

Annual Report

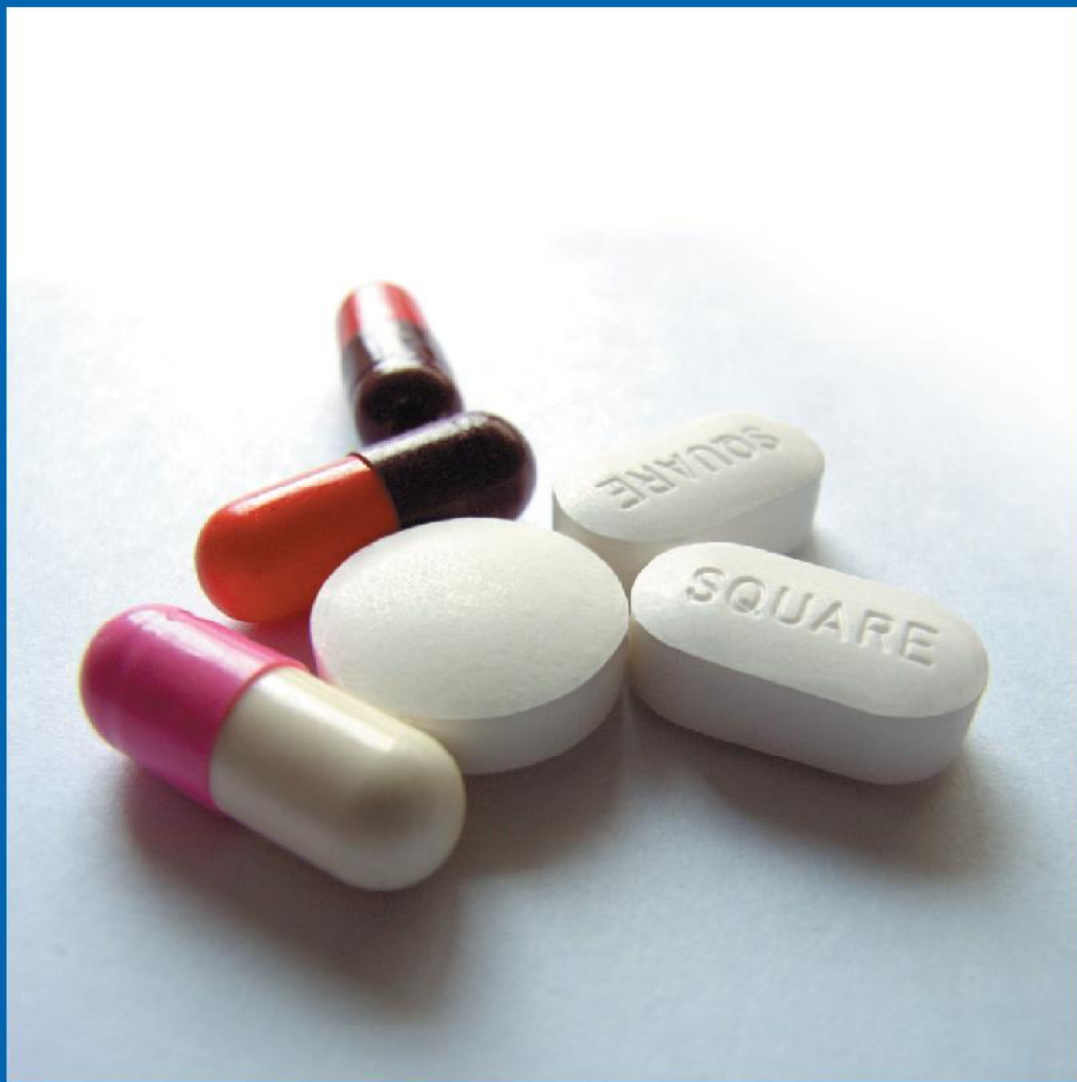
2003

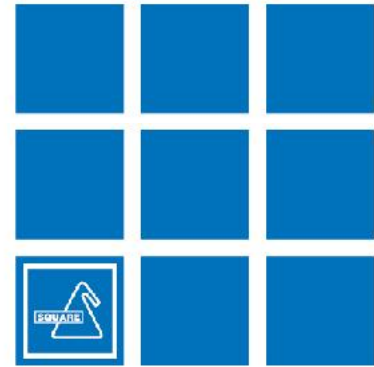
2004



SQUARE PHARMACEUTICALS LTD.

contents





contents

Transmittal Letter	2
Notice	3
Vision Statement	4
Corporate Governance	5
We Strive For	7
Corporate Review	
• Management Apparatus	10
• General Information	11
Message from the Chairman	13
Directors' Report	15

FINANCIAL REPORT

• Value Added Statement	42
• Auditors' Report	43
• Balance Sheet	44
• Income Statement	45
• Statement of Changes in Equity	46
• Cash Flow Statement	47
• Consolidated Balance Sheet	48
• Consolidated Income Statement	49
• Consolidated Statement of Changes in Equity	50
• Consolidated Cash Flow Statement	51
• Notes to the Accounts	52

SUBSIDIARY PROFILE

Square Spinnings Ltd.

• Directors' Report	86
• Auditors' Report	91
• Balance Sheet	92
• Profit & Loss Statement	93
• Statement of Changes in Equity	94
• Cash Flow Statement	95
Proxy Form	96



SQUARE PHARMACEUTICALS LTD.

TRANSMITTAL LETTER

To
All Shareholders
Securities and Exchange Commission
Registrar of Joint Stock Companies & Firms
Dhaka Stock Exchange Ltd.
Chittagong Stock Exchange Ltd.

Sub : Annual Report for the year ended March 31, 2004

Dear Sir (s):

We are pleased to enclose a copy of the Annual Report together with the Audited Accounts including Balance Sheet as at March 31, 2004 and Income Statement for the year ended March 31, 2004 along with notes thereon for your record/necessary action.

Yours sincerely



Md. Kabir Reza, FCMA
Company Secretary

Dated : 7th September, 2004





SQUARE PHARMACEUTICALS LTD.

NOTICE TO THE SHAREHOLDERS

Notice is hereby given that the 38th ANNUAL GENERAL MEETING of the shareholders of **Square Pharmaceuticals Ltd.** will be held on Tuesday the 21st September, 2004 at 11.30 a.m. at Darbar Hall, Bangladesh Rifles (BDR), Pilkhana, Dhaka to transact the following agenda:

Agenda :

1. To receive, consider and adopt the Accounts for the year ended March 31, 2004 together with the Report of the Directors' and the Auditors' thereon.
2. To declare dividend for the year ended March 31, 2004.
3. To elect Directors in terms of the relevant provision of the Articles of Association of the Company.
4. To appoint Auditors and to fix their remuneration.

By order of the Board

Md. Kabir Reza, FCMA
Company Secretary

Dated: 7th September 2004

Notes:

(i) A member entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend and vote in his/her stead. The Proxy Form must be affixed with requisite revenue stamp and must be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for the meeting.

(ii) Admittance to the meeting venue will be on production of the attendance slip sent with the notice.



Vision

We see business as a means to the wellbeing of the investors, employees and the society at large, leading to accretion of wealth through financial and moral gains as a part of the process of the human civilization.

Mission

Our Mission is to provide quality & innovative healthcare relief for people, maintain stringently ethical standard in business operation also ensuring benefit to the shareholders and other stakeholders.

Objectives

Our objectives are to conduct transparent business operation within the legal & social frame work with aims to attain the mission reflected by our vision.

Corporate Focus

Our vision, our mission and our objectives are to emphasise on the quality of product, process and services leading to growth of the company imbued with good governance.



The Ten Principles of Global Compact (UN) :

The ten principles of Global Compact initiated by the UN Secretary General as have been adopted by Square Pharmaceuticals Ltd. are as follows :

Human Rights :

- (1) Businesses should support and respect the protection of internationally proclaimed human rights within their sphere of influence; and
- (2) Make sure that they are not complicit in human rights abuses.

Labour Standards :

- (3) Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining;
- (4) The elimination of all forms of forced and compulsory labour;
- (5) The effective abolition of child labour and
- (6) Eliminate discrimination in respect of employment and occupation.

Environment :

- (7) Business should support a precautionary approach to environmental challenges;
- (8) Undertake initiatives to promote greater environmental responsibility; and
- (9) Encourage the development and diffusion of environmentally friendly technologies.

Ethical Standards :

- (10) Business should work against corruption in all its forms, including extortion and bribery.

Corporate Governance:

Top Management: Board of Directors

As per provisions of the Article of Association, Board of Directors hold periodic meetings to resolve issue of policies and strategies, recording minutes/decisions for implementation by the Executive Management.

Executive Management:

The Executive Management is headed by the Managing Director, the Chief Executive Officer (CEO) who has been delegated necessary and adequate authority by the Board of Directors. The Executive Management operates through further delegations of authority at every echelon of the line management. The Executive Management is responsible for preparation of segment plans/sub-segment plans for every profit centres with budgetary targets for every items of goods & services and are held accountable for deficiencies with appreciation for exceptional performance. These operations are carried out by the Executive Management through series of committees, sub-committees, ad-hock committees, standing committees assisting the line management.



Standing Committees :

Audit Committees:

Internal Audit Committee
ISO Audit Committee
Social/Environmental Audit Committee
Performance/Evaluation Audit Committee

Employment Relation Committees:

Remuneration Committee
Work Environment Committee
Employees Welfare & Recreation Committee

Management Committees:

Product Planning & Development Committee
Quality Control & Research Committee
Production & Inventory Management Committee
Market Research Committee
Export Promotion Committee
Agency/Distribution Management Committee

Segment Report

The Company's chief operating decision makers review the profit and loss of the Company on an aggregate basis and manage the operations of the Company as a single operating segment. Accordingly, the Company operates in one segment, which is the business of developing, manufacturing and marketing of drugs for health care for all live is species.

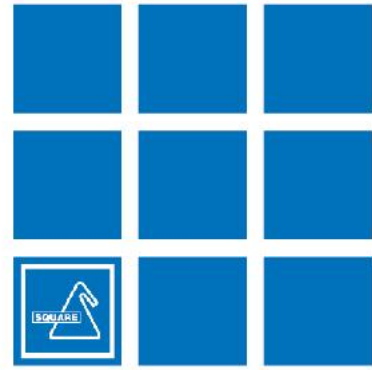
Risk Perception

Company management perceives investment risks within the national and international economic situation in relation to legal requirements involving intellectual property rights, scientific invention, WTO regulations and monetary & fiscal investment policies and has prepared its production & marketing strategy to meet the challenges from these risks.

WE STRIVE FOR

- ◆ We in SQUARE, strive, above all, for top quality health care products at the least cost reaching the lowest rungs of the economic class of people in the country. We value our social obligations.
- ◆ We owe to our shareholders and strive for protection of their capital as well as ensure highest return and growth of their assets.
- ◆ We strive for best compensation to all the employees who constitute the back-bone of the management and operational strength of the Company through a pay-package composing salary/wages, allowances, bonuses, profit participation, leave salary and superannuation & retirement benefits.
- ◆ We strive for the best co-operation of the creditors & debtors the banks & financial institutions who provide financial support when we need them, the suppliers of raw materials & suppliers who offer them at the best prices at the opportune moments, the providers of utilities-power, gas & water etc. and the customers who buy our products & services by redeeming their claim in time by making prompt payment and by distributing proper product on due dates.
- ◆ We strive for fulfillment of our responsibility to the Government through payment of entire range of due taxes, duties and claims by various public agencies like municipalities etc.
- ◆ We strive, as responsible citizen, for a social order devoid of malpractices, anti-environmental behaviours, unethical and immoral activities and corruptive dealings.
- ◆ We strive for practicing good-governance in every sphere of activities covering inter alia not being limited to, disclosure & reporting to shareholders, holding AGM in time, distribution of dividends and other benefits to shareholders, reporting/dissemination of price sensitive information, acquisition of shares by insiders, recruitment & promotion of staff, procurement & supplies, sale of assets etc. all that directly and indirectly affect the interest of concerned groups - the shareholders, the creditors, suppliers, employees, government and the public in general.

Corporate review



Corporate review





SQUARE PHARMACEUTICALS LTD.

MANAGEMENT APPARATUS

BOARD OF DIRECTORS

Mr. Samson H. Chowdhury	Chairman
Mr. Tapan Chowdhury	Managing Director
Dr. Kazi Harunar Rashid	Director
Mr. Samuel S. Chowdhury	Director
Mr. Anjan Chowdhury	Director
Mr. Kazi Iqbal Harun	Director
Mrs. Jahanara Chowdhury	Director

MANAGEMENT COMMITTEE

Mr. Tapan Chowdhury	Chairman
Mr. Parvez Hashim	Member
Mr. M Ashiqul Hoque Chowdhury	Member
Mr. Muhammadul Haque	Member
Mr. K M Saiful Islam	Member
Mr. Md. Kabir Reza, FCMA	Member

COMPANY SECRETARY

Mr. Md. Kabir Reza, FCMA

LEGAL ADVISORS

Mr. Rafique-ul Huq, Bar-at-Law
47/1, Purana Paltan, Dhaka

Mr. Rokanuddin Mahmud, Bar-at-Law
Walsow Tower
21-23, Kazi Nazrul Islam Avenue, Dhaka

Mr. M. Moniruzzaman Khan, Bar-at-Law
City Heart
67, Naya Paltan, V.I.P Road, Dhaka

AUDITORS

M/s. Chowdhury Bhattacharjee & Co.
Chartered Accountants
47/1, Indira Road
Dhaka-1215, Bangladesh

FACTORIES

- ◆ Square Road, Salgaria, Pabna, Bangladesh
- ◆ Kaliakoir, Gazipur, Bangladesh

BANKERS

Janata Bank
1, Dilkusha C.A, Dhaka

Citibank N.A
122-124, Motijheel C.A, Dhaka

Standard Chartered Bank
2, Dilkusha C.A, Dhaka

Commercial Bank of Ceylon Ltd.
47, Motijheel C.A, Dhaka

Bank Asia Ltd.
113-116, Old Airport Road, Tejgaon, Dhaka

Eastern Bank Ltd.
31, North C.A, Gulshan Circle-2, Dhaka

Dhaka Bank Ltd.
73/B, Kemal Ataturk Avenue, Dhaka

Mercantile Bank Ltd.
61, Dilkusha C.A, Dhaka

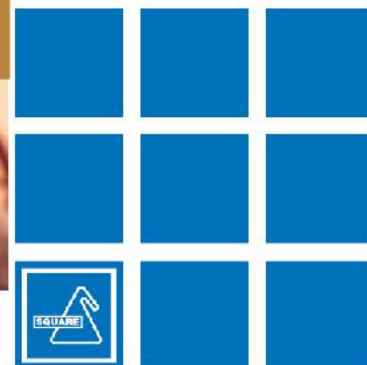
INSURERS

Pioneer Insurance Co. Ltd.
10, Dilkusha C.A, Dhaka

Pragati Insurance Co. Ltd.
20-21, Kawran Bazar, Dhaka

REGISTERED OFFICE

"Square Centre"
48, Mohakhali C.A
Dhaka-1212, Bangladesh



GENERAL INFORMATION

CORPORATE HISTORY:

- ✦ Year of Establishment (Initially as a Partnership) : 1958
- ✦ Incorporated as a Private Limited Company : 1964
- ✦ Technical Collaboration Agreement with Janssen Pharmaceuticals of Belgium (a subsidiary of Johnson & Johnson International Ltd.) : 1975
- ✦ Technical Collaboration Agreement with F. Hoffman-La Roche & Co.Ltd. : 1984
- ✦ Converted into Public Limited Company : 1991
- ✦ Stock Exchange Listings (Dhaka & Chittagong) : 1995
- ✦ Agreement with M/s. Bovis Tanvec Ltd. of UK for implementation of Dhaka Plant : 1996
- ✦ Awarded ISO-9001 Certificate : 1998
- ✦ Business Lines : Manufacturing and Marketing of Pharmaceutical Finished Products, Basic Chemicals and AgroVet Products
- ✦ Authorized Capital : Tk. 1,000 million
- ✦ Paid-up Capital : Tk. 360 million
- ✦ Number of Employees : 2,242

CORPORATE OPERATIONAL RESULTS:

(Figure in thousand)

	2003-04	2002-03	2001-02	2000-01	1999-00
Turnover (Gross)	5,482,088	4,729,743	4,234,244	3,451,523	2,655,952
Value Added Tax	760,536	663,892	563,433	450,577	342,108
Turnover (Net)	4,721,552	4,065,851	3,670,811	3,000,946	2,313,844
Gross Profit	1,906,592	1,466,282	1,435,655	1,081,340	826,978
Net Profit before Tax	1,151,636	929,604	905,736	691,636	505,100
Net Profit after Tax	970,044	764,885	759,448	573,677	418,152
Shareholders' Equity	4,590,142	3,851,098	3,273,714	2,751,766	2,178,089
Total Assets	5,870,261	5,164,320	4,526,115	3,810,860	3,233,586
Total Bank Borrowings	981,510	1,070,163	1,098,874	938,371	793,505
Total Current Assets	2,008,956	1,441,552	1,452,494	1,017,574	947,055
Total Current Liabilities	1,243,575	1,247,967	1,181,473	708,993	568,432
Current Ratio	1.62	1.16	1.23	1.44	1.67
No. of Share Outstanding	3,600,000	3,000,000	2,500,000	2,500,000	2,500,000
Dividend per Share (Cash)	70	70	75	95	65
Dividend per Share (Stock)	5:1	5:1	5:1	-	-
Shareholders' Equity per Share	1,275	1,070	909	764	605
Earning per Share (SPL)	269.46	212.47	210.96	159.35	116.15
Earning per Share (Consolidated)	279.95	205.51	253.20	274.85	186.66
Quoted Price per Share - DSE	2,272	1,178	1,261	1,341	817
Quoted Price per Share - CSE	2,316	1,180	1,278	1,300	813
Price Earning Ratio-DSE (Time)	8.43	5.54	5.98	8.42	7.03
Number of Shareholders	9,270	9,295	9,358	9,539	10,651
Human Resources:					
Executives	895	846	692	645	556
Staff	686	618	479	386	314
Workers	661	656	602	548	542



Welcome

MESSAGE FROM THE CHAIRMAN

Dear Shareholder & Colleague, Ladies & Gentlemen,

I have the pleasure to welcome you to the Thirty Eighth Annual General Meeting on behalf of the Members of Board of Directors whose Report together with Annual Accounts & Auditors Report thereon for the year ended 31 March 2004 is being laid before you for your valued consideration.

The Report and the Accounts will reveal that your Company has inched ahead amidst continuation of wide spread law and order in all walks of life including trade, industry and commerce at home and abroad. The commitment of the Management to the shareholders have been largely fulfilled despite dominance of negative factors in the economic environment. I, however believe that though the Management would specifically highlight its successes especially the increase in revenues and profits, we would nevertheless expect the shareholders to demand more and more from the management who should not get drowsed in complacency.

Though the socio-politico-economic order as obtaining in the country has to improve greatly for accelerating investment, we can expect to attain desirable result for us as well as for the society by working hard with honest devotion.

The International situation also offers us greater risks with war on arms, poverty and adverse WTO regulations having negative impact on the future operations of the company.

I believe the Directors' Report will offer a picturesque view to you to enable you in framing your investment decision.

I look forward for booming economic and social order for our shareholders.



Samson H. Chowdhury
Chairman

Board of Directors



Mr. Samson H. Chowdhury
Chairman



Mr. Samuel S. Chowdhury
Director



Mr. Tapan Chowdhury
Managing Director



Dr. Kazi Harunar Rashid
Director



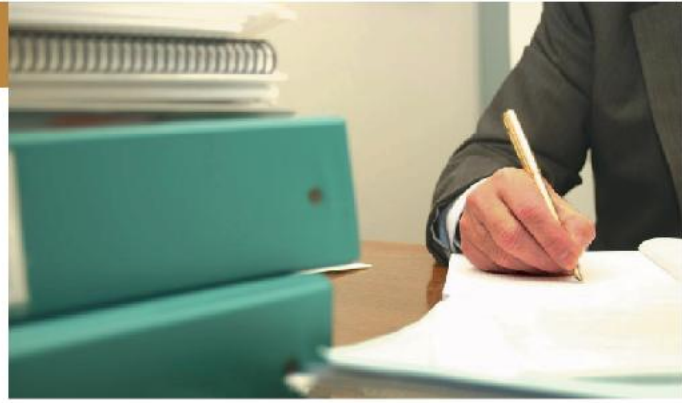
Mr. Anjan Chowdhury
Director



Mr. Kazi Iqbal Harun
Director



Mrs. Jahanara Chowdhury
Director



SQUARE PHARMACEUTICALS LTD.

Directors' Reports

TO THE SHAREHOLDERS FOR THE YEAR 2003-2004

REFERRAL :

In terms of provisions of Section 184 of the Companies Act 1994, Rule 12 (and the schedule there under) of the Securities and Exchange Rules 1987 and IAS - I (International Accounting Standards-I) codes as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB), it is the pleasure of the Board of Directors to submit its Report to the Shareholders for the year ended 31 March 2004 in the following paragraphs:

1. ECONOMIC & ENVIRONMENTAL SITUATION :

The year under review has undergone yet another period of turbulent law and order situation with increased number of hartal and political agitations causing great losses to the economy, especially to the corporate sector. Though export earnings increased and recovered the losses sustained during the previous year, the public expenditure through ADP shrunk as the revised budgetary allocation was reduced substantially as a result of which GDP growth rate fell short of the target of 5.5%. The foreign exchange reserve increased primarily due to increase remittances from the expatriate Bangladeshis. However, the foreign portfolio and direct investment flow was almost non-existent despite various promotional steps by the government and the private sector including lowering of bank rate and re-lending rate by the Banks. As regards the capital market situation, there were a few IPOs other than those of Banks which were oversubscribed by number of times and the share price index moved up the ladder along with increased volume of trade and capitalisation. The process of dematerialising of securities by CDBL is also encouraging for investors and the capital market.

2. PHARMACEUTICAL SECTOR :

The pharmaceuticals sector attained a lower growth of 5.90 % only during the year 2003 as against 10.18% during the previous year and against 22.46% during the earlier year as per IMS Report. The wide variance in the growth rate of national pharma market may be attributed to various factors such as public expenditure on health care, natural calamities including floods, cyclones, epidemical diseases & agro-crop harvest. The national pharma market growth and that of the Company during the past few years are given below:

Year	National Market Growth Rate	Company's Growth Rate
1999	(0.89%)	9.60%
2000	27.79%	29.95%
2001	22.46%	22.70%
2002	10.18%	11.70%
2003	5.90%	15.91%

The above statistics prove that the Company has been performing at a higher rate than that of the national growth rate of pharmaceutical market ensuring continued leading position in the market.



3. OPERATIONS REVIEW:

(1) PHARMA UNIT AT PABNA:

The Company continued to upgrade qualitative capacity of Pabna Unit and about 90% of output was produced in this plant. The Company made a capital expenditure of Tk. 77.00 million at Pabna Plant divided as follows:

(a) Land	3.20
(b) Building/Civil Works	15.17
(c) Plant/Machinery	29.08
(d) Other Assets	29.55
Total Tk. (Million)	<u>77.00</u>

As against the above capital expenditure during the year under review, an amount of Tk. 46.53 million was invested in Pabna Plant during the previous year. All these investments have helped to meet the increased demand both qualitatively and quantitatively.

(2) CHEMICAL PLANT:

The operations of the chemical Plant (at Pabna) during the last five (5) years are presented hereunder:

Years	No. of Products	Production (M. Tons)	Own Use (M. Tons)	Sales (M. Tons)	Own Use (%)	Turnover (Million Taka)
1999-00	6	192	63.08	128.92	32.85%	192.78
2000-01	7	227	82.39	144.61	36.30%	209.08
2001-02	7	201	85.30	115.70	42.44%	301.39
2002-03	9	219	89.34	129.66	40.79%	291.67
2003-04	9	242	129.71	112.29	53.59%	321.73

The production/capacity utilisation has been varying depending on the nature of demand from the formulation unit and market operators.

(3) DHAKA PLANT:

As reported earlier, the State-of-Art Plant located at Kaliakoir, which commenced commercial operations with effect from 7th April 2002 with capital assets at Tk. 2,061,671,687 as on that date and Capitalised for charging depreciation as allowed by Tax Laws has been gradually increasing its capacity utilisation and by end of the accounting year, reached the level of as hereunder:

Sl. No.	Particulars/ Product	Unit	Capacity - Number	(Quantity in thousand)			
				Actual Output		Capacity Utilisation	
				2002-03	2003-04	2002-03	2003-04
1	Tablets	Pcs	836,256	85,269	417,352	10.20%	49.91%
2	Capsules	Pcs	202,320	17,247	108,307	8.52%	53.53%

DIRECTORS' REPORT



(4) PRODUCT DEVELOPMENT:

In order to meet the requirements by the WTO regulations and heavy competition from 2016 resulting from globalisation/liberalisation of trade and strict compliance of Intellectual Property Rights, the Company has been trying to develop new products every year.

The following table shows the position of existing and new products introduced during the year 2003-2004:

Sl. No.	Products Categories	Position as on 31-03-03	Added during the year	Total (31-03-04)
1	Tablets	105	14	119
2	Capsules	35	5	40
3	Liquids	26	2	28
4	Injectables	32	1	33
5	E N T Preparations & Others	25	3	28
6	Opthal Preparations & Others	7	-	7
7	Dry Syrup	14	-	14
8	Suppository	3	-	3
9	Inhaler	4	-	4
10	Basic Chemicals	9	-	9
11	Tablet, Powder, Liquid, Injectable -AgroVet	19	-	19
	Total	279	25	304

The new products have been well received by the medical profession and the market.



Filwel Gold[®] tablet is a multivitamin and multimineral product, which "Truly ensures 32 vitamins and minerals". It is a suitable option for all types of vitamin and mineral deficient patients (except children) to fulfill the deficiency. It is presented in a container with child lock cap to protect misuse by the children. **Filwel Gold[®]** tablet container has silica gel to ensure moisture protection. **Filwel Gold[®]** is the same formulation of worldwide established brand Centrum.



(5) OUTPUT/CAPACITY UTILISATION:

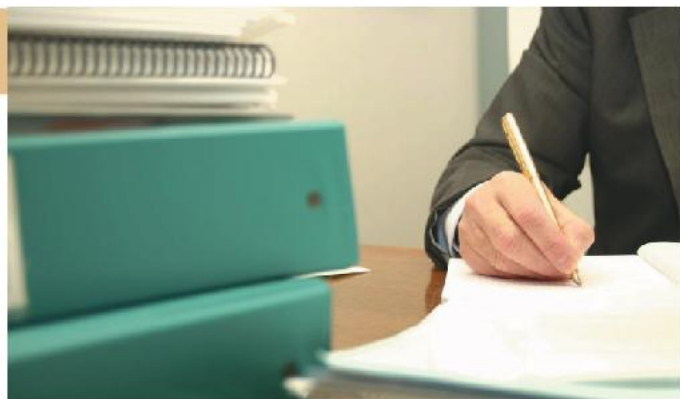
The overall capacity utilisation of the plant operation continued to improve during the year as shown hereunder:

Sl. No.	Product Categories	Units	Production in thousand		% Increase/ (Decrease)	Capacity Utilization	
			2003-04	2002-03		2003-04	2002-03
1	Tablets	Pcs	2,115,330	1,829,089	16	122%	105%
2	Capsules	Pcs	344,100	295,234	17	112%	96%
3	Liquids	Bottles	23,485	21,210	11	112%	118%
4	Injectables (Vials & Ampoules)	Pcs	17,391	13,325	31	97%	74%
5	ENT Preparations & Others	Phials	10,669	8,651	23	237%	192%
6	Ophthal Preparations & Others	Phials	958	1,083	(11)	160%	181%
7	Dry Syrup	Bottles	3,639	4,048	(10)	152%	169%
8	Suppository	Pcs	2,729	1,671	63	45%	28%
9	Inhalers	Can	373	298	25	41%	50%
10	Basic Chemicals	Kg	242	219	11	71%	64%
11	Tablet -AgroVet	Pcs	1,463	1,262	16	77%	67%
12	Powder- AgroVet	Gm	8,758	34,911	(75)	66%	189%
13	Injection-AgroVet	Pcs	1,601	1,203	33	36%	27%
14	Liquids -AgroVet	Bottles	68	17	300	6%	2%

Capacity utilisation during 2003-04 still remained at lower level due to start-up of the new plant at Kaliakoir with huge operative capacity and lower initial production. The overall combined capacity utilisation of all the three plants (including chemical plant) would gradually increase over the coming years.

(6) QUALITY CONTROL:

The Company places total emphasis on maintaining and improving of quality of its products as 'life-science' biology following GMP standards of WHO by following strictly laid down criteria at every levels of production and handling. The Company also follow-up withdrawals from market of all expiry dated products through close inspection and surveillance. The quality control facilities include a high quality standard Laboratory Building, Computerized Equipments and Tools and a team of highly qualified/trained research personnel who are bent upon on unstinted attainment as ethical and moral objective. We are proud of them.



(7) TECHNOLOGY:

The company is endeavoring to upgrade and adopt new technology in production, quality control, distribution and administration of its products to patients. During the year (2003-2004) the Company invested an amount of Tk. 9,524,491 in improving its Laboratory.

(8) EXPORT:

The company is continuously pressing hard for expanding its export sales. During the year under review, the exports amounted to Tk. 59.95 million as against Tk. 35.08 million in previous year, a 71% increase. The exports are expected to rise in the coming years.

(9) SUBSIDIARY OPERATION :

Square Spinnings Ltd.:

The Company (SPL) holds 98% equity in Square Spinnings Ltd. which has a production capacity of 7,470,360 kg. per annum (based on NE 20s) and commenced commercial production on 10 January 2001. The Company's operation results from first year with comparative position of performance over the years (2001-2003) is given below:

	2001	2002	2003
• Production (Kg)	6,116,123	7,619,072	8,728,975
• Sales Revenue (Tk.)	703,524,368	768,539,068	883,390,854
• Gross Profit (Tk.)	162,802,597	184,610,026	191,108,372
• Net Profit (Tk.)	71,626,873	73,403,013	91,306,429
• Gross Margin	23.14%	24.02%	21.63%
• Net Margin	10.18%	9.55%	10.34%
• EPS (Tk.)	71.63	73.40	91.31
• NAV (Tk.)	171.63	245.03	336.34

Capacity Utilisation (SSL) :

The capacity utilisation and operating profitability show improvement resulting in increase in Net Asset Value to shareholders. However, despite adequate earnings per share, the Management has not yet considered it appropriate and opportune to declare dividend as fund generated from operations by profit and depreciation have been largely utilised for repayment of loans and liabilities which, as a result, have been substantially reduced /restructured with redemption of external debt risks. The Net Asset Value has thereby been enhanced to the benefit of the shareholders.



The following changes took place in the position as on 31-12-2003 and 31-03-2004 being the dates of closure of accounting year for Square Spinings Ltd. and the Company (SPL) respectively:

(Taka)			
Sl. No.	Particulars	Position as on 31-12-2003	Position as on 31-03-2004
(1)	Fixed Asset Cost of Square Spinings Ltd.	716,943,502	717,917,066
(2)	Investment by Square Pharmaceuticals Ltd.		
	◆ Share Capital	98,000,000	98,000,000
	◆ Short Term Loan	188,161,117	141,198,731
	◆ Medium Term Loan	150,000,000	120,000,000

Directors' Report on the Company together with Audited Accounts containing Balance Sheet, Profit & Loss Statement and Cash Flow Statement and Auditors Report thereon are included herein.

(10) LONG TERM INVESTMENT (OTHER THAN SUBSIDIARY):

The investment portfolio of long term investment and marketable securities has been detailed in Notes (4 & 8) to Audited Accounts. The outlines of the portfolio with minority interest in shareholdings are described hereunder for further information of the shareholders:

LONG TERM INVESTMENTS : Tk. 1,123,900,000

The above investments include minority investments in ordinary shares/advance as Share Money Deposit in 7 (seven) different companies as follows:

(1) Square Textiles Ltd. (STXL):

As on 31-03-04 investment in this Company (after listing with Stock Exchanges) stands at Tk. 125,000,000 for 12,500,000 ordinary shares of Tk. 10 each (at cost) and the market value as on 31st March, 2004 stood at Tk. 547,500,000 (at Tk. 43.80 per share) showing 338% appreciation. The Company is in full operation and declared cash dividend at the rate of 30% and stock dividend at the rate of 10% (10:1B) for the year 2003 as against 32% cash dividend only for the previous year. SPL hold 49.62% shares of the Company.

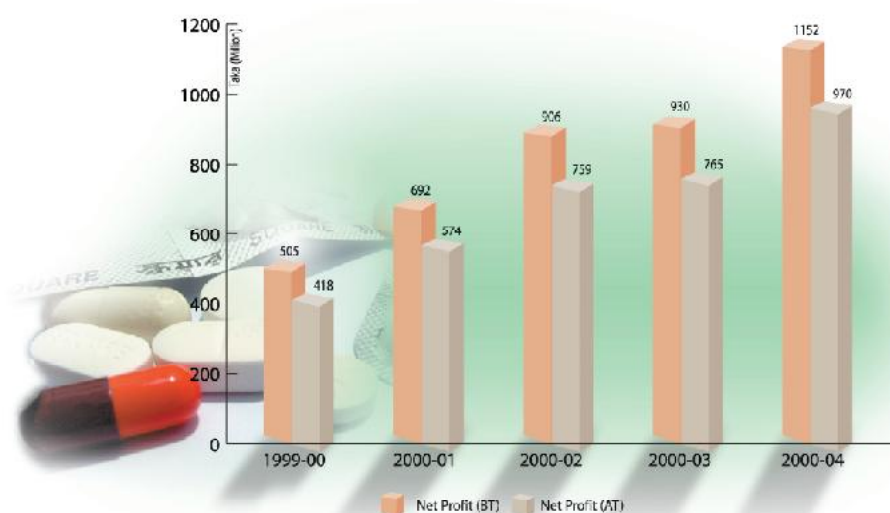
(2) Continental Hospital Ltd. (CHL):

The Company (SPL) holds 120,000 shares of Tk. 100 each amounting to Tk. 12,000,000 out of the paid-up capital of Tk. 223,185,300. The Company has a seat on the Board of Directors. The Company has not commenced operation as is considered stuck up due to management and fund problems. Since the Company is not a listed one, it does not have any ready market value. SPL holds 5.38% shares of the Company.



(3) National Housing Finance and Investment Ltd. (NHFIL) :

The Company (SPL) holds 200,000 ordinary shares of Tk. 100 each for Tk. 20,000,000 out of total Tk. 400,000,000 (5%). The Company has a seat on the Board. NHFIL is in operation since 1999 and has declared interim dividends as 10% during the year 2003 as against 12.5% during the previous year.



(4) Central Depository Bangladesh Ltd. (CDBL) :

SPL has paid for 10 (ten) shares of Tk. 1,000,000.00 each in the Capital of CDBL which has been formed under the Central Depository Act 1999 for fungible and dematerialised share holding/trading which will do away with the physical possession of scrips and primarily prevent fraudulent/fake share trading as a result of which corporate expenditure on share office will substantially be saved. CDBL commenced its service w.e.f. July 2003. So far 15 companies have joined CDBL. The shares are not listed and therefore the market value can not be assessed. The Company has a seat on the Board of CDBL as its Chairman.

(5) Square Hospitals Ltd. (SHL) :

SPL holds 5,700 Ordinary Shares of Tk. 1,000/- each including 2,000 Shares with premium of Tk. 5,500/- each. The project originally conceived as a Five-Star Hotel at Panthapath, Dhaka is now being developed as a modern hospital with 300 beds and diversified medical services with special emphasis on cardio-vascular remedies. SHL has already entered into a Management Agreement with Bumrungrad Hospital of Bangkok. The project implementation is expected to be completed by end of 2005. Meanwhile partial services would be started by mid 2005. SPL hold 14.04% of SHL. Since the Company is not a public and listed one the market value of investment can not be assessed now.



(6) Square Knit Fabrics Ltd. (SKFL):

Due to changes in equity holdings by SPL (from 84% to 48.84%) the position of SKFL has changed from subsidiary to investment category. The Company started production from early 2002 and is trying to overcome initial teething problems as well as problems arising from international issues. The Management is keeping a close watch on its operations and would continue to endeavor for attaining profitable results. The Company did not declare any dividend for sustenance of losses. SPL now holds 1,260,000 ordinary shares of Tk. 100 each which is 48.84%. The Company is not a public/listed one and hence the market value can not be readily assessed.

(7) Square Fashions Ltd. (SFL):

SPL now hold 252,000 Shares of Tk. 100 each (48.46%) in the capital of SFL. The Company has not declared any dividend due to sustenance of losses. Since the Company is not a public/listed one, the market value can not be assessed readily.

(11) INVESTMENT IN MARKETABLE SECURITIES:

Pioneer Insurance Company Ltd. (PICL):

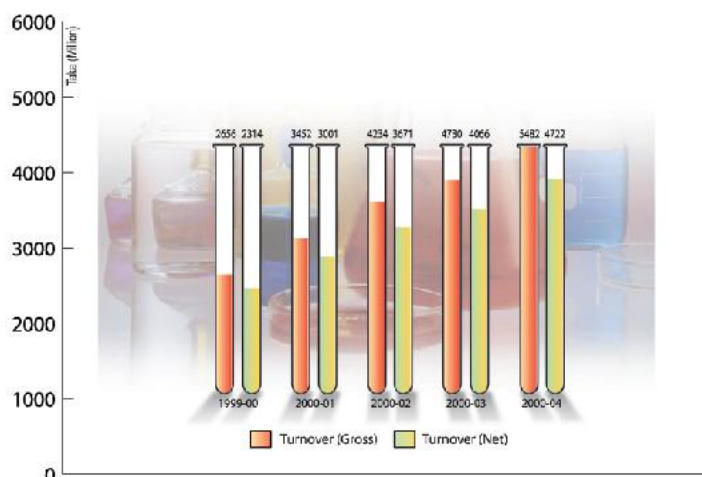
SPL acquired 150,000 Ordinary Shares of Tk. 100 each at Tk. 135 each including premium of Tk. 35 each by way of Pre-IPO placement. This constitutes 10% of the issued capital of PICL. The Company (PICL) has declared dividends at the rate of 12% for the year 2003 as against 15% for the year 2002. The shares are listed and currently quoting at about Tk. 260 per share indicating about 92% capital gains.

(12) FINANCIAL RESULTS:

The operating financial results of the Company for the year 2003-2004 as compared to previous year are summarised hereunder:

Particular	2002-2003 (Taka)	2003-2004 (Taka)	% Increase/(Decrease)
◆ Gross Turnover	4,729,742,876	5,482,087,920	15.91%
◆ Net Turnover	4,065,850,882	4,721,551,742	16.13%
◆ Gross Profit	1,466,282,444	1,906,592,013	30.03%
◆ Net Profit (BT)	929,604,086	1,151,636,314	23.88%
◆ Provision for Taxation	164,719,297	181,592,771	10.24%
◆ Net Profit (AT)	764,884,789	970,043,543	26.82%
◆ Gross Margin (Net T.O)	36.07%	40.38%	
◆ Net Margin (BT)	22.86%	24.39%	
◆ Net Margin (AT)	18.81%	20.55%	
◆ Earning Per Share (EPS) (Tk.)	212.47	269.46	
◆ Consolidated Earning Per Share (EPS) (Tk.)	205.51	279.95	

DIRECTORS' REPORT



It may be observed that the Gross Turnover increased by 15.91% during the year under review over the previous year of 11.70% and the Gross Profit increased by 30.03% primarily due to decrease in cost of goods sold from 54.96% in the previous year to 51.35% during the current year. This was again due to decrease in cost of raw materials consumed from 36.03% in previous year to 31.80% during the current year. The incidences of packing materials & factory overhead also decreased marginally with positive impact on gross profit. Though operating & financial expenses marginally increased, net profit margin (BT) increased to 24.39% from 22.86% of previous year.

The Earning per Share of Tk. 269.46 is based on increased outstanding 3,600,000 shares of Tk. 100 each. However, if the original issued capital for cash at the time of IPO is considered, the EPS would stand at Tk. 485.02 in 2003-2004 as against Tk. 379.72 in 2001-2002 and TK. 382.44 in 2002-2003.

(13) APPROPRIATION OF PROFIT:

Considering the need for growing expansion and diversification of operations, increasing cost of external sources of funds, the Board of Directors have proposed and recommended for appropriation as follows:

(a) Un-appropriated Profit from previous Year		479,082,130
(b) Net Profit for the Year (2003-2004)		970,043,543
(c) Total funds available for appropriation		1,449,125,673
(d) Appropriation proposed:		
(i) Tax Holiday Reserve	193,058,076	
(ii) Cash Dividend @ Tk. 70 per Share	252,000,000	
(iii) Dividend Distribution Tax at 10%	25,200,000	
(iv) Issuance of 720,000 Bonus Shares (Stock Dividend) at the rate of one share for every five shares held:		
Face Value of Bonus Share	72,000,000	
		542,258,076
(e) Net unappropriated Profit	Tk.	906,867,597



(14) DECLARATION OF DIVIDEND:

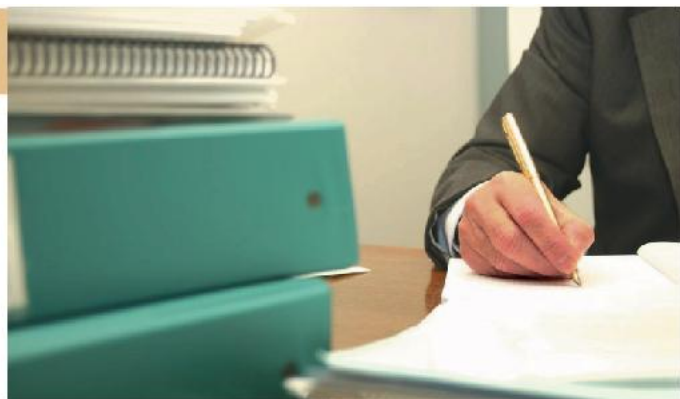
In the line of proposed appropriation of profit, the Board of Directors proposes and recommends for declaration of Cash Dividend at the rate of Tk. 70.00 per share for the year 2003-2004. This will involve an amount of Tk. 252 million. The Board also recommended for declaration of Stock Dividend (Bonus Shares) at the rate of one share for every five shares held. This will need issuance of 720,000 ordinary shares of Tk. 100 each with appropriation of Tk. 72,000,000 to Capital Account.

(15) SHARE HOLDERS' BENEFIT:

Investment in the Company's stock has substantially benefited the investors since IPO/listing of the shares. An evaluation of shareholder's benefit since IPO in 1994-95 may be presented as hereunder for a subscriber of 100 shares of Tk. 100 each at Tk. 900 per share:

Sl. No.	Accounting Years	Rate of Cash Dividend	Bonus Shares Issued	Cash Distribution as Dividend	Present Worth at 12.50% Discounted	
					Years	Amount
1	1994-95	32.00	-	3,200	9	9,237
2	1995-96	32.50	25	4,062	8	10,422
3	1996-97	35.00	-	4,375	7	9,978
4	1997-98	45.00	-	5,625	6	11,403
5	1998-99	55.00	-	6,875	5	12,388
6	1999-00	65.00	-	8,125	4	13,014
7	2000-01	70.00	-	8,750	3	12,458
8	2001-02	75.00	25	9,375	2	11,865
9	2002-03	70.00	30	10,500	1	11,812
10	2003-04	70.00	36	12,600	0	12,600
	Total		116	73,487		115,177

	Without Discounting	At 12.50% Discounted
Present Market Value of 116 Shares (Bonus) at Tk. 3,484/Share	404,144	404,144
Dividend Distribution	73,487	115,177
Present Value of 275 shares of Square Textiles Ltd. at Tk. 56/Share	15,400	15,400
Dividend of Square Textiles Ltd.	2,300	2,606
Capital Gain from 100 Shares of SPL (Tk. 3,484 -900)	258,400	258,400
Total Tk.	<u>753,731</u>	<u>795,727</u>



(16) CONSOLIDATION OF ACCOUNTS:

In terms of SEC Regulations, the Company has consolidated the Accounts following the codes of International Accounting Standard - 27 (IAS-27) reflecting shareholders gross benefits/value of investments.

4. HUMAN RESOURCES DEVELOPMENT:

In order to improve productivity of human input, the Company continuously provide formal and informal training to the employees at every echelon of operation and management. During the year under review 1,301 persons received in-house/in operation/on the job training at home and abroad which will ultimately make great contribution to the Company's profitability as well their own remuneration in due course.

5. ENVIRONMENTAL ROLE:

The Company maintain a high standard of pollution free environment as per GMP Regulations/WHO standards/Government laws.

6. CONTRIBUTION TO NATIONAL EXCHEQUER:

The company contributed an amount of Tk. 1,102,617,542 (including Tk. 10,984,279 as contribution towards machinery & spare parts imports) to National Exchequer as against Tk. 978,032,738 in the previous year indicating an increase of 12.74%. The contribution constitutes 23.35% of the sales revenue (net) in 2003-2004 as against 24.05% in the previous year (2002-2003).

7. ELECTION OF DIRECTORS:

Dr. Kazi Harunar Rashid and Mrs. Jahanara Chowdhury retire as per articles 99 and 100 of the Articles of Association of the Company and being eligible, have offered themselves for re-election.

8. APPOINTMENT OF AUDITORS:

M/s. Chowdhury Bhattacharjee & Co., Chartered Accountants, Auditors of the Company, retire at this Annual General Meeting and being eligible offer themselves for appointment as Auditors for the year 2004-2005 and refixation of their remuneration.

9. MANAGEMENT APPRECIATION:

The Board of Directors record with deep appreciation the contribution made and support & co-operation given by the Officers, Staff, Workers, Customers, Creditors, Banks, Insurance Companies, Utility Providers, SEC, DSE, CSE, CDBL and the Government in particular and look forward to the global role of the Company.

Samson H. Chowdhury
Chairman



স্কয়ার ফার্মাসিউটিক্যালস লিঃ

পরিচালনা পর্ষদের প্রতিবেদন

২০০৩-২০০৪ বছরের জন্য

শেয়ারহোল্ডারবৃন্দের প্রতি পরিচালনা পর্ষদের প্রতিবেদন

পরিচালনা পর্ষদ আনন্দের সাথে কোম্পানী আইন ১৯৯৪ এর ১৮৪ নং পরিচ্ছেদ, সিকিউরিটিজ এন্ড এক্সচেঞ্জ রুলস্ ১৯৮৭ এর ১২নং বিধির (এবং তফসিল অনুযায়ী) শর্তানুসারে এবং ইনস্টিটিউট অব চার্টার্ড একাউন্ট্যান্টস অব বাংলাদেশ কর্তৃক গৃহীত আইএএস-১ (আন্তর্জাতিক হিসাব মানদণ্ড-১) অনুসারে ৩১শে মার্চ ২০০৪ তারিখে সমাপ্ত আর্থিক বছরের প্রতিবেদন সম্মানিত শেয়ারহোল্ডারবৃন্দের কাছে নিম্নোক্ত পরিচ্ছদগুলোতে পেশ করছেন :

১. অর্থনৈতিক ও বাণিজ্যিক পরিস্থিতি :

নিরীক্ষিত বছরটি ঘনঘন হরতাল সহ নানাবিধ রাজনৈতিক ও আইন-শৃঙ্খলজনিত অস্থিরতার মধ্য দিয়ে অতিক্রম করেছে যার ফলে দেশের অর্থনীতি বিশেষতঃ কর্পোরেট খাত ক্ষতিগ্রস্ত হয়েছে। যদিও রপ্তানী আয় বৃদ্ধির মাধ্যমে বিগত বছর সমূহের বিরাজমান ক্ষতি কাটিয়ে উঠা সম্ভব হয়েছে তথাপি সংশোধিত বাজেট বন্টনের কারণে বার্ষিক উন্নয়ন কর্মসূচীর ব্যয় উল্লেখযোগ্য হারে সংকুচিত হওয়ার ফলে জিডিপির লক্ষ্যমাত্রা শতকরা ৫.৫ ভাগ কম হয়েছে। প্রবাসী বাংলাদেশী কর্তৃক স্বদেশে অধিক অর্থ প্রেরণের কারণে বৈদেশিক মুদ্রার রিজার্ভ মূলতঃ বৃদ্ধি পেয়েছে। সরকারী এবং বেসরকারী পর্যায় ব্যাংক রেট এবং রি-লেভিং রেট কমানো সহ বিভিন্ন প্রকার অনুপ্রেরণামূলক পদক্ষেপ নেয়া সত্ত্বেও সরাসরি কিম্বা পোর্টফলিওতে বৈদেশিক বিনিয়োগ ছিল প্রায় অনুপস্থিত। পুঁজি বাজারের সার্বিক পরিস্থিতি বিবেচনা করে বলা যায় যে, ব্যাংক ছাড়া যে অল্প সংখ্যক আইপিও পুঁজি বাজারে এসেছে তাদের আবেদন পত্রের সংখ্যাধিক্যের কারণে একদিকে শেয়ারের মূল্যসূচক যেমন বৃদ্ধি পেয়েছে তেমনি শেয়ার লেনদেনের পরিমাণ এবং পুঁজি রূপান্তরীতকরণও বৃদ্ধি পেয়েছে। এছাড়া শেয়ারে বিনিয়োগকারীদের উৎসাহ বৃদ্ধিতে সেন্ট্রাল ডিপোজিটরী বাংলাদেশ লিঃ (CDBL) এর শেয়ার অজড়করণ (Dematerialisation) প্রক্রিয়া সহায়ক ভূমিকা পালন করছে।

২. ফার্মাসিউটিক্যাল সেক্টর :

আইএমএস এর রিপোর্ট অনুযায়ী ফার্মাসিউটিক্যাল সেক্টর গত বছরে শতকরা ১০.১৮ ভাগ (পূর্ববর্তী বছরের শতকরা ২২.৪৬ ভাগ প্রবৃদ্ধির বিপরীতে) প্রবৃদ্ধির তুলনায় ২০০৩ সালে মাত্র শতকরা ৫.৯০ ভাগ প্রবৃদ্ধি অর্জন করেছে। ঔষধ খাতের প্রবৃদ্ধির হারের তারতম্যের কারণ হলো-স্বাস্থ্যখাতে জনগণের ব্যয়, বন্যা, হুর্নির্বাড়, মহামারী ইত্যাদি প্রাকৃতিক দুর্যোগ এবং কৃষকের ফসল উৎপাদন ইত্যাদি।

বিগত কয়েক বছরের ঔষধ খাত ও কোম্পানীর প্রবৃদ্ধির তুলনামূলক চিত্র নীচে দেয়া হলোঃ

বছর	জাতীয় প্রবৃদ্ধির হার	কোম্পানীর প্রবৃদ্ধির হার
১৯৯৯	(০.৮৯%)	৯.৬০%
২০০০	২৭.৭৯%	২৯.৯৫%
২০০১	২২.৪৬%	২২.৭০%
২০০২	১০.১৮%	১১.৭০%
২০০৩	৫.৯০%	১৫.৯১%

উপরোক্ত পরিসংখ্যান এটাই প্রমাণ করে যে, ঔষধ খাতের জাতীয় প্রবৃদ্ধির চাইতে কোম্পানী উচ্চতর প্রবৃদ্ধি বজায় রেখে ঔষধ শিল্পে শীর্ষস্থান ধরে রাখতে সক্ষম হয়েছে।

পরিচালনা পর্ষদের প্রতিবেদন



৩. কার্যক্রম পর্যালোচনা :

(১) পাবনাছ ফার্মা ইউনিট :

কোম্পানী পাবনা ইউনিটের গুণগত উৎপাদন ক্ষমতা বৃদ্ধির প্রচেষ্টা অব্যাহত রেখেছে যার ফলে মোট পণ্যের শতকরা ৯০ ভাগ ঔষধ এই কারখানা থেকে উৎপাদিত হয়। পাবনা ইউনিটে মোট ৭৭.০০ মিলিয়ন টাকা মূলধনী ব্যয় হয়েছে যা খাতওয়ারী হিসাব নীলে দেখানো হলোঃ

(ক) জমি	৩.২০
(খ) ভবন ও নির্মাণ কাজ	১৫.১৭
(গ) যন্ত্রপাতি	২৯.০৮
(ঘ) অন্যান্য সম্পদ	২৯.৫৫
মোট-টাকা (মিলিয়ন)	৭৭.০০

গত বছর এই ইউনিটে মূলধনী ব্যয় ছিল ৪৬.৫৩ মিলিয়ন টাকা। এই পুঁজি বিনিয়োগ কোম্পানীকে পরিমাণগত ও গুণগতভাবে ক্রেতাদের ঔষধের চাহিদা মেটাতে সক্ষম হয়েছে।

(২) কেমিক্যাল প্লান্ট :

পাবনাছ কেমিক্যাল প্লান্ট এর বিগত পাঁচ (৫) বছরের কার্যক্রম নীচে উপস্থাপন করা হলোঃ

বছর	পণ্যের সংখ্যা	উৎপাদনের পরিমাণ (মেঃ টন)	নিজস্ব ব্যবহার (মেঃ টন)	বিক্রয় (মেঃ টন)	নিজস্ব ব্যবহার (%)	বিক্রয় (মিলিয়ন টাকায়)
১৯৯৯-০০	৬	১৯২	৬৩.০৮	১২৮.৯২	৩২.৮৫%	১৯২.৭৮
২০০০-০১	৭	২২৭	৮২.৩৯	১৪৪.৬১	৩৬.৩০%	২০৯.০৮
২০০১-০২	৭	২০১	৮৫.৩০	১১৫.৭০	৪২.৪৪%	৩০১.৩৯
২০০২-০৩	৯	২১৯	৮৯.৩৪	১২৯.৬৬	৪০.৭৯%	২৯১.৬৭
২০০৩-০৪	৯	২৪২	১২৯.৭১	১১২.২৯	৫৩.৫৯%	৩২১.৭৩

এই প্লান্ট এর উৎপাদন ও উৎপাদন ক্ষমতার ব্যবহার ফরমুলেশন ইউনিট ও বাজারের চাহিদা পরিবর্তনের উপর নির্ভরশীল।

(৩) ঢাকা ইউনিট :

বিগত বছরের রিপোর্ট অনুযায়ী কালিয়াকৈরে অবস্থিত স্টেট-অব-দা-আর্ট টেকনোলজি সমৃদ্ধ কারখানাটি ২,০৬১,৬৭১,৬৮৭ টাকা মূলধনী সম্পদ সহ গত ৭ই এপ্রিল ২০০২ তারিখ হতে বার্নিজিক উৎপাদন শুরু করেছে এবং কর আইনের আওতায় বিধি মোতাবেক অবচয় ধার্য করা হয়েছে এবং উৎপাদন ক্ষমতার ব্যবহার ক্রমান্বয়ে সারা বছরের হিসাব অনুযায়ী বৃদ্ধি পেয়েছে যা নিলে দেয়া হলো :



ক্রমিক সংখ্যা	পণ্যের বিবরণ	ইউনিট	উৎপাদন (হাজার)	প্রকৃত উৎপাদন (হাজার)		উৎপাদন ক্ষমতার ব্যবহার	
				২০০২-০৩	২০০৩-০৪	২০০২-০৩	২০০৩-০৪
১	ট্যাবলেট	প্রতিটি	৮৩৬,২৫৬	৮৫,২৬৯	৪১৭,৩৫২	১০.২০%	৪৯.৯১%
২	ক্যাপসুল	প্রতিটি	২০২,৩২০	১৭,২৪৭	১০৮,৩০৭	৮.৫২%	৫৩.৫৩%

(৪) নতুন ঔষধ সংযোজন :

ডব্লিওটিওর নীতিমালা, ২০১৬ সাল হতে বিশ্বায়ন/উদার বাণিজ্য নীতির ফলশ্রুতিতে প্রবল প্রতিযোগিতা এবং ইনটেলেকচুয়াল প্রোপার্টি রাইটস্ এর নিয়মকানুনগুলো কঠোরভাবে পালন, আগামী দিনের এই চ্যালেঞ্জগুলো মোকাবিলার জন্য কোম্পানী প্রতিবছর নতুন নতুন ঔষধ সংযোজন করে যাচ্ছে।

নীচের সারণীতে ২০০৩-০৪ সালের সংযোজিত ঔষধ ও পূর্ববর্তী বছরের ঔষধের সংখ্যা উপস্থাপন করা হলো :

ক্রমিক নং	পণ্যের শ্রেণীবিন্যাস	৩১-০৩-২০০৩ তারিখে পণ্যের সংখ্যা	এ বছরের নতুন সংযোজিত	মোট পণ্য (৩১-০৩-২০০৪)
১	ট্যাবলেট	১০৫	১৪	১১৯
২	ক্যাপসুল	৩৫	৫	৪০
৩	লিকুইড	২৬	২	২৮
৪	ইনজেক্টেবলস্	৩২	১	৩৩
৫	ইএনটি প্রিপারেশন ও অন্যান্য	২৫	৩	২৮
৬	অপথাল প্রিপারেশন ও অন্যান্য	৭	-	৭
৭	ড্রাই সিরাপ	১৪	-	১৪
৮	সাপোজিটরী	৩	-	৩
৯	ইনহেলার	৪	-	৪
১০	বেসিক কেমিক্যালস্	৯	-	৯
১১	ট্যাবলেট, পাউডার, লিকুইড এন্ড ইনজেক্টেবলস্-এগ্রোগেট	১৯	-	১৯
	মোট	২৭৯	২৫	৩০৪

নতুন সংযোজিত পণ্যগুলো চিকিৎসক কর্তৃক ভালোভাবেই গৃহীত হয়েছে।

পরিচালনা পর্ষদের প্রতিবেদন



(৫) উৎপাদন/উৎপাদন ক্ষমতার ব্যবহার :

সার্বিকভাবে প্ল্যান্টের উৎপাদন ক্ষমতার উন্নয়ন এ বছরও ধারাবাহিক ভাবে অব্যাহত আছে, যা নিম্নে প্রদত্ত হলো :

ক্রমিক নং	পণ্যের শ্রেণীবিন্যাস	একক	উৎপাদন (হাজার)		শতকরা বৃদ্ধি/হ্রাস	উৎপাদন ক্ষমতার ব্যবহার	
			২০০৩-০৪	২০০২-০৩		২০০৩-০৪	২০০২-০৩
১	ট্যাবলেট	প্রতিটি	২,১১৫,৩৩০	১,৮২৯,০৮৯	১৬	১২২%	১০৫%
২	ক্যাপসুল	প্রতিটি	৩৪৪,১০০	২৯৫,২৩৪	১৭	১১২%	৯৬%
৩	লিকুইড	বোতল	২৩,৪৮৫	২১,২১০	১১	১১২%	১১৮%
৪	ইনজেক্টেবলস্	প্রতিটি	১৭,৩৯১	১৩,৩২৫	৩১	৯৭%	৭৪%
৫	ইএনটি প্রিপারেশন ও অন্যান্য	ফাইল	১০,৬৬৯	৮,৬৫১	২৩	২৩৭%	১৯২%
৬	অপথাল প্রিপারেশন ও অন্যান্য	ফাইল	৯৫৮	১,০৮৩	(১১)	১৬০%	১৮১%
৭	ড্রাই সিরাপ	বোতল	৩,৬৩৯	৪,০৪৮	(১০)	১৫২%	১৬৯%
৮	সাপোজিটরী	প্রতিটি	২,৭২৯	১,৬৭১	৬৩	৪৫%	২৮%
৯	ইনহেলার	ক্যান	৩৭৩	২৯৮	২৫	৪১%	৫০%
১০	বেসিক কেমিক্যালস্	কেজি	২৪২	২১৯	১১	৭১%	৬৪%
১১	ট্যাবলেট-এগ্রোভেট	প্রতিটি	১,৪৬৩	১,২৬২	১৬	৭৭%	৬৭%
১২	পাউডার-এগ্রোভেট	গ্রাম	৮,৭৫৮	৩৪,৯১১	(৭৫)	৬৬%	১৮৯%
১৩	ইনজেক্টেবলস্-এগ্রোভেট	প্রতিটি	১,৬০১	১,২০৩	৩৩	৩৬%	২৭%
১৪	লিকুইড-এগ্রোভেট	বোতল	৬৮	১৭	৩০০	৬%	২%

কালিয়াকৈর এ অবস্থিত বিপুল উৎপাদন ক্ষমতা সম্পন্ন নতুন প্লান্টে প্রাথমিক পর্যায়ে স্বল্প পরিসরে উৎপাদন শুরু হয়েছে। এর ফলে ২০০৩-২০০৪ সালে প্ল্যান্টের উৎপাদন ক্ষমতার প্রয়োগ পূর্বের মত সীমিত রয়েছে। সার্বিকভাবে তিনটি প্ল্যান্টের (কেমিক্যাল প্লান্টসহ) উৎপাদন ক্ষমতার ব্যবহার পর্যায়ক্রমে আগামী বছরগুলোতে বৃদ্ধি পাবে।



(৬) মান নিয়ন্ত্রণ :

ফার্মাসিউটিক্যালস্ পণ্যের অপর নাম জীবন রক্ষাকারী পণ্য। তাই এই পণ্যের সর্বোচ্চ মান নিশ্চিত করতে এবং উন্নয়ন সাধনে পণ্যের উৎপাদন সহ সকল স্তরে বিশ্ব স্বাস্থ্য সংস্থা প্রদত্ত গুড ম্যানুফ্যাকচারিং প্রাকটিস এর নীতিমালা কঠোরভাবে অনুসরণে কোম্পানী সম্পূর্ণ গুরুত্ব আরোপ করেছে। পুংখানুপুংখরূপে অনুসন্ধান এর মাধ্যমে মেয়াদোত্তীর্ণ ঔষধ মার্কেট হতে ফেরত নেয়ার ক্ষেত্রে কোম্পানী প্রতিনিয়ত যত্নশীল। কোম্পানীর মান নিয়ন্ত্রণ সুবিধাদীর মধ্যে রয়েছে অত্যাধুনিক মান সম্পন্ন ল্যাবরেটরী বিল্ডিং, কম্পিউটারাইজড যন্ত্রপাতি এবং সর্বোব্যাপী উচ্চশিক্ষিত এবং আধুনিক প্রশিক্ষণপ্রাপ্ত কর্মচারী ও কর্মকর্তা যারা পণ্যের সর্বোচ্চ মান নিয়ন্ত্রণকে তাদের নৈতিক উদ্দেশ্য হিসাবে গ্রহন করে গবেষণা কার্যক্রমে ব্রতী হয়েছেন। আমরা তাঁদের জন্যে গর্বিত।

(৭) প্রযুক্তি :

পণ্য উৎপাদন, মান নিয়ন্ত্রণ, বিতরণ এবং সর্বোপরি রোগীর কাছে এই পণ্য পৌছানো পর্যন্ত সকল স্তরে আধুনিক প্রযুক্তি প্রয়োগে কোম্পানী অগ্রণী ভূমিকা পালন করছে। এই লক্ষ্যে ২০০৩-২০০৪ বছরে কোম্পানী ল্যাবরেটরী আধুনিকায়নে বিনিয়োগ করেছে ৯,৫২৪,৪৯১ টাকা।

(৮) রপ্তানি :

কোম্পানী প্রতিনিয়তই রপ্তানি বাজার সম্প্রসারণে সর্বাত্মক প্রচেষ্টা চালাচ্ছে। পর্যলোচিত বছরে কোম্পানীর মোট রপ্তানির পরিমাণ ৫৯.৯৫ মিলিয়ন টাকা যেখানে গত বছর ছিল ৩৫.০৮ মিলিয়ন টাকা যা বিগত বছরের তুলনায় ৭১ শতাংশ বৃদ্ধি পেয়েছে। আমরা আশা করছি আগামী বছরগুলোতে রপ্তানির পরিমাণ উত্তরোত্তর বৃদ্ধি পাবে।

(৯) সহযোগী প্রতিষ্ঠানগুলোর কার্যক্রম :

স্কয়ার স্পিনিংস্ লিঃ

স্কয়ার ফার্মাসিউটিক্যালস্ লিঃ, স্কয়ার স্পিনিংস্ লিঃ (এসএসএল) এর ইকুইটির ৯৮ শতাংশ সত্ত্বাধীকারি এবং কোম্পানীটি ২০০১ এর ১০ই জানুয়ারী হতে বাণিজ্যিক ভাবে সুতা উৎপাদন শুরু করে এবং এর বাৎসরিক উৎপাদন ক্ষমতা ছিল ৭,৪৭০,৩৬০ কেজি। কোম্পানীটির তুলনামূলক কার্যক্রম নিম্নে উপস্থাপন করা হলো :

বিবরণ	২০০১	২০০২	২০০৩
(ক) সুতা উৎপাদন (কেজি)	৬,১১৬,১২৩	৭,৬১৯,০৭২	৮,৭২৮,৯৭৫
(খ) বিক্রয় (টাকা)	৭০৩,৫২৪,৩৬৮	৭৬৮,৫৩৯,০৬৮	৮৮৩,৩৯০,৮৫৪
(গ) মোট মুনাফা (টাকা)	১৬২,৮০২,৫৯৭	১৮৪,৬১০,০২৬	১৯১,১০৮,৩৭২
(ঘ) নীট মুনাফা (টাকা)	৭১,৬২৬,৮৭৩	৭৩,৪০৩,০১৩	৯১,৩০৬,৪২৯
(ঙ) মোট আয়ের হার	২৩.১৪%	২৪.০২%	২১.৬৩%
(চ) নীট আয়ের হার	১০.১৮%	৯.৫৫%	১০.৩৪%
(ছ) শেয়ার প্রতি আয় (টাকা)	৭১.৬৩	৭৩.৪০	৯১.৩১
(জ) নীট সম্পদের মূল্য (টাকা)	১৭১.৭৩	২৪৫.০৩	৩৩৬.৩৪

পরিচালনা পর্ষদের প্রতিবেদন



উৎপাদন ক্ষমতার প্রয়োগ :

উৎপাদন ক্ষমতার প্রয়োগ এবং নীট মুনাফা বৃদ্ধির ফলে শেয়ারহোল্ডারদের নীট সম্পদের মূল্য বৃদ্ধি পেয়েছে। যদিও শেয়ার প্রতি আয় সন্তোষজনক কিন্তু মুনাফা এবং অবচয় হতে প্রাপ্ত অর্থের সিংহ ভাগই ঋণ ও বিভিন্ন দায় মেটাতে ব্যয় হচ্ছে সেজন্য কোম্পানী এখনো ডিভিডেন্ট প্রদানের বিষয়টি যথার্থ এবং সময় উপযোগী মনে করছে না। এর ফলে নীট সম্পদের আয় বৃদ্ধি পাচ্ছে যা পক্ষান্তরে শেয়ারহোল্ডারদেরই উপকারে আসছে।

অর্থবছর সমাপ্তির দিনে যথাক্রমে, ৩১-১২-২০০৩ এবং ৩১-০৩-২০০৪ তারিখে স্কার স্পিনিং লিঃ এবং স্কার ফার্মাসিউটিক্যালস্ লিঃ এর পরিবর্তিত অবস্থা নিম্নে দেয়া হলোঃ

ক্রমিক নং	বিবরণ	৩১-১২-২০০৩	৩১-০৩-২০০৪
১	স্কার স্পিনিং লিঃ এর স্থায়ী পরিসম্পদ	৭১৬,৯৪৩,৫০২	৭১৭,৯১৭,০৬৬
২	স্কার ফার্মাসিউটিক্যালস্ লিঃ কর্তৃক বিনিয়োগ : - শেয়ার মূলধন - স্বল্প মেয়াদী ঋণ - মধ্য মেয়াদী ঋণ	 ৯৮,০০০,০০০ ১৮৮,১৬১,১১৭ ১৫০,০০০,০০০	 ৯৮,০০০,০০০ ১৪১,১৯৮,৭৩১ ১২০,০০০,০০০

ব্যালেন্স শীট, আয়-ব্যয়ের হিসাব এবং নিরীক্ষকের রিপোর্ট সহ পরিচালনা পর্ষদের প্রতিবেদন এর সাথে সন্নিবেশিত হলো।

(১০) দীর্ঘমেয়াদী বিনিয়োগ (সহযোগী প্রতিষ্ঠান ব্যতীত)

নিরীক্ষকের রিপোর্টের (৪ ও ৮) অংশে দীর্ঘমেয়াদী বিনিয়োগ পোর্টফোলিও এবং বিক্রয়যোগ্য শেয়ার সম্পর্কে বিস্তারিতভাবে উপস্থাপন করা হয়েছে। সম্মানিত শেয়ারহোল্ডারদের অবগতির জন্য নিম্নে এই পোর্টফোলিও সম্পর্কে সংক্ষেপে আলোকপাত করা হলোঃ

দীর্ঘমেয়াদী বিনিয়োগ : ১,১২৩,৯০০,০০০ টাকা

সাধারণ শেয়ার/শেয়ার মানি ডিপোজিট হিসাবে ৭টি বিভিন্ন কোম্পানীতে এই বিনিয়োগের হিসাব নিম্নে প্রদত্ত হলোঃ

(১) স্কার টেক্সটাইলস্ লিঃ

৩১-০৩-০৪ তারিখে এই কোম্পানীতে বিনিয়োগের (স্টক এক্সচেঞ্জে তালিকাভুক্ত হওয়ার পর) পরিমাণ প্রতিটি ১০ টাকা শেয়ার হিসাবে ১২,৫০০,০০০ টি শেয়ারের বিপরীতে মোট ১২৫,০০০,০০০ টাকা, ৩১শে মার্চ ২০০৪ এ যার বাজার দর ছিল ৫৪৭,৫০০,০০০ টাকা (প্রতিটি শেয়ার ৪৩.৮০ টাকা হিসাবে) এবং মূল্য বৃদ্ধির হার ছিল ৩৩৮%। কোম্পানীতে পুরোদমে উৎপাদন চলছে। গত ২০০৩ সালে কোম্পানী শতকরা ৩০ ভাগ নগদ লভ্যাংশ এবং ১০ ভাগ বোনাস শেয়ার ঘোষণা করে, যা ২০০২ এ ছিল শতকরা ৩২ ভাগ নগদ লভ্যাংশ মাত্র। স্কার ফার্মাসিউটিক্যালস্ লিঃ এই কোম্পানীর শতকরা ৪৯.৬২ ভাগ শেয়ারের মালিক।

(২) কন্টিনেন্টাল হস্পিটাল লিঃ

কোম্পানীর পরিশোধিত মূলধন হলো ২২৩,১৮৫,৩০০ টাকা, এর মধ্যে স্কার ফার্মাসিউটিক্যালস্ লিঃ প্রতিটি ১০০ টাকা মূল্যমানের ১২০,০০০ শেয়ারের মালিক যার মূল্য ১২,০০০,০০০ টাকা। পরিচালনা পর্ষদে এই কোম্পানী এক আসনে প্রতিনিধিত্ব করে। মূলধন ও ব্যবস্থাপনার সমস্যার কারণে এখনো কোম্পানীটির কার্যক্রম শুরু হয়নি। যেহেতু এই কোম্পানী স্টক এক্সচেঞ্জে এর অন্তর্ভুক্ত নয় সেহেতু এর কোন বাজার দর নেই। এসপিএল এই কোম্পানীর ৫.৩৮% শেয়ারের মালিক।



(৩) ন্যাশনাল হাউজিং ফাইন্যান্স এন্ড ইনভেস্টমেন্ট লিঃ

স্কয়ার ফার্মাসিউটিক্যালস্ লিঃ উক্ত কোম্পানীর ২০০,০০০ টি ১০০ টাকা মূল্যমানের সাধারণ শেয়ারের মালিক যার মূল্য ২০,০০০,০০০ টাকা এবং এই টাকা মোট মূলধনের শতকরা ৫ ভাগ। এই কোম্পানী পরিচালনা পর্ষদ এ প্রতিনিধিত্ব করে। ন্যাশনাল হাউজিং ফাইন্যান্স এন্ড ইনভেস্টমেন্ট লিঃ কার্যক্রম শুরু করে ১৯৯৯ সাল থেকে এবং ২০০৩ সালে ১০% হারে অন্তর্বর্তীকালীন লভ্যাংশ ঘোষণা করেছে যা গত বছর ছিল ১২.৫%।

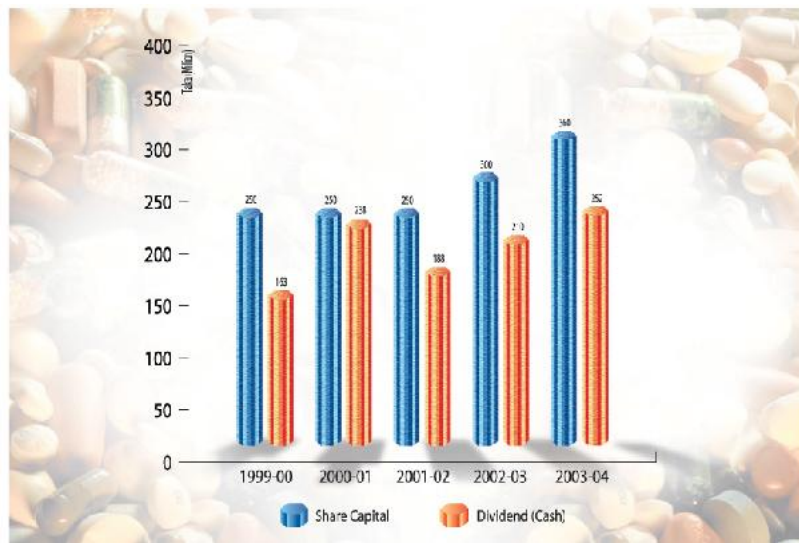
(৪) সেন্ট্রাল ডিপোজিটরী বাংলাদেশ লিঃ (সিডিবিএল)ঃ

সেন্ট্রাল ডিপোজিটরী ১৯৯৯ সালের বিধি অনুযায়ী গঠিত সিডিবিএল এর প্রতিটি শেয়ার ১০ লক্ষ টাকা মূল্যমানের ১০টি শেয়ারের জন্য কোম্পানী ১ কোটি টাকা বিনিয়োগ করেছে। সিডিবিএল গঠন করা হয়েছে মূলতঃ জাল শেয়ারের ট্রেডিং বন্ধ, স্ক্রীপ ছাড়াই ট্রেডিং এবং মার্কেট লট এর সমস্যা সমাধানের জন্য। এর ফলে শেয়ার বিভাগের খরচ উল্লেখযোগ্য হারে হ্রাস পাবে। জুলাই ২০০৩ হতে সেন্ট্রাল ডিপোজিটরী বাংলাদেশ লিঃ এর কার্যক্রম শুরু করে এবং এ পর্যন্ত প্রায় ১৫টি কোম্পানী সিডিবিএল এর অর্ন্তভুক্ত হয়েছে। যেহেতু এর শেয়ার তালিকাভুক্ত হয়নি সেহেতু সিডিবিএল এর শেয়ার বাজার দরে মূল্যায়ন করা যাচ্ছে না। সিডিবিএল এর পরিচালনা পর্ষদে চেয়ারম্যান হিসেবে অত্র কোম্পানী প্রতিনিধিত্ব করছে।

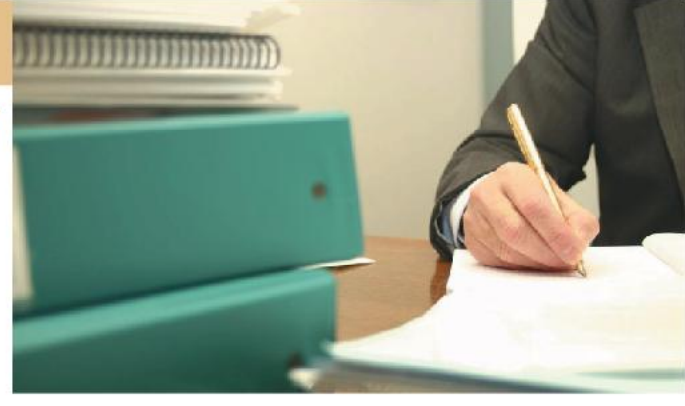
(৫) স্কয়ার হসপিটালস্ লিঃ

স্কয়ার ফার্মাসিউটিক্যালস্ লিঃ প্রতিটি ১,০০০ টাকা মূল্যমানের ৫,৭০০ শেয়ারের মালিক যার মধ্যে ২০০০ শেয়ার হচ্ছে ৫,৫০০ টাকা প্রিমিয়াম সহ। পাছপথে পাঁচতারা হোটেল হিসাবে এই প্রকল্পের এর যাত্রা শুরু হলেও বর্তমানে একে ৩০০ শয্যা বিশিষ্ট আধুনিক হাসপাতাল প্রকল্পে রূপান্তরিত করা হয়েছে। মূলতঃ হার্টের রোগ নিরাময়ে গুরুত্ব দেয়া সহ এতে আরও থাকছে বহুমুখী চিকিৎসা সেবা।

ইতিমধ্যেই স্কয়ার হসপিটালস্ লিঃ ব্যাংককের স্বনামধন্য বামরনগ্রাদ হাসপাতালের সাথে ব্যবস্থাপনার চুক্তি স্বাক্ষরিত হয়েছে। এই প্রকল্পের কার্যক্রম ২০০৫ সালের মধ্যে শেষ হবে বলে আশা করা যাচ্ছে। তবে আংশিক সেবামূলক কার্যক্রম ২০০৫ সালের মাঝামাঝি আরম্ভ হবে। স্কয়ার ফার্মাসিউটিক্যালস্ লিঃ এই প্রতিষ্ঠানের ১৪.০৪% শেয়ারের মালিক। যেহেতু কোম্পানীর শেয়ার তালিকাভুক্ত নয় সেহেতু এর বাজার দর মূল্যায়ন করা যায়নি।



পরিচালনা পর্ষদের প্রতিবেদন



(৬) স্কার নীট ফেরিক্স লিঃ

স্কার ফার্মাসিউটিক্যালস লিঃ তার মালিকানাভুক্ত ৮৪% হতে ৪৮.৮৪% এ পরিবর্তন হওয়ায় স্কার নীট ফেরিক্স লিঃ সহায়ক কোম্পানী হতে বিনিয়োগ ধারার কোম্পানীতে পরিণত হয়েছে। কোম্পানী তার কার্যক্রম শুরু করে ২০০২ সালের প্রথম দিকে এবং আন্তর্জাতিক বাজারে মন্দার ফলে প্রথমদিকে যে অসুবিধার সম্মুখীন হয়েছিল তা দূর করার চেষ্টা চালিয়ে যাচ্ছে। ব্যবস্থাপনা কর্তৃপক্ষ এর কার্যক্রমের দিকে তীব্র দৃষ্টি রেখে একে একটি লাভবান কোম্পানীতে পরিণত করার আশ্রয় চেষ্টা চালিয়ে যাচ্ছে। কোম্পানীটি কোন লভ্যাংশ ঘোষণা করে নাই। স্কার ফার্মাসিউটিক্যালস লিঃ প্রতিটি ১০০ টাকা মূল্যমানের ১,২৬০,০০০ সাধারণ শেয়ারের মালিক যা মূলধনের শতকরা ৪৮.৮৪ ভাগ। এই কোম্পানীর শেয়ারগুলি তালিকাভুক্ত নয় বিধায় বর্তমানে শেয়ারগুলোর বাজার দর যাচাই করা সম্ভব নয়।

(৭) স্কার ফ্যাশনস লিঃ

প্রতিটি ১০০ টাকা মূল্যমানের ২৫২,০০০ (৪৮.৪৬%) শেয়ারে বিনিয়োগ করা হয়েছে। কোম্পানী কোন লভ্যাংশ ঘোষণা করে নাই। যেহেতু কোম্পানীর শেয়ারগুলো তালিকাভুক্ত নয় সেহেতু শেয়ারগুলোর বাজার দর যাচাই করা সম্ভব নয়।

(১১) বিক্রয়যোগ্য শেয়ারে বিনিয়োগঃ

পাইওনিয়ার ইনসিওরেন্স কোঃ লিঃ

পাইওনিয়ার ইনসিওরেন্স কোঃ লিঃ এর প্রতিটি ১০০ টাকা মূল্যমানের শেয়ার ১৩৫ টাকা হিসেবে স্কার ফার্মাসিউটিক্যালস লিঃ ১৫০,০০০ সাধারণ শেয়ারে (প্রিমিয়াম ৩৫ টাকা) বিনিয়োগ করেছে, যা পিআইসিএল এর মূলধনের ১০%। কোম্পানী ২০০৩ সালে ১২% লভ্যাংশ ঘোষণা করেছে। শেয়ারগুলো তালিকাভুক্ত এবং প্রতিটি ১০০ টাকার শেয়ার ২৬০ টাকার উপরে কেনা বেচা হচ্ছে যা শতকরা ৯২ ভাগ ক্যাপিটাল গেইন দেখা যাচ্ছে।

(১২) আর্থিক ফলাফলঃ

পূর্ববর্তী বছরের সাথে তুলনা করে ২০০৩-২০০৪ সালের আর্থিক ফলাফল নিম্নে উপস্থাপন করা হলোঃ

(টাকা)

বিবরণ	২০০২-২০০৩	২০০৩-২০০৪	শতকরা + (-)
মোট বিক্রয়	৪,৭২৯,৭৪২,৮৭৬	৫,৪৮২,০৮৭,৯২০	১৫.৯১%
নীট বিক্রয়	৪,০৬৫,৮৫০,৮৮২	৪,৭২১,৫৫১,৭৪২	১৬.১৩%
মোট মুনাফা	১,৪৬৬,২৮২,৪৪৪	১,৯০৬,৫৯২,০১৩	৩০.০৩%
নীট মুনাফা (কর পূর্ব)	৯২৯,৬০৪,০৮৬	১,১৫১,৬৩৬,৩১৪	২৩.৮৮%
আয়কর সঞ্চিতি	১৬৪,৭১৯,২৯৭	১৮১,৫৯২,৭৭১	১০.২৪%
নীট মুনাফা (করের পর)	৭৬৪,৮৮৪,৭৮৯	৯৭০,০৪৩,৫৪৩	২৬.৮২%
মোট আয়ের হার	৩৬.০৭%	৪০.৩৮%	-
নীট আয়ের হার (কর পূর্ব)	২২.৮৬%	২৪.৩৯%	-
নীট আয়ের হার (করের পর)	১৮.৮১%	২০.৫৫%	-
প্রতিটি শেয়ারের আয় (টাকা)	২১২.৪৭	২৬৯.৪৬	-
একত্রিকৃত প্রতিটি শেয়ারের আয় (টাকা)	২০৫.৫১	২৭৯.৯৫	-

আলোচ্য বছরে লক্ষ্যণীয় বিষয় হচ্ছে যে, মোট বিক্রয় বৃদ্ধি পেয়েছে ১৫.৯১ শতাংশ যা গত বছরে ছিল ১১.৭০ শতাংশ। বিক্রিত পণ্যের ব্যয় এবং ব্যবহৃত কাঁচা মালের দাম গত বছরের তুলনায় যথাক্রমে ৫৪.৯৬ শতাংশ থেকে ৫১.৩৫ শতাংশ এবং ৩৬.০৩ শতাংশ থেকে ৩১.৮০ শতাংশ হ্রাস পাওয়ার পাশাপাশি প্যাকেটজাতকরণ মালামালের এবং কারখানার খরচ তুলনামূলক কম হওয়ায় মোট মুনাফা বৃদ্ধি পেয়েছে ৩০.০৩ শতাংশ। যদিও পরিচালন এবং আর্থিক ব্যয় গত বছরের তুলনায় কিছুটা বৃদ্ধি পেয়েছে তদুপরি নীট মুনাফা বৃদ্ধি পেয়েছে ২৪.৩৯ শতাংশে যা গত বছর ছিল ২২.৮৬ শতাংশ।

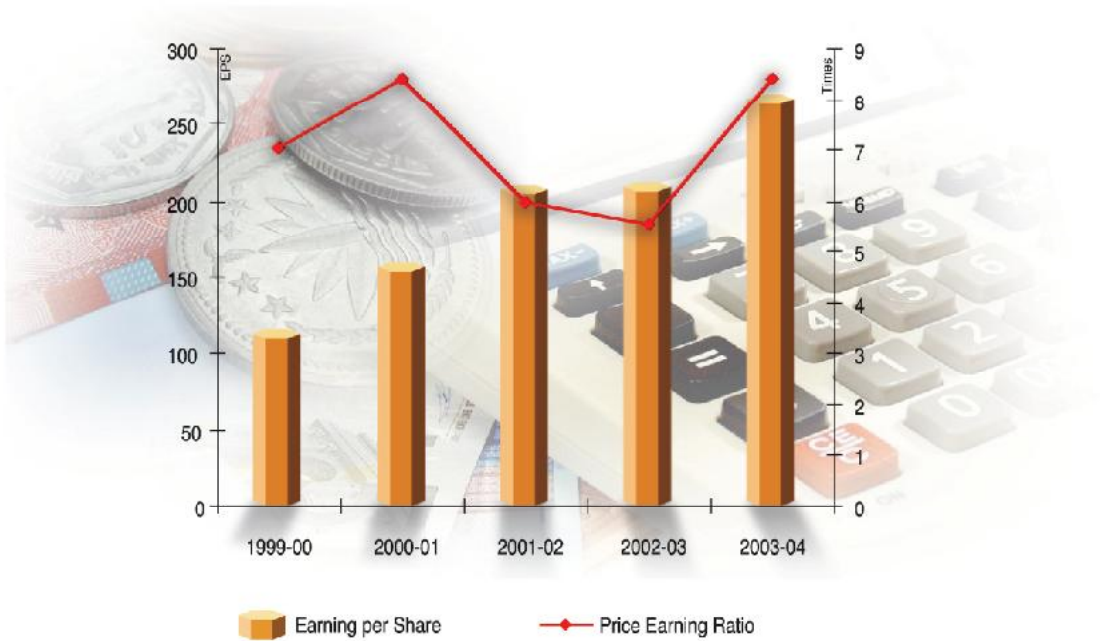
প্রতিটি ১০০ টাকা মূল্যমানের ৩,৬০০,০০০ টি শেয়ারের উপর ভিত্তি করে শেয়ার প্রতি আয় হয়েছে ২৬৯.৪৬ টাকা। তবে, আই.পি.ও সময়ে ইস্যুকৃত মূলধনের বিবেচনায় এই শেয়ার প্রতি আয় দাঁড়ায় ২০০১-০২ সালে ৩৭৯.৭২ টাকা, ২০০২-০৩ সালে ৩৮২.৪৪ টাকা এবং ২০০৩-০৪ সালে ৪৮৫.০২ টাকা।



(১৩) মুনাফা বন্টন :

ব্যবসার সম্প্রসারণ ও বহুমুখী কার্যক্রমের জন্য বাহিরের তহবিলের ব্যয় বেড়ে যাওয়ার প্রেক্ষাপটে পরিচালনা পর্ষদ নিম্নোক্ত উপায়ে মুনাফা বন্টনের সুপারিশ করেছেন :

(ক) পূর্ববর্তী বছরের অবন্টনকৃত মুনাফা	৪৭৯,০৮২,১৩০
(খ) এ বছরের মুনাফা (২০০৩-২০০৪)	৯৭০,০৪৩,৫৪৩
(গ) বন্টনযোগ্য মোট তহবিল	১,৪৪৯,১২৫,৬৭৩
(ঘ) প্রস্তাবিত বন্টনঃ	
(i) কর অবকাশ সঞ্চিতি	১৯৩,০৫৮,০৭৬
(ii) শেয়ার প্রতি ৭০ টাকা হারে প্রস্তাবিত নগদ লভ্যাংশ	২৫২,০০০,০০০
(iii) ১০% হারে লভ্যাংশ বিতরণজনিত কর	২৫,২০০,০০০
(iv) ৫:১ হারে বন্টনের জন্য ৭২০,০০০ বোনাস শেয়ার (স্টক ডিভিডেন্ট)ঃ	
↙ বোনাস শেয়ারের লিখিত মূল্য	৭২,০০০,০০০
	৫৪২,২৫৮,০৭৬
(ঙ) নীট অবন্টনকৃত মুনাফা (টাকা)	৯০৬,৮৬৭,৫৯৭



পরিচালনা পর্ষদের প্রতিবেদন



(১৪) লভ্যাংশ ঘোষণাঃ

মুনাফা বন্টনের প্রস্তাব অনুযায়ী কোম্পানীর পরিচালনা পর্ষদ ২০০৩-০৪ আর্থিক বছরে ১০০ টাকা মূল্যমানের প্রতিটি শেয়ারের বিপরীতে ৭০ টাকা হিসেবে নগদ লভ্যাংশ ঘোষণার সুপারিশ করছেন। যার জন্য ২৫২ মিলিয়ন টাকার প্রয়োজন হবে। এ ছাড়াও পরিচালনা পর্ষদ প্রতি ৫টি শেয়ারের বিপরীতে ১টি শেয়ার লভ্যাংশ হিসেবে (বোনাস শেয়ার) ঘোষণার সুপারিশ করেছেন। এর জন্য ৭২০,০০০টি শেয়ার ইস্যু এবং ৭২,০০০,০০০ টাকা শেয়ার মূলধনের সাথে সম্পৃক্ত করার প্রয়োজন হবে।

(১৫) শেয়ারহোল্ডারবৃন্দের সুফল/লাভঃ

১৯৯৪-৯৫ সালে আইপিও/স্টক একচেঞ্জ এ তালিকাভুক্তির পর থেকে যারা কোম্পানীর ১০০ টাকা মূল্যমানের শেয়ার ৯০০ টাকায় ১০০টি শেয়ারে বিনিয়োগ করেছেন তাদের পর্যায়ক্রমিক বিনিয়োগ সুফল/লাভ নিম্নে প্রদত্ত হলোঃ

ক্রমিক নং	হিসাব বর্ষ	নগদ লভ্যাংশের হার	বোনাস শেয়ার ইস্যু	নগদ লভ্যাংশ বিতরণ	বর্তমান মূল্যের উপর ১২.৫০% ছাড়	
					বছর	পরিমাণ
১	১৯৯৪-৯৫	৩২.০০	-	৩,২০০	৯	৯,২৩৭
২	১৯৯৫-৯৬	৩২.৫০	২৫	৪,০৬২	৮	১০,৪২২
৩	১৯৯৬-৯৭	৩৫.০০	-	৪,৩৭৫	৭	৯,৯৭৮
৪	১৯৯৭-৯৮	৪৫.০০	-	৫,৬২৫	৬	১১,৪০৩
৫	১৯৯৮-৯৯	৫৫.০০	-	৬,৮৭৫	৫	১২,৩৮৮
৬	১৯৯৯-০০	৬৫.০০	-	৮,১২৫	৪	১৩,০১৪
৭	২০০০-০১	৭০.০০	-	৮,৭৫০	৩	১২,৪৫৮
৮	২০০১-০২	৭৫.০০	২৫	৯,৩৭৫	২	১১,৮৬৫
৯	২০০২-০৩	৭০.০০	৩০	১০,৫০০	১	১১,৮১২
১০	২০০৩-০৪	৭০.০০	৩৬	১২,৬০০	০	১২,৬০০
	মোট		১১৬	৭৩,৪৮৭		১১৫,১৭৭

	ডিসকাউন্টিং ছাড়	ডিসকাউন্টেড ১২.৫% হারে
৩,৪৮৪ টাকা হিসাবে ১১৬টি বোনাস শেয়ারের বর্তমান মূল্য	৪০৪,১৪৪	৪০৪,১৪৪
লভ্যাংশ বিতরণ	৭৩,৪৮৭	১১৫,১৭৭
স্কয়ার টেক্সটাইলস্ লিঃ এর ২৭৫টি শেয়ার ৫৬ টাকা হিসাবে বর্তমান মূল্য	১৫,৪০০	১৫,৪০০
স্কয়ার টেক্সটাইলস্ লিঃ এর লভ্যাংশ	২,৩০০	২,৬০৬
স্কয়ার ফার্মাসিউটিক্যালস্ লিঃ এর ১০০টি শেয়ার হতে ক্যাপিটাল গেইন (৩,৪৮৪-৯০০)	২৫৮,৪০০	২৫৮,৪০০
মোট (টাকা)	৭৫৩,৭৩১	৭৯৫,৭২৭



(১৬) হিসাবের একত্রীকরণ :

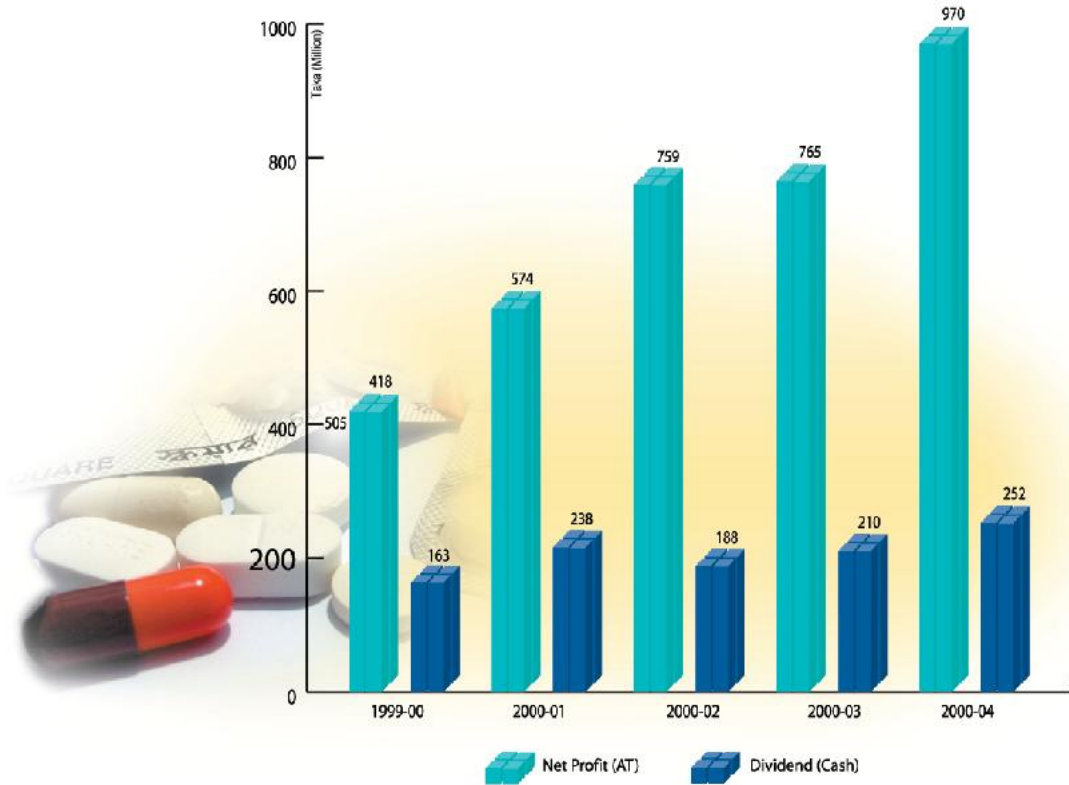
এসইসি এর বিধিমালা ও ইন্টারন্যাশনাল একাউন্টিং স্ট্যান্ডার্ড (আইএএস-২৭) এর নিয়মাবলী অনুসরণ করে শেয়ারহোল্ডারবৃন্দের মোট সুবিধা/বিনিয়োগ মূল্য নির্ধারণ করা হয়েছে।

৪. মানব সম্পদ উন্নয়ন :

মানব সম্পদ উন্নয়নের জন্য কোম্পানী প্রতিটি স্তরের নিবাহী ও শ্রমিক কর্মচারীদের আনুষ্ঠানিক ও অনানুষ্ঠানিক প্রশিক্ষণ দিয়ে যাচ্ছে। এ বছর ১,৩০১ জন দেশে এবং বিদেশে প্রশিক্ষণ পেয়েছে। ফলে প্রশিক্ষণ প্রাপ্তরা কোম্পানীকে লাভজনক অবস্থায় রাখতে অবদান রেখেছে। সাথে সাথে তাদের পারিশ্রমিকও বৃদ্ধি পেয়েছে।

৫. পরিবেশগত ভূমিকা :

জিএমপি/ডব্লিউএইচও স্ট্যান্ডার্ডস ও সরকারী নিয়মাবলী অনুযায়ী কোম্পানী সর্বোচ্চ দূষণমুক্ত পরিবেশ বজায় রেখেছে।



পরিচালনা পর্ষদের প্রতিবেদন



৬. জাতীয় কোষাগারে অবদান :

জাতীয় কোষাগারে কোম্পানীর এ বছরের অবদান ১,১০২,৬১৭,৫৪২ টাকা (যন্ত্রপাতি ও খুচরা যন্ত্রাংশ আমদানী ১০,৯৮৪,২৭৯ টাকা সহ) যা গত বছর ছিল ৯৭৮,০৩২,৭৩৮ টাকা। এ টাকা গত বছরের তুলনায় ১২.৭৪% বেশী। এই অবদান ২০০৩-২০০৪ সালের বিক্রয়ের ২৩.৩৫% যা গত বছর ছিল ২৪.০৫% (২০০২-২০০৩)।

৭. পরিচালক নির্বাচন :

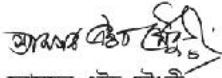
সংঘ বিধির ৯৯ ও ১০০ অনুচ্ছেদ অনুযায়ী কোম্পানীর পরিচালক ডাঃ কাজী হারুন অর রশীদ এবং মিসেস জাহানারা চৌধুরী অবসর গ্রহণ করেছেন এবং তাঁরা পুনঃ নির্বাচিত হওয়ার যোগ্য বিষয় পুনঃ নির্বাচিত হওয়ার ইচ্ছা প্রকাশ করেছেন।

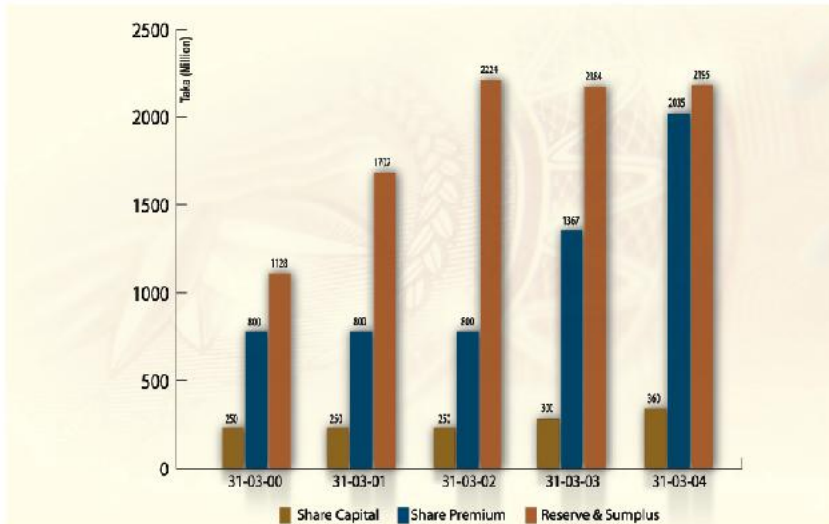
৮. নিরীক্ষক নিয়োগ :

কোম্পানীর বর্তমান নিরীক্ষক মেসার্স চৌধুরী ভট্টাচার্য এন্ড কোং, চার্টার্ড একাউন্ট্যান্টস অত্র সভায় অবসর গ্রহণ করেছেন এবং যোগ্য বিষয় ২০০৪-২০০৫ সালের জন্য নিরীক্ষক হিসেবে তাদের পারিশ্রমিক পুনঃ নির্ধারণ করে নিয়োগের ইচ্ছা প্রকাশ করেছে।

৯. ব্যবস্থাপনা কর্তৃপক্ষের স্বীকৃতি :

পরিচালনা পর্ষদ ব্যবসায়িক কার্যক্রমে আন্তরিকভাবে অবদান রাখার জন্য ব্যবস্থাপনা কর্মকর্তা, কর্মচারী, শ্রমিক, ক্রেতা সবাইকে আন্তরিক ধন্যবাদ জ্ঞাপন করেছেন। তা ছাড়াও ব্যাংক, এসইসি, ডিএসই, সিএসই, সিডিবিএল এবং বিশেষ ভাবে সরকারকে কোম্পানীর প্রতিটি কার্যক্রমে সহযোগিতার জন্য আন্তরিক ধন্যবাদ জানাচ্ছেন। পরিচালনা পর্ষদ আশা করে যে, এই কোম্পানী দেশের সীমানা ছাড়িয়ে বিদেশের মাটিতেও কার্যকর ভূমিকা রাখবে।


স্যামদন এইচ চৌধুরী
চেয়ারম্যান



SQUARE in International Business



H. E. Mr. Tran Duc Luong, Honorable President of the Socialist Republic of Vietnam visits **SQUARE**'s new plant "Dhaka Unit" at Kaliakoir, Gazipur.



Ambassadors of different nations observed the manufacturing facilities of "Dhaka Unit", the new plant of **Square Pharmaceuticals Ltd.**



"I am remarkably impressed with Square Pharmaceuticals Ltd. and its dynamic and innovative leader Mr. Tapan Chowdhury and his staff. Square has proved that Bangladeshi companies and people can compete globally." H. E. Mr. Harry K Thomas Jr., Ambassador, United States of America, 5 March 2004.

"Really thanks for a very interacting and informative visit. A great encouragement to see such a well organised plant. Wishing you all success". H. E. Mr. Esko Kentrschynskj, Ambassador, European Communities, 5 March 2004.



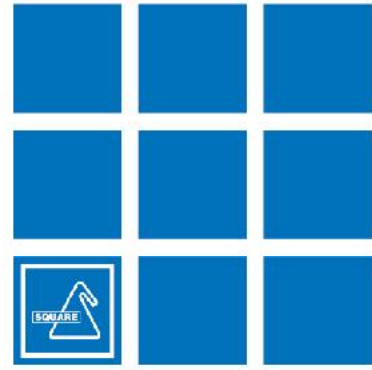
The 37th Annual General Meeting of the Shareholders of Square Pharmaceuticals Ltd. was held on 25th September 2003



Best Achievers Half-Yearly Conference in Bangkok

Financial Report





Financial Report





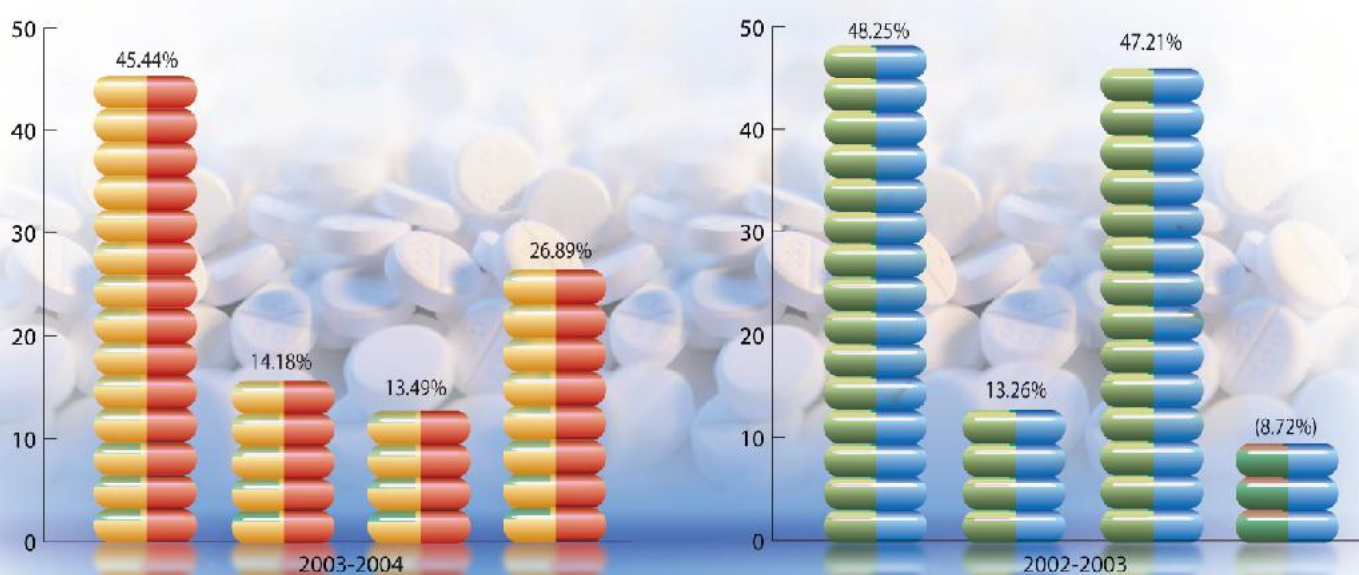
SQUARE PHARMACEUTICALS LTD.

VALUE ADDED STATEMENT

for the year ended 31 March 2003

(Figures in thousand Taka)

	2003-2004		2002-2003	
	Amount	%	Amount	%
Tournover (Gross)	5,482,088		4,729,743	
Less: Purchase of Materials & Services	3,079,854		2,742,284	
Value Added	2,402,234	100	1,987,459	100.00
Applications:				
National Exchequer	1,091,633	45.44	958,925	48.25
Employees Salaries, Wages & Other Benefits	340,557	14.18	263,649	13.26
Shareholders Dividend	324,000	13.49	938,220	47.21
Reserve & Surplus	646,044	26.89	(173,335)	(8.72)
	2,402,234	100.00	1,987,459	100.00





AUDITORS' REPORT
TO THE SHAREHOLDERS OF
SQUARE PHARMACEUTICALS LTD.

We have audited the accompanying Financial Statement of Square Pharmaceuticals Limited comprising Balance Sheet as at 31 March, 2004 and the related Income Statement, Statement of Changes in Equity, Cash Flow Statement together with related Notes and Schedules thereto for the year then ended. The preparation of these financial statements are the responsibility of the company's management. Our responsibility is to express an independent opinion on these financial statements based on our audit.

We conducted our audit in accordance with the BSA. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates and judgments made by management, as well as evaluating the overall presentation of financial statements. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statement, prepared in accordance with the International Accounting Standards (IAS) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB), give a true and fair view of the state of affairs of the company and its subsidiary as at 31 March, 2004 and of the results of its operations and its cash flow for the year then ended and comply with the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations.

We also report that:

- (a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- (b) in our opinion, the company management has followed relevant provisions of laws and rules in managing the affairs of the company and proper books of accounts, records and other statutory books have been maintained so far as it appeared from our examination of those books;
- (c) the Company's Balance Sheet and Income Statement dealt with by the report are in agreement with the books of account;
- (d) the expenditure incurred and payments were for the purpose of the company's business.

Dated, Dhaka
25 July, 2004


B.K. Bhattacharjee, FCA
Partner
Chowdhury Bhattacharjee & Co.
Chartered Accountants



SQUARE PHARMACEUTICALS LTD.

BALANCE SHEET

as at 31 March 2004

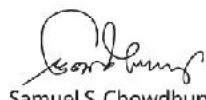
		31-03-04	31-03-03
NET ASSETS:			
	Notes		
Fixed Assets - At cost less depreciation	2	2,237,138,891	2,367,926,720
Capital Work-in-Progress	3	402,266,589	157,641,175
Investment - Long Term (at Cost)	4	1,221,900,000	1,197,200,000
		2,008,955,881	1,441,552,330
Stocks	5	795,856,209	739,835,432
Trade Debtors	6	225,115,010	140,536,470
Advances, Deposits and Prepayments	7	107,177,611	124,458,455
Investment in Marketable Securities (at Cost)	8	20,250,000	20,250,000
Short Term Loan	9	815,577,152	386,334,814
Cash and Bank Balances	10	44,979,899	30,137,159
		1,243,575,200	1,247,966,832
Less: Current Liabilities:			
Short Term Bank Loans	11	889,045,030	918,693,533
Long Term Loans - Current Portion	12	55,921,187	86,214,517
Trade Creditors	13	52,646,198	34,645,046
Liabilities for Expenses	14	16,928,468	21,859,848
Liabilities for Other Finance	15	229,034,317	186,553,888
Net Current Assets		765,380,681	193,585,498
	Tk.	4,626,686,161	3,916,353,393
FINANCED BY:			
Long Term Loans - Secured	17	36,544,158	65,254,933
		4,590,142,003	3,851,098,460
SHAREHOLDERS' EQUITY:			
Share Capital	19	360,000,000	300,000,000
Share Premium	20	2,035,465,000	1,367,245,000
General Reserve		105,878,200	105,878,200
Tax Holiday Reserve	21	853,731,206	660,673,130
Retained Earnings - As per Statement of Changes in Equity		1,235,067,597	1,417,302,130
	Tk.	4,626,686,161	3,916,353,393

Attached notes form part of these accounts.

These Financial Statements were authorised by the Board of Directors on the 7th July, 2004 and signed on their behalf by:

As per our annexed report of even date.


Tapan Chowdhury
Managing Director


Samuel S. Chowdhury
Director


Md. Kabir Reza, FCMA
Company Secretary


B.K. Bhattacharjee, FCA
Partner
Chowdhury Bhattacharjee & Co.
Chartered Accountants

Dated, Dhaka: 25 July 2004



SQUARE PHARMACEUTICALS LTD.

INCOME STATEMENT

for the year ended 31 March 2004

		2003-2004	2002-2003
	Notes		
GROSS TURNOVER	22	5,482,087,920	4,729,742,876
Less: Value Added Tax		760,536,178	663,891,994
NET TURNOVER		4,721,551,742	4,065,850,882
COST OF GOODS SOLD	23	(2,814,959,729)	(2,599,568,438)
GROSS PROFIT		1,906,592,013	1,466,282,444
Operating & Financial Expenses	27	(786,053,506)	(637,193,658)
Other Income	31	88,679,623	146,995,504
NET PROFIT BEFORE WPPF		1,209,218,130	976,084,290
Allocation for WPPF	32	(57,581,816)	(46,480,204)
NET PROFIT BEFORE TAX		1,151,636,314	929,604,086
Provision for Income Tax	33	(181,592,771)	(164,719,297)
NET PROFIT AFTER TAX		970,043,543	764,884,789
(Transferred to the Statement of Changes in Equity)			
Earnings Per Share (EPS)	36	269.46	212.47

Attached notes form part of these accounts.

These Financial Statements were authorised by the Board of Directors on the 7th July, 2004 and signed on their behalf by:


Tapan Chowdhury
Managing Director


Samuel S. Chowdhury
Director


Md. Kabir Reza, FCMA
Company Secretary

As per our annexed report of even date.


B.K. Bhattacharjee, FCA
Partner
Chowdhury Bhattacharjee & Co.
Chartered Accountants

Dated, Dhaka: 25 July 2004



SQUARE PHARMACEUTICALS LTD.

STATEMENT OF CHANGES IN EQUITY

Year to 31 March 2004

	Share Capital	Share Premium	General Reserve	Tax Holiday Reserve	Retained Earnings	Total
At 31 March 2003	300,000,000	1,367,245,000	105,878,200	660,673,130	1,417,302,130	3,851,098,460
Net Profit (2003-2004)	-	-	-	-	970,043,543	970,043,543
Transfer to Tax Holiday Reserve	-	-	-	193,058,076	(193,058,076)	-
Cash Dividend (2002-2003)	-	-	-	-	(210,000,000)	(210,000,000)
Stock Dividend (2002-2003)	60,000,000	668,220,000	-	-	(728,220,000)	-
Dividend Distribution Tax	-	-	-	-	(21,000,000)	(21,000,000)
At 31 March 2004 Tk.	360,000,000	2,035,465,000	105,878,200	853,731,206	1,235,067,597	4,590,142,003

STATEMENT OF CHANGES IN EQUITY

Year to 31 March 2003

	Share Capital	Share Premium	General Reserve	Tax Holiday Reserve	Retained Earnings	Total
At 31 March 2002	250,000,000	800,000,000	105,878,200	470,961,594	1,646,873,877	3,273,713,671
Net Profit (2002-2003)	-	-	-	-	764,884,789	764,884,789
Transfer to Tax Holiday Reserve	-	-	-	189,711,536	(189,711,536)	-
Cash Dividend (2001-2002)	-	-	-	-	(187,500,000)	(187,500,000)
Stock Dividend (2001-2002)	50,000,000	567,245,000	-	-	(617,245,000)	-
At 31 March 2003 Tk.	300,000,000	1,367,245,000	105,878,200	660,673,130	1,417,302,130	3,851,098,460

Attached notes form part of these accounts.

These Financial Statements were authorised by the Board of Directors on the 7th July, 2004 and signed on their behalf by:

As per our annexed report of even date.


Tapan Chowdhury
Managing Director


Samuel S. Chowdhury
Director


Md. Kabir Reza, FCMA
Company Secretary


B.K. Bhattacharjee, FCA
Partner
Chowdhury Bhattacharjee & Co.
Chartered Accountants

Dated, Dhaka: 25 July 2004

SQUARE PHARMACEUTICALS LTD.

CASH FLOW STATEMENT for the year ended 31 March 2004




	2003-2004	2002-2003
Cash Flow From Operating Activities:		
RECEIPTS:		
Collection from Sales	4,636,514,957	4,066,914,834
Others	3,819,687	5,249,619
	4,640,334,644	4,072,164,453
PAYMENTS:		
Purchase of Raw and Packing Materials	2,306,769,352	2,298,308,926
Manufacturing and Operating Expenses	908,233,758	678,295,838
Bank Interest	108,673,997	124,494,965
Income Tax	150,471,546	126,548,432
Workers Profit Participation Fund	51,715,671	28,768,560
Others	1,117,807	644,962
	3,526,982,131	3,257,061,683
Net cash provided by operating activities	1,113,352,513	815,102,770
Cash Flow From Investing Activities:		
Purchase of Fixed Assets	(149,347,275)	(143,619,424)
Disposal of Fixed Assets	6,420,759	4,472,680
Investment in National Housing Finance & Investment Ltd.	-	(5,000,000)
Investment in Central Depository Bangladesh Ltd.	(4,000,000)	-
Investment in Square Hospitals Ltd.	(170,700,000)	(2,000,000)
Investment in Square Knit Fabrics Ltd.	-	(449,500,000)
Investment in Square Fashions Ltd.	-	(229,900,000)
Investment in Square Spinnings Ltd.	150,000,000	-
Capital Work-in-Progress	(244,625,414)	(156,735,166)
Interest Received	40,351,347	20,460,510
Sale of Marketable Securities	-	109,375,000
Dividend Received	36,785,756	45,627,405
Net cash used in investing activities	(335,114,827)	(806,818,995)
Cash Flow From Financing Activities:		
Long Term Loan Received	79,036,484	80,000,000
Long Term Loan Repaid	(152,540,589)	(136,961,556)
Short Term Bank Loan (Decrease)/Increase	(29,648,503)	28,250,321
Short Term Loan (Increase)/Decrease	(429,242,338)	206,287,094
Dividend Paid	(210,000,000)	(187,500,000)
Dividend Distribution Tax	(21,000,000)	-
Net cash provided by financing activities	(763,394,946)	(9,924,141)
Increase/(Decrease) in Cash and Bank Balances	14,842,740	(1,640,366)
Cash and Bank Balances at Opening	30,137,159	31,777,525
Cash and Bank Balances at Closing	Tk. 44,979,899	30,137,159

Attached notes form part of these accounts.

These Financial Statements were authorised by the Board of Directors on the 7th July, 2004 and signed on their behalf by :

As per our annexed report of even date.


Tapan Chowdhury
Managing Director


Samuel S. Chowdhury
Director


Md. Kabir Reza, FCMA
Company Secretary


B.K. Bhattacharjee, FCA
Partner
Chowdhury Bhattacharjee & Co.
Chartered Accountants

Dated, Dhaka: 25 July 2004



SQUARE PHARMACEUTICALS LTD.

AND ITS SUBSIDIARY

CONSOLIDATED BALANCE SHEET

as at 31 March 2004

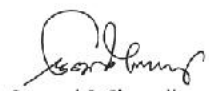
		31-03-04	31-03-03
NET ASSETS:			
Fixed Assets - At cost less depreciation	Notes 2.1	2,803,954,093	2,951,842,123
Capital Work-in-Progress	3	402,266,589	157,641,175
Investment - Long Term (at Cost)	4.1	847,700,000	673,000,000
Investment - Associates Undertaking	4.2	560,335,238	625,481,855
		2,219,833,781	1,885,259,290
Current Assets:			
Stocks	5.1	936,532,523	1,004,543,710
Trade Debtors	6.1	541,243,852	419,172,548
Advances, Deposits and Prepayments	7.1	119,677,603	138,117,070
Investment in Marketable Securities (at Cost)	8	20,250,000	20,250,000
Short Term Loan	9.1	554,378,421	272,235,714
Cash and Bank Balances	10.1	47,751,382	30,940,248
		1,652,385,972	1,861,727,750
Less: Current Liabilities :			
Short Term Loans	11.1	1,238,893,442	1,384,011,152
Long Term Loans - Current Portion	12.1	55,921,187	209,821,570
Trade Creditors	13.1	71,627,753	43,799,686
Liabilities for Expenses	14.1	49,549,686	32,391,012
Liabilities for Other Finance	15.1	236,393,904	191,704,330
		567,447,809	23,531,540
	Tk.	5,181,703,729	4,431,496,693
FINANCED BY :			
Long Term Loans - Secured	17.1	36,544,158	65,254,933
Minority Interest	18	7,377,648	5,277,230
		5,137,781,923	4,360,964,530
SHAREHOLDERS' EQUITY :			
Share Capital	19	360,000,000	300,000,000
Share Premium	20	2,035,465,000	1,367,245,000
General Reserve		105,878,200	105,878,200
Tax Holiday Reserve	21.1	1,104,467,955	869,401,526
Retained Earnings - As per Statement of Changes in Equity		1,531,970,768	1,718,439,804
	Tk.	5,181,703,729	4,431,496,693

Attached notes form part of these accounts.

These Financial Statements were authorised by the Board of Directors on the 7th July, 2004 and signed on their behalf by :

As per our annexed report of even date.


Tapan Chowdhury
Managing Director


Samuel S. Chowdhury
Director


Md. Kabir Reza, FCMA
Company Secretary


B.K. Bhattacharjee, FCA
Partner
Chowdhury Bhattacharjee & Co.
Chartered Accountants

Dated, Dhaka: 25 July 2004



SQUARE PHARMACEUTICALS LTD.
AND ITS SUBSIDIARY

CONSOLIDATED INCOME STATEMENT

for the year ended 31 March 2004

		2003-2004	2002-2003
	Notes		
GROSS TURNOVER	22.1	6,469,012,388	5,445,195,623
Less: Value Added Tax		760,536,178	663,891,994
NET TURNOVER		5,708,476,210	4,781,303,629
COST OF GOODS SOLD	23.1	(3,599,220,594)	(3,141,523,283)
GROSS PROFIT		2,109,255,616	1,639,780,346
Operating & Financial Expenses	27.1	(859,519,701)	(724,999,299)
Other Income	31.1	29,754,144	95,287,865
NET PROFIT BEFORE WPPF		1,279,490,059	1,010,068,912
Allocation for WPPF	32	(62,832,860)	(49,884,234)
NET PROFIT BEFORE TAX		1,216,657,199	960,184,678
Provision for Income Tax	33	(181,592,771)	(164,719,297)
NET PROFIT AFTER TAX		1,035,064,428	795,465,381
Profit/(Loss) from Associates Undertaking	34	(25,146,617)	(54,278,549)
Minority Interest		(2,100,418)	(1,361,612)
Balance transferred to the Statement of Changes in Equity	Tk.	1,007,817,393	739,825,220
Earnings Per Share (EPS)	Tk.	279.95	205.51

Attached notes form part of these accounts.

These Financial Statements were authorised by the Board of Directors on the 7th July, 2004 and signed on their behalf by :

As per our annexed report of even date.


Tapan Chowdhury
Managing Director


Samuel S. Chowdhury
Director


Md. Kabir Reza, FCMA
Company Secretary


B.K. Bhattacharjee, FCA
Partner
Chowdhury Bhattacharjee & Co.
Chartered Accountants

Dated, Dhaka: 25 July 2004



SQUARE PHARMACEUTICALS LTD.
AND ITS SUBSIDIARY

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Year to 31 March 2004

	Share Capital	Share Premium	General Reserve	Tax Holiday Reserve	Retained Earnings	Total
At 31 March 2003	300,000,000	1,367,245,000	105,878,200	869,401,526	1,718,439,804	4,360,964,530
Net Profit (2003-2004)	-	-	-	-	1,007,817,393	1,007,817,393
Transfer to Tax Holiday Reserve	-	-	-	235,066,429	(235,066,429)	-
Cash Dividend (2002-2003)	-	-	-	-	(210,000,000)	(210,000,000)
Stock Dividend (2002-2003)	60,000,000	668,220,000	-	-	(728,220,000)	-
Dividend Distribution Tax	-	-	-	-	(21,000,000)	(21,000,000)
At 31 March 2004	Tk. 360,000,000	2,035,465,000	105,878,200	1,104,467,955	1,531,970,768	5,137,781,923

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Year to 31 March 2003

	Share Capital	Share Premium	General Reserve	Tax Holiday Reserve	Retained Earnings	Total
At 31 March 2002	250,000,000	800,000,000	105,878,200	646,192,343	2,006,568,767	3,808,639,310
Net Profit (2002-2003)	-	-	-	-	739,825,220	739,825,220
Transfer to Tax Holiday Reserve	-	-	-	223,209,183	(223,209,183)	-
Cash Dividend (2001-2002)	-	-	-	-	(187,500,000)	(187,500,000)
Stock Dividend (2001-2002)	50,000,000	567,245,000	-	-	(617,245,000)	-
At 31 March 2003	Tk. 300,000,000	1,367,245,000	105,878,200	869,401,526	1,718,439,804	4,360,964,530

Attached notes form part of these accounts.

These Financial Statements were authorised by the Board of Directors on the 7th July, 2004 and signed on their behalf by :

As per our annexed report of even date.


Tapan Chowdhury
Managing Director


Samuel S. Chowdhury
Director


Md. Kabir Reza, FCMA
Company Secretary


B.K. Bhattacharjee, FCA
Partner
Chowdhury Bhattacharjee & Co.
Chartered Accountants

Dated, Dhaka: 25 July 2004

SQUARE PHARMACEUTICALS LTD.
AND ITS SUBSIDIARY

CONSOLIDATED CASH FLOW STATEMENT
for the year ended 31 March 2004



Cash Flow From Operating Activities:

RECEIPTS:

Collection from Sales
Others

2003-2004

2002-2003

5,585,946,662
3,835,601
5,589,782,263

4,862,442,175
5,249,619
4,867,691,794

PAYMENTS:

Purchase of Raw and Packing Materials
Manufacturing and Operating Expenses
Bank Interest
Income Tax
Workers Profit Participation Fund
Others

2,853,503,434
956,407,612
185,515,401
150,471,546
54,299,689
1,117,807

2,828,759,755
738,972,561
199,992,746
126,896,812
31,320,904
644,954

4,201,315,489

3,926,587,732

Net cash provided by operating activities

1,388,466,774

941,104,062

Cash Flow From Investing Activities:

Purchase of Fixed Assets
Disposal of Fixed Assets
Investment in Central Depository Bangladesh Ltd.
Investment in National Housing Finance & Investment Ltd.
Investment in Square Hospitals Ltd.
Investment in Square Knit Fabrics Ltd.
Investment in Square Fashions Ltd.
Capital Work-in-Progress
Interest Received
Sale of Marketable Securities
Dividend Received

(180,516,513)
6,420,759
(4,000,000)
-
(170,700,000)
-
-
(244,625,414)
40,351,347
-
36,785,756

(144,072,613)
4,472,680
-
(5,000,000)
(2,000,000)
(449,500,000)
(229,900,000)
(156,735,166)
6,252,871
109,375,000
45,627,405

Net cash used in investing activities

(516,284,065)

(821,479,823)

Cash Flow From Financing Activities:

Long Term Loan Received
Long Term Loan Repaid
Short Term Loan Decrease/(Increase)
Short Term Bank Loan Increase/(Decrease)
Dividend Paid
Dividend Distribution Tax

79,036,484
(276,147,642)
(282,142,707)
(145,117,710)
(210,000,000)
(21,000,000)

80,000,000
(282,942,009)
157,978,489
111,615,403
(187,500,000)
-

Net cash provided by financing activities

(855,371,575)

(120,848,117)

Increase/(Decrease) in Cash and Bank Balances

16,811,134

(1,223,878)

Cash and Bank Balances at Opening

30,940,248

32,164,126

Cash and Bank Balances at Closing

Tk. 47,751,382

30,940,248

Attached notes form part of these accounts.

These Financial Statements were authorised by the Board of Directors on the 7th July, 2004 and signed on their behalf by:

As per our annexed report of even date.


Tapan Chowdhury
Managing Director


Samuel S. Chowdhury
Director


Md. Kabir Reza, FCMA
Company Secretary


B.K. Bhattacharjee, FCA
Partner
Chowdhury Bhattacharjee & Co.
Chartered Accountants

Dated, Dhaka: 25 July 2004



SQUARE PHARMACEUTICALS LTD.

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2004

1. SIGNIFICANT ACCOUNTING POLICIES AND OTHER MATERIAL INFORMATION

(a) Legal Form of the Enterprise:

Square Pharmaceuticals Ltd. was incorporated on 10 November 1964 under the Companies Act 1913 and it was converted into a Public Limited Company in 1991 and offered its share to the public with the approval of Securities and Exchange Commission in the month of December 1994. The shares of the company are listed in the Dhaka Stock Exchange Ltd. and Chittagong Stock Exchange Ltd.

(b) Address of Registered Office and Factory:

The registered office of the company is located at "Square Centre" 48, Mohakhali Commercial Area, Dhaka-1212, Bangladesh. Factory address of the company and it's subsidiary are as follows:

Square Pharmaceuticals Ltd. : (1) Square Road, Salgaria, Pabna, Bangladesh
(2) Kaliakoir, Gazipur, Bangladesh

Square Spinnings Ltd. : Saradaganj, Kashimpur, Gazipur, Bangladesh

(c) Nature of Business Activities:

The holding company owns and operates modern Pharmaceuticals Factories and produces and sells pharmaceuticals drugs and medicines. The Company has a separate division to operate a modern Basic Chemical Factory and produces Basic Chemical Products. The company has also an AgroVet Division producing AgroVet products. The subsidiary company own Textiles Spinning Mills and produces yarns of various counts.

(d) Basis of Measurement used in preparing the Financial Statements:

The elements of financial statements have been measured on "Historical Cost" convention in a going concern concept and on accrual basis in accordance with generally accepted accounting principle and practice in Bangladesh in compliance with the Companies Act 1994, the Securities and Exchange Rules 1987, Listing Regulations of DSE & CSE and International Accounting Standards as adopted by the Institute of Chartered Accountants (ICAB).

(e) Fixed Assets:

All property, plant and equipment is initially recorded at cost and depreciated over their expected useful life. The cost of acquisition of an asset comprises 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. In respect of major projects involving construction, related pre-operational expenses form part of the value of asset capitalised. Expenses capitalised also include applicable borrowing cost.

(f) Depreciation:

No depreciation is charged on freehold land or on capital work-in-progress. Depreciation is charged on all other fixed assets on a reducing balance method for Square Pharmaceuticals Ltd. (SPL) while Square Spinnings Ltd. (SSL) has followed straight line method of depreciation. Depreciation for full years has been charged on additions irrespective of date when the related assets are put into use and no depreciation has been charged on assets disposed off during the year.

NOTES TO THE FINANCIAL STATEMENTS



The rates at which assets are depreciated per annum, depending on the nature and estimated useful life of assets are given below:

	SPL	SSL
Factory Building and Other Construction	10%	5%
Plant & Machinery	15%	6.67%
Laboratory & Office Equipment	10%	15%
Furniture & Fixture	10%	15%
Motor Vehicles	20%	20%
Electrical Installation	15%	15%
Books & Periodicals	30%	-

Uniform depreciation method could not be followed for preparation of consolidated financial statements because the companies are engaged in different nature of business (Ref. IAS-27).

(g) Stocks:

Stocks comprise Raw Materials, Packing Materials, Raw and Packing Materials in Transit, Work-in-Process, Finished Goods and Spares & Accessories. These are stated at the lower of cost and net realizable value after making due allowance for any obsolete or slow moving items. Value of stock other than stock of finished goods represents weighted average cost. Finished goods are valued at lower of cost or net realizable value and include allocation of production overheads while work-in-process are valued at material cost. Net realisable value means the sales price less VAT, estimated cost of completion and selling expenses.

(h) Taxation:

The Company is enjoying tax holiday for seven years in respect of its Tablet Unit and Metered Dose Inhaler Unit with effect from July 1997 and AgroVet Unit with effect from December 1998. The Company is also enjoying tax holiday for five years of its Dhaka Unit with effect from April 2002. The subsidiary is enjoying tax holiday with effect from January 2001.

The holding company is a publicly traded company as per income tax law and therefore, income tax at the rate of 30% has been provided for the year against the net profit of taxable unit.

(i) Employees Separation Plans:

The Company has established a contributory provident fund scheme. The Fund is wholly administered by a Board of Trustees. No part of the Fund is included in the assets of the company. The company has an unfunded gratuity scheme under which an employee is entitled to the benefits depending on length of service.

The company has also a group insurance scheme for its permanent employees, premium for which is being charged to Income Statement annually as per the insurance policy.



(j) Turnover:

Turnover comprise the followings:

Holding Company:

- ▶ Local Sales of Pharmaceuticals Drugs and Medicines.
- ▶ Export of Pharmaceuticals Drugs and Medicines.
- ▶ Local Sales of Basic Chemicals Products.
- ▶ Local Sales of AgroVet Products.

Subsidiary Company:

- ▶ Turnover of the subsidiary comprise yarn only.

(k) Revenue Recognition (Disclosure under IAS-18):

Local sales of Pharmaceuticals Drugs and Medicines are recognised at the time of delivery from depot. Exports of Pharmaceuticals Drugs and Medicines are recognised at the time of delivery from Factory Godown. Local sales of Basic Chemical Products are recognised at the time of delivery from Factory Godown. Local sales of AgroVet products are recognised at the time of delivery from depot. Dividend income has been accounted for on receipt basis.

(l) Foreign Currency Transactions:

Foreign currencies are translated into taka at the exchange rates ruling on the date of transactions. Bank deposit in foreign currency for retention quota account has been translated into taka at the year end at the rate of exchange ruling on that date and have been accounted for as other income in the Income Statement.

(m) Cash Flow Statement:

Cash flow statement is prepared in accordance with IAS-7 "Cash Flow Statement" and cash flow from operating activities have been presented under direct method as outlined in the Securities and Exchange Rule 1987.

(n) Earning per Share (EPS):

Earning per Share (EPS) is calculated in accordance with the International Accounting Standard (IAS) 33 "Earning per Share" as adopted in Bangladesh.

The Bonus Shares issued during the year 2003-2004 were treated as if they had been in issue in previous years also. Hence, in computing the Basic EPS of 2003-2004, the total number of shares including the said bonus shares has been considered as the Weighted Average Number of Shares Outstanding during the year 2002-2003.

"Earning per Share" has been calculated by dividing the earnings attributable to the number of shares (ordinary) held by the members during the year. No diluted EPS was required to be calculated for the year under review as there is no dilution of EPS for the year.

(o) Subsidiary Company:

Profiles of the subsidiary company namely Square Spinnings Ltd. is annexed herewith in compliance with the requirement under Section 186 of the Companies Act, 1994.

(p) Related Party Transactions (Disclosure under IAS-24):

The company did not do any transaction with it's sister concern other than its subsidiary/associates undertakings viz Square Spinnings Ltd., Square Textiles Ltd., Square Knit Fabrics Ltd., Square Fashions Ltd. and Square Hospitals Ltd.

(q) Borrowing Cost (Disclosure under IAS-23):

The company capitalises borrowing cost such as interest on Term Loan and other related fees/charges for the period till to commencement of commercial operation and charges the cost to revenue account as financial expenses after commencement of the commercial operation for the period for which it incurs.

NOTES TO THE FINANCIAL STATEMENTS



(r) Consolidation of Accounts (IAS-27):

In terms of the requirements of International Accounting Standards adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) accounts of the company's own and that of its subsidiary has been consolidated as on 31 March, 2004 based on provisional accounts (un-audited) of the subsidiary for the period from 01-01-04 to 31-03-04 as the year ending of the subsidiary is at 31st December.

(s) Concentration of Counterparty Risk:

As of 31st March 2004, the company does not have any significant concentration of business transacted with a particular customer, supplier or lender that could, if suddenly eliminated severely impact the company's operations. The company also does not have any concentration of available source of labour, service or licenses or other rights that could, if suddenly eliminated, severely impact of the operations of the company.

(t) Net Profit before Tax:

Net Profit before Tax for the year were not materially affected by:

- (i) transaction of a nature not usually undertaken by the Company;
- (ii) circumstances of an exceptional or non-recurring nature;
- (iii) charges or credits relating to prior years; and
- (iv) changes in accounting policies.

(u) Cash and Cash Equivalent:

This comprises cash in hand and at bank.

(v) Segment Reporting:

As there is a single business and geographic segment within which the company operates, so no segment reporting was required.

(w) General:

Previous year's figures have been regrouped/reclassified wherever considered necessary to conform to current year's presentation. Figures have been rounded off to the nearest taka, as the currency represented in this financial statements.

	31-03-04	31-03-03
2. FIXED ASSETS : Tk. 2,237,138,891		
Details of Fixed Assets and Depreciation as at 31 March 2004 are shown in the annexed schedule - 01. This is arrived at as follows:		
Opening Balance (Cost)	3,257,825,743	1,103,658,415
Add: Net Addition during the Year	150,648,266	2,154,167,328
Closing Balance (Cost)	3,408,474,009	3,257,825,743
Less: Accumulated Depreciation	1,171,335,118	889,899,023
Written Down Value	Tk. <u>2,237,138,891</u>	<u>2,367,926,720</u>

Allocation of depreciation charge for the year has been made in the accounts as follows:

	2003-2004	2002-2003
Factory Overhead	255,336,864	274,879,299
Selling and Distribution Overhead	22,376,653	20,064,922
Administrative Overhead	11,732,057	10,212,852
	Tk. <u>289,445,574</u>	<u>305,157,073</u>



31-03-04

31-03-03

2.1 CONSOLIDATED FIXED ASSETS :Tk. 2,803,954,093

Details of Fixed Assets and Depreciation as at 31 March 2004 are shown in the annexed schedule - 02. This is arrived at as follows:

Opening Balance (Cost)	3,944,573,571	1,789,953,054
Add: Net Addition during the Year	181,817,504	2,154,620,517
Closing Balance (Cost)	4,126,391,075	3,944,573,571
Less: Accumulated Depreciation	1,322,436,982	992,731,448
Written Down Value	Tk. 2,803,954,093	2,951,842,123

Allocation of depreciation charge for the year has been made in the accounts as follows:

	2003-2004	2002-2003
Factory Overhead	303,606,303	320,784,016
Selling and Distribution Overhead	22,376,653	20,064,922
Administrative Overhead	11,732,057	10,212,852
Tk.	337,715,013	351,061,790

31-03-04

31-03-03

3. CAPITAL WORK-IN-PROGRESS :Tk. 402,266,589

This represents expenditure incurred in respect of SPL PET Bottle and Insecticide Units at Pabna and Soft Geletine Project and Cephalosporin Project at Kaliakoir for Civil Construction and Plant & Machinery. The break-up of the above amount are given below:

Building/Civil Work	234,681,388	38,471,476
Plant & Machinery	128,793,425	115,514,291
Other Assets	4,655,388	-
Interest during Construction Period	12,081,239	3,655,408
Unallocated Expenditure	22,055,149	-
Tk.	402,266,589	157,641,175

NOTES TO THE FINANCIAL STATEMENTS



	31-03-04	31-03-03
4. INVESTMENT-Long Term (at Cost) : Tk. 1,221,900,000		
This consists of the following:		
(a) 13,750,000 Ordinary Shares of Tk. 10/- each including 1,250,000 Bonus Shares in Square Textiles Ltd.	125,000,000	125,000,000
(b) 980,000 Ordinary Shares of Tk. 100/- each in Square Spinnings Ltd.	98,000,000	98,000,000
(c) Advance against Share Money with Square Spinnings Ltd. for 1,500,000 Shares of Tk. 100/- each	-	150,000,000
(d) 120,000 Ordinary Shares of Tk.100/- each in Continental Hospital Ltd.	12,000,000	12,000,000
(e) 200,000 Ordinary Shares of Tk.100/- each in National Housing Finance and Investment Ltd.	20,000,000	20,000,000
(f) Advance against equity contribution with Central Depository Bangladesh Ltd.	10,000,000	6,000,000
(g) Square Hospitals Ltd.:	16,700,000	15,000,000
♦ 2,000 Ordinary Shares of Tk. 1,000/- each with premium of Tk. 5,500/- each		
♦ 3,700 Ordinary Shares of Tk. 1,000/- each		
(h) Advance against Share Money with Square Hospitals Ltd. for 169,000 Shares of Tk.1,000/- each	169,000,000	-
(i) 1,260,000 Ordinary Shares of Tk. 100/- each in Square Knit Fabrics Ltd.	126,000,000	126,000,000
(j) Advance against Share Money with Square Knit Fabrics Ltd. for 4,000,000 Shares of Tk.100/- each	400,000,000	400,000,000
(k) 252,000 Ordinary Shares of Tk. 100/- each in Square Fashions Ltd.	25,200,000	25,200,000
(l) Advance against Share Money with Square Fashions Ltd. for 2,200,000 Shares of Tk.100/- each	220,000,000	220,000,000
Tk.	1,221,900,000	1,197,200,000

Share Money Deposit with Square Spinnings Ltd. Tk. 150,000,000 has been transferred to Short Term Loan and the amount is repayable by 15 equal monthly instalment starting January, 2004.

4.1 CONSOLIDATED INVESTMENT-Long Term (at Cost) : Tk. 847,700,000

This consists of the following:		
(a) 120,000 Ordinary Shares of Tk.100/- each in Continental Hospital Ltd.	12,000,000	12,000,000
(b) 200,000 Ordinary Shares of Tk.100/- each in National Housing Finance and Investment Ltd.	20,000,000	20,000,000
(c) Advance against equity contribution with Central Depository Bangladesh Ltd.	10,000,000	6,000,000
(d) Square Hospitals Ltd.:	16,700,000	15,000,000
♦ 2,000 Ordinary Shares of Tk. 1,000/- each with premium of Tk. 5,500/- each		
♦ 3,700 Ordinary Shares of Tk. 1,000/- each		
(e) Advance against Share Money with Square Hospitals Ltd. for 169,000 Shares of Tk.1,000/- each	169,000,000	-
(f) Advance against Share Money with Square Knit Fabrics Ltd. for 4,000,000 Shares of Tk.100/- each	400,000,000	400,000,000
(g) Advance against Share Money with Square Fashions Ltd. for 2,200,000 Shares of Tk.100/- each	220,000,000	220,000,000
Tk.	847,700,000	673,000,000



31-03-04

31-03-03

4.2 CONSOLIDATED INVESTMENT-Associates Undertaking : Tk. 560,335,238

This is arrived at as follows:

Opening Balance	625,481,855	657,860,404
Add: Investment made during the Year	-	59,400,000
Add: Profit/(Loss) during the Year (Note-34)	(25,146,617)	(54,278,549)
Less: Dividend during the Year	(40,000,000)	(37,500,000)
Closing Balance	Tk. 560,335,238	625,481,855

List of Associates Undertaking (As per IAS 28) :

Name of Company	Country of Incorporation	Proportion of Ownership Interest
Square Textiles Ltd.	Bangladesh	49.62%
Square Knit Fabrics Ltd.	Bangladesh	48.84%
Square Fashions Ltd.	Bangladesh	48.46%

Voting power is not different with proportion of ownership interest. The company are using equity method of accounting in preparation of consolidated financial statements.

5. STOCKS : Tk. 795,856,209

The break-up is as under:

Raw Materials	270,183,695	264,633,606
Packing Materials	79,437,102	71,702,895
Work-in-Process	55,927,314	45,642,241
Finished Goods	310,944,115	250,254,735
Spares & Accessories	28,243,397	31,239,769
Goods in Transit	51,120,586	76,362,186
	Tk. 795,856,209	739,835,432

The basis of valuation is stated in Note-1 (g)

5.1 CONSOLIDATED STOCKS : Tk. 936,532,523

The break-up is as under:

Raw Materials	346,444,297	327,446,660
Packing Materials	81,073,943	73,927,489
Work-in-Process	59,506,204	48,766,472
Finished Goods	316,145,298	351,557,220
Spares & Accessories	43,582,940	34,537,543
Goods in Transit	89,779,841	168,308,326
	Tk. 936,532,523	1,004,543,710

The basis of valuation is stated in Note-1 (g)

NOTES TO THE FINANCIAL STATEMENTS



	31-03-04	31-03-03
6. TRADE DEBTORS : Tk. 225,115,010		
(i) Trade debtors occurred in the ordinary course of business are unsecured but considered good. Ageing of the above debtors is as follows:		
Below 30 days	124,908,008	90,043,961
Within 31-60 days	28,052,118	17,517,874
Within 61-90 days	4,598,867	10,361,940
Above 90 days	67,556,017	22,612,695
Tk.	225,115,010	140,536,470

- (ii) Debtors include Tk. 15,498,279 due from export sales of which Tk. 10,244,645 has since been realised.
- (iii) There was no amount due by the Directors (including Managing Director), managing agent, manager and other officers of the company and any of them severally or jointly with any other person.
- (iv) There was also no other amount due by associated undertakings.

6.1 CONSOLIDATED TRADE DEBTORS (Considered Good): Tk. **541,243,852** **419,172,548**

7. ADVANCES, DEPOSITS & PREPAYMENTS (CONSIDERED GOOD) : Tk. 107,177,611

This consists of as follows:

Advances:	24,337,386	50,741,023
Employees	4,698,501	6,842,266
Motor Cycle Loan - Employees	1,913,439	1,750,511
Suppliers	17,725,446	42,148,246
Deposits:	78,612,434	71,675,651
L.C Margin	18,928,098	14,552,470
Value Added Tax	51,495,701	51,037,456
Earnest Money & Security Deposit	6,199,067	5,207,420
Lease Deposit	126,160	-
Others	1,863,408	878,305
Prepayments:	4,227,791	2,041,781
Office Rent	2,213,495	2,041,781
Insurance Premium	2,014,296	-
Tk.	107,177,611	124,458,455

- (a) Employees advances of Tk. 4,698,501 includes advance to officers Tk. 3,388,410.
- (b) No amount was due by the Directors (including Managing Director) and managing agents, managers and any other officers of the company and any of them severally or jointly with any other person except as stated in (a) above.
- (c) No amount was due by the associated undertaking.



	31-03-04	31-03-03
7.1 CONSOLIDATED ADVANCES, DEPOSITS & PREPAYMENTS (CONSIDERED GOOD) : Tk. 119,677,603		
This consists of as follows:		
Advances:	25,209,870	51,027,324
Employees	4,698,501	6,842,266
Motor Cycle Loan - Employees	1,913,439	1,750,511
Suppliers	18,597,930	42,434,547
Deposits:	87,650,030	82,734,603
L.C Margin	24,681,860	25,519,470
Value Added Tax	51,495,701	51,037,456
Earnest Money & Security Deposit	9,482,901	5,299,372
Lease Deposit	126,160	-
Others	1,863,408	878,305
Prepayments:	6,817,703	4,355,143
Office Rent	2,213,495	2,041,781
Insurance Premium	4,604,208	2,313,362
Tk.	119,677,603	138,117,070

8. INVESTMENT IN MARKETABLE SECURITIES (at Cost) : Tk. 20,250,000

150,000 Ordinary Shares of Tk. 100/- each with premium of Tk. 35/- in Pioneer Insurance Company Ltd.	20,250,000	20,250,000
--	------------	------------

9. SHORT TERM LOAN (UNSECURED) : Tk. 815,577,152

This consists of the following:		
(a) Square Spinnings Ltd.	261,198,731	114,099,100
(b) Square Knit Fabrics Ltd.	240,073,658	65,718,075
(c) Square Fashions Ltd.	196,325,277	83,534,722
(d) Square Hospitals Ltd.	117,979,486	122,982,917
Tk.	815,577,152	386,334,814

Short term loan is receivable from the above subsidiary/associates undertakings and bearing interest @ 1% above the rate of interest charged by the commercial bank and considered good.

NOTES TO THE FINANCIAL STATEMENTS



	31-03-04	31-03-03
9.1 CONSOLIDATED SHORT TERM LOAN (UNSECURED) : Tk.554,378,421		
This consists of the following:		
(a) Square Knit Fabrics Ltd.	240,073,658	65,718,075
(b) Square Fashions Ltd.	196,325,277	83,534,722
(c) Square Hospitals Ltd.	117,979,486	122,982,917
Tk.	554,378,421	272,235,714

Short term loan is receivable from the above subsidiary/associates undertakings and bearing interest @ 1% above the rate of interest charged by the commercial bank and considered good.

10. CASH AND BANK BALANCES : Tk. 44,979,899

This is made-up as follows:

(a) Cash in Hand	772,425	1,412,744
(b) Cash at Bank :	44,207,474	28,724,415
✦ In Current Account	6,804,058	8,298,812
✦ In STD Account	313,046	73,667
✦ In Fixed Deposit Account	37,090,370	20,351,936
Tk.	44,979,899	30,137,159

The fixed deposit amount of Tk. 37,090,370 had to keep as lien against letter of credits and sanction of overdraft facilities for the company.

10.1 CONSOLIDATED CASH AND BANK BALANCES : Tk. 47,751,382

This is made-up as follows:

(a) Cash in Hand	1,643,946	1,963,381
(b) Cash at Bank :	46,107,436	28,976,867
✦ In Current Account	8,529,576	8,390,243
✦ In STD Account	487,490	234,688
✦ In Fixed Deposit Account	37,090,370	20,351,936
Tk.	47,751,382	30,940,248

The fixed deposit amount of Tk. 37,090,248 had to keep as lien against letter of credits and sanction of overdraft facilities for the company.



11. SHORT TERM BANK LOAN : Tk. 889,045,030

This consists of as follows:

	31-03-04	31-03-03
Cash Credit - Janata Bank, Pabna	143,086,252	177,689,655
Cash Credit - Janata Bank, Local Office, Dhaka	58,754,955	129,489,505
Short Term Loan - Citibank N.A, Dhaka	106,760,828	39,372,019
Trust Receipt - Citibank N.A, Dhaka	72,889,639	116,466,050
Overdraft - Bank Asia Ltd., Dhaka	26,670,107	48,640,611
Trust Receipt - Bank Asia Ltd., Dhaka	3,817,775	56,697,548
Overdraft - Commercial Bank of Ceylon Ltd., Dhaka	98,010	146,451,011
Trust Receipt - Commercial Bank of Ceylon Ltd., Dhaka	2,875,000	30,708,000
Short Term Loan - Standard Chartered Bank, Dhaka	163,143,271	147,173,086
Trust Receipt - Standard Chartered Bank, Dhaka	21,201,887	13,804,924
Short Term Loan - Shamil Bank of Bahrain E.C, Dhaka	100,000,000	-
Trust Receipt - Eastern Bank Ltd., Dhaka	59,595,294	-
Overdraft - Mercantile Bank Ltd., Dhaka	47,120,975	-
Trust Receipt - Mercantile Bank Ltd., Dhaka	9,268,957	-
Short Term Loan - IIDFC Ltd., Dhaka	60,000,000	-
Overdraft - Sonali Bank, Dhaka-Secured by FDR	2,772,408	3,142,640
Overdraft - Janata Bank, Mohakhali, Dhaka-Secured by FDR	10,683,843	3,975,232
Overdraft - Janata Bank, Mimi Super Market Br, Chittagong-Secured by FDR	305,829	5,083,252
Tk.	889,045,030	918,693,533

The above loans are secured against pledge and hypothecation of stocks to the bank and collateralized by first charge on company's fixed assets.

11.1 CONSOLIDATED SHORT TERM LOAN : Tk. 1,238,893,442

This consists of as follows:

Cash Credit - Janata Bank, Pabna	143,086,252	177,689,655
Cash Credit - Janata Bank, Local Office, Dhaka	58,754,955	129,489,505
Short Term Loan - Citibank N.A, Dhaka	106,760,828	39,372,019
Trust Receipt - Citibank N.A, Dhaka	72,889,639	116,466,050
Overdraft - Bank Asia Ltd., Dhaka	26,670,107	48,640,611
Trust Receipt - Bank Asia Ltd., Dhaka	3,817,775	56,697,548
Short Term Loan - Commercial Bank of Ceylon Ltd., Dhaka	79,540,545	218,171,143
Trust Receipt & PAD - Commercial Bank of Ceylon Ltd., Dhaka	51,657,000	85,114,000
Short Term Loan - Standard Chartered Bank, Dhaka	163,143,271	147,173,086
Trust Receipt & LBD - Standard Chartered Bank, Dhaka	21,201,887	13,804,924
Short Term Loan - Shamil Bank of Bahrain E.C, Dhaka	100,000,000	-
Trust Receipt - Eastern Bank Ltd., Dhaka	59,595,294	-
Overdraft - Mercantile Bank Ltd., Dhaka	47,120,975	-
Trust Receipt - Mercantile Bank Ltd., Dhaka	9,268,957	-
Overdraft - Dhaka Bank Ltd., Dhaka	4,091,223	-
Trust Receipt - Dhaka Bank Ltd., Dhaka	20,239,146	-
Short Term Loan - IIDFC Ltd., Dhaka	60,000,000	-
Overdraft - Sonali Bank, Dhaka-Secured by FDR	2,772,408	3,142,640
Overdraft - Janata Bank, Mohakhali, Dhaka-Secured by FDR	10,683,843	3,975,232
Overdraft - HSBC Ltd., Dhaka	5,949,325	9,248,547
Trust Receipt & LBD - HSBC Ltd., Dhaka	163,219,811	207,651,379
Overdraft - Janata Bank, Mimi Super Market Br, Chittagong-Secured by FDR	305,829	5,083,252
Overdraft - The Premier Bank Ltd., Dhaka	4,251,760	24,391,903
Trust Receipt, PAD & LBD - The Premier Bank Ltd., Dhaka	23,872,612	97,899,658
TK.	1,238,893,442	1,384,011,152

NOTES TO THE FINANCIAL STATEMENTS



31-03-04

31-03-03

12. LONG TERM LOANS - Current Portion : Tk. 55,921,187

This represents current portion of long term loans from financial institutions which are repayable within next 12 months from April, 2004 and consists of as follows:

(a) Standard Chartered Bank, Dhaka	-	59,547,849
(b) Eastern Bank Ltd., Dhaka	-	26,666,668
(c) Dhaka Bank Ltd., Dhaka	51,560,000	-
(d) Minimum Lease Payments	4,361,187	-
Tk.	<u>55,921,187</u>	<u>86,214,517</u>

12.1 CONSOLIDATED LONG TERM LOANS - Current Portion : Tk. 55,921,187

This represents current portion of long term loans from financial institutions which are repayable within next 12 months from April, 2004 and consists of as follows:

(a) Standard Chartered Bank, Dhaka	-	59,547,849
(b) Commercial Bank of Ceylon Ltd., Dhaka	-	33,333,328
(c) Eastern Bank Ltd., Dhaka	-	26,666,668
(d) The Premier Bank Ltd., Dhaka	-	38,814,549
(e) HSBC Ltd., Dhaka	-	51,459,176
(f) Dhaka Bank Ltd., Dhaka	51,560,000	-
(g) Minimum Lease Payments	4,361,187	-
Tk.	<u>55,921,187</u>	<u>209,821,570</u>

13. TRADE CREDITORS:

Tk. **52,646,198** **34,645,046**

This represents amount payable to regular suppliers of raw materials, packing materials, promotional materials etc. All suppliers were paid on a regular basis.

13.1 CONSOLIDATED TRADE CREDITORS:

Tk. **71,627,753** **43,799,686**

This represents amount payable to regular suppliers of raw materials, packing materials, promotional materials etc. All suppliers were paid on a regular basis.

14. LIABILITIES FOR EXPENSES : Tk. 16,928,468

This consists of as follows:

Accrued Expenses	14,312,127	18,349,025
Clearing & Forwarding	2,466,341	3,360,823
Audit Fees	150,000	150,000
Tk.	<u>16,928,468</u>	<u>21,859,848</u>



31-03-04 **31-03-03**

14.1 CONSOLIDATED LIABILITIES FOR EXPENSES : Tk. 49,549,686

This consists of as follows:

Accrued Expenses	46,908,345	28,875,189
Clearing & Forwarding	2,466,341	3,360,823
Audit Fees	175,000	155,000
Tk.	49,549,686	32,391,012

15. LIABILITIES FOR OTHER FINANCE : Tk. 229,034,317

This consists of as follows:

Sundry Creditors	90,389,647	70,902,437
Income Tax (Deduction at Source)	627,339	8,617,030
Retention Money	1,352,877	865,733
Allocation for WPPF	84,094,126	78,227,981
Income Tax Payable (Note-16)	52,570,328	27,940,707
Tk.	229,034,317	186,553,888

15.1 CONSOLIDATED LIABILITIES FOR OTHER FINANCE : Tk. 236,393,904

This consists of as follows:

Sundry Creditors	91,140,521	71,621,101
Income Tax (Deduction at Source)	690,426	8,701,324
Retention Money	1,352,877	865,733
Allocation for WPPF	92,401,881	83,868,710
Income Tax Payable (Note-16.1)	50,808,199	26,647,462
Tk.	236,393,904	191,704,330

16. INCOME TAX PAYABLE : Tk. 52,570,328

This is arrived at as follows:

Income Tax Payable:	344,133,805	162,541,034
- Balance at 01-04-02	(2,178,263)	(2,178,263)
- Provision made during the Year 2002-03 (Note-33)	164,719,297	164,719,297
- Provision made during the Year 2003-04 (Note-33)	181,592,771	-
Less: Payment of Income Tax:	291,563,477	134,600,327
- During the Year 2002-03	134,600,327	134,600,327
- During the Year 2003-04	156,963,150	-
Closing Balance	52,570,328	27,940,707

NOTES TO THE FINANCIAL STATEMENTS



	31-03-04	31-03-03
16.1 CONSOLIDATED INCOME TAX PAYABLE : Tk. 50,808,199		
This is arrived at as follows:		
Income Tax Payable:	343,188,940	161,596,169
- Balance at 01-04-02	(3,123,128)	(3,123,128)
- Provision made during the Year 2002-03 (Note-33)	164,719,297	164,719,297
- Provision made during the Year 2003-04 (Note-33)	181,592,771	-
Less: Payment of Income Tax:	292,380,741	134,948,707
- During the Year 2002-03	134,948,707	134,948,707
- During the Year 2003-04	157,432,034	-
Closing Balance	Tk. 50,808,199	26,647,462

17. LONG TERM LOANS (Secured) : Tk. 36,544,158

This represents long term loans from financial institutions are as follows :

(a) Standard Chartered Bank, Dhaka	-	11,921,601
(b) Eastern Bank Ltd., Dhaka	-	53,333,332
(c) Dhaka Bank Ltd., Dhaka	27,476,484	-
(d) Minimum Lease Payments	9,067,674	-
	Tk. 36,544,158	65,254,933

(a & b) During the year 2003-2004, Company has repaid the balance of Long Term Loan of Standard Chartered Bank, Dhaka and Eastern Bank Ltd., Dhaka.

c) Dhaka Bank Ltd. - Tk. 27,476,484

The bank sanctioned total amount of Tk. 250,000,000 for import of Machinery, Equipments and Other Materials for Cephalosporin Project situated at Dhaka Unit, Kaliakoir, Gazipur, out of which Tk. 79,036,484 has already been disbursed. This loan is secured by mortgage on fixed and floating assets of the project on pari-pasu basis with other banks are under process. The loan amount along with interest will be repaid in monthly instalment of Tk. 64.45 lac each starting from the 7th month of first disbursement.

d) Minimum Lease Payments - Tk. 9,067,674:

- (1) An amount of Tk. 8,000,000 is recognised as Minimum Lease Payments under lease of Vehicle from Bangladesh Finance & Investment Co. Ltd. and the lease is repayable in 36 (thirty six) equal monthly instalment of Tk. 272,800 starting from Nov'03
- (2) An amount of Tk. 6,500,000 is recognised as Minimum Lease Payments under lease of Vehicles from Industrial and Infrastructure Development Company Ltd. and the lease is repayable in 36 (thirty six) equal monthly instalment of Tk. 213,755 starting from Mar'04



	31-03-04	31-03-03
17.1 CONSOLIDATED LONG TERM LOANS (Secured) :	Tk. 36,544,158	65,254,933

18. MINORITY INTEREST : Tk. 7,377,648

This represents minority interest of Square Spinings Ltd. are as follows:

Paid-up Capital	2,000,000	2,000,000
Retained Earnings	3,384,798	2,124,547
Tax Holiday Reserve	1,992,850	1,152,683
Tk.	7,377,648	5,277,230

List of Subsidiary (As per IAS -27):

Name of Company	Country of Incorporation	Proportion of Ownership Interest
Square Spinings Ltd.	Bangladesh	98%

Voting power is not different with proportion of ownership interest. The company is using equity method of accounting in preparation of consolidated financial statements.



NOTES TO THE FINANCIAL STATEMENTS



	31-03-04	31-03-03
19. SHARE CAPITAL : Tk. 360,000,000		
This is made-up as follows:		
Authorised:		
10,000,000 Ordinary Shares of Tk.100/- each	1,000,000,000	1,000,000,000
Issued, subscribed and paid-up:		
a) By Cash:		
1,009,230 Ordinary Shares of Tk.100/- each fully paid-up in cash	100,923,000	100,923,000
b) Other than Cash:		
4,002 Ordinary shares of Tk.100/- each fully paid-up for consideration other than cash	400,200	400,200
c) By issue of Bonus Share:		
2,586,768 Ordinary Shares of Tk.100/- each fully paid-up as Bonus Shares	258,676,800	198,676,800
Tk.	360,000,000	300,000,000

The position of Shareholders as on 31 March 2004 is as follows :

	No. of Investors	Number of Shares	% of Share Holding 2003-04	% of Share Holding 2002-03
Sponsors	14	1,947,666	54.10%	53.69%
Foreign Investors	12	325,183	9.03%	8.60%
Others	9,244	1,327,151	36.87%	37.71%
	9,270	3,600,000	100.00%	100.00%



The distribution schedule showing the number of shareholders and their share holdings in percentage has been disclosed below as per requirement of the Regulation 37 (3) of Dhaka Stock Exchange and Chittagong Stock Exchange.

Range of Holdings	No. of Share Holders	No. of Shares	Holdings %
Less than 500 Shares	9,079	473,088	13.14%
501 to 5,000 Shares	163	181,946	5.05%
5,001 to 10,000 Shares	7	55,587	1.54%
10,001 to 20,000 Shares	-	-	-
20,001 to 30,000 Shares	2	50,566	1.41%
30,001 to 40,000 Shares	-	-	-
40,001 to 50,000 Shares	2	83,754	2.33%
50,001 to 100,000 Shares	6	451,136	12.53%
100,001 to 1,000,000 Shares	11	2,303,923	64.00%
Over 1,000,000 Shares	-	-	-
Total	9,270	3,600,000	100.00%

31-03-04

31-03-03

20. SHARE PREMIUM : Tk. 2,035,465,000

This is arrived at as follows:

Balance as on 01-04-03	1,367,245,000	800,000,000
Add: Premium raised for Bonus Shares Declared on 25-09-03	668,220,000	567,245,000
Balance as on 31-03-04	Tk. 2,035,465,000	1,367,245,000

Out of the total premium Tk. 2,035,465,000, an amount of Tk. 800,000,000 was raised at the time of Initial Public Offering (IPO) which has been utilised for BMRE at Pabna and for a new Pharmaceuticals Project at Kaliakoir, Gazipur. The balance amount of Tk. 1,235,465,000 has been raised for issue of Bonus Shares in compliance with Circular No.SEC/CFD/2001/Admin/02-02 dated October 04, 2001 of Securities and Exchange Commission.

21. TAX HOLIDAY RESERVE : Tk. 853,731,206

This has been provided as per provisions of section 45 of the Income Tax Ordinance 1984 which is arrived at as follows:

Opening Balance	660,673,130	470,961,594
Add: Provided during the Year	193,058,076	189,711,536
Closing Balance	Tk. 853,731,206	660,673,130

Tax holiday reserve provided during the year represents 40% of the net profit of tax holiday units viz Tablet Unit and AgroVet Unit which is to be invested within two years from the end of the exemption period in the same undertaking or in any new industrial undertaking or in stocks and shares of public limited companies or in government bonds or securities.

NOTES TO THE FINANCIAL STATEMENTS



	31-03-04	31-03-03			
21.1 CONSOLIDATED TAX HOLIDAY RESERVE : Tk. 1,104,467,955					
This has been provided as per provisions of section 45 of the Income Tax Ordinance 1984 which is arrived at as follows:					
Opening Balance	869,401,526	646,192,343			
Add: Provided during the Year	235,066,429	223,209,183			
Closing Balance	Tk. 1,104,467,955	869,401,526			
<table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 50%;"></th> <th style="width: 25%; text-align: center; background-color: #f2f2f2;">2003-2004</th> <th style="width: 25%; text-align: center; background-color: #f2f2f2;">2002-2003</th> </tr> </thead> </table>				2003-2004	2002-2003
	2003-2004	2002-2003			

22. GROSS TURNOVER : Tk. 5,482,087,920

This is made-up as follows:

Local:

Pharmaceuticals Products	5,073,041,083	4,372,315,700
Basic Chemicals	321,728,657	291,670,992
AgroVet Products	27,363,822	30,672,242
Total Local Turnover	5,422,133,562	4,694,658,934

Export:

Pharmaceuticals Products (US \$ 826,901 & EURO 170,234)	59,954,358	35,083,942
---	------------	------------

Gross Turnover	Tk. 5,482,087,920	4,729,742,876
-----------------------	--------------------------	----------------------

(i) Sales consists of 304 Pharmaceuticals Products, 9 Basic Chemicals Products and 19 AgroVet Products. The summarised quantity are as under:

(Quantity in Thousand)

	Unit	Opening	Production	Sales	Closing
Tablets	Pcs	157,988	2,115,330	2,116,811	156,507
Capsules	Pcs	33,489	344,101	339,097	38,493
Liquids	Bottles	1,565	23,486	23,190	1,861
Injectables (Vials & Ampoules)	Pcs	2,027	17,392	17,610	1,809
ENT Preparations & Others	Phials	678	10,669	10,309	1,038
Opthal Preparations & Others	Phials	122	959	994	87
Dry Syrups	Bottles	324	3,640	3,423	541
Suppository	Pcs	212	2,729	2,585	356
Inhalers	Cans	41	373	375	39
Basic Chemicals	Kg	31	242	254	19
Tablets - AgroVet	Pcs	616	1,463	1,790	289
Powder - AgroVet	Gm	6,268	8,758	10,324	4,702
Injectables - AgroVet	Pcs	960	1,601	1,626	935
Liquids - AgroVet	Bottles	19	68	64	23

(ii) 129.71 M.T of basic chemicals valued at Tk. 111,617,900 has been transferred from chemical plant to pharma formulation plant of the company which has not been included in the above turnover.

(iii) The company has no Sales Agent on commission basis.



22.1 CONSOLIDATED GROSS TURNOVER : Tk. 6,469,012,388

	2003-2004	2002-2003
Square Pharmaceuticals Ltd.	5,482,087,920	4,729,742,876
Square Spinnings Ltd.	986,924,468	715,452,747
Gross Turnover	Tk. 6,469,012,388	5,445,195,623

23. COST OF GOODS SOLD : Tk. 2,814,959,729

This is arrived at as follows:	Notes	2003-2004	2002-2003
Raw Materials Consumed	24	1,743,317,690	1,704,311,986
Packing Materials Consumed	25	535,700,203	505,020,123
		2,279,017,893	2,209,332,109
Work-in-Process (Opening)		45,642,241	28,601,567
Work-in-Process (Closing)		(55,927,314)	(45,642,241)
TOTAL CONSUMPTION		2,268,732,820	2,192,291,435
Factory Overhead	26	554,567,105	492,383,684
COST OF PRODUCTION		2,823,299,925	2,684,675,119
Purchase of Finished Goods		52,349,184	-
Finished Goods (Opening)		250,254,735	165,148,054
Finished Goods (Closing)		(310,944,115)	(250,254,735)
		Tk. 2,814,959,729	2,599,568,438

23.1 CONSOLIDATED COST OF GOODS SOLD : Tk.3,599,220,594

This is arrived at as follows:	Notes	2003-2004	2002-2003
Raw Materials Consumed	24.1	2,310,766,590	2,197,602,234
Packing Materials Consumed	25.1	547,182,876	516,201,974
		2,857,949,466	2,713,804,208
Work-in-Process (Opening)		48,766,472	30,971,199
Work-in-Process (Closing)		(59,506,204)	(48,766,472)
TOTAL CONSUMPTION		2,847,209,734	2,696,008,935
Factory Overhead	26.1	664,249,754	586,586,725
COST OF PRODUCTION		3,511,459,488	3,282,595,660
Purchase of Finished Goods		52,349,184	-
Finished Goods (Opening)		351,557,220	210,484,843
Finished Goods (Closing)		(316,145,298)	(351,557,220)
		Tk. 3,599,220,594	3,141,523,283

NOTES TO THE FINANCIAL STATEMENTS



2003 -2004

2002-2003

24. RAW MATERIALS CONSUMED : Tk. 1,743,317,690

This is arrived at as follows:

Opening Stock	264,633,606	189,987,498
Purchase	1,748,867,779	1,778,958,094
Closing Stock	(270,183,695)	(264,633,606)
Tk.	<u>1,743,317,690</u>	<u>1,704,311,986</u>

Summarised quantity and total value of Ingredients are stated as under:

Particulars	Pcs Cap-Shell	Quantity (Kg)				Total	Total Value (Tk.)
		Active	Excepients	Colour	Flavour		
Opening Balance	45,864,001	407,364	768,183	52,900	3,895	1,232,342	264,633,606
Purchase	357,673,100	1,180,178	1,874,394	166,230	17,495	3,238,297	1,748,867,779
Available for use	403,537,101	1,587,542	2,642,577	219,130	21,390	4,470,639	2,013,501,385
Closing Balance (-)	41,591,400	228,592	606,210	55,915	7,287	898,004	270,183,695
Consumption	361,945,701	1,358,950	2,036,367	163,215	14,103	3,572,635	1,743,317,690

Raw materials consists of 449 items of which 82.55% (in value) are imported.

24.1 CONSOLIDATED RAW MATERIALS CONSUMED : Tk. 2,310,766,590

This is arrived at as follows:

Opening Stock	327,446,660	294,962,704
Purchase	2,329,141,876	2,230,086,190
Closing Stock	(345,821,946)	(327,446,660)
Tk.	<u>2,310,766,590</u>	<u>2,197,602,234</u>

25. PACKING MATERIALS CONSUMED : Tk. 535,700,203

This is arrived at as follows:

Opening Stock	71,702,895	41,180,625
Purchase	543,434,410	535,542,393
Closing Stock	(79,437,102)	(71,702,895)
Tk.	<u>535,700,203</u>	<u>505,020,123</u>



Summarised quantity and total value of packing materials are stated as under:

Name of Item	Unit	Opening	Purchase	Consumption	Closing
Inner Carton	Pcs	10,975,543	74,385,820	76,074,837	9,286,526
Shipper's Carton	Pcs	245,660	1,292,051	1,376,678	161,033
Label	Pcs	6,653,091	44,851,106	45,730,786	5,773,411
Direction Slip	Pcs	9,610,391	66,306,113	67,562,557	8,353,947
Container	Pcs	1,106,990	6,991,582	7,341,122	757,450
Blister Foil	Kg	37,731	128,036	119,184	46,583
Strip Foil	Kg	38,782	133,560	145,092	27,250
PVC Film	Kg	101,877	262,324	274,204	89,997
Bottles	Pcs	6,625,070	28,925,247	31,816,292	3,734,025
Ampoules	Pcs	7,653,825	18,524,638	22,065,480	4,112,983
Vials	Pcs	933,812	4,613,946	4,583,903	963,855
P.P Caps	Pcs	5,150,173	31,051,568	31,146,023	5,055,718
Tubes	Pcs	2,337,603	4,655,585	6,344,802	648,386
Total Value (Tk.)		71,702,895	543,434,410	535,700,203	79,437,102

Packing materials consists of 1,157 items of which 39.70% (in value) are imported.

2003-2004

2002-2003

25.1 CONSOLIDATED PACKING MATERIALS CONSUMED : Tk. 547,182,876

This is arrived at as follows:

Opening Stock	73,927,489	42,767,883
Purchase	554,329,330	547,361,580
Closing Stock	(81,073,943)	(73,927,489)
Tk.	547,182,876	516,201,974

26. FACTORY OVERHEAD : Tk. 554,567,105

This is made-up as follows:

Salaries, Allowances and Wages	123,632,811	94,282,462
Factory Employees Free Lunch	8,684,283	6,544,075
Factory Staff Uniform	2,294,752	1,930,642
Travelling & Conveyance	1,191,534	855,437
Printing & Stationery	2,807,130	2,277,481
Postage, Telephone & Fax	1,913,633	2,253,332
Repairs & Maintenance	59,990,350	33,053,783
Laboratory Consumable Stores	12,825,105	5,659,514
Fuel, Petrol, Light Diesel etc.	16,837,749	16,747,239
Electricity, Gas & Water	46,929,304	37,128,079
Municipal & Other Tax	846,039	1,209,079
Insurance Premium	9,937,762	9,161,170
Factory Sanitation Expenses	3,839,582	1,268,447
Depreciation	255,336,864	274,879,299
Security Services	5,127,534	3,773,972
Other Expenses	2,372,673	1,359,673
Tk.	554,567,105	492,383,684

NOTES TO THE FINANCIAL STATEMENTS



2003- 2004

2002-2003

26.1 CONSOLIDATED FACTORY OVERHEAD : Tk. 664,249,754

This is made-up as follows:

Salaries, Allowances and Wages		133,829,691	103,053,524
Factory Employees Free Lunch		8,847,367	6,727,143
Factory Staff Uniform		2,306,971	1,933,242
Travelling & Conveyance		1,193,347	857,567
Printing & Stationery		3,024,067	2,574,947
Postage, Telephone & Fax		1,921,915	2,270,571
Repairs & Maintenance		85,987,311	49,092,732
Laboratory Consumable Stores		12,825,105	5,659,514
Fuel, Petrol, Light Diesel etc.		17,260,453	17,136,673
Electricity, Gas & Water		67,472,763	55,632,148
Municipal & Other Tax		846,039	1,292,392
Insurance Premium		13,140,811	12,736,643
Factory Sanitation Expenses		3,839,582	1,268,447
Depreciation		303,606,303	320,784,016
Security Services		5,732,157	4,186,303
Other Expenses		2,415,872	1,380,863
	Tk.	664,249,754	586,586,725

27. OPERATING & FINANCIAL EXPENSES : Tk. 786,053,506

Notes

This is made-up as follows:

Selling & Distribution Overhead	28	536,102,740	398,849,182
Administrative Overhead	29	141,276,769	113,849,511
Financial Expenses	30	108,673,997	124,494,965
	Tk.	786,053,506	637,193,658

27.1 CONSOLIDATED OPERATING & FINANCIAL EXPENSES : Tk. 859,519,701

Notes

This is made-up as follows:

Selling & Distribution Overhead	28.1	547,955,188	406,668,352
Administrative Overhead	29.1	144,990,505	118,338,201
Financial Expenses	30.1	166,574,008	199,992,746
	Tk.	859,519,701	724,999,299



28. SELLING & DISTRIBUTION OVERHEAD : Tk. 536,102,740

This consists of as follows:

	2003-2004	2002-2003
Salaries and Allowances	58,501,938	42,279,263
Travelling and Conveyance	5,661,169	2,159,963
Training Expenses	1,161,492	581,096
Printing and Stationery	10,802,184	6,927,597
Postage, Telephone, Fax & Telex	3,401,777	2,443,722
Electricity, Gas and Water	1,776,802	1,649,262
Tiffin and Refreshment	1,417,578	1,882,886
Office and Godown Rent	4,968,292	4,684,992
Bank Charges	3,922,171	3,338,272
Repairs and Maintenance including car maintenance	36,619,890	8,853,607
Govt. Taxes and Licence Fees	4,824,565	4,378,527
Field Staff Salaries, Allowances, TA and DA	122,191,638	93,832,279
Marketing and Promotional Expenses	70,492,864	51,111,752
Advertisement	1,035,132	1,422,984
Delivery and Packing Expenses	17,267,854	12,440,919
Export Expenses	7,764,035	2,424,032
Special Discount	130,606,515	112,396,748
Sample Expenses	26,057,084	21,376,504
Security Services	4,979,949	4,279,972
Depreciation	22,376,653	20,064,922
Other Expenses	273,158	319,883
Tk.	536,102,740	398,849,182

28.1 CONSOLIDATED SELLING & DISTRIBUTION OVERHEAD : Tk. 547,955,188

This consists of as follows:

	2003-2004	2002-2003
Salaries and Allowances	58,501,938	42,279,263
Travelling and Conveyance	5,661,169	2,159,963
Training Expenses	1,161,492	581,096
Printing and Stationery	10,802,184	6,927,597
Postage, Telephone, Fax & Telex	3,401,777	2,443,722
Electricity, Gas and Water	1,776,802	1,649,262
Tiffin and Refreshment	1,417,578	1,882,886
Office and Godown Rent	4,968,292	4,684,992
Bank Charges	5,112,692	4,561,645
Repairs and Maintenance including car maintenance	36,619,890	8,853,607
Govt. Taxes and Licence Fees	4,824,565	4,378,527
Field Staff Salaries, Allowances, TA and DA	122,191,638	93,832,279
Marketing and Promotional Expenses	70,492,864	51,111,752
Advertisement	1,035,132	1,422,984
Delivery and Packing Expenses	17,445,235	12,523,384
Export Expenses	10,353,185	3,152,544
Special Discount	130,606,515	112,396,748
Sample Expenses	26,057,084	21,376,504
Security Services	4,979,949	4,279,972
Distribution Commission	7,895,396	5,784,820
Depreciation	22,376,653	20,064,922
Other Expenses	273,158	319,883
Tk.	547,955,188	406,668,352

NOTES TO THE FINANCIAL STATEMENTS



	2003-2004	2002-2003
29. ADMINISTRATIVE OVERHEAD : Tk. 141,276,769		
This consists of as follows:		
Salaries and Allowances	36,231,087	33,255,315
Directors Remuneration	9,025,462	8,958,105
Travelling and Conveyance	11,776,828	7,812,906
Training Expenses	89,411	57,976
Printing and Stationery	3,432,814	3,626,427
Postage, Telephone, Fax & Telex	6,187,969	5,184,457
Electricity, Gas & Water	5,349,282	4,384,249
Tiffin and Refreshment	5,391,693	5,058,436
Office Rent	1,995,000	1,666,000
Sanitation Expenses	812,628	852,623
Books and Periodicals	800,005	1,531,847
Subscription and Donation	2,264,465	1,277,030
Advertisement	4,732,632	1,058,410
Repairs and Maintenance	6,849,257	6,076,777
Bank Charges	8,296,544	4,929,350
Insurance	2,988,792	3,300,080
Govt. Taxes, Stamp Duty & Licence Fee	4,182,525	3,734,658
Lease Rent	2,841,540	1,128,240
Security Services	3,359,006	2,976,757
Management Consultant Fees	1,181,330	3,524,582
Legal Charges	563,688	214,384
Audit Fees	150,000	150,000
Depreciation	11,732,057	10,212,852
Annual General Meeting Expenses	1,923,120	1,956,589
Software & Hardware Support Services	8,570,491	-
Other Expenses	549,143	921,461
Tk.	141,276,769	113,849,511

Audit fees of Tk. 150,000 represents fees for auditing the accounts of the company for the year 2003-2004.



	2003-2004	2002-2003
29.1 CONSOLIDATED ADMINISTRATIVE OVERHEAD : Tk. 144,990,505		
This consists of as follows:		
Salaries and Allowances	37,686,631	35,143,385
Directors Remuneration	9,025,462	8,958,105
Travelling and Conveyance	11,826,799	7,907,207
Training Expenses	132,631	381,399
Printing and Stationery	3,546,166	3,768,773
Postage, Telephone, Fax & Telex	6,206,802	5,185,814
Electricity, Gas & Water	5,584,197	4,505,828
Tiffin and Refreshment	5,711,086	5,377,099
Office Rent	2,354,775	1,962,595
Sanitation Expenses	844,069	873,767
Books and Periodicals	800,005	1,531,847
Subscription and Donation	2,314,575	1,992,136
Advertisement	4,732,632	1,058,410
Repairs and Maintenance	7,252,963	6,424,591
Bank Charges	8,723,521	5,049,405
Insurance	2,988,792	3,316,881
Govt. Taxes, Stamp Duty & Licence Fee	4,323,896	3,787,365
Lease Rent	2,841,540	1,128,240
Security Services	3,399,134	3,000,486
Management Consultant Fees	1,181,330	3,524,582
Legal Charges	563,688	214,384
Audit Fees	175,000	155,000
Depreciation	11,732,057	10,212,852
Annual General Meeting Expenses	1,923,120	1,956,589
Software & Hardware Support Services	8,570,491	-
Other Expenses	549,143	921,461
Tk.	144,990,505	118,338,201
30. FINANCIAL EXPENSES : Tk. 108,673,997		
This is made-up as follows:		
Interest on Cash Credit	22,665,041	34,163,061
Interest on Overdraft	17,323,035	16,978,013
Interest on LATR & LPO	33,579,096	30,863,413
Interest on Short Term Loan	28,599,486	24,767,018
Interest on Long Term Loan	6,000,723	17,723,460
Interest on Lease	506,616	-
Tk.	108,673,997	124,494,965

NOTES TO THE FINANCIAL STATEMENTS



	2003-2004	2002-2003
30.1 CONSOLIDATED FINANCIAL EXPENSES : Tk. 166,574,008		
This is made up as follows:		
Interest on Cash Credit	22,665,041	34,163,061
Interest on Overdraft	26,310,553	28,372,965
Interest on Long Term Loan	8,394,795	43,253,922
Interest on TR,LBD & PAD	79,859,184	69,435,780
Interest on Short Term Loan	28,837,819	24,767,018
Interest on Lease	506,616	-
Tk.	166,574,008	199,992,746

31. OTHER INCOME : Tk. 88,679,623

This is arrived at as follows:		
Interest on FDR	2,043,069	1,627,213
Interest on Savings Account	115,448	62,466
Interest on Loan to Sister Concern	38,192,830	18,770,831
Rental Income	300,000	630,000
Sale of Scrap	3,686,659	4,022,337
Dividend	43,277,360	53,679,300
Foreign Exchange Fluctuation Gain/(Loss) on Retention Quota Accounts	(161,320)	435,244
Foreign Exchange Fluctuation Gain/(Loss) against Collection on Export Bills	(5,652)	123,884
Gain on Sale of Marketable Securities	-	65,625,000
	87,448,394	144,976,275
Profit/(Loss) on Sale of Fixed Assets (Note-38)	1,231,229	2,019,229
Tk.	88,679,623	146,995,504

31.1 CONSOLIDATED OTHER INCOME : Tk. 29,754,144

This is arrived at as follows:		
Interest on FDR	2,043,069	1,627,213
Interest on Savings Account	131,362	74,700
Rental Income	300,000	630,000
Sale of Scrap	3,686,659	4,022,337
Foreign Exchange Fluctuation Gain/(Loss) on Retention Quota Accounts	(161,320)	435,244
Foreign Exchange Fluctuation Gain/(Loss) against Collection on Export Bills	(5,652)	123,884
Dividend	3,277,360	16,179,300
Gain on Sale of Marketable Securities	-	65,625,000
Interest on Loan to Sister Concern	19,251,437	4,550,958
	28,522,915	93,268,636
Profit / (Loss) on Sale of Fixed Assets (Note-38)	1,231,229	2,019,229
Tk.	29,754,144	95,287,865



	2003-2004	2002-2003
32. ALLOCATION FOR WPPF :	Tk. 57,581,816	46,480,204
This represents 5% of Net Profit before Tax after charging the allocation as per provisions of the Workers' Profit Participation Act, 1968 and is payable to workers as defined in the said Act.		
32.1 CONSOLIDATED ALLOCATION FOR WPPF :	Tk. 62,832,860	49,884,234
33. PROVISION FOR INCOME TAX FOR THE YEAR : Tk. 181,592,771		
This represents estimated Income Tax liability for the year 2003-04 as follows:		
1) 30% Income Tax on the aggregate amount of Net Profit of Tk. 663,025,902 of Taxable Unit	198,907,771	173,389,946
2) Half of 30% Income Tax on Export Net Profit of Tk. 19,079,832	2,861,975	1,579,600
3) 15% Income Tax on Dividend Income	-	8,051,895
	201,769,746	183,021,441
Less: 10% Exemption for declaration of Dividend	20,176,975	18,302,144
Tk.	181,592,771	164,719,297
34. PROFIT/(LOSS) FROM ASSOCIATES UNDERTAKING : Tk. (25,146,617)		
This is arrived at as follows:		
a) Square Textiles Ltd.	83,313,680	40,419,449
b) Square Knit Fabrics Ltd.	(60,968,489)	(59,342,481)
c) Square Fashions Ltd.	(47,491,808)	(35,355,517)
Tk.	(25,146,617)	(54,278,549)

35. APPROPRIATION DURING THE YEAR:

In accordance with IAS 1 "Presentation of Financial Statements", the appropriations for the year have been reflected in the "Statement of Changes in Equity".

During the year under review, an amount of Tk. 193,058,076 has been transferred to Tax Holiday Reserve being 40% of Net Profit of Tax Holiday Units as per section 45 of the Income Tax Ordinance, 1984. A part of the balance of Net Profit though carried forward in the Balance Sheet will be applied for payment of this year's cash dividend proposed by the Board of Directors @ Tk. 70/- per share and will be recognised as liability in the accounts as and when approved by the Shareholders in the Annual General Meeting. The total amount of Proposed Cash Dividend for the year 2003-2004 is calculated at Tk. 252,000,000 and Tk. 25,200,000 will also be required for Dividend Distribution Tax.

The Board of Directors also proposed 720,000 Bonus Shares (Stock Dividend) at the rate of 01 (one) share for every 05 (five) shares. The total amount of proposed Bonus Share (Stock Dividend) for the year is calculated at Tk. 72,000,000.

NOTES TO THE FINANCIAL STATEMENTS



2003-2004

2002-2003

36. BASIC EARNINGS PER SHARE (EPS) - (Disclosure under IAS 33 "Earning Per Share")

The computation is given below:

Surplus for the year attributable to Shareholders (Net Profit after Tax)	970,043,543	764,884,789
Weighted average number of Shares outstanding during the year	3,600,000	3,600,000
Basic EPS	Tk. 269.46	212.47

37. PAYMENTS/PERQUISITES TO DIRECTORS AND OFFICERS

The aggregate amount paid/provided during the year in respect of "Directors" and "Officer" of the company as defined in the Securities and Exchange Rules 1987 are disclosed below:

Directors' Remuneration	9,025,462
Managerial Remuneration	15,380,028
Managerial Benefits:	
Company's Contribution to Provident Fund	1,487,019
Bonus	4,062,116
House Rent	4,820,277
Medical & Conveyance	496,000

(a) no compensation was made to the Managing Director of the company except as stated in (37) above.

(b) no amount was spent by the company for compensating any member of the Board of Directors except as stated in (37) above.





38. PARTICULARS OF DISPOSAL OF FIXED ASSETS DURING THE YEAR :

Particulars of Assets	Cost	Acc. Depn Upto 31-03-03	WDV as on 31-03-03	Sales Price	Profit/ (Loss)	Name of Parties	Mode of Disposal
Mitsubishi L400 SG GLS	1,400,000	1,032,998	367,002	990,000	622,998	Pragati Insurance Ltd.	Negotiation
Toyota Townace Van	300,000	280,673	19,327	65,000	45,673	Mr. Md. Zasim Uddin	Negotiation
Toyota Townace Van	285,000	266,639	18,361	65,000	46,639	Mr. Md. Zasim Uddin	Negotiation
Toyota Corolla XE	350,000	276,600	73,400	87,500	14,100	Mr. Mahbubur Rahman	Negotiation
Toyota Corolla LX Ltd.	570,000	278,160	291,840	313,333	21,493	Mr. Showkat Mostafa	Negotiation
Toyota Corolla XE	350,000	276,600	73,400	87,500	14,100	Mr. Moslem Uddin	Negotiation
Toyota Starlet Soleil	350,000	235,312	114,688	87,500	(27,188)	Mr. Sarder A. Hafeez	Negotiation
Toyota Corolla SE Ltd.	450,000	332,035	117,965	112,500	(5,465)	Mr. Golam Rabbani	Negotiation
Toyota Corolla LX Ltd.	435,000	292,459	142,541	108,750	(33,791)	Mr. Akteruzzaman	Negotiation
Toyota Corolla LX Ltd.	400,000	236,160	163,840	125,000	(38,840)	Mr. Sadiquul Islam	Negotiation
Toyota Corona	800,000	390,400	409,600	390,000	(19,600)	Mr. Muhammadul Haque	Negotiation
Toyota Corolla XE	400,000	236,160	163,840	155,000	(8,840)	Ms. Parveen Huda	Negotiation
Toyota Corolla SE Ltd.	450,000	302,544	147,456	112,500	(34,956)	Mr. D H Azad	Negotiation
Toyota Starlet Soleil	335,000	225,227	109,773	83,900	(25,873)	Mr. Monzurul Kader	Negotiation
Toyota Corolla SE Ltd.	450,000	302,544	147,456	112,500	(34,956)	Mr. K M Saiful Islam	Negotiation
Toyota Corolla S. Wagon	320,000	236,114	83,886	80,000	(3,886)	Mr. T. Halder	Negotiation
Toyota Corolla LX Ltd.	580,000	283,040	296,960	374,667	77,707	Mr. ATM Mohiuddin	Negotiation
Toyota Corona	810,000	395,280	414,720	524,167	109,447	Mr. Ashraf Dawood	Negotiation
Bet Ford Truck	380,000	374,866	5,134	322,000	316,866	Mr. Firoze Hossain	Negotiation
Toyota Corolla XE Saloon	600,000	216,000	384,000	432,000	48,000	Mr. Biplob Kr. Sarker	Negotiation
Toyota Corolla SE Ltd.	450,000	355,628	94,372	112,500	18,128	Dr. A H Mahbub Alam	Negotiation
Toyota Corolla LX	350,000	276,600	73,400	87,500	14,100	Mr. Abdul Hamid	Negotiation
Toyota Corolla LX Ltd.	400,000	236,160	163,840	180,000	16,160	Mr. M Sharful Islam	Negotiation
Motor Cycle – Yamaha	48,633	17,508	31,125	24,317	(6,808)	Mr. Mahbubur Rahman	Negotiation
Motor Cycle – Honda	125,153	45,055	80,098	94,904	14,806	Mr. Rafiqul Islam	Negotiation
Motor Cycle – Suzuki	65,838	23,702	42,136	36,238	(5,898)	Mr. Rezaul Islam Khan	Negotiation
Motor Cycle – Suzuki	34,313	12,353	21,960	17,157	(4,803)	Mr. Abul Basher Fakir	Negotiation
Motor Cycle – Yamaha	46,059	16,581	29,478	23,030	(6,448)	Mr. Chitta Ranjan Paul	Negotiation
Motor Cycle – Yamaha	47,662	17,158	30,504	23,831	(6,673)	Mr. Mokhlesur Rahman	Negotiation
Motor Cycle – Yamaha	47,809	17,211	30,598	23,905	(6,693)	Mr. Mokhlesur Rahman	Negotiation
Motor Cycle – Suzuki	63,076	22,707	40,369	40,702	333	Mr. Mahbul Hossain	Negotiation
Motor Cycle – Suzuki	66,477	23,931	42,546	33,239	(9,307)	Mr. Kamrul Hasan	Negotiation
Motor Cycle – Yamaha	137,000	27,400	109,600	116,470	6,870	Mr. M Masuk Khan	Negotiation
Motor Cycle – Suzuki	59,775	21,519	38,256	29,888	(8,368)	Mr. Mir Mosharaf Hossain	Negotiation
Motor Cycle – Honda	94,145	33,892	60,253	66,396	6,143	Mr. Abu Taher	Negotiation
Motor Cycle – Honda	36,670	13,201	23,469	18,335	(5,134)	Mr. Earot Ali	Negotiation
Motor Cycle – Yamaha	31,903	11,485	20,418	15,952	(4,466)	Mr. Mahbubur Rahman	Negotiation
Motor Cycle – Yamaha	77,350	27,846	49,504	73,400	23,896	Mr. Sk. Shamser Ali	Negotiation
Motor Cycle – Suzuki	64,755	23,312	41,443	38,906	(2,537)	Mr. S M A Mamun	Negotiation
Motor Cycle – Honda	109,787	39,523	70,264	82,964	12,700	Mr. Hasib Uddin Chowdhury	Negotiation
Motor Cycle – Honda	117,658	42,357	75,301	88,001	12,700	Mr. Rashidunnabi Sarker	Negotiation
Motor Cycle – Suzuki	30,431	10,955	19,476	32,176	12,700	Mr. Jahiduzzaman	Negotiation
Motor Cycle – Suzuki	113,634	40,908	72,726	85,426	12,700	Mr. ASM Zakaria Sarker	Negotiation
Motor Cycle – Honda	95,180	34,265	60,915	73,615	12,700	Mr. Muksadul Amin	Negotiation
Motor Cycle – Suzuki	131,500	26,300	105,200	117,900	12,700	Mr. ASM Zakaria Sarker	Negotiation
Motor Cycle – Honda	107,187	38,587	68,600	81,300	12,700	Mr. Asaduzzaman	Negotiation
Motor Cycle – Honda	97,362	35,050	62,312	75,012	12,700	Mr. Zinnah Hossain	Negotiation
Motor Cycle – Honda	134,652	48,474	86,178	98,878	12,700	Mr. Kamruzzaman Sarker	Negotiation
Total	13,199,009	8,009,479	5,189,530	6,420,759	1,231,229		

NOTES TO THE FINANCIAL STATEMENTS



39. PRODUCTION CAPACITY AND UTILISATION

(Quantity in thousand)

Category	Unit	Rated Capacity	Actual Production	Capacity Utilisation
Tablets	Pcs	1,736,256	2,115,330	122%
Capsules	Pcs	307,320	344,100	112%
Liquids	Bottle	21,000	23,485	112%
Injectables (Vials & Ampouls)	Pcs	18,000	17,391	97%
ENT Preparations & Others	Phials	4,500	10,669	237%
Ophthal Preparations & Others	Phials	600	958	160%
Dry Syrups	Bottle	2,400	3,639	152%
Suppository	Pcs	6,000	2,729	45%
Inhalers	Pcs	900	373	41%
Basic Chemicals	Kg	340	242	71%
Tablets - AgroVet	Pcs	1,892	1,463	77%
Powder - AgroVet	Gm	13,200	8,758	66%
Injection - AgroVet	Pcs	4,480	1,601	36%
Liquids - AgroVet	Bottle	1,100	68	6%

Fluctuation of capacity utilisation is due to change of technology, product line and marketing strategy.

40. NUMBER OF EMPLOYEES

The number of employees engaged for the whole year who received a total remuneration of Tk. 3,000 and above per month was 1,886 for the whole year and 162 for part of the year.

41. CAPITAL EXPENDITURE COMMITMENT

Contract for capital expenditure are being executed by the Contractors and the running bills are accounted for but the unfinished contracts has not been reflected in this Financial Statements. There was no material capital expenditure authorised by the Board but not contracted for at 31, March 2004.

42. During the year under review an amount of GBP 4,024 and USD 12,213 equivalent to Tk. 1,181,330 has been paid to expatriate consultants as fees for their services rendered to the company.
43. During the year under review total dividend for 2002-2003 amounting to Tk. 210,000,000 has been paid to the Shareholders. Accounting for bonus shares for the year 2002-2003 together with required premium have been done during the year. Dividend of Tk. 18,334,680 were paid to 12 non-residents shareholders. Dividend were paid in local currency to the local custodian bank of the shareholders as such no dividend was remitted in foreign currency.
44. There was no claim against the company not acknowledged as debt as on 31-03-04
45. There was no credit facility available to the company under any contract but not availed of as on 31-03-04 other than bank credit facility and trade credit available in the ordinary course of business.
46. Contingent liability of the company was Tk. 332,901,774 as on 31-03-04 for opening letters of credit by the banks in favour of foreign suppliers for raw materials, packing materials and plant & machineries.
47. There is no significant event other than normal activities between the financial year closing date and Financial Statement signing date.



SQUARE PHARMACEUTICALS LTD.

Fixed Assets - Tk. 2,237,138,891

Schedule-01

PARTICULARS	COST			DEPRECIATION			Written Down Value as at 31 March 2004	Rate of Depn	
	At 31 March 2003	During the year		At 31 March 2003	During the year				At 31 March 2004
		Additions	Sales/ Transfer		Charged	Adjustments/ Transfer			
FACTORIES:									
Freehold Land	158,064,433	6,683,060	-	164,747,493	-	-	164,747,493	-	
Building	1,262,870,133	17,605,741	-	1,280,475,874	-	107,544,957	967,904,619	10%	
Building under Construction	12,123,580	2,582,267	13,005,722	1,700,125	-	-	1,700,125	-	
Building Material in Transit	183,499	-	4,665	178,834	-	-	178,834	-	
Plant & Machinery	1,239,063,197	52,933,269	-	1,291,996,466	446,226,174	126,865,545	718,904,747	15%	
Laboratory Equipment	66,759,628	9,524,491	-	76,284,119	21,269,690	5,501,443	49,512,986	10%	
Furniture & Fixture	48,650,708	18,085,721	-	66,736,429	10,121,743	5,661,470	50,953,216	10%	
Office Equipment	58,832,718	2,993,740	-	61,826,458	19,701,246	4,212,521	37,912,691	10%	
Motor Vehicle	50,678,567	11,409,000	4,720,000	57,367,567	39,457,475	4,249,748	16,998,990	20%	
Plant & Machinery in Transit	5,941,485	32,953	3,751,225	2,223,213	-	-	2,223,213	-	
Electrical Installation	13,058,609	-	-	13,058,609	9,513,643	531,745	3,013,221	15%	
Gas Line Installation	4,952,364	491,645	-	5,444,009	314,447	769,435	4,360,127	15%	
TOTAL	2,921,178,921	122,341,887	21,481,612	3,022,039,196	751,630,716	255,336,864	2,018,410,262		
HEAD OFFICE & OTHERS:									
Land	40,807,928	6,746,491	-	47,554,419	-	-	47,554,419	-	
Building	72,919,357	-	-	72,919,357	43,475,647	2,944,371	26,499,339	10%	
Furniture & Fixture	16,073,561	1,392,754	-	17,466,315	8,335,145	913,117	8,218,053	10%	
Office Equipment	49,688,966	2,451,555	-	52,140,521	21,229,216	3,091,130	27,820,175	10%	
Motor Vehicle	101,409,958	33,157,500	6,495,000	128,072,458	47,125,272	16,989,348	67,957,391	20%	
Motor Cycle	55,114,413	14,518,700	1,984,009	67,649,104	17,546,949	10,154,687	40,618,748	20%	
Books & Periodicals	528,794	-	-	528,794	498,310	9,145	21,339	30%	
Electrical Installation	103,845	-	-	103,845	57,768	6,912	39,165	15%	
TOTAL	336,646,822	58,267,000	8,479,009	386,434,813	138,268,307	34,108,710	218,728,629		
GRAND TOTAL Tk.	3,257,825,743	180,608,887	29,960,621	3,408,474,009	889,899,023	289,445,574	2,237,138,891		
TOTAL - 2003	1,103,658,415	2,165,488,879	11,321,551	3,257,825,743	593,124,249	305,157,073	2,367,926,720		



SQUARE PHARMACEUTICALS LTD.

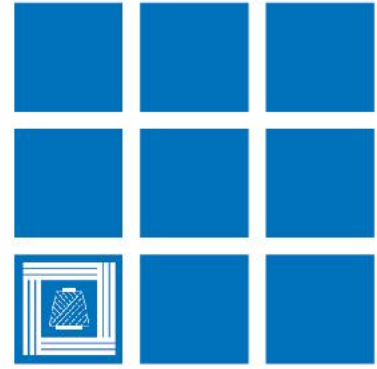
Consolidated Fixed Assets - Tk. 2,803,954,093

Schedule-02

PARTICULARS	COST			DEPRECIATION			Written Down Value as at 31 March 2004	Rate of Depn	
	At 31 March 2003	During the year		At 31 March 2003	During the year				At 31 March 2004
		Additions	Sales/ Transfer		Charged	Adjustments/ Transfer			
FACTORIES:									
Freehold Land	172,071,639	6,683,060	-	178,754,699	-	-	178,754,699	-	
Building	1,378,570,384	17,605,741	-	1,396,576,125	-	113,378,734	1,065,248,061	10%	
Building under Construction	12,123,580	2,582,267	13,005,722	1,700,125	-	-	1,700,125	-	
Building Materials in Transit	183,499	-	4,665	178,834	-	-	178,834	-	
Plant & Machinery	1,757,295,794	78,102,275	-	1,835,398,069	-	163,110,432	1,148,374,551	15%	
Laboratory Equipment	66,759,628	9,524,491	-	76,284,119	-	5,501,443	26,771,133	10%	
Furniture & Fixture	50,554,775	18,085,721	-	69,040,496	-	6,007,080	49,512,986	10%	
Office Equipment	59,893,008	3,069,890	-	62,962,898	-	4,382,987	52,157,677	10%	
Motor Vehicle	52,293,567	11,409,000	4,720,000	58,982,567	-	4,572,748	38,529,323	10%	
Plant & Machinery in Transit	5,941,485	32,953	3,751,225	2,223,213	-	-	17,597,490	20%	
Deep Tubewell	1,265,772	-	-	1,265,772	-	88,604	2,223,213	-	
Workshop Tools	490,588	-	-	490,588	-	73,588	977,809	-	
Electrical Installation	41,899,591	3,354,029	-	45,253,620	-	5,360,997	222,616	-	
Gas Line Installation	7,783,439	3,061,698	-	10,845,137	-	1,129,690	20,724,746	15%	
TOTAL	3,607,926,749	153,511,125	21,481,612	3,739,956,262	854,463,141	303,606,303	2,585,225,464	15%	
HEAD OFFICE & OTHERS:									
Land	40,807,928	6,746,491	-	47,554,419	-	-	47,554,419	-	
Building	72,519,357	-	-	72,919,357	-	2,944,371	26,499,339	10%	
Furniture & Fixture	16,073,561	1,392,754	-	17,466,315	-	913,117	8,218,053	10%	
Office Equipment	49,688,966	2,451,555	-	52,140,521	-	3,091,130	27,820,175	10%	
Motor Vehicle	101,409,958	33,157,500	6,495,000	128,072,458	-	16,989,348	67,957,391	20%	
Motor Cycle	55,114,413	14,518,700	1,984,009	67,649,104	-	10,154,687	40,618,748	20%	
Books & Periodicals	528,794	-	-	528,794	-	9,145	21,339	30%	
Electrical Installation	103,845	-	-	103,845	-	6,912	39,165	15%	
TOTAL	336,646,822	58,267,000	8,479,009	386,434,813	138,268,307	34,108,710	218,728,629		
GRAND TOTAL Tk.	3,944,573,571	211,778,125	29,960,621	4,126,391,075	992,731,448	337,715,013	2,803,954,093		
TOTAL - 2003	1,789,553,054	2,165,942,068	11,321,551	3,944,573,571	650,051,957	351,061,790	2,951,842,123		

SQUARE SPINNINGS LTD





 **SQUARE SPINNINGS LTD**





SQUARE SPINNINGS LTD.

DIRECTORS' REPORTS TO THE SHAREHOLDERS UNDER SECTION 184 OF THE COMPANIES ACT 1994

Dear Shareholders,

I feel delighted to welcome you on behalf of the Board of Directors of the Company to the Fourth Annual General Meeting and place their Report along with the Audited Accounts containing Balance Sheet as at 31 December, 2003, Profit & Loss Statement and Cash Flow Statement together with Notes and Auditors' Report thereon for the year ended 31 December, 2003.

COMPANY'S OPERATIONS:

1. PRODUCTION/CAPACITY:

The Company's installed production capacity during the year 2003 remained at the same level of the previous year at 2,880 Rotor Heads with production capacity (at average NE 20s) unchanged. A year wise Comparative position of capacity, output and productive efficiencies are highlighted hereunder:

	2003	2002
(1) Installed Production Facilities:		
Rotor Heads	2,880	2,880
(2) In Operations:		
Rotor Heads	2,880	2,880
(3) Production Capacity (Kg)	8,875,000	8,211,000
(4) Actual Production (Kg)	8,728,975	7,619,072
(5) Operating efficiency Attained	98%	93%

Though the production capacity during the year increased by 8%, actual production increased by over 14.57% over the previous year and the capacity utilization attained the level of 98% as against 93% in the previous year.

2. COST OF PRODUCTION:

The cost of goods sold, unit costs, raw materials costs and cost of other materials/services have been varying at varying degree over the last two years as analyzed below:

	2003	2002
(1) Total Output Produced (Kg)	8,728,975	7,619,072
(2) Cost of Production (Tk.)	670,070,342	565,173,328
(3) Raw Materials Consumed (Tk.)	552,371,745	464,230,560
(4) Packing Materials Consumed (Tk.)	11,770,653	12,908,693
(5) Factory Overhead (Tk.)	107,514,414	87,223,984
(6) Power, Gas & Water (Tk.)	19,495,758	18,234,904
(7) Unit Cost (Tk.):		
(a) Cost of Production per Kg	76.76	74.18
(b) Raw Materials per Kg	63.28	60.93
(c) Packing Materials per Kg	1.35	1.69
(d) Factory Overhead per Kg	12.32	11.45
(e) Power, Gas & Water per Kg	2.23	2.39

DIRECTORS' REPORT



From the above information it will transpire that the cost of production per Kg has increased by 2.58% during 2003 over that 2002 and the cost of raw materials which has increased by 2.35% during 2003 over the previous year. The cost of Packing materials however declined by 0.35% in 2003 over 2002, though factory overhead increased by 0.87% during 2003 over 2002. Cost of utilities (power, gas & water) also fallen by 0.76% in 2003 from that of 2002.

3. MARKETING OPERATIONS:

The Company's marketing operations continued to concentrate on export over the years as depicted below:

	2003		2002	
(1) Quantity Sold (Kg) :				
(a) Local Sales	2,43,825	2.85%	-	-
(b) Export Sales	8,303,700	97.15%	7,724,150	100%
Total Sales	8,547,525	100%	7,724,150	100%
(2) Sales Revenue (Tk) :				
(a) Local Sales	26,481,452	3.00%	-	-
(b) Export Sales	856,909,402	97.00%	768,539,068	100%
Total Sales	883,390,854	100%	768,539,068	100%
(3) Selling Prices :				
(a) Local Sales (Tk/Kg)	108.60	-	-	-
(b) Export Sales (Tk/Kg)	103.20	-	99.50	-

The quantity sold during 2003 increased by 10.66% over that of 2002 while the sales revenue increased by only 14.94% over the same period. This is primarily due to rise in export prices by 3.72% in 2003 over 2002. The overall prices rose by 3.87% in 2003 over that of 2002. The rise in the export prices was primarily due to increase in RMG exports from Bangladesh.

4. CAPITAL EXPENDITURES:

The Company made a capital investment of Tk. 30.20 million during the year 2003 for balancing and expansion of production facilities.



5. DEBT SERVICE:

The long term loan from Bank has been fully redeemed during the year 2003 by payment of Tk. 17.30 million and a new term loan of Tk. 150.00 million has been created by converting the share money deposit as no additional equity is required.

6. CONTRIBUTION TO NATIONAL EXCHEQUER:

The Company contributed an amount of Tk. 16.82 million to the National Exchequer consisting of the following:

	2003	2002
(1) Advance Income Tax (Deducted at Source)	1.75	1.19
(2) Excise/VAT/Import Duties/Taxes etc.	15.00	13.15
(3) Govt. Taxes/Stamp Duties/License Fees etc.	0.07	0.05
Total Tk. (Million)	16.82	14.39

The above is 16.89 % higher than that of 2002.

7. FOREIGN EXCHANGE EARNED/SAVED:

The Company contributed an amount of Tk. 249.93 million to the Foreign Exchange Reserve of the Country during the year 2003 as follows:

	2003	2002
(1) Total Export Earnings	856.91	768.54
(2) Less: Import Costs/Expenses:		
(a) Raw Cotton (Tk.)	552.37	469.17
(b) Spare Parts (Tk.)	54.61	9.04
	606.98	478.21
(3) Net Export Earnings in million (Tk.)	249.93	290.33
Net Export Earnings in US Dollar (At average Tk.58/\$)	4,309,120.69	5,005,655.17

8. CORPORATE OWNERSHIP:

The share paid-up capital of the Company as at 31 December 2003 stood at Tk. 100 million, which is held as follows:

(1) Square Pharmaceuticals Ltd.	98%
(2) Sponsors / Directors of SPL	2%
Total	100%

The Company has also transferred Tk. 150 million earlier received as advance against Share Money Deposit for further share issue to a Term Loan Account for refund in due course.

DIRECTORS' REPORT



9. FINANCIAL RESULTS:

The Company's operating financial results, as compared to the previous year, are summarized hereunder:

	Year 2003 (Taka)	Year 2002 (Taka)
(1) Sales Turnover	883,390,854	768,539,068
(2) Cost of Goods Sold	692,282,482	583,929,042
(3) Gross Profit	191,108,372	184,610,026
(4) Operating & Financial Expenses	95,249,265	107,549,096
(5) Operating Income	95,859,107	77,060,929
(6) Other Income	12,643	12,234
(7) Net Profit before WPPF	95,871,750	77,073,164
(8) Contribution to WPPF	4,565,321	3,670,151
(9) Net Profit for the Year	91,306,429	73,403,013
(10) Performance Analysis :		
✦ Gross Margin	21.63%	24.02%
✦ Operating Margin	10.85%	10.03%
✦ Net Margin	10.34%	9.55%
✦ Outstanding Shares	1,000,000	1,000,000
✦ Earning per share (Tk.)	91.31	73.40

The Sales Turnover in 2003 increased by 14.94% over the previous year while net profit increased by 24.39% over the same period due to decrease in operating and financial expenses. However due to increase level of Earning Per Share (EPS), the Net Asset Value (NAV) per share stood at Tk. 336.34 against par value of Tk. 100 each indicating substantial gains.

10. APPROPRIATION:

The net profit of Tk. 91,306,429 has been proposed by the Directors to be appropriated as follows:

(1) Tax Holiday Reserve	36,522,570
(2) Transferred to General Reserve & Surplus	54,783,859
Total Tk.	<u>91,306,429</u>

11. DECLARATION OF DIVIDEND:

The Board of Directors have not recommended for declaration of dividend as yet due to the future need of ploughing back of profits for expansion and investment for cost reduction schemes arising from the need for increasing competitive ability after the year 2005.



12. CORPORATE GOVERNANCE:

Though the Company is a private limited one the Management considers it necessary to uphold the principles of good-governance in matters of disclosures, transparency, accountability to shareholders, government authenticity of text & public, communicable language, timely and concerted action as a good corporate citizen. We also maintain superiority in matters of legal and professional standards.

13. APPOINTMENT OF AUDITORS:

M/s. Chowdhury Bhattacharjee & Co., Chartered Accountants, retire at this Annual General Meeting and being eligible offer themselves for reappointment for the year 2004 and re-fix their remuneration.

14. MANAGEMENT APPRECIATION:

In line with moderate growth in the economy and rise in exports, especially the RMG products, the Company's out-put and sales increased due to earnest efforts by the workers, staff and officers of the Company. The supports from the customers, suppliers, banks and various government agencies are also recorded with appreciation. It is hoped that with success in world peace efforts, trade, commerce and industry will flourish to the ultimate benefits of the mankind.

Samson H. Chowdhury
Chairman

AUDITORS' REPORT

TO THE SHAREHOLDERS OF

SQUARE SPINNINGS LTD.

We have audited the accompanying Financial Statements of Square Spinnings Limited comprising Balance Sheet as at 31 December, 2003 and the related Profit & Loss Statement, Statement of Changes in Equity, Cash Flow Statement together with related Notes and Schedule thereto for the year then ended. The preparation of these financial statements are the responsibility of the company's management. Our responsibility is to express an independent opinion on these financial statements based on our audit.

We conducted our audit in accordance with the BSA. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements, prepared in accordance with BAS, give a true and fair view of the state of the company's affairs as of 31 December, 2003 and of the results of its operations and its cash flow for the year then ended and comply with the Companies Act 1994 and other applicable laws and regulations.

We also report that:

- (a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- (b) in our opinion, proper books of accounts as required by law have been kept by the Company so far it appeared from our examination of those books;
- (c) the Company's Balance Sheet and Profit and Loss Statement dealt with by the report are in agreement with the books of account;
- (d) the expenditure incurred were for the purpose of the Company's business.

Dated, Dhaka
26 May, 2004



B.K. Bhattacharjee, FCA
Partner
Chowdhury Bhattacharjee & Co.
Chartered Accountants

SQUARE SPINNINGS LTD.

BALANCE SHEET

as at 31 December 2003

		31-12-03	31-12-02
NET ASSETS:	Notes		
Fixed Assets			
At cost less depreciation (Schedule -A)	2	577,015,050	594,942,780
Current Assets:		564,165,186	535,884,444
Stocks	3	214,157,404	164,325,437
Trade Debtors	4	325,536,527	364,441,062
Advances, Deposits and Prepayments	5	13,491,814	6,620,307
Cash and Bank Balances	6	10,979,441	497,638
Less: Current Liabilities:		654,843,921	718,492,974
Short Term Loan	7	614,406,585	552,384,916
Medium Term Loan- Current Portion	8	-	143,241,714
Sundry Creditors	9	15,461,881	5,961,409
Liabilities for Expenses	9(a)	24,238,977	16,052,011
Liabilities for Other Finance	10	736,478	852,924
Net Current Assets		(90,678,735)	(182,608,530)
	Tk.	486,336,315	412,334,250
FINANCED BY:			
SHAREHOLDERS' EQUITY:		336,336,315	395,029,886
Share Capital	11	100,000,000	100,000,000
General Reserve & Surplus		148,964,478	94,180,619
Tax Holiday Reserve		87,371,837	50,849,267
Advance against Share Money		-	150,000,000
Term Loan:		150,000,000	17,304,364
Medium Term Loan	12	150,000,000	17,304,364
	Tk.	486,336,315	412,334,250

Attached notes form an integral part of these accounts.

These Financial Statements were authorised by the Board of Directors on 17 March 2004 and signed on their behalf by :

As per our annexed report of even date.


Anjan Chowdhury
Managing Director


Samuel S. Chowdhury
Director


Md. Kabir Reza, FCMA
Company Secretary


B.K. Bhattacharjee, FCA
Partner
Chowdhury Bhattacharjee & Co.
Chartered Accountants

Dated, Dhaka: 26 May 2004



SQUARE SPINNINGS LTD.

PROFIT AND LOSS STATEMENT

for the year ended 31 December 2003

		2003	2002
	Notes		
SALES	13	883,390,854	768,539,068
LESS: COST OF GOODS SOLD	14	692,282,482	583,929,042
GROSS PROFIT		191,108,372	184,610,026
Less: Operating & Financial Expenses	15	95,249,265	107,549,096
Operating Income		95,859,107	77,060,930
Add: Other Income		12,643	12,234
NET PROFIT BEFORE WPPF		95,871,750	77,073,164
Less: Allocation for WPPF		4,565,321	3,670,151
NET PROFIT FOR THE YEAR		TK. 91,306,429	73,403,013
(Transferred to the Statement of Changes in Equity)			
Basic Earnings Per Share (Par Value Taka 100/-)		TK. 91.31	73.40

Attached notes form an integral part of these accounts.

These Financial Statements were authorised by the Board of Directors on 17 March 2004 and signed on their behalf by :

As per our annexed report of even date.

Anjan Chowdhury
Managing Director

Samuel S. Chowdhury
Director

Md. Kabir Reza, FCMA
Company Secretary

B.K. Bhattacharjee, FCA
Partner
Chowdhury Bhattacharjee & Co.
Chartered Accountants

Dated, Dhaka: 26 May 2004

SQUARE SPINNINGS LTD.

STATEMENT OF CHANGES IN EQUITY

for the year ended 31 December 2003

	Share Capital	Tax Holiday Reserve	Retained Earnings	Total
At 31 December 2002	100,000,000	50,849,267	94,180,619	245,029,886
Net Profit for the Year 2003	-	-	91,306,429	91,306,429
Transfer to Tax Holiday Reserve	-	36,522,570	(36,522,570)	-
At 31 December 2003 Tk.	100,000,000	87,371,837	148,964,478	336,336,315

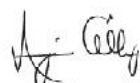
STATEMENT OF CHANGES IN EQUITY

for the year ended 31 December 2002


	Share Capital	Tax Holiday Reserve	Retained Earnings	Total
At 31 December 2001	100,000,000	21,488,062	50,138,811	171,626,873
Net Profit for the Year 2002	-	-	73,403,013	73,403,013
Transfer to Tax Holiday Reserve	-	29,361,205	(29,361,205)	-
At 31 December 2002 Tk.	100,000,000	50,849,267	94,180,619	245,029,886

Attached notes form an integral part of these accounts.

These Financial Statements were authorised by the Board of Directors on 17 March 2004 and signed on their behalf by :



Anjan Chowdhury
Managing Director



Samuel S. Chowdhury
Director



Md. Kabir Reza, FCMA
Company Secretary

As per our annexed report of even date.



B.K. Bhattacharjee, FCA
Partner
Chowdhury Bhattacharjee & Co.
Chartered Accountants

Dated, Dhaka: 26 May 2004

SQUARE SPINNINGS LTD.**CASH FLOW STATEMENT**

for the year ended 31 December 2003



	2003	2002
Cash Flow from Operating Activities :		
RECEIPTS:		
Collection from Sale	922,295,389	768,442,977
Others	12,643	12,234
	922,308,032	768,455,211
PAYMENTS:		
Purchase of Raw and Packing Materials	624,284,660	531,710,216
Manufacturing and Operating Expenses	75,596,046	56,947,022
Bank Interest	80,437,690	95,681,430
Workers Profit Participation Fund	2,787,750	1,313,856
	783,106,146	685,652,524
Net cash provided by operating activities	139,201,886	82,802,687
Cash Flow from Investing Activities:		
Purchase of Fixed Assets	(30,195,674)	(29,250)
Net cash used in investing activities	(30,195,674)	(29,250)
Cash Flow from Financing Activities:		
Share Money Deposit Refund	(150,000,000)	(144,828,339)
Medium Term Loan Received	150,000,000	-
Medium Term Loan Repaid	(160,546,078)	-
Short Term Loan Received	62,021,669	62,154,882
Net cash used in financing activities	(98,524,409)	(82,673,457)
Increase in Cash and Bank Balances	10,481,803	99,980
Cash and Bank Balance at Opening	497,638	397,658
Cash and Bank Balance at Closing	TK. 10,979,441	497,638

Attached notes form an integral part of these accounts.

These Financial Statements were authorised by the Board of Directors on 17 March 2004 and signed on their behalf by :

As per our annexed report of even date.


Anjan Chowdhury
Managing Director


Samuel S. Chowdhury
Director

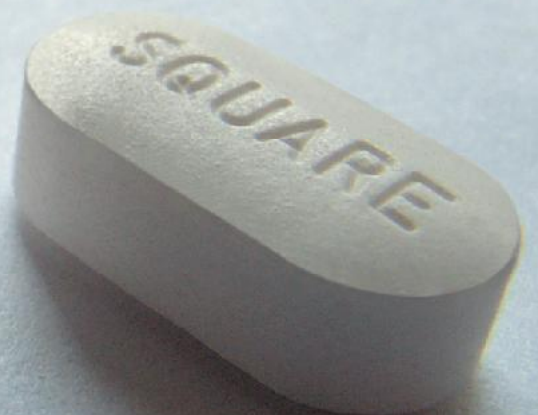

Md. Kabir Reza, FCMA
Company Secretary


B.K. Bhattacharjee, FCA
Partner
Chowdhury Bhattacharjee & Co.
Chartered Accountants

Dated, Dhaka: 26 May 2004



Proxy Form





SQUARE PHARMACEUTICALS LTD.

Registered Office: "Square Centre" 48, Mohakhali Commercial Area, Dhaka-1212

PROXY FORM

I/We _____

of

being a member of Square Pharmaceuticals Ltd. do hereby appoint

Mr/Mrs/Miss _____

of _____

as my/our proxy to attend and vote for me/us on my/our behalf at the 38th Annual General Meeting of the Company to be held on Tuesday the 21st September 2004 at 11:30 a.m. at Darbar Hall, Bangladesh Rifles (BDR), Pilkhana, Dhaka and at any adjournment thereof.

As witness my hand this day of _____ September 2004.

Affix
Revenue
Stamp

(Signature of the Proxy)

(Signature of the Shareholder)

Register Folio/BOID No. _____

Dated _____

Dated _____

Note: A member entitled to attend and vote at the Annual General Meeting may appoint proxy to attend and vote in his/her stead. The proxy form should reach the Registered Office of the Company not less than 48 hours before the time fixed for the meeting.

Signature Verified

Authorized Signatory
Square Pharmaceuticals Ltd.



স্কয়ার ফার্মাসিউটিক্যালস্ লিঃ

রেজিষ্টার্ড অফিসঃ স্কয়ার সেন্টার, ৪৮ মহাখালী বাণিজ্যিক এলাকা, ঢাকা-১২১২

প্রস্নি ফরম

আমি/আমরা _____

ঠিকানা _____

স্কয়ার ফার্মাসিউটিক্যালস্ লিঃ এর সদস্য হিসেবে

জনাব/বেগম _____

ঠিকানা _____

আমার/আমাদের প্রতিনিধি হিসেবে আগামী মঙ্গলবার ২১শে সেপ্টেম্বর ২০০৪ সকাল ১১:৩০ মিনিটে দরবার হল, বাংলাদেশ রাইফেলস্ (বিডিআর), পিলখানা, ঢাকা-এ অনুষ্ঠিতব্য কোম্পানীর আটত্রিশতম বার্ষিক সাধারণ সভায় এবং এর মূলতবী ঘোষিত সভায় আমার/আমাদের পক্ষে উপস্থিত থাকার এবং ভোট প্রদান করার জন্য নিযুক্ত করলাম।

স্বাক্ষর হিসেবে অদ্য _____ সেপ্টেম্বর ২০০৪ তারিখে আমি/আমরা এই দলিলে সজ্ঞানে স্বাক্ষর করলাম।

রেজিষ্টার্ড ট্যাম্প
সংযুক্ত করুন

প্রতিনিধির স্বাক্ষর

সদস্যের স্বাক্ষর

তারিখ

রেজিষ্টার্ড ফলিও/বিওআইডি নম্বর _____

তারিখ

বিঃ দ্রঃ প্রস্নি ফরম যথাযথ পূরণের পর সভা অনুষ্ঠানের ৪৮ ঘন্টা পূর্বে কোম্পানীর রেজিষ্টার্ড অফিসে জমা দিতে হবে।

স্বাক্ষর পরীক্ষিত

অনুমোদনকারীর স্বাক্ষর
স্কয়ার ফার্মাসিউটিক্যালস্ লিঃ



SQUARE PHARMACEUTICALS LTD.

CORPORATE HEADQUARTERS

SQUARE CENTRE, 48 Mohakhali C.A., Dhaka-1212, Bangladesh

Phone : 880-2-882 7729-38, 881 7729-38, Fax : 880-2-882 8609, 880-2-882 8608

Email : info@squaregroup.com, Web page : www.square-bd.com



SQUARE
PHARMACEUTICALS LTD.
BANGLADESH