Financial Statement 2009-2010

Auditors' Report

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Auditors' Report To the Shareholders of

Bangladesh Submarine Cable Company Limited

We have audited the accompanying balance sheet of Bangladesh Submarine Cable Company Limited as of 30 June 2010 and the related profit and loss account, statement of changes in equity and cash flow statement for the for the year that ended. The preparation of these financial statements is 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 Bangladesh Standards on Auditing (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 presented. We believe that our audit provides a reasonable basis for our opinion.

We report that:

- a) We could not verify the value at cost of core equipment for Taka 2,255,155,638 of total fixed assets of Taka 2,588,280,601 as there was no complete fixed assets register of the Company. No item-wise details i.e. date of acquisition, cost, accumulated depreciation, written down value, identification number etc properly linked with numbers and values were available for our verification. Further, we could not physically verify the core equipment for this audit purpose for lack of information as indicated above. As a result, these assets remained unverified by us except tracing the aggregate amount in the ledgers;
- b) The Company has paid Taka 4,460,571 to BTCL as share of insurance premium for its fixed assets which have remained in the ownership of BTCL but no adjustment has been made in this regard;
- c) No provision for pension fund or any adjustment thereon has been made in the accompanying financial statements during the year. Further, the amount of Taka 15,158,836 representing balance payable on account of pension fund determined at the time of taking over assets and liabilities from BTCL has remained unchanged for which no satisfactory explanation was available; and
- d) Twelve (12) shares of Taka 100 each have been issued to individuals who seem to be representatives of the respective organizations as mentioned in note 4.1 and being transferred subsequently to other individuals instead of organizations or Government of Bangladesh and as a results, the actual ownership of the shares is in question.

In our opinion, except for the effects on the financial statements of the matters referred to in the preceding paragraphs, the financial statements, prepared in accordance with Bangladesh Financial Reporting Standards (BFRS) and Bangladesh Accounting Standards (BAS), give a true and fair view of the state of the Company's affairs as of 30 June 2010, and of the results of its operations and its cash flow statement 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 account as required by law have been kept by the Company so far as it appeared from our examination of those books;
- c) the Company's balance sheet and profit and loss account together with notes 1 to 21 thereto dealt with by the report are in agreement with the books of account; and
- d) the expenditure incurred and payments made were the purposes of the Company's business for the year.

Dhaka,

Hoda as thousandles Chartered Accountants

Bangladesh Submarine Cable Company Limited Balance Sheet As on 30 June 2010

Sources of fund.	Notes	2010 Taka	2009 Taka
Shareholders' equity:		673,147,800	1,400
Share capital	4 5	6/3,14/,000	673,146,412
Government equity	5	154,661,914	16,027,883
Tax holiday reserve	(164,654,032
Revaluation reserve	6	164,654,032 240,154,654	99,518,387
Retained earnings		1,232,618,401	953,348,113
Long term liabilities:		1,232,010,401	755,540,115
Lease obligation - net of current portion	7	746,883,158	956,147,942
Security deposits received from clients	8	16,876,445	4,419,954
Employees' pension fund	9	15,158,836	15,158,836
Employees pension rund		778,918,439	975,726,732
		2,011,536,840	1,929,074,845
Application of fund			
Property, plant and equipment	10		
Cost		2,588,280,601	2,578,379,716
Less: Accumulated depreciation		668,005,650	517,703,879
1		1,920,274,951	2,060,675,837
Preliminary expenses	11	2,714,535	3,619,380
Current assets:			
Trade debtors	12	189,222,704	113,262,498
Advances and deposit	13	219,688	250,000
Investment in shares	14	5,653,568	-
Cash and cash equivalents	15	174,708,953	51,180,372
1		369,804,912	164,692,870
Current liabilities:			
Lease obligation - current portion	7	213,395,750	212,477,321
Payable to BTCL		35,848,029	24,897,789
Provision for income tax		2,029,024	-
VAT payable		26,884,367	60,968,310
Provision for decrease in value of investment in shares		234,063	-
Provision for expenses	16	2,866,326	1,569,822
*		281,257,559	299,913,242
Net current assets / (liabilities)		88,547,353	(135,220,372)
Net assets		2,011,536,840	1,929,074,845

These financial statements should be read in conjunction with the annexed notes

Company Secretary

Managing Director

Chairman

See annexed report of date

Dhaka,

Chartered Accountants

Bangladesh Submarine Cable Company Limited Profit and Loss Account

For the year ended 30 June 2010

Revenue:	Nata	2010	2009
Revenue:	Notes	Taka	Taka
IPLC (International Private Lease Circuit) rent		601,892,651	434,337,816
Circuit activation charge		1,480,000	1,610,000
		603,372,651	435,947,816
Direct operational cost			
Electricity and generator fuel		2,344,230	1,004,958
Landing station and route repair		948,749	422,788
Depreciation of core machinery	10	141,150,281	153,424,219
		144,443,260	154,851,965
Gross profit		458,929,391	281,095,851
Other operating expenses:			
Operation and maintenance expenses	17	37,081,242	70,322,310
General and administrative expenses	18	25,373,068	10,971,781
Depreciation on property, plant and equipment	10	9,151,490	8,080,254
Amortization on preliminary expenses		904,845	904,845
		72,510,645	90,279,190
Operating profit		386,418,746	190,816,661
Non operating (expenses)/income			
Financial charges for lease		(37,266,421)	(68,224,662)
Exchange loss		(5,051,729)	(7,960,245)
Provision for decrease in value of investment in shares		(234,063)	
Other income	19	4,752,570	914,515
		(37,799,643)	(75,270,392)
Net profit before taxation for the year / period		348,619,103	115,546,269
Less: Income tax expenses		2,034,024	
Net profit after tax and before appropriation		346,585,079	115,546,269
Less: Transfer to tax holiday reserve		138,634,031	16,027,883
Net profit after tax holiday reserve transfer to retained earnings		207,951,047	99,518,386
× × × × × × × × × × × × × × × × × × ×		=======================================	33,020,000

These financial statements should be read in conjunction with the annexed notes

Company Secretary

Managing Director

Chairman

See annexed report of date

Dhaka,

Chartered Accountants

Bangladesh Submarine Cable Company Limited For the year ended 30 June 2010 Statement of Changes in Equity

Particulars	Share capital Taka	Government equity	Tax holiday reserve Taka	Revaluation reserve Taka	Retained earnings Taka	Total
Ralance as at 24 line 2008		1	Ĭ	•	1	
Share capital	1,400		ě	1		1,400
Government equity		673,146,412	ï	ī	ï	673,146,412
Tax holiday reserve	•	1	16,027,883	1	1	16,027,883
Revaluation reserve	9			164,654,032	t	164,654,032
Net profit for the period	1		1	1	99,518,387	99,518,387
Balance as at 30 June 2009	1,400	673,146,412	16,027,883	164,654,032	99,518,387	953,348,114
Share capital	673,146,400					673,146,400
Government equity		(673,146,412)				(673,146,412)
Tax holiday reserve			138,634,031			138,634,031
Dividend paid					(67,314,780)	(67,314,780)
Net profit for the year					207,951,047	207,951,047
Balance as at 30 June 2010	673,147,800	1	154,661,914	164,654,032	240,154,654	1,232,618,401

Company Secretary DN-Mr.

Managing Director

Bangladesh Submarine Cable Company Limited Cash Flow Statement

For the year ended 30 June 2010

		Notes	2010 Taka	2009 Taka	
A. Cash Flows from operati	ing activities			100000	
Net profit before taxation			348,619,103	115,546,269	
Add: Item not involving in mo					
Depreciation on property, pl		10	150,301,771	161,504,473	
Amortization of preliminar			904,845	904,845	
Provision for decrease in v	value of investment in s	hares	234,063		
			151,440,679	162,409,318	
			500,059,782	277,955,587	
Cashgenerated from opera	ntions				
Increase in trade debtors		12	(75,960,205.5)	(113,262,498)	
Increase / (decrease) in a	dvances and deposit	13	30,312	(250,000)	
Payment of tax			(5,000)	_	
(Increase) / decrease in s	undry creditors		(21,837,210)	87,365,343	
and the second			(97,772,103)	(26,147,155)	
Net cash from operating act	tivities		402,287,679	251,808,432	
B Cash flows from investin	g activities				
Increase in investment in			(5,653,568)		
Increase in property, plant		10	(9,900,885)	(530,937)	
Net cash used in investing	gactivities		(15,554,453)	(530,937)	
C. Cash flows from financin	g activities		*		
Dividend paid			(67,314,781)		
Decrease in lease obligati	on	6	(208,346,355)	(204,517,077)	
Increase in security depos		7	12,456,491	4,419,954	
			(263,204,645)	(200,097,123)	
Net cash used in financing a	activities		(200,204,043)	(200,097,123)	
D. Net cash flow(A+B+C)			123,528,581	51,180,372	
E. Cash and cash equivalen	ts at the beginning of	the year	51,180,372	-	
C. Cash and cash equivalen	ts at the ending of the	year	174,708,953	51,180,372	
Company Secretary	Managing Directo	or	Ch	SW Juy	
				N/	

Dhaka,

Chartered Accountants

See annexed report of date

Bangladesh Submarine Cable Company Limited

Notes to the financial statements

For the year ended 30 June 2010

1. Background of the Company

Bangladesh Submarine Cable Company Limited (BSCCL) (hereinafter referred to as the Company") was incorporated in Bangladesh as a public limited company on 24 June 2008 under the Companies Act 1994 with an authorized capital of Taka 10,000,000,000 divided into 100,000,000 ordinary shares of Taka 100 each. The Company obtained the Certificate of Commencement of Business from the Registrar of Joint Stock Companies and Firms on 24 June 2008. The Company is substantially owned by the Government of the Peoples' Republic of Bangladesh and represented by various Ministries of the Government.

The Company was originated after separating from Bangladesh Telecommunications Company Limited (BTCL) (previously BTTB) with all assets situated at Jhilongja Cox's-Bazar, the Landing Station. Before separation a project namely "Estab'ffsRiiient of International Telecommunication System through Submarine Cable" was undertaken by BTCL participating in an international agreement with an International Consortium namely SEA-ME-WE 4 (South East Asia Middle East Western Europe).

A Vendor Agreement was executed between the representatives of the Government of Bangladesh (GOB) and the BSCCL on 30 June 2008 incorporating a statement of certain assets and liabilities as of 30 June 2008.

Two separate agreements namely Purchase and Lease Agreements were executed on 12 February 2005 between Government of Bangladesh (GOB) and Islamic Development Bank (IDB) for sale and lease back of project's assets namely "Establishment of International Telecommunication System through Submarine Cable." These agreements were executed in favor of BTCL by GOB in the absence of existence of BSCCL at that time. However, these two agreements have not yet been revalidated in favor of BSCCL.

2. Nature of business

The principal activities of the Company are to provide high capacity voice and data bandwidth to all-important places in Bangladesh to get benefit of all the IT related services.

3. Significant accounting policies

3.1 Basis of accounting

The financial statements have been prepared on going concern basis under the historical cost convention in accordance with the Bangladesh Financial Reporting Standards (BFRS) and Bangladesh Accounting Standards (BAS), the Companies Act 1994 and other applicable laws and regulations in Bangladesh.

3.2 Foreign currency transactions

Transactions in foreign currencies are converted into equivalent Bangladeshi Taka (Tk/BDT) applying the ruling rate on the date of such transactions. Assets and liabilities outstanding at 30 June 2010 denominated in foreign currencies have been shown in Taka at the rate in terms of foreign currencies ruling on the Balance Sheet date.

3.3 Property, plant & equipment

All property, plant and equipment are stated at cost less accumulated depreciation. Cost includes expenditure directly attributable to the acquisition and installation of the assets. All repairs and maintenance expenses are charged to the profit and loss account during the period when these are incurred.

3.4 Depreciation of property, plant and equipment

Depreciation on all property, plant and equipment has been charged on reducing balance method considering the economic and useful lives of such assets. Full year depreciation is charged on assets during the year of acquisition irrespective of their date of acquisition and no depreciation will be charged on assets during the time of disposal.

3.5 Lease

Lease of property, plant and equipment are classified as finance lease because the Company (lessee) substantially enjoys all the risks and rewards of ownership. Each lease payment is allocated between the lease liability and finance charge. The property, plant and equipment acquired under finance leases are depreciated over their estimated useful lives.

3.6 Preliminary expenses

Preliminary expenses represent the expenses relating to company formation and legal expenses incurred thereon and these are being amortized over a period of five years starting from the year in which the company has commenced its commercial operation. During the year, an amount of Taka 904,845 has been amortized.

3.7 Tax holiday reserve

Tax holiday reserve has been created using applicable rate of income as determined by the Income Tax Ordinance 1984. The Company has been granted tax holiday by the National Board of Revenue (NBR) (Ref: 11(64) Anu-1/2009 Dhaka dated 04 August 2009) for a period of 5 years effective from 01 January 2009.

3.8 Current tax

Provision for income tax is made as per Finance Act - 2010. No provision for income tax has been made in the accompanying financial statements due to taxable loss arisen for the assessment year 2009-2010.

3.9 Revenue recognition 3.9.1 IPLC Rent

IPLC (International Private Lease Circuit) rent is billed in the beginning of each month and recorded as income on delivery of the bills to clients and the bills are dispatched once in every month.

3.9.2 Circuit activation charge

Circuit activation charges revenue consists of charges imposed to clients for activation of new circuits. These are recognized when amounts are collected through demand notes.

3.10 General

Figures appearing in these financial statements have been rounded off to the nearest Bangladeshi Taka.

		2010 Taka	2009 Taka
4 Share capital		10,000,000,000	10,000,000,000
Authorized:			
100,000,000 ordinary shares of Issued and paid up:	Taka 100 each	673,147,800	1,400
67,31,478 ordinary shares of Tk	100 each fully paid up		
4.1 Composition of shareholdings	In the Construents In		
Name of shareholders & respective		No. of shares	Value in Taka
Ministries/Agencies	in presented by		
simustries/rigericies			
Ministry of Post & Telecommunication			66 673,146,600
Ministry of SICT, GOB	Mr. Rabindra Nath	Roy Chowdhury	2 200
Ministry of Finance, GOB	Syed Monjurul Is	lam	2 200
Mirpur Institute of Science & Technolo	Col. Shahriar Ahr	med	2 200
Dhaka Chamber of Commerce & Indu	stries Mr. Abul Kasem	Khan	2 200
United International University	Dr. Raqibul Most	afa John Ahmed	2 200
Mr. Md. Monwar Hossain			2 200
		6,731,47	78 673,147,800
Note: The entire amount of above Bangladesh.	paid up capital has been p	paid by the Governme	ent of
A distribution schedule of the sh regulations:	ares as at 30 June 2010	is given below as red	quired by listing
Slabs by number of shares Nu	mber of shareholders	Number of shares	Holdings %
Less than 500	6	12	0.00018%
Above 1,000,000	1	6,731,466	99.99982%
	7	6,731,478	100.00000%

2010 2009 Taka Taka

5 Government equity

673,146,412

As contained in note - 1, a Vendor agreement was executed between the representatives of the Government of Bangladesh (GOB) and the BSCCL on 30 June 2008 incorporating certain assets and liabilities inherited from Bangladesh Telecommunication Company Limited (BTCL) (formerly Bangladesh Telephone and Telegraph Board - BTTB). The balance of net worth was agreed to settle by issuing shares to the Government. During the year out of the balance available in this account, the Company has issued 6,731,464 ordinary shares of Taka 100 each totaling share capital amounting to Taka 673,146,400 in favor of the Ministry of Post and Telecommunications, Government of the Peoples Republic of Bangladesh in consideration of the same amount of Government equity after obtaining consent from the Securities and Exchange Commission (SEC).

Further, the aforesaid amount of Taka 673,146,412 being difference between assets and liabilities as taken over through Vendor agreement for issuing of shares to the Government. The Company has acquired certain assets and liabilities procured / emanated between 01 October 2007 to 30 June 2008.

6 Revaluation reserve

164,654,032

164,654,032

Land measuring 5.49 acres owned by Government of Bangladesh and situated at Cox's Bazar has been revalued and the difference between cost and estimated fair value has been treated as revaluation reserve by an independent firm.

2010	2009
Taka	Taka

Brase obligation - net of current portion

746,883,158 956,147,942

15,158,836

Government of Bangladesh (GOB) entered into a lease agreement with Islamic Description of Bangladesh (GOB) on 12 February 2005. The Company has classified this lease as finance and accordingly, accounted for liabilities for lease obligations and corresponding lease the financial statements. The principal amount repayments of lease obligations after the balance sheet date are as follows:

Finance lease liabilities - minimum lease payments		
Passible not later than one year	213,395,750	212,477,321
Parable later than one year but not later than 5 years	746,883,158	956,147,942
	960,278,908	1,168,625,263
Security deposits received from clients		
Navotel Limited	4,718,931	2,272,977
Mir Telecom Limited	3,229,954	1,134,000
Wango Teleservices Ltd.	1,001,383	_
Barrela Trac Communication Limited	1,012,977	1,012,977
Bangadesh Telecommunications Company Limited	6,913,200	_
	16,876,445	4,419,954

The addition to above security deposits, Bank guarantees for an amount of Taka 4,248,644 has been managed from Mango Teleservices Limited as security.

Employees' pension fund

This represents amount payable to BTCL employees working on deputation and the amount payable in the vendor agreement. These employees are in the process of returning to their method work place and therefore no additional provision has been made in the accompanying transcal statements. The Company however, does not have any pension fund.



15,158,836

10 Property, plant and equipment - at cost less accumulated depreciation

		Cost			Accumul	Accumulated depreciation	u	NOW SE VOW
Name of assets	s At I st July 2009	Additions during the year	At 30,une 2010	Rate	At 1st July 2009	Charged during the yeat	At 30June 2010	30 June 2010
Land	164,700,000	L	164,700,000			ı		164,700,000
Core equipment	2,255,155,638	1	2,255,155,638	8%	490,777,122	141,150,281	631,927,403	1,623,228,235
Landing station earth filling	9,646,000		9,646,000	10%	2,619,492	702,651	3,322,143	6,323,857
Building	58,488,364		58,488,364	2%	3,416,793	1,101,431	4,518,224	53,970,140
Floor development	2,654,065		2,654,065	10%	672,057	198,201	870,258	1,783,807
Security barak & security wall	7,827,297		7,827,297	2%	460,500	147,336	607,836	7,219,461
Deep Tube-Well & Pump House	2,343,837	1	2,343,837	10%	636,498	170,734	807,232	1,536,605
500 KV sub-station	3,284,000	1 1	3,284,000	15%	1,271,139	301,929	1,573,068	1,710,932
Power system	34,737,942	1	34,737,942	10%	9,433,522	2,530,442	11,963,964	22,773,978
Boundary wall	8,255,575	1	8,255,575	2%	485,696	155,398	641,094	7,614,481
Ducting from Beach Manhole	18,088,759	1	18,088,759	2%	2,582,594	775,308	3,357,902	14,730,857
Vehicles	8,494,000	8,598,000	17,092,000	20%	4,162,060	2,585,988	6,748,048	10,343,952
Office equipment and furniture	4,532,685	1,302,885	5,835,570	10%	1,169,251	466,632	1,635,883	4,199,687
Co-Location point	171,554	r	171,554	10%	17,155	15,440	32,595	138,959
Total	2,578,379,716	9,900,885	2,588,280,601		517,703,879	150,301,771	668,005,650	1,920,274,951
Previous year balance	2,577,848,779	530,937	2,578,379,716		356,199,406	161.504.473	517.703.879	2.060.675.837

	2010	2009
1 Preliminary expenses	Taka	Taka
Opening balance	3,619,380	4,524,225
Less: Amortization made during the year / period	904,845	904,845
	2,714,535	3,619,380
12 Trade debtors		
Bangladesh Telecommunication Company Limited (BTCL)	129,558,420	93,991,138
Novotel Limited	1,777,604	1,403,542
Mir Telecom Limited	-	5,872,53
Bangla Trac Communication Limited	11,355,319	2,814,45
Mango Teleservices Limited	39,005,718	9,180,83
Other receivables	7,525,643	Control of the Contro
	189,222,704	113,262,49
13 Advances and deposit		
Advance given to employees for foreign traveling	160,000	250,00
Security deposit - Duncan Products Ltd.	5,000	
Advance Income Tax (AIT)	54,688	
	219,688	250,00
14 Investment in shares	5,653,568	
During the year, the Company has invested the above-noted of availing Tax Holiday. The market value of the above-noted Taka 5,946,530. Provision for decreasing value of shares as re	amount to fulfill d investment as or	n 30 June 20

accompanying financial statements.

15 Cash and cash equivalents

Cash in hand		Market Committee Com
Head office - Dhaka	37,971	286,292
Landing station - Cox's Bazar	62,216	95,880
o de la companya de l	100,187	382,172
Cash at bank on current & STD account with Sonali Bank L	imited	
Sheraton Hotel Branch - Current Account	16,153,165	50,548,469
Sheraton Hotel Branch - STD Account	8,000,000	-
Cox's Bazar Branch	455,601	249,731
	24,608,766	50,798,200
Short term deposits with		
National Bank Limited, Motijheel Branch	75,000,000	-
Trust Bank Limited, Dilkusha Corporate Branch	75,000,000	-
	150,000,000	
,	174,708,953	51,180,372

	2010	2009
16 Provision for expenses	Taka	Taka
Office rent (note - 16.1) Audit fee including VAT Advertisement and publicity expenses Vehicle fuel	2,400,000 172,500 - 6,758	1,200,000 156,750 40,253
Salary and allowances Govt. employees' beneficiary and joint insurance fund Vehicle maintenance Postage and courier expenses Electricity Business development expenses	870 6,040 - 190,000	80,554 - - 39,465 35,000
Withholding tax payable	40,000 50,158 2,866,326	17,800 1,569,822

16.1 Provision for office rent payable to Bangladesh Telecommunication Company Limited (BTCL) has been made for office space occupied by the Company at Telejogajog Bhaban owned by BTCL on an best estimation basis in the absence of any agreement. This has been arrived as follows:

Opening Balance	1,200,000	
Add: Provision made during the year / period	1,200,000	1,200,000
Closing Balance	2,400,000	1,200,000
17 Operation and Maintenance Expenses	37,081,242	70.322.310

The amount paid to SEA-ME-WE 4 during the year expenses of cable operation and maintenance purpose after netting reimbursement of expenses from Consortium incurred by BSCCL for Taka 10,079,697.

18 General and administrative expenses

Salary and allowances 14,563,756	6,149,273
Office rent 1,200,000	1,200,000
Repair and maintenance 2,174,802	1,371,475
Board and other meetings fees 466,826	540,002
Audit fee including VAT 172,500	156,750
Consultancy fee 133,000	100,400
Advertisement and publicity expenses 120,680	284,376
Vehicles running expenses 672,991	462,383
Insurance premium 4,460,571	-
Traveling & conveyance 888,219	192,870
Printing and stationery 305,967	322,139
Postage and courier expenses 14,283	25,939
Entertainment 177,749	69,590
Pank shares and	
	96,584
25,373,068	10,971,781

	2010	2009
9 Other income	Taka	Taka
Rent of Rest House	149,919	39,220
Income from investment in shares	861,970	-
Interest on FDR and others	2,848,444	-
Compensation from Consortium on account of foreign traveling	892,237	875,295
	4,752,570	914,515
Particulars of employees		
The number of permanent employees during this period part salary of BDT 36,000 per annum and above was 40 (30 June 20		ved a total
		ved a total
The number of permanent employees during this period part salary of BDT 36,000 per annum and above was 40 (30 June 20		ved a total
The number of permanent employees during this period part salary of BDT 36,000 per annum and above was 40 (30 June 20 Contingent liabilities and commitments	009: 37).	

Company Secretary

Managing Director



