

Private & Confidential

Auditor's Report

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Financial Statements

Of

OEG Bangladesh Private Limited.

For the year ended 31 March 2023



Independent Auditor's Report

To the Shareholders of OEG Bangladesh Private Ltd.

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of OEG Bangladesh Private Ltd. ("the Company"), which comprise the statement of financial position as at 31 March 2023, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 March 2023, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

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

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

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

REF:GKC/22-23/A/779



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


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

Report on Other Legal and Regulatory Requirements

In accordance with the Companies Act 1994, we also report the following:

- ▶ we have obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- ▶ in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of those books; and
- ▶ the statement of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of account.

Date: 23 May 2023
Dhaka, Bangladesh
REF: GKC/22-23/IA/779


G. KIBRIA & CO.
Chartered Accountants



OEG BANGLADESH PRIVATE LIMITED
 28,Kawran Bazar, Taj Mansion Building. (3rd floor), Dhaka, P.O.1207
STATEMENT OF FINANCIAL POSITION
AS AT March 31, 2023

Particulars	Notes	Taka 31.03.23	Taka 31.03.22
<u>Non-Current Assets</u>			
Office Equipment & Computers	3.00	1,814,650	1,823,385
<u>Current Assets</u>			
	4.00	70,399,221	51,170,274
Total Assets		72,213,870	52,993,659
<u>Capital & Liabilities</u>			
<u>AUTHORIZED CAPITAL</u>			
10,000 Ordinary Shares of Tk. 100.00 each			
<u>ISSUED, SUBSCRIBED & PAID UP CAPITAL</u>			
41603 Ordinary Shares of Tk. 100.00 each fully paid up	5.00	4,160,300	4,160,300
<u>Share Deposit</u>		23,495	23,495
<u>Loan Liability</u>	6.00	14,300,733	16,359,193
<u>Current Liabilities</u>	7.00	24,857,012	25,620,360
<u>Retained Earnings</u>		28,872,330	6,830,311
Total Capital and Liabilities		72,213,870	52,993,659

Accompanying notes form the integral part of the financial statements.

As per our report annexed.

Place: Dhaka, Bangladesh

Date: 23 May 2023

Managing Director

Director


 G. Kibria & Co.
 Chartered Accountants



Ref:GKC/22-23/A/779

OEG BANGLADESH PRIVATE LIMITED
28,Kawran Bazar, Taj Mansion Building. (3rd floor), Dhaka, P.O.1207

Profit & Loss and Comprehensive Income Statement
For the 9 months ending March 31, 2023

Sl. No.	Particulars	Notes	Taka 31.03.2023	Taka 31.03.2022
A.	<u>Revenue (Contract Bill)</u>	8.00	143,175,000	92,000,000
B.	<u>COST OF GOODS SOLD</u>	9.00	10,721,211	15,693,167
	<u>Gross Profit</u>		132,453,789	76,306,833
C.	<u>Expenses :</u> Administrative Expenses	10.00	100,965,190	65,551,862
	Total Expense:		100,965,190	65,551,862
	Net Income from Operation		31,488,599	10,754,971
	Add: Other Income			
	Net Income before Tax		31,488,599	10,754,971
	Less: Provision for Tax		9,446,580	3,495,366
	Net Income after tax		22,042,019	7,259,605

Accompanying notes form the integral part of the financial statements.

As per our report annexed.

Place: Dhaka, Bangladesh

Date: 23-May-23

Managing Director

Director


G. Kibria & Co.
Chartered Accountants



OEG BANGLADESH PRIVATE LIMITED

28, Kawran Bazar, Taj Mansion Building. (3rd floor), Dhaka, P.O.1207

For the month ending 31 March 2023

Particulars	Paid up Capital	Share Deposit	Retained Earnings	Total Equity
Balance as on 01.04.2022	4,160,300	23,495	6,830,311	11,014,106
Addition to paid up Capital				0
Share Deposit				0
Transfer from Profit & Loss Account			22,042,019	22,042,019
TOTAL	4,160,300	23,495	28,872,330	33,056,125

OEG BANGLADESH PRIVATE LIMITED

28, Kawran Bazar, Taj Mansion Building. (3rd floor), Dhaka, P.O.1207

For the month ending 31 March 2022

Particulars	Paid up Capital	Share Deposit	Retained Earnings	Total Equity
Balance as in 01.04.2021	4,160,300	23,495	(429,294)	3,754,501
Addition to paid up Capital				0
Share Deposit				0
Transfer from Profit & Loss Account			7,259,605	7,259,605
TOTAL	4,160,300	23,495	6,830,311	11,014,106

Place: Dhaka, Bangladesh

Date: 23 May 2023

Managing Director

Director



OEG BANGLADESH PRIVATE LIMITED

28,Kawran Bazar, Taj Mansion Building. (3rd floor), Dhaka, P.O.1207

Statement of Cash Flow

All amounts presented in Bangladesh BDT

	Mar 31 2023	Mar 31, 2022
Cash Flows from Operating Activities		
Collection from Customer	159,559,891	89,799,278
Bank Charges	(57,663)	(32,126)
Payment to Vendors	(120,970,085)	(67,195,278)
Tax Paid	(4,961,304)	
Security Deposit	(54,000)	(27,000)
Advance to Vendors	(345,622)	(642,584)
Advance Payment	(366,075)	(168,447)
Net cash used in operating activities (A)	32,805,143	21,733,843
Cash Flows from Investing Activities		
Fixed Asset Additions	(408,394)	(1,800,331)
FDR	(30,000,000)	
Proceeds from Disposal		-
Net Cash from Investing Activities (B)	(30,408,394)	(1,800,331)
Cash Flows from Financing Activities		
Paid up Capital	-	-
Share Deposit	-	-
Net Cash from Financing Activities (C)	-	-
Increase or Decrease in Cash (A+B+C)	2,396,749	19,933,512
Opening Cash and Cash Equivalents	33,566,514	13,633,002
Closing Cash and Cash Equivalents	35,963,263	33,566,514

Accompanying notes form an integral part of these Financial Statements

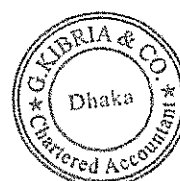
As per our report of Same Date

Place: Dhaka, Bangladesh

Date: 23 May 2023

Managing Director

Director



OEG BANGLADESH PRIVATE LIMITED
28, Kawran Bazar, Taj Mansion Building. (3rd floor), Dhaka, P.O.1207

1.00 THE COMPANY AND IT'S OPERATION:

1.00 Status and legal form of the Company:

The company was incorporated as a private Limited company by shares on October 19, 2005 under the Companies Act, 1994 having its registered office in Dhaka, Bangladesh. The registration number is C- 146449/2018.

1.01 Nature of Business Activities:

To invest, set up and run power generating company based on HFO, HSD, Natural Gas, LNG, Solar and Coal in Bangladesh. To provide all kinds of technical service related to HFO, HSD, Natural Gas, LNG, Solar, renewable Energy and Coal base power plans and projects in Bangladesh.

1.02 Place of Activity:

The principal place of business of the Company is at 28, Kawran Bazar, Taj Mansion Building. (3rd floor), Dhaka, P.O.1207

2.0 Basis of preparation

2.01 Statement of compliance

These financial statements are individual financial statements of OEG Bangladesh, and have been prepared in accordance with International Financial Reporting Standards (IFRS), the Companies Act, 1994, the Securities and Exchange Rules, 1987, relevant guidelines issued by the Bangladesh Securities and Exchange Commission (BSEC) and other applicable laws in Bangladesh. These individual financial statements present the financial position and performance of OEG Bangladesh Limited.

These financial statements have been prepared on going concern basis. Unless otherwise specifically mentioned, historical cost principle has been followed for the purpose of the financial statements.

2.02 Basis of measurement

Under the historical cost, assets are recorded at the amount of cash or cash equivalents paid or the fair value of the consideration given to acquire them at the time of acquisition. Liabilities are recorded at the amount of proceeds received in exchange for the obligation, or in some circumstances (for example, income taxes), at the amounts of cash or cash equivalents expected to be paid to satisfy the liability in the normal course of business.

2.03 Functional and presentational currency

These financial statements are prepared in Bangladeshi Taka (Taka/BDT.), which is both the company's functional and presentational currency. All financial information has been rounded off to the nearest integer.



2.04 Going concern

These financial statements have been prepared on going concern basis. The company has adequate resources to continue its operation for the foreseeable future. For this reason, the directors continue to adopt going concern basis in preparing the financial statements. The current resources and credit facilities of the company are sufficient to meet the present requirements of its existing business.

2.05 Statement of Cash Flow

Statement of cash flows has been prepared in accordance with as per IAS 7: "Statement of cash flows" under direct method as prescribed by the Bangladesh Securities and Exchange (BSEC) rule 1987.

2.06 Offsetting

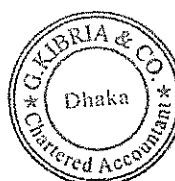
The Company reports separately both assets and liabilities, and income and expenses unless required by an applicable accounting standard or offsetting reflects substance of the transaction and such offsetting is permitted by applicable accounting standard.

2.07 Reporting Period

The Financial period of the company covers 12 months from April 1st 2022 to March 31st 2023

2.08 Shareholders' capital - paid-up capital

Paid-up capital represents the total amount of shareholders capital that has been paid in full by the ordinary shareholders. Holders of ordinary shares are entitled to receive dividends as declared from time to time.



OEG BANGLADESH PRIVATE LIMITED
28, Kawran Bazar, Taj Mansion Building. (3rd floor), Dhaka, P.O.1207

3.00 **Fixed Assets** TK. 1,814,650

The consist of as under:

Particulars	Taka 31.03.2023	Taka 31.03.2022
W.D.V on 01.04.2021	1,823,385	218,941
Add: Purchase	408,394	1,800,331
Less: Depreciation	417,129	195,887
W.D.V on 31.03.2021	1,814,650	1,823,385

A details of fixed asset is provided on Schedule-1

4.00 **Current Asset** TK. 70,399,221

The above figure consists of:

Particulars	Taka 31.03.2023	Taka 31.03.2022
Reimbursement Of Expense Claim Receivable (Notun Bidyut)	753,898	15,965,729
Reimbursement Of Expense Claim Receivable (Bisho Infra Projects)		800,000
Social Islami Bank-1371330002023	336,700	3,679,098
Brac Bank-1501204746369001	35,626,563	29,887,416
VAT to be used for Input Credit	2,916,363	-
Advance	366,075	168,447
Term Deposit Brac Bank	30,000,000	
Security Deposit(Rent Advance)	54,000	27,000
S TODAY TAILORS & FABRICS	200,400	
Advance to Advocate Alliance Associates	145,222	236,000
Advance to Brown Field Engineering Limited		406,584
	70,399,221	51,170,274

5.00 **Paid up Capital** TK. 4,160,300

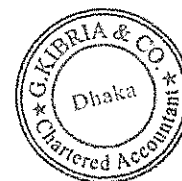
The following consists of:

Particulars	Taka 31.03.2023	Taka 31.03.2022
Subramanyam Ramesh	250,000	250,000
Usha Ramesh	250,000	250,000
Operational Energy Group India Limited	3,660,300	3,660,300
Total Taka	4,160,300	4,160,300

6.00 **Loan Liability** TK. 14,300,733

This consists as of under:

Particulars	Taka 31.03.2023	Taka 31.03.2022
Operational Energy Group India Limited	2,014,891	1,881,342
Operational Energy Generation FZCO	12,285,842	14,477,851
Total Taka	14,300,733	16,359,193



7.00 Current Liability

TK. 24,857,012

This consists as of under:

Particulars	Taka	Taka
	31.03.2023	31.03.2022
Professional & Consultancy charges payable	317,541	347,542
Unearned Revenue (Bisho Infra Projects)	373,060	-
Audit Fees Payable	150,000	175,000
Bonus Payable	2,293,426	7,500,000
Sundry Creditors	452,586	344,969
Salaries Payable	9,922,605	8,537,563
Expense Payable	487,960	1,549,143
VAT Payable	1,870,597	2,814,771
TDS Payable on Salary and Consultancy	966,968	856,006
TDS Payable	41,627	
Tax Provision	7,980,642	3,495,366
Total Taka	24,857,012	25,620,360

8.00 Revenue

TK. 143,175,000

Particulars	Taka	Taka
	31.03.2023	31.03.2022
O & M Fee	143,175,000	92,000,000
Total Taka	143,175,000	92,000,000

9.00 Cost of Goods Sold

TK. 10,721,211

Particulars	Taka	Taka
	31.03.2023	31.03.2022
Staff Cost	793,768	1,870,853
Bonus	2,913,171	8,259,186
Consumables, chemicals and Tools	184,454	78,250
Recruitment Expenses	25,000	38,820
Rent Office	270,000	270,000
Staff food & refreshment	9,218	26,335
Staff Mess Exp	2,436,756	1,912,720
Staff Rent House	4,088,844	3,237,003
Total Taka	10,721,211	15,693,167



10.00 Administrative Expenses

TK. 100,965,190

Particulars	Taka	Taka
	31.03.2023	31.03.2022
Depriciation	417,129	195,887
Bank Charges	57,663	32,126
Computer Stationery	54,638	7,400
Leave Encashment	380,748	-
Legal Fees	333,333	
Audit fees	110,000	225,000
Advertisement Expenses		14,000
Boarding and Lodging Expenses	26,100	46,100
Courier Charges	5,545	7,400
Diesel Expense	824,915	425,616
Electricity Charges	479,032	323,102
Food wastage cleaning exp	213,000	153,000
Freight charges	11,260	700
Guest House expenses	49,689	40,796
Licenses and permits	171,293	169,578
Local cnveyence	107,988	99,839
Manpower charges	100,338	83,723
Miscellaneous Expenses	25,500	26,000
Printing Stationery	235,016	52,888
Professional and Consultance Charges	2,436,806	13,143,077
Repairs & maintenance	(38,084)	66,700
ROC Fees		61,270
Safety Consumables	335,562	178,235
Salaries	88,998,044	47,096,478
Staff Medical Exp	201,756	225,540
Staff Uniform Expense	91,800	
Staff Welfare Expense	6,490	3,700
Telephone & Internet Charges	351,302	238,698
Tools less tyhan 5000-Expense	118,212	33,635
Travel Allowance	3,183,163	254,741
Travel Expenses- Foreign	210,625	794,950
Travel Expenses-Outstation	24,800	148,592
Vehicle Hire Charges	1,430,527	1,385,915
Visa Expenses	11,000	17,176
	100,965,190	65,551,862



OEG BANGLADESH PRIVATE LIMITED

28, Kawran Bazar, Taj Mansion Building. (3rd floor), Dhaka, P.O.1207

Fixed Asset Schedule
As of March 31, 2023

Annex -1

SI No.	Particulars	W.D.V as on 01.04.2022	Addition during the Year	Total Value as on 31.03.2023	Dep %	Depreciation	W.D.V as on 31.03.2023
1	Laptops & Computers	175,153	57,300	232,453	20%	43,665	188,788
2	Office Equipment	1,559,342		1,559,342	20%	311,868	1,247,474
3	Computer System	0	157,800	157,800	20%	23,778	134,022
4	Priner - Canon	0	32,500	32,500	20%	3,544	28,956
5	Computer Software	37,234	36,400	73,634	20%	10,379	63,255
6	Tools	51,656	124,394	176,050	20%	23,895	152,155
		1,823,385	408,394	2,231,779		417,129	1,814,650

List of Fixed Assets

Sl.no	Description	Date of Purchase	Nos	Days	COST	DEP. RATE	DEP. AMOUNT
1	Laptops & Computers			365	1,938,943	20%	387,789
	Laptops & Computers	30.06.2022	1	275	57,300	20%	8,634
2	Computer System	30.06.2022	1	275	157,800	20%	23,778
2	Printer - canon	14.09.2022	1	199	32,500	20%	3,544
3	Computer Software	05.11.2022	1	147	36,400	20%	2,932
4	Tools	14.09.2022	1	199	124,394	20%	13,564
	Total				2,347,337		440,241

