✓		
5.2 (f)	The quorum of the Audit Committee meetings shall not constitute without at least 1 (one) independent director.	✓		
5.3	Chairman of the Audit Committee			

5.3 (a)	The Board of Directors shall select 1 (one) member of the Audit Committee to be Chairman of the Audit Committee, who shall be an independent director;	✓		
5.3 (b)	In absence of the chairperson of the audit committee, the remaining members may elect one of themselves as chairperson for the particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4) (b) and the reason of absence of the regular chairperson shall be duly recorded in the minutes	✓		No such incident arose
5.3 (c)	Chairman of the audit committee shall remain present in the Annual General Meeting (AGM).	✓		
5.4	Meeting of the Audit Committee			
5.4 (a)	The Audit Committee shall conduct at least its four meetings in a financial year;	✓		
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 shall include the following:			
5.5 (a)	Oversee the financial reporting process;	✓		
5.5 (b)	Monitor choice of accounting policies and principles;	✓		
5.5 (c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	✓		
5.5 (d)	Oversee hiring and performance of external auditors;	✓		
5.5 (e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	✓		
5.5 (f)	Review along with the management, the annual financial statements before submission to the board for approval;	✓		
5.5 (g)	Review along with the management, the quarterly and half yearly financial statements before submission to the board for approval;	✓		
5.5 (h)	Review the adequacy of internal audit function;	✓		

5.5 (i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report;	✓		
5.5 (j)	Review statement of significant related party transactions submitted by the management;	✓		
5.5 (k)	Review Management Letters/ Letter of Internal Control weakness issued by statutory auditors;	✓		
5.5 (l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors;			
5.5 (m)	Oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission;	-		N/A
5.6	Reporting of the Audit Committee			
5.6 (a)	Reporting to the Board of Directors			
5.6 (a)(i)	The Audit Committee shall report on its activities to the Board of Directors.	✓		
5.6 (a)(ii)	The Audit committee shall immediately report to the Board of Directors on the following findings, if any;			
5.6 (a)(ii)(a)	Report on conflicts of interests;			No such incident arose
5.6 (a)(ii)(b)	Suspected or presumed fraud or irregularity or material defect in the internal control system;			No such incident arose
5.6 (a)(ii)(c)	Suspected infringement of laws, including securities related laws, rules and regulations; and			No such incident arose
5.6 (a)(ii)(d)	Any other matter which shall be disclosed to the Board of Directors immediately			No such incident arose
5.6 (b)	Reporting to the Authorities			
	If the Audit Committee has reported to the Board of Directors about anything which has material impact on the financial condition and results of operation and has discussed with the Board of Directors 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 of Directors for three times or completion of a period of 6 (six) months from the date of first reporting to the Board of Directors, whichever is earlier			No such incident arose

5.7	Reporting to the Shareholders and General Investors			
	Report on activities carried out by Audit Committee, including any report made to the Board of Directors under condition 5(6)(a)(ii) above during the year shall be signed by the Chairman of the Audit Committee and disclosed in the annual report of the issuer company.	✓		
6	Nomination and Remuneration Committee(NRC)			
6.1	Responsibility to the Board of Directors			
6.1 (a)	The company shall have a Nomination and Remuneration Committee (NRC) as a subcommittee of the Board;	✓		
6.1(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	✓		
6.1(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b).	✓		
6.2	Constitution of the NRC			
6.2 (a)	The Committee shall comprise of at least three members including an independent director;	✓		
6.2 (b)	All members of the Committee shall be non-executive directors;	✓		
6.2 (c)	Members of the Committee shall be nominated and appointed by the Board;	✓		
6.2 (d)	The Board shall have authority to remove and appoint any member of the Committee;	✓		
6.2 (e)	In case of death, resignation, disqualification, or removal of any member of the Committee, the board shall fill the vacancy within 180(one hundred eighty) days of occurring such vacancy in the Committee;			No such issue arose
6.2 (f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;			No such incident tarose

6.2 (g)	The company secretary shall act as the secretary of the Committee;	✓		
6.2 (h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	✓		
6.2 (i)	No member of the NRC shall receive any remuneration for any advisory role or otherwise, other than Director's fees or honorarium from the company;	✓		
6.3	Chairperson of the NRC			
6.3 (a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	✓		
6.3 (b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;			No such issue arose
6.3 (c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders.	✓		
6.4	Meeting of the NRC			
6.4 (a)	The NRC shall conduct at least one meeting in a financial year;	✓		
6.4 (b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;			No emergency meeting conveyed
6.4 (c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	✓		
6.4 (d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	✓		
6.5	Role of the NRC			
	The company will comply all related codes of this conditions within stipulated time			
6.5 (a)	NRC shall be independent and accountable to the Board and shareholders;	✓		
6.5 (b)	NRC shall oversee, among others, the following matters:			

6.5 (b)(i)	Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, considering the following:	✓		
6.5 (b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	✓		
6.5 (b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks;	✓		
6.5 (b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	✓		
6.5 (b)(ii)	Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	✓		
6.5 (b)(iii)	Identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	✓		
6.5 (b)(iv)	Formulating the criteria for evaluation of performance of independent directors and the Board;	✓		
6.5 (b)(v)	Identifying the company's needs for employees at different levels;	✓		
6.5 (b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies;	✓		
6.5 (c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	✓		
7	External/Statutory Auditors.			
7.1	The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely:-			
7.1 (i)	Appraisal or valuation services or fairness opinions;	✓		
7.1 (ii)	Financial information systems design and implementation	✓		
7.1 (iii)	Book-keeping or other services related to the accounting records or financial statements;	✓		

7.1 (iv)	Broker-dealer services;	✓		
7.1 (v)	Actuarial services;	✓		
7.1 (vi)	Internal audit services or special auditservices;	✓		
7.1 (vii)	any service that the Audit Committee determines;	✓		
7.1 (viii)	Audit/certification services on compliance of corporate governance as required under clause (i) of condition No. 9 (1);	✓		
7.1 (ix)	Any other service that creates conflict of interest;	✓		
7.2	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company	✓		
7.3	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	✓		
8	Maintaining a website by the Company			
8.1	The company shall have an official website linked with the website of the stock exchange;	✓		
8.2	The company shall keep the website functional from the date of listing;	✓		
8.3	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓		
9	Reporting and Compliance of Corporate Governance			
9.1	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	✓		
9.2	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting;	✓		
9.3	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions.	✓		

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDER'S OF KRISHIBID SEED LTD.

Report on the Audit of the Financial Statements

Opinion: We have audited the financial statements of Krishibid Seed Limited (the “Company”), which comprise the Statement of Financial Position as at 30 June 2023 and Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements of the Company give a true and fair view of the financial position of the Company as at 30 June 2023 and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) the company act 1994 and security exchange rules 2020 and other applicable laws and regulations.

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

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

Description of key audit matters	Our response to key audit matters
Valuation of Property, Plant and Equipment (PPE)	
The carrying value of the PPE amounted to BDT 297,663,534 as at 30 June 2023 The valuation of PPE was identified as a key auditmatter due to the significance of this balanceto the financial statements.	Our audit included the following procedures: ❖ We reviewed the opening balances of PPE which was audited by Shafiq Basak & Co. Chartered Accountants and we assessed the addition during the year under our audit, checked the related accounting treatment and associated deferred tax as recognized by the company.

<p>Expenditures are capitalized if they create new or enhance the existing assets, and expensed if they relate to repair or maintenance of the assets. Classification of expenditures involves judgment. The useful lives of PPE items are based on management's estimates regarding the period during which the asset or its significant components will be used. The estimates are based on historical experience and market practice and take into consideration the physical condition of the assets.</p>	<ul style="list-style-type: none"> ❖ We inspected a sample of invoices documents to determine whether the classification between capital and operating expenditure was appropriate; ❖ We evaluated whether the useful lives determined and applied by the management were in line with historical experience and the market price; ❖ We checked whether the depreciation of PPE items was commenced timely, by comparing the date of the classification from capital in progress to ready for use, with the date of the act of completion of the work. ❖ We performed physical asset verification at the year end, observed procedures of asset acquisition, depreciation and disposal and finally assessed the appropriateness and presentation of disclosures as per relevant accounting standards. <p>[See note number 4.00 for details]</p>
<p>Valuation of Inventory</p>	
<p>The Company had inventory of BDT 58,659,112 at 30th June 2023 which includes Finished Goods, Raw Materials, Packing Materials, Spare Parts and Work in Process etc.</p> <p>Inventory value is measured as follows: Inventories are stated at the lower of cost and net realizable value in accordance with IAS-2 'Inventories'. As result, the management apply judgment in determining the appropriate values for value in use, work-in-progress, values for slow moving or obsolete items and need to apply impairment provision. While excess holding of inventories could impact level of inventories can result in stock outs or irregular supply to the market.</p>	<p>We verified the appropriateness of management's assumptions applied in calculating the value of the inventory provisions by:</p> <ul style="list-style-type: none"> ❖ We evaluated the design and implementation of key inventory controls operating across the company's factory and warehouse; ❖ We challenged the completeness of inventory provisions through assessing actual and forecast sales of inventory lines to assess whether provisions for slow-moving/obsolete stock are valid and complete. ❖ We reviewed the historical accuracy of inventory provisioning and the level of inventory write-offs during the year; ❖ We attended inventory counts and reconciling the count results to the inventory listing to test the completeness of data; ❖ We compared the net realizable value, obtained through a detailed review of sales subsequent to the year-end, to the cost price of a sample of inventories and comparison to the associated provision to assess whether inventory provisions are complete;

	<ul style="list-style-type: none"> ❖ We discussed with management about their sales forecasting procedures and ordering of inventories, and inquired about remedial action taken in case of excess or shortage of inventories due to difference in forecast and actual results. <p>[See note number 5.00 for details]</p>
<p>Measurement of Deferred Tax Liabilities</p>	
<p>The Company reported net deferred tax liabilities to totaling BDT as at 2,233,024. Significant judgments is required in relation to deferred tax liabilities as their recoverability is dependent on forecasts of future profitability over a number of years.</p>	<ul style="list-style-type: none"> ❖ We obtained an understanding, evaluated the design and tested the operational effectiveness of the company over the recognition and measurement and the assumptions used in estimating the future taxable income. ❖ We also assessed the completeness and accuracy of the data used for the estimations of future taxable income. ❖ We involved our tax expertise to assess key assumptions, controls, recognition and measurement of Taxes. ❖ Finally, assessed the appropriateness and presentation of disclosure against IAS 12 Income Tax. <p>[See note number 13.00 for details]</p>
<p>Revenue Recognition</p>	
<p>At year end the Company reported total revenue of BDT 388,679,122. Revenue is measured net of discounts, incentives and rebates earned by customers on the Company's sales.</p> <p>Within a number of the Company's markets, the estimation of discounts, incentives and rebates recognized based on sales made during the year is material and considered to be complex and judgmental. Therefore, there is a risk of revenue being misstated as a result of faulty estimations over discounts, incentives and rebates.</p>	<p>We have tested the design and operating effectiveness of key controls focusing on the following:</p> <ul style="list-style-type: none"> ❖ Calculation of discounts, incentives and rebates; ❖ Segregation of duties in invoice creation and modification; and Timing of revenue recognition. <p>Our substantive procedures in relation to the revenue recognition comprises the following:</p> <ul style="list-style-type: none"> ❖ Obtaining supporting documentation for sales transactions recorded either side of year end as well as credit notes issued after the year end date to determine whether revenue was recognized in the correct period; ❖ Within a number of the Company's markets, comparing current year rebate accruals to the prior year and, where relevant, completing further inquiries and testing.

<p>There is also a risk that revenue may be overstated due to fraud through manipulation of the discounts, incentives and rebates recognized resulting from the pressure of local management may feel to achieve performance targets.</p>	<ul style="list-style-type: none"> ❖ Agreeing a sample of claims and rebate accruals to supporting documentation; ❖ Critically assessing manual journals posted to revenue to identify unusual or irregular items; and ❖ Finally assessed the appropriateness and presentation of disclosure against relevant accounting standards. <p>[See note number 18.00 for details]</p>
<p>Employee Benefits</p>	
<p>a) Short-term employee benefits, such as the following, if expected to be settled wholly before twelve months after the end of the annual reporting period in which the employees render the related services:</p> <ul style="list-style-type: none"> (i) wages, salaries and social security contributions; (ii) paid annual leave and paid sick leave; (iii) profit sharing and bonuses; and (iv) non-monetary benefits (such as medical care, housing, cars and free of subsidized goods or services) for current employees; 	<p>The objectives of this standard are to prescribe the accounting and disclosure for employee benefits. The standard requires an entity to recognize;</p> <ul style="list-style-type: none"> (a) liability when an employee has provided service in exchange for employee benefits to be paid in the future; and (b) an expense when the entity consumes the economic benefit arising from service provided by an employee in exchange for employee benefits. (c) The company has no any other long-term employee benefits, such as following: <ul style="list-style-type: none"> (i) long-term paid absences such as long service leave or sabbatical leave; (ii) jubilee or other long-service benefits; and (iii) long-term disability benefits; and (iv) Termination benefits
<p>WPPF and Welfare Fund. The company makes a Regular allocation of 5 % (of 5,355,613 tk.) on Net Profit Before Charging such expenses to this fund as per provisions of labor laws-2006 and which is a material item to the financial statements.</p> <p>There is a significant risk regarding payment to the Government fund and Labor welfare fund of the amounts and misstatement of the items. As such, management is required to make judgments in determining whether WPPF and Welfare Fund are being appropriately transferred and also need to make provision for aged WPPF and Welfare Fund, if required.</p>	<ul style="list-style-type: none"> ❖ Tested the operating effectiveness of key controls over WPPF and Welfare Fund. ❖ Being a part of auditor’s responsibility as regarding external confirmation, we requested for external confirmation. ❖ Tested on a sample basis the value disclosed according to the reply obtained. ❖ Assessed whether appropriate provisions have been recognized for aged WPPF and Welfare Fund, if required and evaluating management’s basis for determining the refundable. <p>Please refer to note 16.1 to the financial statements. Duly provisioned but paid only Foundation part for the year 2022 on 12.09.2023</p>

Other information

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

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

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

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards (IFRSs) the companies act 1994, the security exchange rules 2020 and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

We have not come across any other key audit issue for the year under audit, and as such nothing is reportable.

Report on other Legal and Regulatory Requirements

In accordance with the Companies Act, 1994 and the Securities and Exchange Rules 2020, we also report the following:

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- b) In our opinion, proper books of 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 together with the annexed notes dealt with by the report are in agreement with the books of account and returns; and
- d) The expenditure incurred was for the purposes of the Company's business.

Place : Dhaka
Date : 18th September, 2023

Sd/-
Sheikh Zahidul Islam, FCA, MBA
Partner
Shafiq Basak & Co.
Chartered Accountants
DVC: 2309191394AS837301

STATEMENT OF FINANCEAL POSITION

KRISHIBID SEED LIMITED Statement of Financial Position As at 30th June, 2023

Particulars	Notes	Amount in Taka	
		30th June, 2023	30th June, 2022
ASSETS:			
Non-Current Assets		302,217,727	296,673,210
Property, Plant and Equipment-Carrying Amount	4.00	297,663,534	291,612,996
Modern Research & Development	4.01	4,554,193	5,060,214
Current Assets		235,303,868	215,371,010
Inventories	5.00	58,659,112	47,012,467
Trade Receivables	6.00	109,835,675	102,227,654
Advances Against Works	7.00	47,768,726	33,785,673
Advances, Deposits & Pre-payments	8.00	9,142,196	19,617,567
Cash & Cash Equivalents	9.00	9,898,159	12,727,649
TOTAL ASSETS		537,521,595	512,044,220
SHAREHOLDERS' EQUITY AND LIABILITIES:			
Shareholders' Equity		347,073,832	368,864,036
Share Capital	10.00	300,000,000	300,000,000
Retained Earnings	11.00	47,073,832	68,864,036
Non-Current Liabilities		33,062,054	22,426,765
Long Term Borrowings	12.00	30,829,030	21,674,171
Deferred Tax Liabilities	13.00	2,233,024	752,594
Current Liabilities		157,385,709	120,753,418
Short Term Borrowings	14.00	116,264,705	107,262,946
Trade Payables	15.00	1,706,657	2,021,457
Liabilities for Expenses	16.00	8,298,722	4,902,769
Liability for Current Tax	17.00	7,236,839	6,566,246
Unclaimed Dividend	18.00	23,878,786	-
TOTAL LIABILITIES		190,447,763	143,180,183
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES		537,521,595	512,044,220
Net Assets Value (NAV) Per Share	28.00	11.57	12.30

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

Sd/
Managing Director

Sd/
Director

Sd/
Company Secretary

Signed as per our separate report on same date.

Date : 18th September, 2023
Place : Dhaka

Sd/-
Sheikh Zahidul Islam, FCA, MBA
Partner
Shafiq Basak & Co.
Chartered Accountants
DVC: 2309191394AS837301

**STATEMENT OF PROFIT OR LOSS AND
OTHER COMPREHENSIVE INCOME**
KRISHIBID SEED LIMITED
Statement of Profit or Loss and Other Comprehensive Income
For the year ended 30th June, 2023

Particulars	Notes	Amount in Taka	
		30th June,2023	30th June,2022
Revenue	19.00	388,679,122	374,348,026
Cost of Goods Sold	20.00	(303,388,167)	(292,269,073)
Gross Profit		85,290,955	82,078,954
Operating Expenses		(46,867,195)	(31,181,091)
Administrative Expenses	21.00	(20,497,351)	(15,523,592)
Selling and Marketing Expenses	22.00	(26,369,844)	(15,657,499)
Operating Profit		38,423,760	50,897,863
Non Operating Expenses		(10,024,601)	(13,589,176)
Financial Expenses	23.00	(10,024,601)	(13,589,176)
Profit before Income Tax		28,399,159	37,308,687
WPPF Expenses	24.00	(1,352,341)	(1,776,604)
Net Profit before Tax		27,046,818	35,532,083
Income Tax Expenses		(3,837,022)	(5,109,813)
Current Tax	25.00	(2,356,592)	(4,865,701)
Deferred Tax	26.01	(1,480,430)	(244,112)
Net Profit after Tax		23,209,796	30,422,270
Total Comprehensive income		23,209,796	30,422,270
Basic Earnings Per Share (EPS)	27.00	0.77	1.01
Restated 2022			

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

Sd/
Managing Director

Sd/
Director

Sd/
Company Secretary

Signed as per our separate report on same date.

Date : 18th September, 2023
Place : Dhaka

Sd/-
Sheikh Zahidul Islam, FCA, MBA
Partner
Shafiq Basak & Co.
Chartered Accountants
DVC: 2309191394AS837301

STATEMENT OF CHANGES IN EQUITY

KRISHIBID SEED LIMITED

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

(Amount in Taka)

Particulars	Ordinary Share Capital	Retained Earnings	Total
Balance as on July 01, 2022	300,000,000	68,864,036	368,864,036
Dividend	-	(45,000,000)	(45,000,000)
Net Profit after Tax	-	23,209,796	23,209,796
Balance as on 30th June, 2023	300,000,000	47,073,832	347,073,832

Statement of Changes in Equity For the year ended June 30, 2022

(Amount in Taka)

Particulars	Ordinary Share Capital	Retained Earnings	Total
Balance as on July 01, 2021	106,000,000	38,441,766	144,441,766
New Share issued during this year	78,000,000	-	78,000,000
Market Share (QIO)	116,000,000	-	116,000,000
Share Money Deposit	-	-	-
Net Profit after Tax	-	30,422,270	30,422,270
Balance as on June 30, 2022	300,000,000	68,864,036	368,864,036

Sd/
Managing Director

Sd/
Director

Sd/
Company Secretary

Date : 18th September, 2023

Place : Dhaka

STATEMENT OF CASH FLOW

KRISHIBID SEED LIMITED Statement of Cash Flow For the year ended 30th June, 2023

Particulars	Notes	Amount in Taka	
		30th June,2023	30th June,2022
A. Cash Flows from Operating Activities:			
Cash Received from Customers		381,071,101	329,508,396
Payment to Suppliers & Others		(296,036,645)	(288,995,758)
Cash Payment to Operating Expenses		(47,249,200)	(32,772,745)
Cash Generated from Operation		37,785,255	7,739,893
Income Tax paid		(2,382,435)	(1,685,999)
Net Cash Generated from Operating Activities		35,402,820	6,053,894
B. Cash Flows from Investing Activities:			
Acquisition of Property, Plant and Equipment		(11,260,060)	(115,325,128)
Advances Against Capital Expenditure		(13,983,053)	(33,785,673)
Net Cash Used in Investing Activities		(25,243,113)	(149,110,801)
C. Cash Flows from Financing Activities:			
Net Received /(Payment) Long Term Borrowings		9,154,859	(8,655,829)
Net Received /(Payment) Short Term Borrowings		9,001,759	7,652,946
Dividend Paid		(21,121,214)	-
Increase / Decrease Share Money Deposits		-	(45,000,000)
Increase / Decrease Issuance of Share Capital		-	194,000,000
Net Payment for Financial Expenses		(10,024,601)	(13,589,176)
Net Cash flows from Financing Activities		(12,989,197)	134,407,941
D. Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)		(2,829,490)	(8,648,966)
E. Cash and Cash equivalents at the beginning of the year		12,727,649	21,376,615
F. Cash and Cash Equivalents at the End of the Year (D+E)		9,898,159	12,727,649
Net Operating Cash Flows Per Share (NOCFPS)	29.00	1.18	0.30

Sd/
Managing Director

Sd/
Director

Sd/
Company Secretary

Date : 18th September, 2023

Place : Dhaka

NOTES TO THE FINANCIAL STATEMENTS

Notes, Comprising of Significant Accounting Policy and Other Explanatory Information
For the year ended 30 June 2023

1.00 Reporting Entity

1.01 Background of the Company

The company namely “KRISHIBID SEED LIMITED” was incorporated on 28 September, 2016 vide registration no. C-133217/2016 as a public limited company in Bangladesh under the Companies Act 1994.

1.02 Registered Office of the Company

The registered office of the Company are located at 801, Rokeya Sharani, Kazi Para, Mirpur, Dhaka, Bangladesh.

1.03 Nature of the business

The Principal activity and the nature of the business of the Company is to producing and importing of different kinds of quality seeds like Vegetables, Maize, Rice, Wheat, Oil, Pulse, Grass, Potato, etc. which are sold in local market.

2.00 Basis of Preparation and Presentation of Financial Statements

2.01 Statements of Compliance:

The Financial Statements of the Company are prepared on a going concern basis under historical cost convention and in accordance with the International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs), the Securities and Exchange Rules, 2020, the Companies Act, 1994, Income Tax Ordinance, 1984, Income Tax Rules, 1984, Value Added Tax and Supplementary Duty Act, 2012, Value Added Tax and Supplementary Duty Rules, 2016, Bangladesh Labour Act, 2006 (Amendment 2013) and other laws and regulations are applicable for the Company.

2.02 Going Concern

Management have assessed the going concern assumptions during the preparation of the financial statements of the company, Management believe that no events or conditions give rise to doubt about the ability of the company to continue in operation in the foreseeable future. This conclusion is drawn based on knowledge of the company, the estimated economic outlook and related identified risks and uncertainties. It has been concluded that it is reasonable to apply the going concern concept as the underlying assumption for the financial statements.

During the year the company has achieved of profit of Tk. 23,209,796/- which is a significant increase in comparison with the previous periods and which is considered as sufficient by the management of the company to meet its current liability and pay debts when they fall due.

2.03 Accrual Basis

The financial statements have been prepared, except cash flows information, using the accrual basis of accounting.

2.04 Components of the Financial Statements

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

- a) Statement of financial position as at 30 June 2023.
- b) Statement of profit or loss and other comprehensive income for the year ended 30 June 2023.
- c) Statement of changes in equity for the year ended 30 June 2023.
- d) Statement of cash flows for the year ended 30 June 2023. and
- e) Notes, comprising of significant accounting Policy and Other explanatory information.

2.05 Use of Estimates and Judgments

The preparation of financial statements in conformity with IFRSs requires management to make judgments, estimates, and assumptions that affect the application of policies and reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported amounts of income and expense. The estimates and underlying assumptions are based on historical experience and other factors that are believed to be reasonable under the circumstances. The estimates and underlying assumptions are reviewed on an ongoing basis.

2.06 Responsibility for Preparation and Presentation of Financial Statements

The Board of Directors is responsible for the preparation of financial statements under section 183 of the Companies Act, 1994 and as per the Conceptual Framework for Financial Reporting.

2.07 Statement of Cash Flows

Statement of Cash Flows has been prepared in accordance with IAS 7 Statement of Cash Flows and the cash flows from the operating activities have been presented under direct method considering the provisions of Paragraph 19 of IAS 7 which provides that "Entities are encouraged to report cash flows from operating activities using the direct method" and as per requirement of the Securities and Exchange Rules, 1987.

As per Bangladesh Securities and Exchange Commission Notification No. BSEC/CMRRCD/2006158 /208/Admin/81 dated 08 August 2018, Cash Flows from operating activities has been reconciled with net income using the direct method.

2.08 Applicable accounting standards

The following IASs and IFRSs are applicable for the financial statements for the year under review:

IASs:

IAS 1 Presentation of Financial Statements;
IAS 2 Inventories;
IAS 7 Statement of Cash Flows;
IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
IAS 10 Events after the Reporting Period;
IAS 12 Income Taxes;
IAS 16 Property, Plant and Equipment;
IAS 19 Employee Benefits;
IAS 23 Borrowing Costs;
IAS 24 Related Party Disclosures;
IAS 32 Financial Instruments: Presentation;
IAS 33 Earnings per Share;
IAS 36 Impairment of Assets;

IFRSs:

IFRS 7 Financial Instruments: Disclosures;
IFRS 8 Operating Segments;
IFRS 9 Financial Instruments;
IFRS 13 Fair Value Measurement;
IFRS 15 Revenue from Contracts with Customers.

2.09 Property, Plant and Equipment (PPE)

All Property, Plant and Equipment are stated at cost less accumulated depreciation as per IAS 16 Property, Plant and Equipment. The cost of acquisition of an asset comprises of its purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use inclusive of inward freight, duties and non- refundable taxes.

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its costs can be measured reliably. The cost of the day to day maintaining cost on PPE is recognized in the Statements of Profit or Loss and other Comprehensive Income as incurred.

a) Depreciation

Depreciation on Property, Plant and Equipment other than Land and Land development has been computed during the year using the reducing balance method. Depreciation has been charged on addition when the related Property, Plant and Equipment are available for use as per management intention. Depreciation has charged as following rate:

Name of Assets	Rate	Rate
	2023	2022
Land & Land Developments	0%	0%
Storage Building & Construction	5%	5%
Factory Furniture & Fixtures	10%	10%
Electrical Equipment & Installation	10%	10%
Office Furniture	10%	10%
Office Equipment & Decoration	10%	10%
De- Humidifier	10%	10%
Seed Cylinder	10%	10%
Grader Machine	10%	10%

b) Capitalization of Borrowing Costs

Borrowing costs that are directly attributable to acquisition, construction or production of a qualifying asset included in the cost of those assets in compliance with IAS 23 Borrowing Costs. In this year no borrowing costs have been capitalized.

c) Retirement and Disposals:

On retirement or otherwise disposal of fixed assets, the cost and accumulated depreciation are eliminated and any gain or loss on such disposal is reflected in the statement of profit or loss and other comprehensive income, which is determined with reference to the net book value of the assets and the net sales proceeds. Depreciation has been charged on disposal assets up to the date of disposal. There is no such retirement on disposals of assets during the year.

d) Impairment

The carrying values of all Property, Plant and Equipment are reviewed for impairment on annual basis to assess whether there is any indication that the assets might be impaired. It is confirmed that no such fixed assets have been impaired during the year and for this reason no provision has been made for impairment of assets as per IAS 36 Impairment of Assets.

e) Leases

Krishibid Seed Ltd has applied the exemption for short-term leases and booked its rental payments as expenses in profit or loss given that the enforceable period of all its current contracts are cancellable in the short-term and has no purchases option.

2.10 Borrowing Costs

As per the requirements of IAS 23 Borrowing Costs the borrowing costs that are directly attributable to the acquisition/construction of plant and machinery and civil construction are capitalized. All other borrowing costs are recognized in profit or loss in the year in which they are incurred.

2.11 Revenue Recognition

In compliance with the requirements of IFRS 15 Revenue from Contracts with Customers, are recognized under the following steps:

- a) Identify the contracts with customer;
- b) Identify the performance obligations in the contracts;
- c) Determine the transaction price;
- d) Allocate the transaction price to the performance obligation in the contracts;
- e) Recognize revenue when (or as) a performance obligation is satisfied.

We followed all the above five steps and recognize revenue when a performance obligation is satisfied.

2.12 Valuation of Current Assets

Accounts Receivable

Accounts receivable are created at original invoice amount, there is no evidence of a risk of non payment, the full amount of accounts receivable is considered collectable.

Inventories

Inventories are carried at the lower of cost and net realizable value whichever is lower as prescribed by IAS 2 Inventories. 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.

2.13 Provisions

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

2.14 Employees' Benefit

The company maintains Short Term Employee Benefits as per IAS 19 Employee Benefits.

Short Term Employee Benefits

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

Workers Profit Participation Fund (WPPF)

The company did not provide for worker's profit participation fund in the financial statement violating the contents of Bangladesh Labor Act 2006 as amended 2013 and reflected overstated Earning per share (EPS) in the face of the financial statement. The provision had been made for Workers Profit Participation fund at a rate of 5% on the profit of the company.

2.15 Advances, Deposits and Prepayments

Advances are initially measured at cost. After initial recognition advances are carried at cost less deduction/ adjustment/ transfer to respective account heads such as property, plant and equipment, inventory or expenses.

Deposits and prepayments are measured at payment value.

2.16 Segment Reporting

An operating segment is a component of the company that engages in business activities from which it may earn revenues and incurred expenses. All operating segments are regularly reviewed by chief operating decision maker of the company, to make decisions about resources to be allocated to the segment and to assess its performance to the extent discrete financial information is available. The company is performing on the basis of one items and management has identified one operating segment such as Seeds operating segments as per IFRS 8.

2.17 Functional and Presentational Currency.

The financial statements are prepared in Bangladeshi Taka which is the Company's functional and presentational currency. The amounts in these financial statements have been rounded off to the nearest Taka.

2.18 Income Tax

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

Current Tax

Current tax is the expected tax payable on the taxable income for the financial year, using tax rates enacted or subsequently enacted after the reporting date and any adjustment to tax payable in respect of previous years. Provision for taxation is calculated on the basis of applicable current tax rate in compliance with Finance Act, 2019. For Seeds, current tax has been calculated as per SRO No. 199/2015, Income Tax Ordinance, 1984 (Ordinance NO. XXXVI of 1984) Sec 44 and sub-section (4) clause (b), The slab rate -

Amount of Income	Tax Rate
1 st 10,00,000	3%
Next 20,00,000	10%
Remaining balance	15%

2.19 Earnings per share

The company calculates Earnings per Share (EPS) in accordance with IAS 33 Earnings per Share which has been shown on the face of the Profit or Loss and Other Comprehensive Income.

Basic Earnings:

This represents profit or loss at the end of the year attributed to ordinary shareholders of the entity.

Basic Earnings per Share

This has been calculated by dividing profit or loss attributed to ordinary shareholders of the entity by the weighted average number of ordinary shares outstanding during the year.

2.20 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset to one entity and a financial liability or equity instrument to another entity as per IFRS 9 Financial Instruments.

Financial Assets:

Financial assets of the company include cash and cash equivalents, equity instrument to another entity, Trade receivables and other receivables. The company initially recognizes a financial asset in its statement of financial position when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognize a financial asset when, and only when; the contractual rights to the cash flows from the financial asset expire or transfer the contractual rights to receive the cash flows of the financial asset.

Financial Liabilities:

The when, and only when, the company becomes a party to the contractual provision of the instrument. The company derecognizes a financial liability from its statement of financial position when, and only when, it is extinguished, that is when the obligation specified in the contract is discharged or cancelled or expires.

2.21 Cash and Cash Equivalents

Cash and cash equivalents include cash in hand, in transit and with banks on current and deposit accounts which are held and available for use by the company without any restriction. There is insignificant risk of change in value of the same.

2.22 Authorization date for issuing Financial Statements

The financial statements were authorized by the Board of Directors on 10 August 2023.

2.23 Comparative Information

Comparative information has been disclosed in respect of previous year for all numeric information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current year's financial statement.

2.24 Related Party Disclosures

The company carried out a number of transactions with related parties in the normal course of business and on arms' length basis. The information as required by IAS 24 Related Party Disclosures, significant related party transactions are disclosed in notes to the Financial Statements.

2.25 Events after the Reporting Period

Events after the reporting period are those events, favorable and unfavorable, that occur between the end of the reporting period and the date when the financial statements are authorized for issue. Two types of events can be identified:

Adjusting Events - those that provide evidence of conditions that existed at the end of the reporting period. None adjusting Events- those that are indicative of conditions that arose after the reporting period. Management has taken close look whether any events after the reporting period exist that need to take into account during the preparation of financial reports. No event after the reporting period exists and management has prepared the financial reports in accordance.

2.26 Measurement of Fair Values:

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

- a) Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- b) Level 2: inputs other than quoted prices included in level 1 that are observable for asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- c) Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability might be categorized in different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

2.27 Risk management

According to IFRS 7 Financial Instruments: Disclosures, an entity shall disclose information that enables users of its financial statements to evaluate the nature and extent of risks arising from financial instruments to which the entity is exposed at the end of the reporting period. The Management of the company are reviewed risk management policies, procedures and systems regularly to reflect changes in market conditions and the Company's activities. The Company has exposure to the following risk for its use of financial instruments.

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

a) Credit risk

Credit risk is the risk of a financial loss to the Company if a customer to a financial instrument fails to meet its contractual obligations and arises principally from the Company's receivables.

Management perception

To mitigate the credit risk, the management of the company follows robust credit control and collection policies. The company has dedicated credit collection team who are responsible for any dues and they have been demonstrating remarkable performance in collecting receivables as per company's credit and collection policy.

b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations on time.

Management perception

The Company's approach to manage liquidity is to ensure as far as possible, that it will always have sufficient liquidity to meet its liabilities when due under both normal and stressed conditions without incurring unacceptable losses or risking damage to the Company's reputation. The Company has sufficient current assets and cash & cash equivalent to meet expected operational expenses including financial obligations.

c) Market risk

Market Risk is the risk that the fair value or cash flows of a financial instrument will fluctuate due to changes in market prices. It reflects interest rate risk, currency risk and other price risks.

Management perception

Management is fully aware of the market risk, and act accordingly. Market of agro products in Bangladesh is growing rapidly. Moreover, the objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

3.00 General

- i) The figure has been rounded off to the nearest taka.
- ii) The financial Statements have been prepared covering one year from 01 July 2022 to 30 June 2023.

		Amount in Taka	
		30th June,2023	30 June,2022
4.00	Property, Plant and Equipment		
	A. Cost Value		
	Opening Balance	298,021,530	187,756,616
	Add: Addition during the year	11,260,060	110,264,914
	Total Assets Value at Cost	309,281,590	298,021,530
	B. Accumulated Depreciation		
	Opening Balance	6,408,534	4,264,784
	Add: Depreciation Charged during the year	5,209,522	2,143,750
	Total Charge	11,618,056	6,408,534
	Written Down Value (A-B)	297,663,534	291,612,996
	Details are shown in Annexure-A		
4.01	Modern Research & development:		
	Opening Balance	5,060,214	5,060,214
	Less: Amortization during the year	(506,021)	-
	Total:	4,554,193	5,060,214
5.00	Inventories		
	Finished Goods	4,895,412	1,925,315
	Raw Materials	51,582,736	40,337,125
	Packing Materials	1,125,644	3,784,126
	Spare Parts	29,854	20,147
	Work-in-Process	1,025,466	945,754
	Total	58,659,112	47,012,467
	Details are shown in Annexure-B		
6.00	Trade Receivables		
	Trade Receivable	109,835,675	102,227,654
	Ageing of Trade Receivable		
	More than six months	-	-
	Less than six months	109,835,675	102,227,654
	Total	109,835,675	102,227,654

The classification of receivables as required by the Schedule XI, Part 1, Para 4 of the Companies Act, 1994 are given below:

i) Receivables considered good in respect of which the company is fully secured.	-	-
ii) Receivables considered good in respect of which the company holds no security other than the debtors personal security.	109,835,675	102,227,654
iii) Receivables considered doubtful or bad.	-	-
iv) Receivable due by any director or other officers of the company or any of them either severally or jointly with any other person or receivables due by firms or private companies respectively in which any director is a partner or a director or a member to be separately stated.	-	-
v) Receivables due by companies under the same management.	-	-
vi) The maximum amount due by directors or other officers of the company at any time during the year	-	-
Total	109,835,675	102,227,654

Details are shown in Annexure-C

		Amount in Taka	
		30th June,2023	30 June,2022
7.00	Advance Against Works:		
	Opening Balance	33,785,673	-
	Add: Addition during the year	13,983,053	33,785,673
	Total	47,768,726	33,785,673
7.01	Advances Against Capital & Revenue Expenditure:		
	Cold Storage Building at Savar	-	3,425,000
	Storage Building -1 (Including site Office) at Savar Dhaka	-	3,037,500
	Storage Building -2 (Including site Office) at Dinajpur	9,000,000	13,500,000
	Modern Reserch & Development, Seed Production and Others at Savar Dhaka	4,983,053	13,823,173
	Total	13,983,053	33,785,673
8.00	Advances, Deposits & Pre-payments		
	Advance against Employees	540,050	1,146,062
	Advance against Farmer/Supplier (Details are shown in Annexure-D)	-	5,000,033
	Advance against Purchase(L/C)	3,655,331	8,823,930
	Advance against Motor Cycle	1,263,098	1,660,261
	Advance Income Tax (Note: 8.01)	3,683,717	2,987,281
	Total	9,142,196	19,617,567
8.01	Advance Income Tax		
	Opening Balance	2,987,281	3,543,678
	Add: AIT during the year	2,382,435	1,685,999
		5,369,716	5,229,677
	Less: Adjustment during this year	1,685,999	2,242,396
	Total	3,683,717	2,987,281

The classification of Advances, Deposits & Prepayments as required by the Schedule XI , Part 1, Para 6 of

i) Advance, deposits & prepayment considered good and in respect of which the company is fully secured.	8,602,146	18,471,505
ii) Advance, deposits & prepayment considered good for which the company holds no security other than the debtor,s personal security.	-	-
iii) Advance, deposits & prepayment considered doubtful or bad.	-	-
iv) Advance, deposits & prepayment due by directors or other officers of the company or any of them either severally or jointly with any other person or Advance, deposits & prepayment due by firms or private companies respectively in which any director is a partner or a director or a member to be seperatly stated.	-	-
v) Advance, deposits & prepayment due by companies under the same management.	-	-
vi) The maximum amount due by directors or other officers of the company at any time during the year.	540,050	1,146,062
	9,142,196	19,617,567

		Amount in Taka	
		30th June,2023	30 June,2022
9.00	Cash & Cash Equivalents		
	Cash in Hand	(Note : 9.01) 1,032,450	6,439,912
	Cash at Bank	(Note : 9.02) 8,865,709	6,287,737
	Total	9,898,159	12,727,649
9.01	Cash in Hand		
	Cash in Hand	1,032,450	6,439,912
	Total	1,032,450	6,439,912
9.02	Cash at Bank		
	Sonali Bank Ltd. Ac No: 721	14,650	297,785
	Islami Bank Bangladesh Ltd. Ac No: 6618	7,579,057	3,214,076
	Social Islami Bank Ltd. Ac No: 19581	-	7,099
	Uttara Bank Ltd. Ac No: 1705	-	-
	Pubali Bank Ltd. Ac No: 24789	304,057	2,039,946
	Pubali Bank Ltd. Ac No: 1561	69	1,036
	Al-Arafah Islami Bank Ltd. Ac No: 10962	2,068	2,758
	NRB Bank Ltd. Ac No: 383	-	384,482
	Agrani Bank Ltd, Ac No. 132130	144,181	-
	Bank Asia ltd, Ac No: 1075	64,157	305,135
	Bank Asia ltd, Ac No: 6000046	724,977	-
	The Premier Bank ltd. Ac No: 8110	24,854	25,716
	NRB Bank Ltd. Ac No: 1211030020717	7,639	9,704
	Total	8,865,709	6,287,737

All the above Bank Balance has been reconciled to confirm the balance with the Bank Statement.

10.00	Share Capital		
	Authorized Capital :		
	40,000,000 ordinary shares of Tk. 10 each	400,000,000	400,000,000
	Issued, Subscribed & Paid-up Capital :		
	3,00,00,000 ordinary shares of Tk. 10 each	300,000,000	106,000,000
		-	78,000,000
		-	116,000,000
		300,000,000	300,000,000
11.00	Retained Earnings		
	Opening Balance	68,864,036	38,441,766
	Add: Net Profit for the year	23,209,796	30,422,270
	Less: Dividend Expense	(45,000,000)	-
	Total	47,073,832	68,864,036

		Amount in Taka	
		30th June,2023	30 June,2022
12.00	Long Term Borrowings		
	Revolving Term Loan at NRB Bank Ltd.	30,829,030	21,674,171
		30,829,030	21,674,171
13.00	Deferred Tax Liabilities		
	Charged during the year	2,233,024	752,594
	Total	2,233,024	752,594
14.00	Short Term Borrowings		
	Revolving LC at NRB Bank Ltd.	-	4,073,219
	Revolving LTR (Inner of LC) at NRB Bank Ltd.	27,124,971	32,451,428
	SDB Time loan stimulus package	66,859,147	49,006,986
	Bank Overdraft- NRB Bank Ltd.	22,280,587	21,731,313
	Total	116,264,705	107,262,946
15.00	Trade Payables		
	Trade Payables	1,706,657	2,021,457
		1,706,657	2,021,457
	Trade Payables:		
	Russel IPM Bangladesh Ltd.	-	75,124
	Tipu Shipping Lines Ltd.	661,000	215,421
	Hossain Enterprise C.C Ltd.	271,600	95,214
	Prantic Plus Ltd.	73,725	820,148
	Md. Abdul Karim (Rangpur)	225,120	321,451
	R&D Magura (Mohidul Islam)	475,212	215,470
	Maharastra Hybrid Seed Co. Ltd.	-	278,629
	Total	1,706,657	2,021,457
16.00	Liabilities for expenses		
	Salary and Wages	2,627,980	923,067
	Utility Bill	99,916	79,472
	Director Remuneration	60,000	105,400
	Telephone & Mobile Bill	2,962	2,103
	Liabilities for WPPF	5,355,613	3,672,727
	Audit Fees	152,250	120,000
	Total	8,298,722	4,902,769
16.01	Liabilities for WPPF		
	Opening WPPF	3,672,727	1,739,562
	Add: Addition during this period	1,352,341	1,776,604
	Interest on WPPF (undistributed amount for the FY 2021-22)	330,545	156,561
	Total	5,355,613	3,672,727
17.00	Liability for Current Tax		
	Opening Balance	6,566,246	3,942,941
	Add: Charged during the year	2,356,592	4,865,701
		8,922,838	8,808,642
	Less: Adjustment during this year	1,685,999	2,242,396
	Total	7,236,839	6,566,246
18.00	Unclaimed Dividend :		
	Total Dividend	45,000,000	-
	Less: Paid during the year	(21,121,214)	-
	Annexure - G	23,878,786	-
19.00	Turnover		
	Revenue	388,679,122	374,348,026
	Total	388,679,122	374,348,026

Details are shown in Annexure-F

		Amount in Taka	
		30th June,2023	30 June,2022
20.00	Cost of Goods Sold		
	Raw Materials Consumed (Note : 20.01)	275,695,296	238,848,285
	Manufacturing Overhead (Note : 20.02)	31,317,893	49,286,118
		307,013,189	288,134,404
	Opening Work in process	945,754	820,195
	Closing Work in process	(1,025,466)	(945,754)
	Cost of Goods manufactured	306,933,477	288,008,845
	Opening stock of finished Goods	1,925,315	6,705,721
	Cost of Goods Available for Sale	308,858,792	294,714,566
	Closing stock of finished Goods	(4,895,412)	(1,925,315)
	Sample Distribution	(575,213)	(520,178)
	Cost of Goods Sold	303,388,167	292,269,073
20.01	Raw Materials Consumed		
	Opening Stock of Raw Materials	40,337,125	35,840,152
	Add: Raw Materials Purchased	286,940,907	243,345,258
	Raw Materials available for Consumption	327,278,032	279,185,410
	Less: Closing Stock of Raw Materials	51,582,736	40,337,125
	Raw Material Consumption	275,695,296	238,848,285
20.02	Manufacturing Overhead		
	Wages, Salary and Allowances	6,679,530	5,621,370
	Packaging Materials (Note : 20.03)	3,703,692	3,614,060
	Utility Bill	923,608	581,256
	Transport Expenses	813,878	721,123
	Seed Processing Cost	3,134,429	1,774,120
	Power & Fuel	325,452	251,246
	Plant Quarantine	520,145	425,120
	Fertilizer & Pesticide	301,547	255,126
	Seed & Seedling	345,216	321,450
	Festival Bonus	473,633	290,124
	Spare Parts and Store Items (Note : 20.04)	40,534	71,167
	Travelling and Allowance	10,890	112,320
	Maintenance of storage	170,256	160,258
	Labour Bill	176,586	265,241
	C&F Charge	48,620	91,254
	Entertainment	1,345	20,125
	Cleaning & Washing	20,145	19,854
	Printing & Stationary	22,881	25,988
	Internet Bill	3,900	26,471
	Mobile & Telephone Bill	5,024	4,079
	Seed Production & Others	8,840,120	32,653,777
	Repair & Maintenance	11,254	21,789
	Depreciation (Annexure-A)	4,745,208	1,958,800
	Total	31,317,893	49,286,118

		Amount in Taka	
		30th June,2023	30 June,2022
20.03	Packaging Materials		
	Opening Balance	3,784,126	3,373,050
	Add: Purchase during the year	1,045,210	4,025,136
		4,829,336	7,398,186
	Less: Closing Balance	1,125,644	3,784,126
	Consumption during the year	3,703,692	3,614,060
20.04	Spare Parts and Store Item		
	Opening Balance	20,147	16,185
	Add: Purchase during the year	50,241	75,129
		70,388	91,314
	Less: Closing Balance	29,854	20,147
	Consumption during the year	40,534	71,167
21.00	Administrative Expenses		
	Salary and Allowance	15,729,810	9,329,342
	Entertainment	79,139	61,521
	Legal Expenses	56,095	55,210
	Newspaper & Magazine	3,512	3,512
	Postage & Courier	3,115	45,210
	Printing & Stationery	151,935	62,451
	Audit fees(Including VAT)	152,250	120,000
	Rent	48,000	48,000
	Director Remuneration	709,957	1,265,000
	Festival Bonus	1,767,147	997,468
	QIO Expense	-	2,223,050
	Annual fees	90,000	-
	Board Meeting fees	81,500	70,000
	Utility Bill	285,422	272,410
	Registration & Renewal & Other Fees	20,145	490,125
	Repair & Maintenance	126,100	111,456
	Telephone & Mobile	30,524	25,241
	Internet Bill	42,514	40,125
	Depreciation (Annexure-A)	970,336	184,950
	Miscellaneous Expense	149,850	118,521
	Total	20,497,351	15,523,592
22.00	Selling and Marketing Expenses		
	Salary and Allowance	16,713,425	9,237,458
	TA/ DA Field Staff	3,077,902	1,020,125
	Distribution Cost	392,492	901,254
	Farmer Compensation	2,372,458	510,268
	Festival Bonus	1,825,639	1,363,490
	Advertisement	29,875	25,000
	Sales Commission, Product Bonus, Volume Bonus	418,226	992,454
	Marketing Promotion	485,715	951,240
	Sample Distribution	1,054,112	656,210
	Total	26,369,844	15,657,499
23.00	Financial Expense		
	Bank Charges & Commission	494,107	175,468
	Interest on Loan (Note: 23.01)	9,199,949	13,257,147
	Interest on WPPF (undistributed amount for the FY 2020-21)	330,545	156,561
	Total	10,024,601	13,589,176

		Amount in Taka	
		30th June,2023	30 June,2022
23.01 Interest On Loan			
Interest on Short & Long Term Loan		9,199,949	13,257,147
Total		9,199,949	13,257,147
24.00 WPPF Expenses			
Profit before Tax		28,399,159	37,308,687
Profit before Tax (2,83,99,159/105*5)		<u>1,352,341</u>	<u>1,776,604</u>
As per Bangladesh Labour Act, 2006 (Amendment 2013) the amount is computed @ 5% net profit before tax but after charges the amount.			
25.00 Current Tax Expenses :			
Current Tax	(Note : 25.03)	2,356,592	4,865,701
Total tax on income		2,356,592	4,865,701
25.01 Calculation of Current Tax			
Profit before tax as per accounts		27,046,818	35,532,083
Add: Accounting Depreciation		5,715,543	2,143,750
Less: Tax Base Depreciation		15,585,080	3,771,161
Taxable Income		17,177,281	33,904,672
25.02 Current Tax on Business Income			
Current Tax on others Income		2,356,592	4,865,701
Total Current Tax		2,356,592	4,865,701
25.03 1) Current Tax on Business Income			
Total Income	17,177,281	2,356,592	
First 10 Lac 3%	1,000,000	30,000	
Next 20 Lac 10%	2,000,000	200,000	
On Rest Amount 15%	14,177,281	2,126,592	
		2,356,592	4,865,701
Or,			
2) Minimum Tax Calculation			
Gross Receipts :			
Sales Revenue		388,679,122	374,348,026
Total Receipts		388,679,122	374,348,026
Minimum Tax @ 0.6%			
On the 1st 10,00,000 of Sales revenue tax @ 3%		900	900
On the next 20,00,000 of Sales revenue tax @ 10%		6,000	6,000
On the remaining balance of Sales revenue tax @ 15%		1,735,556	1,671,066
Total Minimum Tax		1,742,456	1,677,966
Whichever is higher		2,356,592	4,865,701
26.00 Deferred Tax Expenses			
Written down value as (Accounting Base)		302,217,725	296,673,210
Less: Land Value (Avoided as permanent differences)		-	215,176,963
		302,217,725	81,496,247
Written Down value as (Tax Base)		285,864,230	290,189,250
Less: Land Value (Avoided as permanent differences)		-	215,176,963
		285,864,230	75,012,287
Temporary Difference		16,353,495	6,483,960
On the 1st 10,00,000 tax rate is 3%		30,000	30,000
On the next 20,00,000 tax rate is 10%		200,000	200,000
On the remaining balance tax rate is 15%		2,003,024	522,594
Deferred Tax Expenses for the year		2,233,024	752,594

		Amount in Taka	
		30th June,2023	30 June,2022
26.01	Deffered Tax Expenses/(Income)		
	Deffered Tax Liability as on 30 June, 2023	2,233,024	752,594
	Less: Opening Deffered Tax Liability	752,594	508,482
	Deffered Tax Expenses/(Income) during this period	1,480,430	244,112
27.00	Basic Earnings per share		
	a) Net Profit After Tax	23,209,796	30,422,270
	b) Weighted average no. of Shares (Note : 27.01)	30,000,000	30,000,000
	Basic Earnings Per Share (EPS) (a/b)	0.77	1.01

This has been calculated in compliance with the requirements of IAS-33: Earnings per Share. EPS is the basic earnings dividing by the weighted average number of ordinary shares outstanding the end of the year.

27.01 Calculation of Weighted Average Number of Shares :

Particulars	Number of Share	Weight	Weighted average no. of Shares 30th June, 2023
Balance	30,000,000		30,000,000
New Issued during the year	-	-	-
New Issued during the year	-	-	-
New Issued during the year	-	-	-
New Issued during the year	-	-	-
TOTAL	30,000,000		30,000,000

28.00 Net Asset Value per Share (NAV)

Total Assets	537,521,595	512,044,220
Less: Total Liability	190,447,763	143,180,184
a) Net Asset Value (NAV)	347,073,832	368,864,036
b) Number of ordinary shares	30,000,000	30,000,000
Net Asset Value per Share (NAV) (a/b)	11.57	12.30

29.00 Net Operating Cash Flows per share (NOCFPS)

a) Net Operating Cash Flows	35,402,821	6,053,893
b) Number of shares (Note : 27.01)	30,000,000	20,116,438
Net Operating Cash Flows per Share (NOCFPS) (a/b)	1.18	0.30

30.00 Reconciliation of Net Profit with Cash Flows from Operating Activities.(Notification Date: 20 June 2018, BSEC/CMRRCD/2006-158/208/Admin/81.)

Particulars	Amount in (Tk.)	
	30th June, 2023	30th June, 2022
Net Profit before Tax	28,399,159	37,308,687
Adjustments to reconcile net income to net cash provided by		
Depriciation on Fixed Assets	5,715,543	2,143,750
Financial Expense	10,024,601	13,589,175
Increase/(Decrease) in Inventory	(11,646,645)	(257,163)
Increase/(Decrease) in Accounts Receivable	(7,608,021)	(44,839,630)
Increase/(Decrease) in Accounts Payable	(314,800)	167,239
Increase/(Decrease) in Liabilities	2,043,612	348,716
Increase/(Decrease) in Advance & Prepayment	11,171,807	(720,882)
	37,785,256	7,739,892
Payment of Income Tax	(2,382,435)	(1,685,999)
Net Cash Generated from Operating Activities	35,402,821	6,053,893

30 The requirement of schedule XI part-II, Para 4 of the companies Act, 1994:

Related Party Transaction

During the period the Company carried out a number of transactions with related parties in the normal course of business on an arms' length basis. Names of those related parties, nature of those transactions and their total value have been set out in accordance with the provisions of IAS-24: Related Party Disclosures. 1) Glorious Land & Development ltd, 2) Krishibid Feed Ltd. 3) Victory Engineering ltd.

(a) Short-term employee benefits

Name	Designation	Particulars	Addition During the year	Adjustment This year	Closing Balance as on 30.06.2023
Krishibid multipurpose Co-Operative ltd, Represented By, Sharif Mohammad Taslim Reza	Managing Director	Remuneration	709,957	649,957	60,000
		Board Meeting fee	11,643	11,643	-
Krishibid Firm Ltd, Represented By: Dr. Md. Ali Afzal	Chairman	Remuneration	-	-	-
		Board Meeting fee	11,643	11,643	-
Taslima Yesmin	Director	Remuneration	-	-	-
		Board Meeting fee	11,643	11,643	-
Glorious Land And Development Ltd. Represented By: Dr. Mohammad Rafiqul Islam Sarker	Director	Remuneration	-	-	-
		Board Meeting fee	11,643	11,643	-
Krishibid Feed Ltd., Represented By: Dr. Abdul Hamid	Director	Remuneration	-	-	-
		Board Meeting fee	11,643	11,643	-
Krishibid Salt Ltd., Represented By: Dr. Md. Shahjahan	Director	Remuneration	-	-	-
		Board Meeting fee	11,643	11,643	-
Krishibid Printing & Publication Ltd., Represented By: Md. Ibrahim Khalil	Director	Remuneration	-	-	-
		Board Meeting fee	11,642	11,642	-
Total			791,457	731,457	60,000

Board of Directors of Krishibid Seed Ltd. till now have taken any board meeting attendance fees.
During the period from 01-07-2022 to 30-06-2023, there were 04 (Four) Board Meetings held. The attendance status of all the meetings is as follows:

Name of Directors	Designation	Meeting Hold	Attendance	Fees Per Meeting	Amount in (Tk.)
					30 June, 2023
Krishibid multipurpose Co-Operative Ltd, Represented By, Sharif Mohammad Taslim Reza	Managing Director	4	4	2,911	11,643
Krishibid Firm Ltd, Represented By: Dr. Md. Ali Afzal	Director	4	4		11,643
Taslina Yesmin	Director	4	4		11,643
Glorious Land And Development Ltd. Represented By: Dr. Mohammad Rafiqul Islam Sarker	Director	4	4		11,643
Krishibid Feed Ltd., Represented By: Dr. Abdul Hamid	Director	4	4		11,643
Krishibid Salt Ltd., Represented By: Dr. Md. Shahjahan	Director	4	4		11,643
Krishibid Printing & Publication Ltd., Represented By: Md. Ibrahim Khalil	Director	4	4		11,643
Total					70,000

(b) Post-employee benefits	Nil
(c) Other long term benefits	Nil
(d) Termination benefits and	Nil
(e) Share-based payment	Nil

As per Para-18, IAS- 24:

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

a) The amount of transaction	791,457
b) The amount of outstanding balance, including commitments	-
i) Their terms & condition, including whether they are secured, and the nature of the	Remuneration
ii) details of any guarantee given or received	Nil
c) Provisions for doubtful debts related to the amount of outstanding balance	Nil
d) The expenses recognized during the period in respect of bad or doubtful debts due	Nil

KRISHIBID SEED LIMITED
Schedule of Property, Plant and Equipment
For the year ended 30th June, 2023

Annexure-A
(Amount in Taka)

Particulars	Cost			Rate (%)	Depreciation			Written down value as at 30th June, 2023
	Balance as at 01 July 2022	Addition during the year	Balance as at 30 June, 2023		Balance as at 01 July 2022	Charged during the year	Balance as at 30th June, 2023	
Land & Land Developments	215,176,963	-	215,176,963	0%	-	-	-	215,176,963
Storage Building & Construction	62,447,493	10,962,500	73,409,993	5%	2,208,259	3,560,087	5,768,346	67,641,647
Factory Furniture and Fixtures	2,979,363	-	2,979,363	10%	529,235	245,013	774,247	2,205,116
Electrical Equipment and Installation	6,221,650	-	6,221,650	10%	1,340,577	488,107	1,828,684	4,392,966
Office Furniture	3,966,694	-	3,966,694	10%	273,996	369,270	643,266	3,323,428
Office Equipment and Decoration	1,363,860	65,000	1,428,860	10%	478,414	95,045	573,459	855,401
De- Humidifier	124,000	86,000	210,000	10%	50,780	15,922	66,702	143,298
Seed Cylinder	2,788,194	130,560	2,918,754	10%	783,902	213,485	997,387	1,921,367
Grader Machine	2,953,313	16,000	2,969,313	10%	743,373	222,594	965,967	2,003,346
Balance as at 30th June, 2023	298,021,530	11,260,060	309,281,590		6,408,534	5,209,522	11,618,057	297,663,532
Balance as at June 30, 2022	187,756,616	110,264,914	298,021,530		4,264,784	2,143,750	6,408,534	291,612,996

Allocation of Depreciation:	Amount
Administrative cost	970,336
Factory cost	4,745,208
Total	5,715,543

Amortization Schedule

Particulars	Cost			Rate (%)	Amortization			Written down value as at 30th June, 2023
	Balance as at 01 July 2022	Addition during the year	Balance as at 30 June, 2023		Balance as at 01 July 2022	Charged during the year	Balance as at 30th June, 2023	
Modern Reserch & Development	5,060,214	-	5,060,214	10%	-	506,021	506,021	4,554,193
Balance as at 30th June, 2023	5,060,214		5,060,214			506,021	506,021	4,554,193



কৃষিবিদ সীড লিমিটেড
KRISHIBID SEED LIMITED



Corporate Office: 801, Begum Rokeya Sarani, Kazipara, Mirpur, Dhaka-1216

Phone: +88-09609-008789, Fax: +88-02-8034120

E-mail: info@krishibidgroup.com Website: www.krishibidgroup.com

ATTENDANCE SLIP

I do hereby submit the Attendance slip in connection with the **7th Annual General Meeting (AGM)** of the Company to be held on **Thursday, the 28th December, 2023 at 04.00 PM.** on Digital Platform to transact the following business:.

Full Name of the Member : _____

Signature with date

Folio No. : _____

BO ID No.

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No. of Share(s) : _____

Full Name of the Attorney/ Proxy

Signature with date

- N.B. :**
- (i) Shareholders are requested to handover the Attendance Slip at the entrance of the Meeting Hall.
 - (ii) No gift or benefit in cash or kind shall be paid / offered to the Shareholders as per Circular No. SEC/CMRRCD/ 2009-193/154 of BSEC for attending the AGM.



KRISHIBID SEED LIMITED

CORPORATE OFFICE:

801, Begum Rokeya Sarani, Kazipara, Mirpur, Dhaka-1216.

Phone: +88 02-55073402, Fax: +88 02-8034120

Mobile: +88 01700 729982, 01700 729661, 01700 729232

[facebook.com/krishibidgroup](https://www.facebook.com/krishibidgroup), www.krishibidgroup.com