



ANNUAL REPORT 2018-2019



বার্ষিক প্রতিবেদন
২০১৮-২০১৯

বাংলাদেশ সাবমেরিন ক্যাবল কোম্পানি লিমিটেড (বিএসসিসিএল)
Bangladesh Submarine Cable Company Limited (BSCCL)



বার্ষিক প্রতিবেদন ২০১৮-২০১৯

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BANGLADESH SUBMARINE CABLE COMPANY LIMITED

Contents

Letter of Transmittal	03
Notice of the 11th Annual General Meeting	04
Connecting the World	05
Background of the Company	06
Corporate Information	06
Performance at a Glance	08
Board of Directors of BSCCL	09
Brief Description of Chairman & Directors	10
Management Team	13
Brief Description of Top Management	14
Board's Committee	16
Communications with Shareholders	17
Human Resource Management	18
From BSCCL Archive	20
Message of the Chairman	22
Message of the Managing Director	23
Directors' Report	24
পরিচালনা পর্ষদের প্রতিবেদন	39
Corporate Governance Compliance Report	46
Value Added Statement	53
Status of Compliance with the Corporate Governance Guidelines	54
Audit Committee Report	62
Nomination and Remuneration Committee (NRC) Report	65
Corporate Governance Compliance Certificate	66
Declaration by CEO and CFO	67
Five Year's Financial Summary	68
Auditor's Report and Financial Statements	69
Proxy Form	119

07 November, 2019

To,

The Shareholders,
Bangladesh Securities and Exchange Commission,
Dhaka Stock Exchange Limited,
Chittagong Stock Exchange Limited,
Registrar of Joint Stock Companies and Firms,

Respected/Honorable Sir(s)

Annual Report for the year ended on 30 June 2019.

The undersigned, on behalf of the Board of Directors and Management of BANGLADESH SUBMARINE CABLE COMPANY LIMITED (BSCCL), is pleased to present herewith the Annual Report for the year ended on 30 June 2019 along with the audited Financial Statements (Statement of Financial Position, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flows and Notes) for the above mentioned period of the company.

Thanking you,

Yours Truly



Md. Abdus Salam Khan, FCS
Company Secretary

NOTICE OF THE 11TH ANNUAL GENERAL MEETING


Notice is hereby given that the 11th Annual General Meeting of the Shareholders of the BANGLADESH SUBMARINE CABLE COMPANY LIMITED (BSCCL) is scheduled to be held at Muktijuddo Smriti Milanaoton, IDEB Bhaban (1st Floor), 160/A, Kakrail VIP Road, Dhaka-1000 on Thursday, 26th November 2019 at 11.00 A.M. to transact the following businesses:

Agenda #	1	To receive and adopt the Directors' Report and the audited financial statements for the year ended on 30 th June 2019 together with auditors' report thereon.
Agenda #	2	To declare dividend for the year ended on 30 th June 2019.
Agenda #	3	To elect Directors as per article # 120, 121 and 122 of the articles of association of the company.
Agenda #	4	To appoint Statutory Auditors for the financial year 2019-2020 and fix their remuneration.
Agenda #	5	To appoint Corporate Governance Code Compliance Auditor for the financial year 2019-2020 and fix their remuneration.

All the Shareholders are requested to kindly make it convenient to attend the AGM

BY ORDER OF THE BOARD

Dated : Dhaka
7th November, 2019



Md. Abdus Salam Khan, FCS
Company Secretary
Phone: 8879240
E-mail: salam_bsccl@yahoo.com

Note :

- The shareholders whose names were appeared in the Share Register of the Company or in the Depository Register on the Record Date i.e. 05th November, 2019 will be entitled to attend the Annual General Meeting and to receive the dividend.
- Members entitled to attend at the Annual General Meeting may appoint a Proxy to attend and vote on his/her behalf. The Proxy form must be affixed with requisite revenue stamp and must be submitted to the Registered Office of the company not less than 72 hours before the time fixed for the Annual General Meeting.
- Admission to the meeting place will be allowed strictly on production of the attendance slip sent with the Notice as well as verification of signature of Members (s) and or Proxy-holders (s).
- No benefit in cash or kind other than in the form of cash dividend or stock dividend, shall be paid to the holders of equity securities in terms of Notification No. SEC/CMRRCD/ 2009-193/154 dated 24th October, 2013 for attending the AGM of the Company.
- Members & eligible entities are requested to submit to the company's share office on or before 14th November 2019, their written option to receive dividend. In case of non-submission of such option within the stipulated time, the dividend will be paid as deemed appropriate by the company. The Annual Report is available in the Company's website at www.bsccl.com

রূপকল্প

উন্নতমানের সাবমেরিন ক্যাবল সেবার মাধ্যমে দেশকে আন্তর্জাতিক তথ্য মহাসড়কে সংযুক্ত করে ইন্টারনেট ও যোগাযোগ প্রযুক্তির কল্যাণসমূহ সাধারণ জনগণের দোরগোড়ায় পৌঁছে দেয়া।

Vision

To deliver the benefits of Internet and Communications Technology to the doorsteps of mass people by connecting the country with International Information Superhighway through high quality Submarine Cable services.

অভিলক্ষ্য

- বিশ্বব্যাপী বিস্তৃত তথ্য-মহাসড়কে বাংলাদেশকে সংযুক্ত করা।
- ইন্টারনেট ও ভয়েস সেবার জন্য আধুনিক প্রযুক্তির ব্যবহার করে স্বল্প মূল্যে সর্বোত্তম মানের ব্যান্ডউইথ সরবরাহ করা।
- জাতীয় তথ্য ও যোগাযোগ প্রযুক্তি অবকাঠামোকে আরও শক্তিশালী করা।
- সরকারের নীতিমালা, প্রবিধান ও নিয়ন্ত্রণনীতির আলোকে টেলিযোগাযোগ ও তথ্য প্রযুক্তি সেবার সুবিধাসমূহ দেশের জনগণের নিকট সহজলভ্য করা।

Mission

- To connect Bangladesh to the global Information Superhighway.
- To provide highest quality bandwidth for Internet and Voice services at affordable price using state-of-the art technology.
- To strengthen the national ICT infrastructure further.
- To make the telecommunication and IT services easily available to the people promoted by the Policies, Acts and Regulations of the Government.

কৌশলগত উদ্দেশ্য

- গ্রাহকদের জন্য সক্রিয় ও সহজলভ্য সংযোগের মাধ্যমে বিশ্বব্যাপী টেলিযোগাযোগ নেটওয়ার্ক-এর সেবা প্রদান করা।
- স্বল্প মূল্যে উচ্চ মানের ও নিরবিচ্ছিন্ন আন্তর্জাতিক ভয়েস ও ডাটা ট্র্যাফিক পরিবহণে সক্ষম সেবা নিশ্চিত করা।
- দেশের ক্রমবর্ধমান ব্যান্ডউইডথের চাহিদা পূরণ এবং একটি টেকসই গ্রাহকবান্ধব কোম্পানি হিসেবে বিকশিত হওয়া।
- সাবমেরিন ক্যাবলের মাধ্যমে নিরবিচ্ছিন্ন ও সুষম ব্যান্ডউইডথ প্রাপ্তি নিশ্চিত করে ২০২১ সালের মধ্যে ডিজিটাল বাংলাদেশ-এর রূপকল্প বাস্তবায়নে ভূমিকা রাখা।
- ব্যান্ডউইডথ-এর আভ্যন্তরীণ ও বৈদেশিক বিপণনের মাধ্যমে বাংলাদেশ সরকারের জন্য উলেখযোগ্য রাজস্ব আয়ে ভূমিকা রাখা।

Strategic Objectives

- To provide global telecommunications network services to the subscribers through easily available and effective connectivity.
- To ensure high quality international voice and data traffic transportation capable services at affordable price.
- To flourish as a viable and customer friendly company and to meet the gradually increasing demand of bandwidth of the country.
- To play role in achieving the “Digital Bangladesh” by the year 2021 through ensuring availability of uninterrupted and well-balanced bandwidth by Submarine Cable systems.
- To earn handsome amount of revenue for the company as well as for the Government of Bangladesh through leasing of bandwidth both in domestic and international market.

Background of the Company

Bangladesh Submarine Cable Company Limited (BSCCL) started its journey and incorporated after abolition of BTTB in June 2008 with the assets namely land, buildings & equipment of Landing Station situated at Jhilongjha, Cox'sbazar associated with undersea submarine cable. BSCCL also became a member of the SEA-ME-WE-4 submarine cable consortium in 2008. A vendor's agreement was signed between GoB and the BSCCL on 30 June 2008 incorporating a statement showing a net worth of the company after deducting the liabilities from the assets. The balance is treated as Net Worth payable to the government in share capital.

At the beginning, the head office of the company was situated at the 7th floor of Telejogajog Bhaban at 37/E Eskaton Garden Bhaban, Dhaka. Subsequently the head office of the company was shifted in 2012 to Rahman's Regnum Center (7th Floor), 191, Tejgaon-Gulshan Link Road, Dhaka-1208. BSCCL established its own International Internet Gateway (IIG) by its own fund at the 8th floor of Rahman's Regnum Center in 2013 after acquiring the IIG license from BTRC in 2012. BSCCL joined the SEA-ME-WE-5 submarine cable consortium in 2014. The second submarine cable of the country, the SEA-ME-WE 5 landed in Kuakata Landing Station of BSCCL in December 2017. It was officially inaugurated by the Hon'ble Prime Minister on 10 September, 2017 and BSCCL started commercial use of the cable.

Corporate Information

Registration No.

C 71845(4351)/08 Dated: 24-06-2008

Auditor

S. F. AHMED & CO., Chartered Accountants
House # 51 (2nd Floor), Road # 09
Block-F, Banani,
Dhaka-1213, Bangladesh.

Legal Adviser

Md. Tameem Rahman
Barrister-at-Law
Advocate
Bangladesh Supreme Court

Tax Adviser

Shahadat Rashid & Co., Chartered Accountants
House# 406(1st Floor), Road#29, New DOHS
Mohakhali, Dhaka-1206.

Registered Office

Rahmans Regnum Centre (6th, 7th & 8th Floor)
191/B, Tejgaon-Gulshan Link Road
Dhaka-1208.

Membership

SEA-ME-WE 4 & SEA-ME-WE 5
(South East Asia- Middle East- Western Europe)
submarine cable consortiums.

Bankers

United Commercial Bank Limited (UCBL)
Tejgaon-Gulshan Link Road Branch, Dhaka.

Sonali Bank Limited
Hotel Intercontinental Corporate Branch, Dhaka.

Landing Stations

Jhilongjha, Cox'sbazar and
Alipur, Kuakata, Patuakhali.

Website
www.bsccl.com

Milestones

Signing of Memorandum of Understanding (MoU) for joining SMW-4 Consortium	:	04 September 2002
Construction & Maintenance Agreement signing (SMW-4)	:	27 March 2004
Inauguration of Cox'sbazar Landing Station	:	21 May 2006
Date of Incorporation of Business	:	24 June 2008
Vendor's Agreement with Government	:	30 June 2008
Commercial Launching of Operation	:	01 July 2008
1 st Annual General Meeting	:	14 December 2009
Signing of Memorandum of Understanding (MoU) for joining SMW-5 Consortium	:	28 December 2011
Inauguration of Upgradation# 3 of SMW-4	:	04 April 2011
Obtaining IIG License	:	04 March 2012
Listing with DSE & CSE	:	14 June 2012
Commercial Operation of IIG Unit	:	01 July 2013
Inauguration of IIG Services	:	09 July 2013
Contract signing for joining SMW-5 Consortium	:	07 March 2014
Contract signing for Lease of Bandwidth to BSNL (India)	:	06 June 2015
Formal Inauguration of Lease of Bandwidth to BSNL (India)	:	23 March 2016
Started Trial Operation of SMW-5 Submarine Cable	:	17 March 2017
Formal Inauguration of SMW-5 Submarine Cable System by Hon'ble PM of Bangladesh	:	10 September 2017
Commercial Operation of SMW-5 Submarine Cable System	:	17 September 2017
Signing of Memorandum of Understanding (MoU) for joining SMW-6 Consortium	:	15 September 2019

Ethics & Code of Conduct

BSCCL has adopted clearly defined Codes of Conduct (“Code”), which reflects BSCCL’s values of integrity, respect, trust and openness. It provides clear direction on conducting business, interacting with the community, government and business partners; and general workplace behavior. It also includes guidance on disclosure of conflict of interest situations, maintaining confidentiality and disclosure of information, good practices and internal control, and the duty to report where there is a breach against the Code. The Codes are properly communicated to all the employees including the Board members and others acting on behalf, who are strictly required to abide by them. All of them have certified in writing that they have read and understood the Codes.

Restrictions on dealings in BSCCL Shares by Insiders

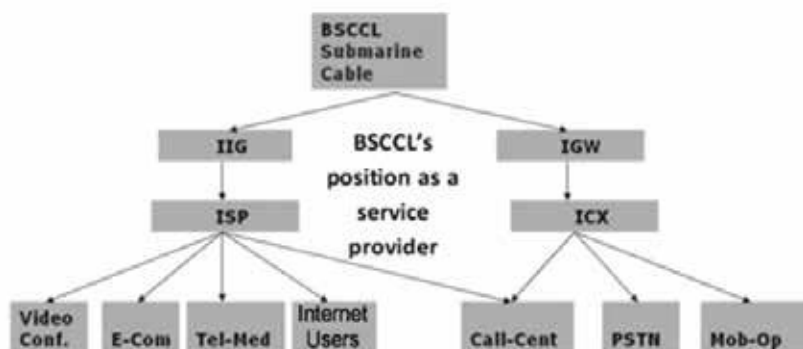
The Company has restricted trading of BSCCL shares by Directors, Employees and other Insiders. The securities laws also impose restrictions on similar transactions. All the Insiders are prohibited from trading in the BSCCL shares, while in possession of unpublished price sensitive information in relation to the Company during prescribed restricted trading period. Directors and Employees are also required to notify their intention to trade in the BSCCL shares prior to initiating the same.

Product and Services

BSCCL is the sole provider of submarine cable bandwidth services in the country and handles country’s submarine cable system. It is also an IIG and ISP service provider. Presently, BSCCL is providing the following services:

- Bandwidth service for different routes and different levels such as STM-1, STM-4, STM-16 and STM-64/10GE to the International Internet Gateway (IIG) operators through International Private Leased Circuits (IPLC).
- Bandwidth service (IPLC) for different routes and different levels such as STM-1 and STM-4 to the International Gateway (IGW) operators who deal with International voice call.
- IP transit (Internet bandwidth) to IIGs as an ILDC operators.
- IP transit (Internet bandwidth) to ISPs as an IIG operator.
- IPLC service to different corporate and other customers as permitted by BTRC.
- Co-Locations services at BSCCL’s Data Center in Dhaka and at two Landing Stations.

Bandwidth Distribution Flowchart of BSCCL



Performance at a Glance:

Business Performance

The capacity and utilization level of company's bandwidth is presented in the following table:

	2014-15	2015-16	2016-17	2017-18	2018-19
Capacity (Gbps)	200.00	200.00	1800.00	1800.00	2700.00
Utilization (Gbps)	33.52	132.16	246.98	446.48	686.00
Capacity Utilization (%)	16.76	66.08	13.72	24.80	25.41

Financial Performance:

The comparative financial performance for the last five years is given below:

Particulars	2018-19	2017-18	2016-17	2015-16	2014-15
Revenue (Amount TK. in Mill)	1,955.67	1,405.04	1,036.73	618.64	540.68
Growth in Revenue (%)	39.19	35.53	67.58	14.42	(28.27)
Operating Cost of Sales Growth (%)	13.03	73.08	14.01	18.81	10.79
Gross Profit Margin(%)	68.26	56.39	65.85	49.80	51.66
Operating Profit Margin (%)	43.43	28.14	35.17	23.20	13.10
Net Profit Margin (%)	29.95	5.21	30.70	26.76	23.87
Return on Average Asset After Tax (%)	5.36	0.72	3.36	2.25	2.47
Return on Average Equity After Tax (%)	9.55	1.23	5.48	3.44	3.19
Return on Average Capital Employed (%)	10.07	4.73	4.43	2.65	2.95
Direct Cost to revenue Ratio (%)	31.74	43.61	34.15	50.20	48.34
Administrative Expenses to Revenue Ratio (%)	8.96	10.94	14.52	20.15	17.93
Finance Cost to Revenue Ratio (%)	8.60	9.95	-	-	-

Board of Directors of BSCCL

Chairman

Mr. Ashoke Kumar Biswas

Secretary, Posts & Telecommunications Division, Ministry of Posts,
Telecommunications & Information Technology (MoPT & IT)

Directors

<p>Mr. Md. Azizul Islam Additional Secretary Posts & Telecommunications Division, Ministry of Posts, Telecommunications & Information Technology (MoPT & IT)</p>	<p>Ms. Touhida Bulbul Additional Secretary (PRL) Ministry of Science & Technology</p>
<p>Mr. Md. Jalal Uddin Joint Secretary Ministry of Finance</p>	<p>Col Rakibul Karim Chowdhury, afwc, psc Col Staff, AHQ, GS Br (SD Dte), Dhaka Cantonment, Dhaka</p>
<p>Dr. Md. Mahbubul Alam Joarder Professor Institute of Information Technology University of Dhaka</p>	<p>Mr. Nasir Uddin Ahmed FCA, FCS Council Member & Past President, ICAB and Independent Director, BSCCL</p>
<p>Mr. Hossain Khaled Past President Dhaka Chamber of Commerce & Industry and Independent Director BSCCL</p>	<p>Mr. Mashiur Rahman Managing Director BSCCL</p>

Brief Description of Chairman



Mr. Ashoke Kumer Biswas took over the charge as acting Secretary of the Posts and Telecommunications Division on 20 January 2019. On 21st July 2019, he was promoted to the post of secretary. He has been serving in the Administration of the Government of the People's Republic of Bangladesh for 32 years in different positions. He discharged his duties as Additional Secretary and Joint Secretary at the Secretariat and Additional Commissioner, Deputy Commissioner, Upazila Nirbahi Officer & Magistrate, Assistant Commissioner (Land) and Assistant Commissioner in the Field Administration.

He started his career in civil service in BCS (Administration) Cadre in 1988. He joined Rajshahi Collectorate as Assistant Commissioner in 1988 and discharged until 1992 as Assistant Commissioner (Land) of Keshabpur in Jashore. Hereafter, he served as Assistant Commissioner, Cognizance Magistrate and other posts till 1999 in Magura district. Then he worked as Upazila Nirbahi Officer at Madhukhali upazila of Faridpur and Banari-para upazila of Barishal up to 2001. After then he discharged his duties as chief Revenue Officer of Khulna city Corporation, Additional Deputy commissioner, Khulna; Deputy Land Reform commissioner of Khulna Division and Director of Environment till 2010. He worked as a Deputy commissioner from 2010-2012 in Joypurhat district. He served as Additional Commissioner of Rajshahi and Khulna up to 2015. He worked as a Joint Secretary and Additional Secretary in the Ministry of Education until 2018. During this time, he also served as the Director General of Directorate of Technical Education under Ministry of Education.

Mr. Biswas was born in a respectable Hindu Family of Tala Upazila in Sathkira district. He blessed with a son and a daughter. He completed his graduation from Bangladesh Agriculture University and Post graduation in Government and Politics.

As a part of the Government duties in the field of employment, he has visited several countries like United Kingdom, United States of America, Turkey, Switzerland, Japan, Australia, Vietnam, China, Italy, Malaysia, Sri Lanka Singapore, Philippines, Thailand, and India.

Brief Description of Directors



Mr. Md. Azizul Islam, Additional Secretary (Admin and Finance), Post and Telecommunications Division, Ministry of Post, Telecommunications and Information Technology is a member of Bangladesh Administrative Service. He was born on November 01, 1962 in Nilphamari. He is the proud son of Late Shamser Ali & Late Shakhina Khatun. He belongs to Bangladesh Civil Service 1985 batch. Before Joining into the service he passed B.Sc. Ag. Econ (Hons) and M.SS (Government & Politics). He joined this ministry on April 29, 2016 as Additional Secretary before that he was performing as the Additional Secretary the Ministry of Industries. He took part in different senior level training program at home and abroad. As a part of his responsibility he attended different meetings, summits, workshops and negotiation sessions in international arena.

Brief Description of Directors

	<p>Ms. Touhida Bulbul Additional Secretary (PRL) born in Gaibandha, Bangladesh on 3rd September 1960, she joined the BCS Admin Cadre as an Assistant Commissioner and Magistrate at the Dhaka Collectorate on 15th February 1988. She has subsequently worked at the Cabinet Division and the Ministries of Information and Public Administration as a Senior Assistant Secretary, and served as UNO, ADC and DC. She joined the ICT Division as a Joint Secretary and rose to the rank of Additional Secretary. Ms. Bulbul completed her Bachelor's degrees in Philosophy and Law, and her Masters in Philosophy, from the University of Dhaka. She has participated in various trainings, workshops and world summits across the globe.</p>
	<p>Mr. Md. Jalal Uddin, Joint Secretary, Finance Division, Ministry of Finance & Director, BSCCL Joined Bangladesh Civil Service (Administrative) Cadre in 1986. He was born in February 02, 1961. He obtained BSS (Hons) & Master's degree from Dhaka University in Economics. He was promoted as Joint Secretary of the Government of Bangladesh in September 09, 2009 and joined Finance Division, Ministry of Finance in 23 March, 2010. He did his administrative & financial affairs inside the country as Assistant Commissioner, Upazilla Nirbahi Officer, Senior Assistant Secretary, Additional Deputy Commissioner, Deputy Secretary & Deputy Commissioner. He was also Director NESCO the power distribution company & BHBFC the Bangladesh House Building Finance Corporation.</p> <p>He visited USA, INDIA, CHINA, THAILAND, SINGAPORE, MALAYASIA, SWEDEN, NEPAL, TURKEY, SRILANKA, JAPAN, UAE, QATAR & HONGKONG many times as Government delegates for official business.</p>
	<p>Dr. Md. Mahbubul Alam Joarder, is a Professor of the Institute of Information Technology (IIT), University of Dhaka and trustee member, Rajshahi Science and Technology University. He also served as Director of the Institute of Information Technology (IIT) and as Provost, Sir Salimullah Muslim Hall, University of Dhaka. He received a B.Sc. in Applied Physics & Electronics from Dhaka University in 1990, and an M.Sc. from the same University in 1991. He received his Ph.D. in Computer Science & Engineering (Information Systems) from the University of Ibaraki, Japan in 2002. From 2005 to 2007, he was the PiL (Partners in Learning) advisor of Microsoft Bangladesh Ltd.</p> <p>Last few years, he successfully implemented some projects for the betterment of the Dhaka University. One is Remodeling of the two modern computer lab with the assistantship of KOICA in his Institute, Institute of Information Technology (IIT), University of Dhaka and another was Campus Network for Dhaka University under the guidance of University Grants Commission of Bangladesh funded by the World Bank. As an independent consultant, he completed many projects, two most successful projects are Public Investment Management (PIM) of Planning Commission's (PC) Programming Division and making a report which is intended to provide objective assessment of the current IT Systems and Architecture, and to make concrete, practical recommendations for improvement funded by the World Bank, SGL for windows funded by Ibaraki University, Japan.</p> <p>Now, He is serving as Director of Bangladesh submarine cable company limited. His research interests center on improving the understanding, design, and performance of non-linear systems, recognition problems, computer simulation of complex systems and risk factors in software engineering. He has already published more than 33 research papers and 02 books in his field. He serves as a reviewer in many peer to peer national and international conferences and journals. He has given numerous invited talks and tutorials, and consultant to companies involved in Internet technologies home and abroad.</p>

Brief Description of Directors



Colonel Rakibul Karim Chowdhury, afwc, psc was commissioned with 30 BMA Long Course on 17 June 1994 in the Corps of Signals. He attended number of professional courses both at home and abroad. He is a graduate in Computer Science and Engineering (CSE). He is also a graduate from Defence Services Command and Staff College, Mirpur and got his Masters in Defence Studies from Bangladesh University of Professionals. He completed Armed Forces War Course from National Defence College, Mirpur in 2016. Besides serving in various Signal Regiments, he also served as instructor in School of Signals, Platoon Commander in Bangladesh Military Academy, General Staff Officer Grade-2 (Plans and Coordination) in Defence Services Command & Staff College and General Staff Officer Grade-1 (FTEB) at Headquarters Army Training and Doctrine Command (ARTDOC). He participated in United Nations Peace Keeping Operation as contingent member in Sierra Leone (UNAMSIL) and as the Chief of Communication & Information Technology Branch at the Force Headquarters in DR Congo (MONUSCO). Colonel Rakib visited few countries including Belgium, DR Congo, France, Germany, Japan, KSA, Malaysia, Rwanda, Sierra Leone, Singapore, South Korea, Thailand, UAE, Uganda, UK and USA. He served as the Commanding Officer of 1 Signal Battalion. At present he is serving as the Colonel Staff of Staff Duties Directorate in Army Headquarters. In his personal life, Colonel Rakib is happily married to Mrs. Farzana Khan and blessed with a son and a daughter.



Mr. Hossain Khaled, Director, Dhaka Chamber of Commerce and Industry (DCCI) is a versatile new age business personality. He obtained his BBA in Accounting from the University of Toledo, Ohio and MBA degree in International Banking from Texas A&M University (TAMU), Texas, USA. Mr. Khaled joined the family conglomerate of Anwar Group of Industries during the year 2000. Since then he has held and led successfully many portfolios among which few noteworthy ones are his being the youngest President of Dhaka Chamber of Commerce & Industry and Co-Chairman of Bangladesh Better Business Forum. He was elected as the President of Dhaka Chamber of Commerce & Industry twice. Mr. Khaled also holds director positions of number of companies of Anwar Group.



Mr. Nasir Uddin Ahmed, is a Chartered Accountant by profession, who passed C A in 1987 and was awarded ICAB Medal for his outstanding performance in CA Intermediate examination. Mr. Nasir worked for more than two decades in two British MNCs, British American Tobacco Bangladesh and Coats Bangladesh, who left corporate jobs in 2010 as Finance Director of Coats Bangladesh and started public practice.

Mr. Nasir was the President of the Institute of Chartered Accountants of Bangladesh (ICAB) and has been a Council Member since 2001. He was a Board Member of South Asian Federation of Accountants (SAFA).

He is a fellow member of ICAB. He is an associate member of the Institute of Chartered Accountants in England and Wales (ICAEW) and also an associate member of the Chartered Institute of Management Accountants (CIMA), UK. He also holds membership of various professional institutions at home and abroad.

He was Board Director in many companies and organization namely, Bangladesh Commerce Bank Ltd., Dhaka Stock Exchange Ltd., BTCL, Coats Bangladesh Ltd., Coats Crafts Bangladesh Ltd., Leads Corporation Ltd. etc. Currently he is in the Board of Popular Pharmaceuticals Ltd., Institute of Informatics and Development (IID) and Color City Ltd.

He worked as a member of Expert Panel and Jury Board of Dhaka Stock Exchange Ltd. He was General Secretary of Dhaka University Accounting Alumni and served for a term of two years. Mr. Nasir holds a first class in Bachelor of Commerce with honours in Accounting and also Post Graduation in the same subject from the University of Dhaka. He is currently a Senior Partner of MABS & J Partners, Chartered Accountants.



Mr. Mashiur Rahman joined BSCCL as Managing Director on 14th October, 2017 after being nominated by government and subsequently approved by the BoD of BSCCL. Mr. Rahman earned the B.Sc in Electrical & Electronics Engineering degree in the year 1988 from Bangladesh University of Engineering and Technology (BUET) and then earned the M.Sc in Electrical & Electronics Engineering degree from the same university in the year 1990. He joined the Bangladesh Telegraph & Telephone Board (BTTB) in January 1991 after being qualified through 9th BCS in BCS (Telecom) cadre. In BTTB (presently BTCL) he served in different positions as Assistant Divisional Engineer, Sub-Divisional Engineer, Divisional Engineer and Director. Before joining BSCCL he was serving in BTCL as Director (International). Mr. Rahman first joined BSCCL as General Manager in May 2016. Later, before joining as Managing Director of BSCCL he was promoted as General Manager (Grade 3 in National Pay Scale) of Department of telecom (DoT) in August 2017. After completion of his two years term of contractual service Mr. Rahman has been reappointed as Managing Director on deputation from 15 October 2019. He Visited many countries of Asia, Europe, North America and Africa to attend various training, seminars and meetings.

Management Team of BSCCL

Mr. Mashiur Rahman
Managing Director

Mr. Md. Azam Ali

General Manager (Operations & Maintenance)

Mr. Mirza Kamal Ahmed

General Manager (Admin & Finance)

Mr. Md. Abdus Salam Khan, FCS

Company Secretary

Mr. Mohammad Zakirul Alam

DGM (Planning & Development)

Mr. Shukanta Kumar Debnath, FCA

DGM (Finance & Accounts)

Mr. Abdul Wahhab

DGM (Operation & Maintenance, IIG)

Mr. Muhammad Shakawat Hussain

Manager (Operation, Cox's bazar LS)

Ms. Nazia Hassan

Manager (Development)

Mr. Muhammed Shoeb Ali

Manager (Bandwidth Planning)

Mr. Muhammad Tajul Islam

Manager (Finance & Accounts)

Mr. Mohammad Shahadat Hossain

Manager (Internal Audit)

Mr. Arifur Rahman

Manager (Operation & Maintenance, IIG)

Mr. Subram Kishor Das

Manager (Estate)

Mr. Md. Soriful Haque

Manager (Customer Care)

Mr. Mohammad Anisul Islam, ACS

Manager (Share & Legal)

Mr. Md. Rakibul Hossain

Manager (Procurement & Logistics)

Mr. Uzzal Kumar Saha

Manager (Marketing & Sales)

Mr. Khondker Hayat Mahmud

Manager (HR & A)

Brief Description of Top Management



Mr. Mashiur Rahman joined BSCCL as Managing Director on 14th October, 2017 after being nominated by government and subsequently approved by the BoD of BSCCL. Mr. Rahman earned the B.Sc in Electrical & Electronics Engineering degree in the year 1988 from Bangladesh University of Engineering and Technology (BUET) and then earned the M.Sc in Electrical & Electronics Engineering degree from the same university in the year 1990. He joined the Bangladesh Telegraph & Telephone Board (BTTB) in January 1991 after being qualified through 9th BCS in BCS (Telecom) cadre. In BTTB (presently BTCL) he served in different positions as Assistant Divisional Engineer, Sub-Divisional Engineer, Divisional Engineer and Director. Before joining BSCCL he was serving in BTCL as Director (International). Mr. Rahman first joined BSCCL as General Manager in May 2016. Later, before joining as Managing Director of BSCCL he was promoted as General Manager (Grade 3 in National Pay Scale) of Department of telecom (DoT) in August 2017. After completion of his two years term of contractual service Mr. Rahman has been reappointed as Managing Director on deputation from 15 October 2019. He Visited many countries of Asia, Europe, North America and Africa to attend various training, seminars and meetings.



Mr. Md. Azam Ali, joined BSCCL as General Manager on Lien from Department of Telecommunications (DoT) in March, 2018. Mr. Azam Ali earned the B.Sc in Electrical & Electronics Engineering degree in the year 1988 from Bangladesh University of Engineering and Technology (BUET) and then earned the MBA (Marketing) degree from the Darul Ihsan University in the year 2007. He joined the then Bangladesh Telegraph & Telephone Board (BTTB) in December 1991 after being qualified through 10th BCS in BCS (Telecom cadre). In BTTB (presently BTCL) he served in different positions as Assistant Divisional Engineer, Sub-Divisional Engineer, Divisional Engineer and Director. He worked for the installation of first Submarine Cable (SMW-4) in Bangladesh with good reputation. Before joining BSCCL he was serving in DoT as Director (Admin).



Mr. Mirza Kamal Ahmed, a member of BCS Telecom Cadre, joined BSCCL as Deputy General Manager on 6th November 2016 and continued for more than two years. During this period his performance was outstanding and commendable. At present he is serving in BSCCL as General Manager since 13th February 2019 on lien from government. Prior to joining BSCCL he was Divisional Engineer phones in BTCL. He obtained his B.Sc. Engg. degree in EEE from BUET in 1993. He also attained MBA in 2008. Mr. Kamal has a long extensive career of more than 25 years. He started his career in Rural Electrification Board in 1994 and served for 8 months as assistant engineer. After that he joined in Bangladesh Atomic Energy Commission and served for about three years. In 1998, he joined BCS Telecom cadre through 17th BCS examination and was posted in different field offices of erstwhile BTTB and now BTCL as Assistant Divisional Engineer, Sub Divisional Engineer and Divisional Engineer. During his tenure in BTCL, he served with extraordinary performance. He is now also working in BSCCL with good reputation and great endeavour. Throughout his long career, he has attended different seminars, symposiums, meetings and workshops in home and abroad.

Brief Description of Top Management

	<p>Mr. Md. Abdus Salam Khan, FCS was appointed as a Company Secretary in BSCCL, effective from September 15, 2008. Before joining BSCCL, he was the Senior Deputy Company Secretary in GSP Finance and he also worked in Sabinco, Prosika and Haque group of Industries. He has vast experience over 28 years in his career. He obtained his M.Com in Accounting from Dhaka University and MBA (Major in Finance) from Daffodil International University. He passed C.A. (Intermediate) examination from the Institute of Chartered Accountants of Bangladesh. He is a Fellow Member of Institute of Chartered Secretaries of Bangladesh. He is also a Rotarian and held the position of President of Rotary Club of Dhaka Mega City for the year 2016-17 and Assistant Governor for the year 2019-2020. He has attended various meetings, seminars, training program and workshops both at home and abroad.</p>
	<p>Mr. Mohammad Zakirul Alam has been working with BSCCL since June 4, 2009. He is currently posted as DGM (Planning & Development). Previously he served the Company in various positions such as DGM (Customer Care) and DGM (Operations) and DGM (Bandwidth Planning). Before joining BSCCL, he worked as Network Manager in Connect BD Ltd and he also worked in Digitech Datalink. He has extensive experience of 20 years in his career. He obtained his B.Sc. Engineering degree from Bangladesh University of Engineering & Technology (BUET). He also obtained his Executive MBA (Finance) degree from North South University (NSU).</p>
	<p>Mr. Shukanta Kumar Debnath, FCA was appointed as a DGM (Finance & Accounts) since April 1, 2013. Before joining BSCCL, he was Senior Manager (Accounts) in Apex Textile Group and he also worked in Otobi Ltd. He has extensive experience over 18 years in his career considering the experience obtained during Articleship of Chartered Accountancy. He obtained his M.Com in Management from National University and qualified as Chartered Accountant from the Institute of Chartered Accountants of Bangladesh (ICAB). He has obtained MBA, Major in Finance under Executive Program from Institute of Business Administration (IBA), University of Dhaka.</p>
	<p>Mr. Abdul Wahhab, has been working in BSCCL since 1st September, 2013. He was appointed against the post DGM (IIG Operation). He is currently posted as DGM (O&M, IIG). Previously he also served the company with additional responsibilities of DGM (IIG Marketing) and DGM (Customer Care). He started his career from the ISP named Drik Alokchitra Granthagar Limited, shortly called DRIKNET, the pioneer ISP in Bangladesh, in January, 1999. Before joining BSCCL, he had been working at BDCOM Online Limited as Manager (NOC). He has about twenty one years experience in telecommunication, specially in the field of IP network and System Administration. He obtained his B.Sc (Hons) and M.Sc in Applied Physics and Electronics from Department of Applied Physics and Electronics which currently named as Electrical and Electronic Engineering of the University of Dhaka.</p>

Board's Committee

Audit Committee

Chairman

Mr. Nasir Uddin Ahmed, FCA, FCS

Senior Partner of MABS & J Partners, Chartered Accountants
& Independent Director, BSCCL

Members

Ms. Touhidul Bulbul

Additional Secretary (PRL)
Ministry of Science and Technology
& Director, BSCCL

Mr. Hossain Khaled

Ex-President of DCCI
& Independent Director, BSCCL

Nomination & Remuneration Committee

Chairman

Mr. Hossain Khaled

Ex-President of DCCI
& Independent Director, BSCCL

Members

Mr. Md. Jalal Uddin

Joint Secretary
Finance Division, Ministry of Finance
& Director, BSCCL

Dr. Md. Mahbubul Alam Joarder

Professor
IIT, University of Dhaka
& Director, BSCCL

Colonel Rakibul Karim Chowdhury, afwc, psc

Col Staff, AHQ, GS Br (SD Dte),
Dhaka Cantonment & Director, BSCCL

Mr. Nasir Uddin Ahmed, FCA, FCS

Senior Partner of MABS & J Partners
Chartered Accountants
& Independent Director, BSCCL

Tariff Committee

Chairman

Dr. Md. Mahbubul Alam Joarder

Professor
IIT, University of Dhaka
& Director, BSCCL

Members

Ms. Touhidul Bulbul

Additional Secretary (PRL)
Ministry of Science and Technology
& Director, BSCCL

Mr. Nasir Uddin Ahmed, FCA, FCS

Senior Partner of MABS & J Partners
Chartered Accountants
& Independent Director, BSCCL

Mr. Moshir Rahman

Managing Director, BSCCL

Communications with Shareholders

We believe in good Corporate Governance through transparency and full cooperation amongst all stakeholders of the Company, including the owners of the Company—the Shareholders. There is a continuous flow of Information to the Shareholders regularly through a number of forums and publications. The Company has adopted a detailed policy on information disclosure and communication. In compliance with continuous disclosure requirements, the Company's policy is that Shareholders will be informed in a routine manner about all major developments that impact the business of the Company and also being able to make the shareholders informed about all important decisions of the company.

Information Disclosure

In accordance with the disclosure requirements of BSEC, the Company follows the following three main forms of information disclosure:

Continuous disclosure – Continuous disclosures are the core disclosure and primary method of informing the market and the Shareholders;

Periodic disclosure – in the form of quarterly, half yearly and yearly reporting of financial results and others issues;

Event based disclosure – as and when required, regarding administrative and corporate developments, usually through stock exchanges & press releases. All information provided to the BSEC and Stock Exchanges are immediately made available to the Shareholders and the market in the Investor Relations window of the Company's website: www.bsccl.com.

General Meeting

The General Meeting is the supreme governing body in BSCCL. The Company recognizes the rights of the Shareholders and their interests are primarily ensured through BSCCL's Annual General Meeting ("AGM"). The Company requires its Board and Auditors to attend each AGM so as to be available to answer the Shareholders' queries on the activities of the Company.

Website

All financial results, key performance indicators, other relevant financial and non-financial data, Price Sensitive Disclosure etc. are posted on regular basis in the Investor Relations window of the Company's website: www.bsccl.com

Shareholders Queries

Whilst the Company aims to provide sufficient information to the Shareholders and to the prospective Investors about the Company and its activities, it also recognizes that the Shareholders may have specific queries relating to their shareholding. To ensure that the Shareholders can obtain all relevant information to assist them in exercising their rights as Shareholders, all kinds of queries may be directed to:

Bangladesh Submarine Cable Company Limited (BSCCL)

Rahmans' Regnum Center (7th & 8th Floor)

191/B, Tejgaon-Gulshan Link Road

Dhaka-1208

Phone: 880-2-8878880, 8879192 & 4

Fax: : 880-2-8879193

Human Resource Management

One of BSCCL's principal strength is the quality and dedication of its employees and their shared sense of being part of a team. Their diverse vantage points and unique abilities create a broad range of skills and knowledge that underpin the Company's work. In order for BSCCL to continue its steady growth, it is essential that it retains its key employees and provides attractive opportunities for new personnel.

A great part of success in the telecom services industry depends, more than anything else on the technical know-how, experience, talent and commitment of the Company's human capital. For sustainable growth of BSCCL, the Company must be able to get benefit from its strong business principles, its fast moving and entrepreneurial spirit and the success of the individual and team.

BSCCL places great emphasis on keeping employees informed about the Company's vision, strategy and its future plans. The Company keeps its employees informed about current-news of events and achievements of the Company. Moreover, the Company arranges regular in service trainings at home and abroad to develop the skills of the employees.

Recruitment

A career with BSCCL demands a high level of diligence and dedication. The work of the Company requires individuals with uncommon ability, knowledge and commitment. BSCCL consistently seeks to recruit personnel who can fulfill these diverse requirements at the same time support the corporate culture of the company. Gradual increase in the number of applications from highly qualified prospective candidates in response to advertisements for recruitment indicates attraction of people to Company's distinct position and ideology. BSCCL believes that having a broad range of age and experience in its workforce, helps the Company meet the varied needs of its clients. This is reflected in the structure of the workforce. BSCCL places a special emphasis that new positions are filled by the most accomplished candidates, in the terms of their education, experience and ability.

BSCCL's recruitment strategy is based on attracting highly qualified candidates through employee networks, selective head-hunting and advertisement. Two Sub-Committees, one for recruitment of officers and the other for the staffs, are responsible for recruiting manpower with diverse talent. The Human Resource Department of the company is an important partner in achieving this goal.

Career Development

BSCCL comprises of a league of enterprising women and men who are distinguished by their initiative, diligence, imagination and ambition. The Company's network is driven by a sense of teamwork and solidarity that transcends Company's hierarchy. The people of BSCCL are part of a culture of integrity and leadership. They have an active role to play in the Company. They form a community in which people's potential and talents are cultivated with the aim of establishing lifelong careers. High quality employees are trained and fostered with the goal of developing the business of BSCCL and thus convert the Company to a successful and unique one.

Job satisfaction and retention

BSCCL always tries not only to attract the most qualified personnel into the company but also to retain them in the company by creating a superior working environment and through addressing their needs. To ensure success for the Company as a whole, employees are encouraged to engage in synergetic teamwork, and every effort is made to facilitate communication and flow of information. Employee initiative and responsibility are promoted through challenging assignments where rewards are determined by results.

Incentives

By rewarding for good performance, BSCCL encourages its employees to invest their full potential for the company and thus support the company to achieve the optimal performance. The forms of providing incentives are foreign trainings, special honoriums, incentive bonus etc. Also, the company shares a part of its profit on regular basis with the employees through Workers Profit Participation Fund (WPPF). By aligning the interest of employees and share holders, BSCCL enables its people to play an even more active role in bringing success for their own community.

Transport

Transport facilities are provided to the top level executives of the Company. Moreover, adequate allowances are given to other employees for their transportation.

Provident Fund

Both employees and company contribute @ 10% of basic salaries to employees' Provident Fund.

Gratuity Fund

Employees who have served in the company for more than five years are eligible to be entitled for gratuity facilities.

Workers Profit Participation Fund

The company maintains a Workers Profit Participation Fund in accordance with the Labour Law of the country by transferring 5% of the Net Profit Before Tax to fund. Trustees have been formed to maintain and manage the distribution of profits to the beneficiaries as per the Labour Law.

Recent Awards

BSCCL received ICSB Award for Corporate Governance Excellence 2017.

**From BSCCL Archive
Photos of 10th AGM of BSCCL**



From BSCCL Archive



The Managing Director of BSCCL is congratulating Mr. Ashoke Kumar Biswas for being appointed as secretary Posts & telecommunication Division and Chairman, BSCCL



During the recent visit in BSCCL by Mr. Mustafa Jabbar, Honorable Minister, Ministry of Post, Telecommunication & Information Technology.



Mr. Mustafa Jabbar, Honorable Minister, Ministry of Post, Telecommunication & Information Technology and the chief guest is addressing the audience in the seminar titled "4th Industrial Revolution & our Preparation." arranged by BSCCL on 26 October, 2019.



The chairman & Managing Director of BSCCL are receiving the prestigious ICSB CGE Award, 2017 (Golden category in IT & telecom sector.) from the Hon'ble Finance Minister Mr. A. M. A Muhith.



A moment of the event organized marking the 44th death anniversary of Bangabandhu Sheikh Mujibur Rahman & the National Mourning Day.



The officials of BSCCL are paying tribute to the Language

Message of the Chairman



I am delighted that BSCCL has arranged 11th Annual General Meeting (AGM) and the Annual Report for the year 2018-2019 on the occasion has already been published.

First of all I would like to remember the contribution of the Father of nation Bangabandhu Sheikh Mujibur Rahman who gave the nation the best gift, a sovereign and independent Bangladesh along with the dream to build “Sonar Bangla”. I am ever grateful to the honorable Prime Minister of Bangladesh, Sheikh Hasina for her initiative to implement the dream of Bangabandhu through a declaration in 2008 for building “Digital Bangladesh” by 2021.

I am thankful to all the Shareholders that have chosen BSCCL as a growing company and purchased its shares. I can assure that this is the only public limited company under the Posts & Telecommunications Division which is functioning very well and till now its share is very stable. BSCCL is providing the main infrastructure for implementing Digital Bangladesh through connecting the country with the global information superhighway.

I believe that Management is capable with full support and contribution of all shareholders and the Board of Directors to make a significant progress in future. I am hopeful that this company will achieve high degree of prosperity through their sincere effort and integrity. I also feel obliged to mention the other contributors including, but not being limited to, the Posts & Telecommunications Division, BSEC, DSE and other stakeholders who consider the Company as their own. The Company is holding high position amongst the peers with proper contribution to the society with quality bandwidth for data and voice communications. All these make the Company a unique in the Country's Corporate Register.

The growth rate of GDP in Bangladesh is on an average more than 8% per annum. Investment in diversified telecom business seems to be inevitable for the economic growth of the Country.

I sincerely wish that this company will achieve a strong financial growth and firmly believe that its gradual development and market stability would raise it to a reasonably high level in the years to come. To meet the future demand and the target of the government to build “Digital Bangladesh” the Company has already taken initiative to connect the country with the third Submarine Cable and as such the Company has a very good future for business of Bandwidth in Bangladesh & abroad.

Thanking you all and wish you a good time.



Ashoke Kumer Biswas
Chairman, BSCCL

Message of the Managing Director to the Shareholders



**Hon'ble Chairman, Directors,
Dear shareholders, Colleagues, Ladies and Gentlemen,**

Welcome to the 11th AGM of BSCCL. I am very much thankful to all of you for your kind participation in the 11th AGM of the Company. I feel proud to represent a company like BSCCL which is a very important and very competent company in the Telecommunications sector of Bangladesh and playing the most vital role in connecting the country with International Information Superhighway. The company is also quite sound financially despite several major challenges in business in the last financial year (2018-2019). The major challenges were to accommodate the large amount of depreciation, operation & maintenance expense, the financial charges and tough competition faced by the IIG business of the company from the private IIG operators. Despite the challenges the net profit of the company increased by more than eight folds in the last financial year (2018-2019) compared to that of the previous year due huge growth of sales of the company that remarkably increased the revenue earning of the company in the last financial year. With the inauguration of SMW 5 submarine cable service in Bangladesh by the Hon'ble Prime Minister Sheikh Hasina on 10th September, 2017 the ultimate bandwidth capacity of BSCCL crossed 1800 Gbps which increased further to 2700 Gbps through adoption of advanced technology during 2nd light-up of the SMW 5 submarine cable in August 2019. At present the total activated (light-up) capacities in the two cable systems of the company is almost 1500 Gbps. The second submarine cable has also ensured redundancy in country's submarine cable system. By 30th June, 2019, 323 Gbps submarine cable capacity (IPLC) was sold from SMW 5 cable out of total sold IPLC capacity of 581 Gbps in two cables. At the same time another 80 Gbps bandwidth was feed to BSCCL's own IIG through SMW 5 as on 30 June 2019. The IIG business of the company faced very tough competition from several private IIG operators and to overcome the challenge BSCCL management was bound to reduce the unit prices of its IP Transit services in the last year to remain competitive in the market. Also, the price of IPLC services needed to be fixed reasonably taking the selling prices of ITC operators for the same services into active consideration. Despite all the difficulties, BSCCL had been able to achieve and hold more than 60% market share in the bandwidth market last year.

I hope that the Company has fulfilled the expectations of the shareholders in terms of dividend package announced for the financial year 2018-2019. I would also like to inform you that the business of the company is flourishing rapidly and I can assure you all that the management will be able to offer better dividend package for the current financial year. I sincerely hope and assure you all that we shall try our best to uphold the present positive trend of business of the company in the years to come. BSCCL has been exporting a handsome amount of bandwidth to Tripura of India for more than three years. We are negotiating with several prospective buyers from of Nepal and India for selling our bandwidth to them. We are also exploring the possibility of new business like Cloud hosting, Data Center etc. for the company. Hence, let us work together with all of our efforts in order to achieve the common goal of achieving prosperity for the company. We are committed to provide the best services to the people of our country at the price affordable by them and at the same time protect the interest of our shareholders at the highest level. Thank you all for your kind presence and support.



Mashiur Rahman
Managing Director, BSCCL

Directors' Report

For the year ended on 30 June, 2019

Dear Shareholders

The Board of Directors of Bangladesh Submarine Cable Co. Ltd. (the “Company”) welcomes you at the 11th Annual General Meeting of the Company. We take the pleasure in presenting the operational activities and the audited financial statements for the year ended on 30 June 2019 together with the report of the auditors thereon.

Economic Scenario and Prospect of the Industry :

The economy of Bangladesh has been flourishing at a growth rate of more than 8% per annum for the last couple of years which is one of the highest in this region. Bangladesh is among the few countries in Asia which has achieved a constant growth rate in GDP over 5%. Bangladesh is basically an agro-based country with rice as the main product. The industrial, manufacturing and service sectors are gaining importance in the economy with time. Now, Bangladesh is the second largest exporter of Readymade Garments (RMG) in the world market. With a huge population of more than 160 million, the successes of agricultural researches, particularly in Rice, has made the country self-sufficient in food-grain. Having huge number of working force Bangladesh has been supplying millions of skilled, semi-skilled and unskilled manpower to the Middle East, East Asia, South Asia, Europe and America. Their remittances to the country as well as export of Readymade Garments (RMG) are the two main sources of foreign exchange earnings of the country. Economic growth is rather indigenous with remarkable growth of foreign direct investment (FDI) in telecom, energy and power sectors.

Bangladesh in the recent years has earned special mention in comparison with other South-Asian countries in terms of poverty alleviation, decreasing child-mortality rate, use of hygienic sanitation, access to safe water, recognition of women's rights, increase in per capita income, life expectancy of the people, removing digital divide, higher literacy rate, high foreign currency reserve and some other indices. It has already achieved some of the Millennium Development Goals (MDG) ahead of the stipulated time frame. The country is improving at a good pace in terms of infrastructure development in road transportation, communication, energy and water distribution. Recently Bangladesh has achieved the status of developing country from the least developed country. The main exports of the country are Readymade Garments (RMG), Jute and Jute goods, Leather and Leather goods, Tea, Medicine, Software, Ocean Going Ships, Frozen Fish and Sea-Food, Ceramics and Cement. Recently outsourcing as a new service has been added in the list export products and services of Bangladesh, this is expected to grow further in future. The main imports are capital machineries & equipment, industrial raw materials, chemicals, iron and steel, raw cotton, crude oil and petroleum products. The country's main endowments include its vast human resources base, rich agricultural land, green forests, relatively abundant water and substantial reserves of natural gas and coal, resources in sea and shore which are yet to be explored in full. In the last few years it has experienced considerable development in the Telecom & ICT sectors. The country recently reached to lower middle income country from lower income group.

In this era of globalization, communication has become the most significant factor. In a densely populated country like Bangladesh, telecommunication and Internet can play a vital role to boost the economy and life style of the people. Though Bangladesh telecommunication industry is rapidly growing, still it has a long way to go. Unfavorable growth conditions due to weak marketing strategies and lack of infrastructure in rural areas is hampering the growth of telecommunication and broadband penetration in the suburban and rural areas of the country. However, the growth of mobile telephone is quite significant. Broadband internet services are spreading gradually as the Government is implementing projects to spread the optical fiber cable into rural level and to bring the schools and colleges under broadband Internet services network. Also, government has taken various initiatives to reduce the price of Internet bandwidth to an affordable level for the common people. In 2018, government has awarded 4G license to four mobile telecom operators in the country which will soon contribute in increasing the broadband penetration in the country. The fixed Internet Service Providers are also contributing significantly to spread the broadband service throughout the country.

Business Operation and External Environment

Bangladesh Submarine Cable Company Limited (BSCCL) is a core infrastructure provider in the Telecommunications sector who provides the most vital infrastructure to connect the country with the International Information Superhighway. Through its two submarine cable systems, the SEA-ME-WE-4 and the SEA-ME-WE-5, it provides submarine cable capacity (International Private Lease Circuit or IPLC) to the IIG and IGW operators of the country. The service provided by BSCCL represents the high quality Bandwidth through Submarine Cable between Bangladesh and several most desired destinations of the world. BSCCL is an important member of two international submarine cable consortiums, the SEA-ME-WE-4 and the SEA-ME-WE-5 (South East Asia-Middle East-Western Europe-4&5).

BSCCL is the unique provider of the Submarine Cable services in Telecommunications sector and is the major provider of international bulk bandwidth. It acquired the permit/license from the Government of Bangladesh for providing services through submarine cables. The IIG and IGW companies of the country, the main customers of BSCCL, are leasing international submarine cable capacity (IPLC) at a reasonable and approved tariff rate of the company and based on the license guidelines, terms & conditions and regulations of the Regulatory Commission (BTRC). BSCCL is an ILDC operator & also provides IP Transit service to different IIG operators since 2013.

BSCCL also acquired International Internet Gateway (IIG) service license from BTRC and started the commercial operation of its IIG unit in 2013. The Company is earning handsome amount of revenue from the IP Transit services rendered to different IIG and ISP operators. BSCCL is in export business of bandwidth and has been exporting 10 Gbps Internet bandwidth to Tripura, India since February 2016.

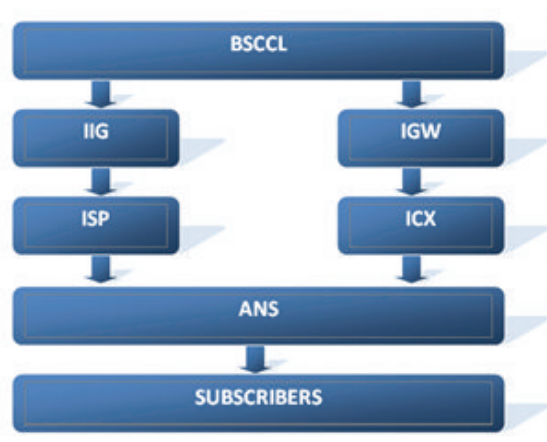
In the year 2012 Bangladesh Telecommunication Regulatory Commission (BTRC) issued International Terrestrial Cable (ITC) licenses to six private operators of which four are now in active commercial operation. The ITC license holders offer IPLC service of the submarine cable systems of the neighboring country (India) through International Terrestrial Cables connecting the landing stations of India with Bangladesh. Hence, ITC license holders are the main competitors of BSCCL and they sometimes offer lower tariff to attract customers. To remain competitive in the market, BSCCL sometimes needs to revise its

tariff of the IPLC and IP Transit services downward, which impacts the revenue and profit of the company. Despite tough competition from the ITC operators, BSCCL holds more than 60% market share of the international bandwidth market of the country.

Services provided by BSCCL

BSCCL is authorized to provide international submarine cable bandwidth (IPLC), IP Transit and Co-location services to the following types of customers within the framework of the Licensing Guidelines and with the approval of the Bangladesh Telecommunication Regulatory Commission.

1. IIG (International Internet Gateway) Companies- both IPLC and IP Transit services.
2. IGW (International Voice Gateway) Companies- IPLC service.
3. ISP (Internet Service Provider) Companies- IP Transit service.
4. Any other corporate users (with approval from BTRC)- IPLC service.
5. Cross boarder lease of IPLC and Internet bandwidth (with the approval of government).
6. IIG, IGW, ISP, NTTN and any other customer- Co-location services (Space, power, technical assistance etc.).



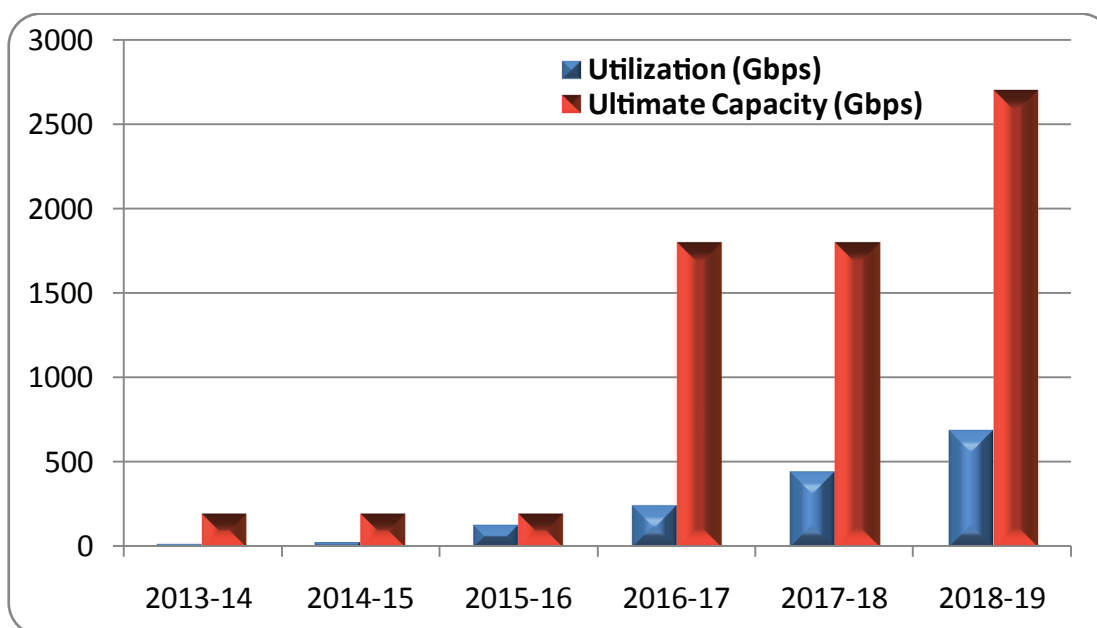
Capacity, Utilization and light-up of new capacity in new SMW5 submarine cable

As a member of SMW-4 submarine cable consortium, Bangladesh started with 7.5 Gbps bandwidth in the year 2006 under the then BTTB. The bandwidth capacity was enhanced to 44.60 Gbps through upgradation 1 & 2 of SMW-4 system without any additional investment of Bangladesh. BSCCL was immersed from BTTB in July 2008 and the ownership of SMW-4 submarine cable including the Cox's Bazar cable landing station was transferred to BSCCL. BSCCL participated in Upgrade#3 of SEA-ME-WE-4 consortium in 2011 and achieved additional 6.8 million MIU*km capacity by investing Taka 48 crore from its own sources and the total bandwidth capacity of BSCCL in SMW-4 reached to 300 Gbps. In 2014 BSCCL joined SMW-5 submarine cable consortium. The SMW-5 submarine cable landed at Kuakata of Patuakhali district and was commissioned in Bangladesh in early 2017. According to initial designed capacity, the total capacity of SMW-5 was 24 Tbps out of which BSCCL could achieve 1500 Gbps from SMW-5. In the SMW5 cable system there is a provision of total capacity enhancement through use of future advanced technology. Recently, through implementation of light-up # 2 using more advanced

technology the ultimate achievable capacity of BSCCL in SMW 5 cable has been increased to 2300.00 Gbps from initial capacity of 1500 Gbps. Also, the achievable capacity by BSCCL in SMW 4 cable has been increased to 400 Gbps (on full circuit basis) from 300 Gbps due to change of protection policy in SMW-4.

The amount of bandwidth used in the country in June 2019 from BSCCL's Submarine Cable systems was around 686 Gbps. The following table shows the year wise capacity and utilization of submarine cable bandwidth of BSCCL in last several years.

	2013-14	2014-15	2015-16	2016-17	2017-18	2018-19
Utilization (Gbps)	22.50	33.52	132.16	246.98	446.48	686.00
Ultimate Capacity (Gbps)	200.00	200.00	200.00	1800.00	1800.00	2700.00



Graph showing Bandwidth Capacity & Utilization (in Gbps) during last six financial years.

Sector-wise Performance

The main services of BSCCL are International Private Lease Circuit (IPLC) and IP Transit services. The performances of IPLC and IP Transit services in terms of capacity & revenue during last two years are presented below.

Name of Service	2018-19	2017-18	Growth	Growth (%)
IPLC	1,436,907,724	910,553,231	526,354,493	57.81
IP Transit Service	397,696,503	363,271,935	34,424,568	9.48
IP Transit Service –Export to INDIA	58,751,638	72,673,520	(13,921,882)	(19.16)*
Circuit Activation Charge	21,532,000	16,863,000	4,669,000	27.69
Co-Location Charges	40,778,108	41,674,534	(896,426)	(2.15)

***Due to reduction of rate as per the Agreement**

The details of the Sector-wise Performance of BSCCL have been presented in note number 25 to 29 of the Audited Financial Statements for the year ended 30 June, 2019.

SWOT Analysis for BSCCL

Strengths

- BSCCL is mostly a Government owned Public Limited Company of which about 74% of the shares are owned by the Government.
- It has the sole ownership of two submarine cables, the SMW-4 & SMW-5, in the country.
- After implementation of 2nd submarine cable, the SEA-ME-WE-5, BSCCL ensured redundancy for its services and also added a huge amount in its bandwidth capacity for national consumption as well as for export to the neighboring countries/International Market.
- It has already secured a very good reputation in the Telecommunication industry of Bangladesh and abroad as well through its reliable and high quality services.
- The company has been using latest technology and providing high quality bandwidth to its customers.
- BSCCL serves its customers on 24/7 basis.
- BSCCL has been a profitable company since its incorporation and despite a huge investment for SMW-5, BSCCL remained not only profitable but also gained satisfactory growth both in revenue and profit.

Weaknesses

- BSCCL is no longer the sole agency to supply Submarine Cable bandwidth to IGW, IIG and other corporate users. The competitors are the ITC License holders who already acquired a substantial market share. Hence, BSCCL would require diversification of its business and would require exploring international market for sustainable growth of the company.
- BSCCL does not hold NTTN license. Hence, BSCCL needs to depend on NTTN operators for transportation of the submarine bandwidth to different parts of the country, which means that
- BSCCL is not able to offer complete solution for its customers using its own resources. If the government decides to issue submarine cable license to any other operator having NTTN license then BSCCL will face uneven competition which may jeopardize its business.

Opportunities

- Per capita bandwidth use in Bangladesh is still much lower compared to many other countries in South-East Asia. Hence, GoB is taking various measures to increase broadband penetration in the country. As a result, the broadband penetration in the country is increasing rapidly. Also, more and more businesses are going online which results in rapid growth in the demand of Internet bandwidth.
- Government has issued licenses for 4G services to the mobile telephone operators and the operators are expanding their 4G network throughout the country. As a result demand for bandwidth is increasing day by day.
- Government has implemented several projects to connect all the government offices upto Upazila level through optic fiber cable network and introducing e-filing, e-tendering, e-commerce, e-health, e-agriculture and many other online services. These services are creating huge demand for bandwidth in public sector.
- Government has built several IT Villages in different parts of the country and several others are under construction. Various IT industries to be established in these IT Villages will require high speed bandwidth.

- e. Many small ISPs are working all over the country to spread fixed broadband distribution network into domestic households creating new demand for bandwidth everyday.
- f. BSCCL is now leasing 10 Gbps Internet bandwidth to Tripura, India under an Agreement signed between BSCCL and BSNL, India since 2015. BSCCL is also trying to lease cross boarder bandwidth to Nepal and Bhutan.
- g. Government has planned to introduce 5G services in the country within 2021-2023. Implementation of 5G in the country will create a huge demand of bandwidth in near future. BSCCL has also taken initiatives to connect the country with the 3rd submarine cable.
- h. Continuous technological development is going on to transport more bandwidth over an optic fiber pair and thus the bandwidth carrying capacity of the submarine optic fiber cable is increasing gradually.
- i. BSCCL might plan to provide NTTN service in future on joint collaboration with PGCB/BTCL.
- j. To implement the Vision 2021, GoB will require huge bandwidth and BSCCL is public owned supplier of bulk bandwidth.

Threats

The most crucial threat of the company is rapid technological change or damage to the current undersea cable system that the consortium operates due to any natural disaster. Since the operation is highly capital intensive, any basic change in technology will severely affect BSCCL's business. Also, any serious damage of undersea cable may affect the offered services and the revenue source of the company.

Industry Risk

Most of the times the customers prefer to avail the services at lower price and the ITC operators provide the services at lower price than BSCCL. Hence, to hold major share in bandwidth market BSCCL sometimes needs to reduce the tariff of its services which may have a negative impact on the revenue and profit of the company.

Management Perception

Bandwidth demand is increasing day by day mostly for data related services. If the management of the company reduces unit prices of the product then volume of sales will be higher. This will increase the total revenue and thus decrease of unit price may not affect the earning of the company; rather increase the profit of the company.

Technology Risk

The most crucial risk in IT sector is rapid technological change. At present the world is going through technological revolution. However, the company has been using the latest technology and has the provision to upgrade the system only through changing terminal equipment. Already the SMW-4 submarine cable system has been upgraded four times which has enhanced the capacity and efficiency. It is expected that within the next couple of years there will be no significant investment requirements for the existing infrastructure of the company. So risk exposure for the company regarding technology remains at acceptable level.

Market Risk

One of the major market risks for BSCCL is competitors. BSCCL is the sole owner of the submarine cable systems of Bangladesh. However, the government awarded licenses to six companies for International Terrestrial Cable (ITC). As a result, the ITC operators are also offering similar services those offered by BSCCL to its customers sometimes at cheaper price. Some of the ITC license holders also possess NTTN licenses which are added advantage for them. However, it is expected that the ITC operators will not be able to offer quality services that BSCCL provides to the customers as their connectivity includes very long land transmission from Bangladesh to Mumbai or Chennai cable landing stations which is vulnerable to frequent cable cut. The quality of bandwidth of BSCCL is also better because of lower latency. Thereafter the exposure of market risk remains low for the company.

But, Government is planning to issue submarine cable operating license to private operators. If such Submarine Cable Operating License is awarded to any NTTN operator, then BSCCL will face an uneven competition which may adversely affect business growth of the company.

Operational Risk

If the submarine cable connectivity gets disconnected accidentally or there is a planned maintenance in the submarine cable route, the country suffers adversely in terms of voice and data communication for at least 5-7 days till the cable gets repaired. Fortunately, BSCCL now has two submarine cable systems which considerably reduce the risk of the said black-out. But if both the submarine cables get disconnected at the same time, though the probability is very low, still the international data and voice communication will remain active at a lower scale through satellite system and ITC systems. However, the company can cope with such a situation through diversion facilities availed through the new submarine cable system and therefore, operational risk associated to the concern remains very low.

Pricing Risk

BSCCL is almost in a monopoly position in the submarine cable market; therefore, it has enough flexibility to change the price of their services when required. However, BTRC and the Government are the bodies that sometime control the price. Government and stakeholders are creating pressure to reduce IPLC charges which might reduce the expected total revenue of the company. So, the pricing risk for the company is in place. Such reduction impacts adversely over the revenue generation of the company. However, the company intends to adjust price versus sales volume to address this risk and keeping exposure towards the risk at an acceptable level.

Extra Ordinary Gain (Loss)

There was no extra ordinary gain by the company during the year under report.

Related Party Transactions

The related party transactions entered by Company have been presented in Note no.52 of the audited financial statements.

Significant Variance of Financial Statements

The net profit after tax has been increased significantly in the financial statements compared to the last year which is due to remarkable increase of sales revenue.

Remuneration to Directors

During the financial year 2018-19 Taka 5,25,905.00 (including VAT& TAX) was paid as Directors Remuneration for attending of the Meetings of Board of Directors.

Human Resources Policy

Total approved manpower of the company is 180 according to the present organogram of the company and the working staff were 113 as on 30 June, 2019. Among the employees, 49 are in officer level and rest 64 are support staffs. Compared to the officers, the number of staff has been found to be on the higher side. The Company had 110 permanent, 3 contractual employees as on 30th June 2019. The Company has its own services regulations approved by the Board of Directors. During the year 2018-19, only two employees resigned from the Company. The Company provides festival bonus, profit sharing, provident fund and gratuity to all employees and hospitalization benefits after due analysis and considering merit of individual case. The performance of the employees is evaluated on regular basis which is the key basis for promotion into the next higher level.

IT and MIS

As an IT based telecom organization, BSCCL has been operating with a good IT infrastructure for the tasks related with technology. BSCCL has SSEOPS and GO-Global UX 2.1.2 to communicate with other landing stations in real time virtual online network. Submarine cable landing stations have data management system called System Surveillance Equipment (SSE) which allows the operator to monitor and control the entire submarine system. The Company has three Network Operation Center (NOC) each located at its head office in Dhaka and the two landing stations. The company provides 24/7 customer support from these NOCs; the company also uses Trouble Ticket for customers complain management. BSCCL use standard software for Inventory Management, System Status, Restoration Status, Termination Station Module etc. Other supporting tasks are less complicated.

The Directors report that

- The financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity.
- Proper books of account as required by the prevailing laws have been maintained.
- Appropriate accounting policies have been consistently applied in preparing the financial statements and the accounting estimates are based on reasonable and prudent judgment.
- International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed.
- The system of internal control is sound in design and has been effectively implemented and monitored.
- Minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress.
- There is no significant doubt about the Company's ability to continue as a goingconcern.

Change in depreciation method

The depreciation method has been changed in consultation with the statutory auditors and also the Audit Committee of the Company and finally been approved by the Board of Directors. The details of change in depreciation method have been presented in Note no.35 of the audited financial statements.

Key operating and financial data

A statement where key operating and financial data of preceding 5 (five) years has been presented at page number 68 of the Annual report.

Board of Directors Meeting

During the financial year 2018-2019, nine (9) meetings of the Board of Directors were held to discuss routine business issues and policy matters of the Company. Attendances of the Directors in the meetings were as per the following:

Name of Directors	Designation	No. of Meetings held	Attendance	Tenure of the relevant director
Mr. Ashoke Kumar Biswas	Chairman	4	4	From 30-01-2019
Mr. Shyam Sunder Sikder	Chairman	5	5	Up to 30-01-2019
Mr. Md. Azizul Islam	Director	9	9	Full year
Mr. Md. Jalal Uddin	Director	9	9	Full year
Mrs. Touhida Bulbul	Director	9	6	Full year
Dr. Md. Mahbubul Alam Joarder	Director	9	9	Full year
Col. Md. Arefin Talukder	Director	9	5	Full year
Mr. Hossain Khaled	Independent Director	9	3	Full year
Mr. Nasir Uddin Ahmed, FCA, FCS	Independent Director	9	9	Full year
Mr. Mashiur Rahman	Managing Director	9	9	Full year
Directors who could not attend any meeting were granted leave of absence by the BoD.				

The pattern of shareholding as required by clause 1.5 (xxiii) of the Corporate Governance Code 2018 SEC Notification dated 7th August 2012: As on 30 June 2019.

Sl No	Name of Shareholder	Status	Shares held	Percentage
i)	Parent or Subsidiary or Associated Companies and other related parties		Nil	
ii)	Director, Chief Executive Officer, Chief Financial Officer, Company Secretary, Head of Internal Audit and their spouses and minor children			
	Mr. Ashoke Kumar Biswas*	Chairman	0	0.00%
	Mr. Md. Azizul Islam*	Director	0	0.00%
	Mrs. Touhida Bulbul*	Director	0	0.00%
	Mr. Md. Jalal Uddin*	Director	0	0.00%
	Dr. Md. Mahbubul Alam Joarder*	Director	0	0.00%
	Col. Md. Arefin Talukder*	Director	0	0.00%
	Mr. Nasir Uddin Ahmed*	Independent Director	0	0.00%
	Mr. Hossain Khaled*	Independent Director	0	0.00%
	Mr. Mashiur Rahman*	Managing Director	0	0.00%
	Mr. Md. Abdus Salam Khan	Company Secretary	44	0.00%
	Mr. Shukanta Kumar Debnath	CFO & DGM (F&A)	0	0.00%
	Mr. Mohammad Shahadat Hossain	Head of Internal Audit	0	0.00%
*Nominated by Ministry of Posts, Telecommunications and Information Technology (MoPT & IT).				
iii)	Executives			
	Mr. Md. Azam Ali	GM (O&M)	0	0.00%
	Mr. Mirza Kamal Ahmed	GM (A&F)	0	0.00%
	Mr. Parvez Monon Ashraf	DGM (O&M, SMW-5)	0	0.00%
	Mr. Mohammad Zakirul Alam	DGM (Development)	44	0.00%
	Mr. Abdul Wahhab	DGM (O&M, IIG)	0	0.00%
iv)	Shareholders holding ten percent (10%) or more voting interest in the company			
	Ministry of Posts, Telecommunications and Information Technology (MoPT & IT)		12,17,68,814	73.84%

Appointment / Re-appointment of Directors

Pursuant to the provision of article 120,121 and 122 of the Articles of Association of the Company read in conjunction with those of the Companies Act, 1994, at the 11th Annual General Meeting, one third of the directors of Bangladesh Submarine Cable Co. Ltd. shall retire from office. Accordingly, the Chairman of the company Mr. Ashoke Kumar Biswas, Secretary, Posts & Telecommunications Division and Mr. Md. Azizul Islam, Additional Secretary, Posts & Telecommunications Division, Director, BSCCL who are in the office for longer time shall retire at the 11th Annual General Meeting. Both of them have expressed their interest to be reappointed and are eligible for re-election.

After completion of 10thAGM, the Board of Directors of BSCCL has appointed Mr. Ashoke Kumar Biswas, Secretary, Posts & Telecommunications Division and as Director & Chairman of the company in place of Mr. Shyam Sunder Sikder, Senior Secretary (PRL), Posts & Telecommunications Division. During that period the Board of Directors of BSCCL has also appointed Colonel Rakibul Karim Chowdhury, afwc, psc as Director of the company in place of Colonel Md. Arefin Talukder, psc.

Furthermore, the Board of Directors of BSCCL in its 173rd BoD meeting held on 10 October, 2019 has reappointed Mr. Mashiur Rahman as Managing Director of BSCCL upon government nomination in the imposed conditions of Deputation till further order.

The appointment/re-appointment of above mentioned Directors would be placed at the 11th AGM for the approval of the shareholders. The brief resume of the Directors who are seeking appointment/re-appointment in the ensuing 11th AGM are given in Page no 10 to page no 12.

Board of Directors

1.1 Board Size

The number of members of the Board of Directors stands at 9 (including Managing Director & two Independent Directors) which is in compliance with the Notifications of BSEC in this regard.

1.2 Brief Description of Independent Directors

1.2.1 Mr. Nasir Uddin Ahmed, FCA, FCS

In terms of the provision of Corporate Governance Guidelines of BSEC, the Board of Directors reappointed Mr. Nasir Uddin Ahmed, FCA, FCS, ACMA (UK), ACA (England & Wales) as Independent Director of the Company on 27 April 2017. Mr. Nasir is the Ex- President and current Council member of the Institute of Chartered Accountants of Bangladesh (ICAB). He is a Senior Partner of a well reputed CA firm namely MABS & J Partners, Chartered Accountants. He is member of various professional bodies both at home & abroad. He has participated and represented ICAB at various professional events at home and abroad. He worked for two British Multinational Companies for more than two decades at various progressive finance positions and finally as Finance Director. He has served various organizations as Director/Independent Director previously and is currently on the board of few other companies.

1.2.2 Mr. Hossain Khaled

In terms of the provision of Corporate Governance Guidelines of BSEC, the Board of Directors reappointed Mr. Hossain Khaled as Independent Director of the Company on 10 June 2018. Mr. Khaled is a highly educated and is well known business personality. He is engaged in Financial Services, Manufacturing, Housing and many other businesses.

1.3 Qualification of Independent Directors

Mr. Nasir Uddin Ahmed, FCA, FCS is a Senior Partner of a well reputed CA firm namely MABS & J Partners, Chartered Accountants. He is the Fellow member of Institute of Chartered Accountants of Bangladesh (ICAB) and Institute of Chartered Secretaries of Bangladesh (ICSB). He is also an associate member of the Chartered Institute of Management Accountants (CIMA), UK, and the Association of Certified Fraud Examiners (ACFE), USA. He is an Associate Member of the Institute of Chartered Accountants in England and Wales (ICAEW). He holds a first class in Bachelor of Commerce with honors in Accounting and also Post Graduation in the same subject from University of Dhaka.

Mr. Hossain Khaled, Ex-President, Dhaka Chamber of Commerce & Industry (DCCI) is a vastly experienced business personality. He has obtained his BBA in Accounting from University of Toledo, Ohio, USA and MBA in International Banking from Texas A&M University, Texas, USA. As business leader he is related with various organizations in different capacities.

1.4 Chairman of the Board and Chief Executive Officer

The position of the Chairman of the Board and the Chief Executive Officer stand separated. The roles of the Chairman and CEO/Managing Director are clearly defined in the Articles of Association of the Company.

1.5 Directors Report to Shareholders

All the requirements have been fulfilled.

i. Chief Financial Officer (CFO), Head of Internal Audit (HIA) and Company Secretary (CS).

The Company appointed Chief Financial Officer (CFO), Head of Internal Audit (HIA) and Company Secretary (CS) as per Corporate Governance Guidelines of BSEC.

ii. Audit Committee

The Audit Committee, as a Sub-Committee of the Board, was constituted on 25 September, 2012. Recently the Audit Committee has been reconstituted with two Independent Directors and one non-Executive Director. The Company Secretary acts as Secretary to the Committee. Role of the Audit Committee as per provision of the BSEC regulation has been duly adopted by the Board. The report of the Audit Committee is included in the Annual Report for the year 2018-19.

iii. Nomination and Remuneration Committee (NRC)

The NRC, as a Sub-Committee of the Board, was constituted on 29 September, 2018. The NRC Committee consists of two Independent Directors and three non-Executive Directors. The Company Secretary acts as Secretary to the Committee. Role of the NRC as per provision of the BSEC regulation has been duly adopted by the Board. The report of the NRC is included in the Annual Report for 2018-19.

iv. **External Statutory Auditors**

The BSEC guidelines are being strictly followed in engaging Statutory Auditors.

v. **Subsidiary Company**

The company has no Subsidiary Company.

vi. **Duties of CEO & CFO**

The provision of BSEC regulations has been complied with.

Capital Structure

The Company was incorporated with an authorized capital of Taka 1,000 crore divided into 100 crore ordinary shares of Taka 10/- each, out of which the paid up capital is Taka 1,649,055,100 divided into 164,905,510 ordinary shares of Taka 10/- each.

State of the Company's Affairs

Generally the company is formed for providing international bandwidth and to get the telecommunications services easily accessible to the people. The main achievement during the year under review was enhancement of IPLC business, where the company has achieved a very good growth in bandwidth utilization which resulted in considerable financial growth. The year under consideration is the fourth year of export of bandwidth across the border. Through exporting Internet Bandwidth to India, country was able to include a new item in the list of export of the country.

Financial Results

The Company has earned total comprehensive income of Tk. 585.76 million, EPS of Tk. 3.55, NAV per share of Tk. 38.74 and NOCFPS of Tk. 7.30 for the year ended on June 30, 2019 as against Tk. 73.26 million, Tk. 0.44, Tk. 35.68 and Tk. 4.07 respectively for the same period of the previous year. The increase of total comprehensive income & EPS of this year is the result of increase in ordinary course of business activities for the period under consideration. There was no Extraordinary Transactions during this period. A brief of financial results is shown below:

Particulars	Figures in million (Tk.)		Growth (%)
	2018-19	2017-18	
Revenue	1,955.67	1,405.04	39.19
Direct Operating Cost	620.75	612.77	1.30
Gross Profit	1,334.91	792.27	68.49
Operating Exp.	485.55	396.86	22.34
Operating Profit	849.36	395.40	114.80
Non Operating Income/Expenses	(31.45)	(86.84)	(63.78)
Net Profit Before Tax	778.96	293.87	165.06
Income Tax Expenses	193.20	220.61	(12.42)
Net Profit After Tax	585.76	73.26	699.56
Tax Holiday Reserve	7.57	44.03	(82.80)
Total Comprehensive Income	585.76	73.26	699.56
Proposed Dividend	263.85	82.45	220.01

Dividend

The net profit after tax of the Company stands at Taka 58,57,58,071 during the year ended on 30th June 2019. The Board of Directors recommends 16% Cash Dividend for the year ended on 30 June 2019. Please note that no bonus share or stock dividend has been or shall be declared as interim dividend.

Future Plan

BSCCL is planning to connect the nation with another (3rd) Submarine Cable. Upon the instruction of government and with the approval of the BoD, BSCCL has signed a MoU with SMW-6 consortium. After finalization of design, Technology & Cost BSCCL may sign the Formal Contract with the consortium. As per the initial document it is expected that the cable will be ready for service by 2023. The actual position shall be explained to the shareholders in the next AGM.

Fairness of the Financial Statements and Accounting Policies

It is the responsibility of the Directors as per the provisions of the Companies Act, 1994 to prepare financial statements for each year. The financial statements and other financial information included in this report fairly present all material respects, the financial conditions, results of operations, cash flows statement and the changes in equity of the company for the year under review.

The company has used appropriate accounting policies in preparation of these financial statements supported by reasonable and prudent judgments and estimates as necessary. International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs), as applicable in Bangladesh have been followed in preparation of these financial statements in compliance with the relevant accounting policies.

Duties of the CEO and CFO

The CEO and CFO have certified that

- To the best of their knowledge and belief, they have reviewed the financial statements for the year ended on 30th June 2019.
- These statements did not contain any materially untrue statement or omit any material fact or did not contain any misleading statements.
- These statements present a true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- There were no transactions entered into by the company during the year which are fraudulent, illegal, or violation of the company's code of conduct.

Auditors

The office of the present Auditor M/S S. F. Ahmed & Co., Chartered Accountants will expire with the completion of 11th Annual General Meeting (AGM); being eligible they offered themselves for reappointment as external auditor of the Company for the FY 2019-20. The Board has recommended M/S S. F. Ahmed & Co., Chartered Accountants as the Statutory Auditors for the year 2019-20. On the other hand, Pursuant to rule 9(2) of the Corporate Governance Code dated 03 June 2018 of BSEC, it is necessary to appoint a professional for BSCCL who will provide the certificate on compliance of the said Corporate Governance Code. The Board has recommended M/S Suraiya Parveen & Associates, as the Corporate Governance Auditors for the year 2019-20.

Compliance of Corporate Governance Code

BSCCL has complied with all the necessary guidelines under BSEC Corporate Governance Notification No. SEC/CMRRCD/2006-158/207/Admin/80, Dated: 3 June 2018. The compliance report, Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) of Corporate Governance Code and Certificate of Compliance issued by M/S Suraiya Parveen & Associates are annexed in this report.

Conclusion

The Board of Directors would like to convey its heartiest gratitude to all the shareholders for their co-operation and support towards development of the Company. The Board of Directors would like to express its grateful appreciation for the support and guideline received from the Ministries of Posts, Telecommunications & Information Technology, Finance, Commerce, Science & Technology, Bangladesh Telecommunication Regulatory Commission (BTRC), Bangladesh Telecommunications Co. Ltd. (BTCL), BSEC, DSE, CSE, CDBL, RJSC, NBR and other Government Organizations.

The Directors also wish to express their thanks to BSCCL Management for good team spirit, hard work, and dedicated services towards the growth and progress of the Company. The Directors also thank all the staff of the company, the valued customers of the company, the suppliers of goods and services and Banks and Financial Institutes for their support. The Board of Directors expects that IT related services would flourish in the country and the country would achieve the goal of being a knowledge based society in course of time. Thank you very much for your kind participation.

Thanks & regards,
For and on behalf of the Board of Directors



Mashiur Rahman
MANAGING DIRECTOR, BSCCL



Nasir Uddin Ahmed, FCA, FCS
INDEPENDENT DIRECTOR, BSCCL

পরিচালনা পর্ষদের প্রতিবেদন

সন্মানিত শেয়ারহোল্ডারবৃন্দ,

বাংলাদেশ সাবমেরিন ক্যাবল কোম্পানি লিমিটেড (বিএসসিসিএল) –এর ১১তম বার্ষিক সাধারণ সভায় আপনাদেরকে স্বাগত জানাচ্ছি। ৩০ জুন ২০১৯খ্রিঃ তারিখে সমাপ্ত হিসাব বৎসরের জন্য কোম্পানির পরিচালকমণ্ডলীর প্রতিবেদন, নিরীক্ষিত আর্থিক বিবরণী এবং নিরীক্ষা প্রতিবেদন আপনাদের উদ্দেশ্যে উপস্থাপন করতে পেরে আমরা আনন্দিত।

আর্থ-সামাজিক প্রেক্ষাপট এবং আন্তর্জাতিক টেলিযোগাযোগ শিল্পখাত :

বিগত কয়েকটি বছরে বাংলাদেশের অর্থনীতি বাৎসরিক ৮% এর অধিক প্রবৃদ্ধি হার সহকারে বিকশিত হয়েছে। বাংলাদেশ দক্ষিণ এশিয়ার অল্প কয়েকটি দেশের মধ্যে একটি দেশ যার বিগত কয়েক বছরের অর্জিত বার্ষিক জিডিপি প্রবৃদ্ধির হার ধারাবাহিকভাবে ৭% এর অধিক। উল্লিখিত অর্জনসমূহের ফলে বাংলাদেশ সারা বিশ্বের দৃষ্টি আকর্ষণ করতে সক্ষম হয়েছে। টেলিযোগাযোগ, গ্যাস ও বিদ্যুৎ খাতে সরাসরি বৈদেশিক বিনিয়োগের ফলে উল্লেখযোগ্য প্রবৃদ্ধি ঘটেছে।

দারিদ্র বিমোচন, শিশু মৃত্যুহার হ্রাস, নারী অধিকার বাস্তবায়ন, মাথাপিছু আয়, গড় আয়ু প্রত্যাশা, ডিজিটাল বিভেদ হ্রাস, সমতার হার এবং অন্যান্য সূচকের ক্ষেত্রে সাম্প্রতিক বছরগুলোতে দক্ষিণ এশিয়া অপরূপ দেশগুলির তুলনায় বাংলাদেশের কথা বিশেষভাবে আলোচনায় আসছে। “মিলেনিয়াম ডেভেলপমেন্ট গোল” এর লক্ষ্যসমূহের মধ্যে কিয়দংশ বাংলাদেশ প্রত্যাশিত সময়ের আগেই অর্জন করে ফেলেছে। সড়ক পরিবহন ও যোগাযোগ, বিদ্যুৎ ও পানি সরবরাহ ব্যবস্থার অবকাঠামো উন্নয়নে বাংলাদেশ সন্তোষজনক গতিতে এগিয়ে চলেছে। বাংলাদেশ গত কয়েকটি বছরে তথ্য ও যোগাযোগ প্রযুক্তির ক্ষেত্রেও ব্যাপক অগ্রগতি অর্জন করেছে। সম্প্রতি বাংলাদেশ নিম্ন আয়ের দেশের তালিকা হতে মধ্যম আয়ের দেশ হিসেবে বিবেচিত হয়েছে।

বিশ্বায়নের এই যুগে টেলিযোগাযোগ অত্যন্ত তাৎপর্যপূর্ণ একটি বিষয়, অর্থনৈতিক উন্নয়নে যার ভূমিকা অত্যন্ত গুরুত্বপূর্ণ। বাংলাদেশ সরকারের একটি গুরুত্বপূর্ণ উন্নয়ন লক্ষ্য হচ্ছে দেশের জন্য একটি শক্তিশালী টেলিযোগাযোগ ব্যবস্থা গড়ে তোলা। আন্তর্জাতিক টেলিযোগাযোগ ব্যবস্থার শুরুতে আমাদের দেশ সিলেট, তালিাবাদ, বেতবুনিয়া এবং মহাখালীতে অবস্থিত ভূ-ক্ষেত্রের মাধ্যমে উপগ্রহ ব্যবস্থার সঙ্গে সংযুক্ত ছিল। কম্পিউটার, মোবাইল ও সাবমেরিন ক্যাবল নেটওয়ার্ক ব্যবস্থার আবির্ভাবের ফলে টেলিযোগাযোগ খাতে এক নতুন যুগের সূচনা হয়েছে যার ফলে যোগাযোগ প্রযুক্তি ও ইন্টারনেট ব্যবহার ব্যাপকভাবে বৃদ্ধি পেয়েছে। বাংলাদেশের মত একটি ঘনবসতিপূর্ণ দেশে টেলিযোগাযোগ অর্থনৈতিক ও জনগণের জীবনমান উন্নয়নে একটি নিয়ামক ভূমিকা পালন করতে পারে। আমাদের দেশে ১৯৯০ সাল থেকে আজ পর্যন্ত মোবাইল যোগাযোগ ব্যবস্থার উল্লেখযোগ্য অগ্রগতি সাধিত হয়েছে এবং মোবাইল ব্যবহারকারীর সংখ্যা এখন প্রায় ১৬.২৬ কোটি। সরকার স্কুল ও কলেজ পর্যায়ে ইন্টারনেট সেবা পৌঁছে দেয়ার লক্ষ্যে বিভিন্ন পদক্ষেপ গ্রহণ করেছে এবং ইন্টারনেট সেবা সর্ব সাধারণের জন্য ক্ষমতার মধ্যে নিয়ে আসার জন্য কয়েক দফা মূল্য হ্রাস করেছে। যার ফলে ব্রডব্যান্ড ইন্টারনেট সেবা ধীরে ধীরে সারা দেশে ছড়িয়ে পড়ছে। বর্তমানে বাংলাদেশে ইন্টারনেট ব্যবহারকারীর সংখ্যা হচ্ছে ৯.৮১ কোটি। সাবমেরিন ক্যাবল ব্যবস্থার মাধ্যমে ব্রডব্যান্ড ইন্টারনেটের দ্রুত প্রসার ঘটবে। এক্ষেত্রে সাবমেরিন ক্যাবল ব্যবস্থাকে টেলিযোগাযোগের মূলভিত্তি হিসেবে গণনা করা হয়ে থাকে। সাবমেরিন ক্যাবল ব্যবস্থায় উন্নত প্রযুক্তি ব্যবহার অতিউচ্চমাত্রার ব্যান্ডউইথ এবং উন্নতমানের সেবা সরবরাহের মাধ্যমে বাংলাদেশ এবং বহিঃবিশ্বের সাথে টেলিযোগাযোগ রক্ষা করা হয়।

বাংলাদেশে বিএসসিসিএল –এর সাবমেরিন ক্যাবল ব্যবস্থার মাধ্যমে ডেটার ব্যবহার উল্লেখযোগ্য হারে বৃদ্ধি পেয়েছে এবং বিভিন্ন সেবা প্রদানকারী সংস্থা যেমনঃ - আইআইজি, আইজিডারিউ, মোবাইল অপারেটর এর সুবিধা ভোগ করে আসছে। “ভিশন-২০২১” বাস্তবায়নের জন্য বাংলাদেশ সরকার বেশ কিছু উল্লেখযোগ্য পদক্ষেপ গ্রহণ করেছে এবং সে লক্ষ্যে ব্রডব্যান্ড ব্যবহার উল্লেখযোগ্য হারে বৃদ্ধির লক্ষ্যমাত্রা নির্ধারণ করা হয়েছে। এছাড়া সকল ইউনিয়ন পরিষদ, ১৭ লক্ষ শিক্ষা প্রতিষ্ঠানকে ব্রডব্যান্ড যোগাযোগ ব্যবস্থার আওতায় আনার পরিকল্পনা গ্রহণ করেছে। “ভিশন ২০২১” বাস্তবায়নের জন্য প্রচুর ব্যান্ডউইথ এর প্রয়োজন হতে পারে যার একমাত্র যোগাযোগনা হাবে বিএসসিসিএল।

বিএসসিসিএল বাংলাদেশ সরকারের রাজস্ব আয়ে গুরুত্বপূর্ণ ভূমিকা পালন করেছে। বিএসসিসিএল এর সাবমেরিন ক্যাবল ব্যবস্থা আন্তর্জাতিক টেলিযোগাযোগ অবকাঠামোর মূল ভিত্তি। সাবমেরিন ক্যাবল এর উচ্চগতি সম্পন্ন সেবা ও নির্ভরযোগ্য সংযোগের ফলে বর্তমানে বিশ্বের ব্রডব্যান্ড ইন্টারনেট ব্যবস্থা খুব দ্রুত গতিতে উন্নতি সাধন ও জনপ্রিয়তা লাভ করেছে। বর্তমানে প্রায় সকল আন্তর্জাতিক ট্রাফিক সাবমেরিন ক্যাবল এর মাধ্যমে সরবরাহ হয়ে থাকে। অপটিক্যাল সাবমেরিন ক্যাবল ব্যবস্থার ব্যাপক চাহিদা রয়েছে এবং একটি সাবমেরিন ক্যাবল উক্ত ক্যাবলের অংশীদারী দেশ সমূহের জন্য গুরুত্বপূর্ণ জাতীয় সম্পদ।

ব্যবসায়িক প্রতিযোগিতা ও সম্ভাবনার চিত্র :

বাংলাদেশ সাবমেরিন ক্যাবল কোম্পানি লিমিটেড (বিএসসিসিএল) একটি মূল টেলিযোগাযোগ সেবা প্রদানকারী সংস্থা যা আন্তর্জাতিক সাবমেরিন (ফাইবার অপটিক) ক্যাবলের মাধ্যমে টেলিযোগাযোগ সেবা দিয়ে থাকে। বিএসসিসিএল বাংলাদেশ এবং বহিঃবিশ্বের মাঝে সাবমেরিন ক্যাবলের মাধ্যমে উচ্চমানের ব্যান্ডউইথ সমৃদ্ধ টেলিযোগাযোগ সংযোগ স্থাপন করে থাকে। বিএসসিসিএল অবকাঠামোগত সহায়তা প্রদানের মাধ্যমে দেশকে আন্তর্জাতিক তথ্য মহাসড়কে সংযুক্ত করেছে। বর্তমানে বিএসসিসিএল এর অধীনে SEA-ME-WE-4 ও SEA-ME-WE-5 শীর্ষক দুটি আন্তর্জাতিক সাবমেরিন ক্যাবল রয়েছে যার মাধ্যমে দেশের আইআইজি ও আইজিডারিউ গ্রাহকগণকে সাবমেরিন ক্যাবল ক্যাপাসিটি সরবরাহ করে থাকে। বিএসসিসিএল SMW-4 ও SMW-5 আন্তর্জাতিক কনসোর্টিয়ামে বাংলাদেশের প্রতিনিধিত্ব করে থাকে। বর্তমানে বিএসসিসিএলের অধীনে দুটি সাবমেরিন ক্যাবল অপারেশনাল অবস্থায় থাকায় যে কোন একটি সাবমেরিন ক্যাবল অকার্যকর হলে অন্যটি দিয়ে দেশের চাহিদা মেটানো সম্ভব হবে। সাবমেরিন ক্যাবল ব্যান্ডউইথ সরবরাহের মাধ্যমে বিএসসিসিএল বাংলাদেশ সরকারের রাজস্ব আয়ে একটি উল্লেখযোগ্য ভূমিকা পালন করেছে। দেশের টেলিযোগাযোগ সেক্টরে কয়েকটি বিকাশমান সংস্থাসমূহের মাঝে বিএসসিসিএল একটি। এ কথা বলা যায় যে, বিএসসিসিএল-এর সাবমেরিন ক্যাবলদ্বয়ই হচ্ছে আন্তর্জাতিক টেলিযোগাযোগের মূল অবকাঠামো।

বর্তমানে দেশের অভ্যন্তরে সাবমেরিন ক্যাবল টেলিযোগাযোগ সেক্টরে বিএসসিসিএল এর কোন বিকল্প নেই এবং বিএসসিসিএলই হচ্ছে বড় ব্যান্ডউইথের একমাত্র সরবরাহকারী। এটি সরকারের নিকট হতে সাবমেরিন ক্যাবল দ্বারা সার্ভিস প্রদানের জন্য অনুমতি প্রাপ্ত একমাত্র কোম্পানি। আইআইজি এবং আইজিডারিউ কোম্পানিগুলো বিএসসিসিএল থেকে সরকার অনুমোদিত ট্যারিফ, নির্ধারিত লাইসেন্সিং গাইড লাইন, নিয়ম ও শর্তাবলী এবং রেগুলেশন অনুসারে ব্যান্ডউইথের লীজ গ্রহণ করে থাকে। তবে বিএসসিসিএলের পাশাপাশি বিটিআরসি কর্তৃক লাইসেন্সকৃত ৬টি আন্তর্জাতিক টেরেস্ট্রিয়াল ক্যাবল (আইটিসি) কোম্পানিসমূহ পার্শ্ববর্তী দেশসমূহের সঙ্গে আন্তর্জাতিক লিংক তৈরি করে আইপিএলসি সেবা প্রদান করেছে।

সুতরাং বর্তমান সময়ে আইটিসি লাইসেন্সধারী কোম্পানিগুলোই ব্যবসায়িক ক্ষেত্রে বিএসসিসিএল এর মূল প্রতিযোগী। আইটিসি লাইসেন্সধারী কোম্পানিগুলো ভারতের সঙ্গে ভূমির উপর দিয়ে লিংক স্থাপন করে ব্যান্ডউইথ ব্যবসা করছে এবং দেশে ব্যান্ডউইথের বিকল্প সরবরাহকারী হিসেবে কাজ করছে। আইটিসি কোম্পানিগুলো কম মূল্যে ব্যান্ডউইথ সরবরাহ করার কারণে বিএসসিসিএল উল্লেখযোগ্য ভাবে প্রতিযোগিতার সম্মুখীন হচ্ছে। তা সত্ত্বেও বিএসসিসিএল বাংলাদেশের প্রায় ৬০% ব্যান্ডউইথ এককভাবে সরবরাহ করে থাকে। বাজার সম্প্রসারণ ও আইটিসি কোম্পানিগুলোর সাথে প্রতিযোগিতায় থাকার জন্য বিএসসিসিএল ইতোমধ্যে এর ব্যান্ডউইথের দাম উল্লেখযোগ্য ভাবে হ্রাস করেছে।

বিএসসিসিএল বিটিআরসির নিকট হতে ২০১৩ সালে আইআইজি লাইসেন্স পেয়ে আইআইজি ইউনিটের বাণিজ্যিক কার্যক্রম শুরু করে। উক্ত ইউনিট হতে বিভিন্ন আইআইজি ও আইএসপি অপারেটরগণকে আইপি ট্রানজিট সেবা প্রদানের মাধ্যমে কোম্পানি উল্লেখযোগ্য পরিমাণ রাজস্ব অর্জন করেছে। তাছাড়া বিএসসিসিএল ভারতের ত্রিপুরা রাজ্যে ফেব্রুয়ারী, ২০১৬খ্রি. হতে ১০ জিবিপিএস ইন্টারনেট ব্যান্ডউইথ রপ্তানি করে যাচ্ছে। আশা করা যায় ভবিষ্যতে এ খাত হতে কোম্পানির আয় ক্রমান্বয়ে বৃদ্ধি পাবে।

পণ্য ও সেবা :

বিটিআরসি লাইসেন্সিং গাইডলাইন অনুযায়ী বিএসসিসিএল অনুমোদিত প্রতিষ্ঠান হিসেবে নিম্নবর্ণিত কোম্পানিগুলোর নিকট ব্যান্ডউইথ লীজ ও আইপি ট্রানজিট সেবা প্রদান করে থাকে :

- ১। আইআইজি (ইন্টারন্যাশনাল ইন্টারনেট গেটওয়ে) কোম্পানিসমূহকে আইপিএলসি ও আইপি ট্রানজিট সেবা।
- ২। আইজিডাব্লিউ (ইন্টারন্যাশনাল ডয়েস গেটওয়ে) কোম্পানিসমূহকে আইপিএলসি সেবা।
- ৩। আইএসপি (ইন্টারনেট সার্ভিস প্রোভাইডার) কোম্পানিসমূহকে আইপি ট্রানজিট সেবা।
- ৪। বিটিআরসি কর্তৃক অনুমোদিত কর্পোরেট ব্যবহারকারী কোম্পানি বা সংস্থাসমূহকে আইপিএলসি সেবা।
- ৫। সরকারের অনুমোদন সাপেক্ষে আন্তর্জাতিক বাজারে আইপিএলসি ও ইন্টারনেট ব্যান্ডউইথ লীজ।
- ৬। আইআইজি, আইজিডাব্লিউ, আইএসপি, এনটিটিএন এবং অন্যান্য গ্রাহকগণকে কো-লোকেশন সেবা (জায়গা, বিদ্যুৎ, কারিগরি সহায়তা ইত্যাদি)।

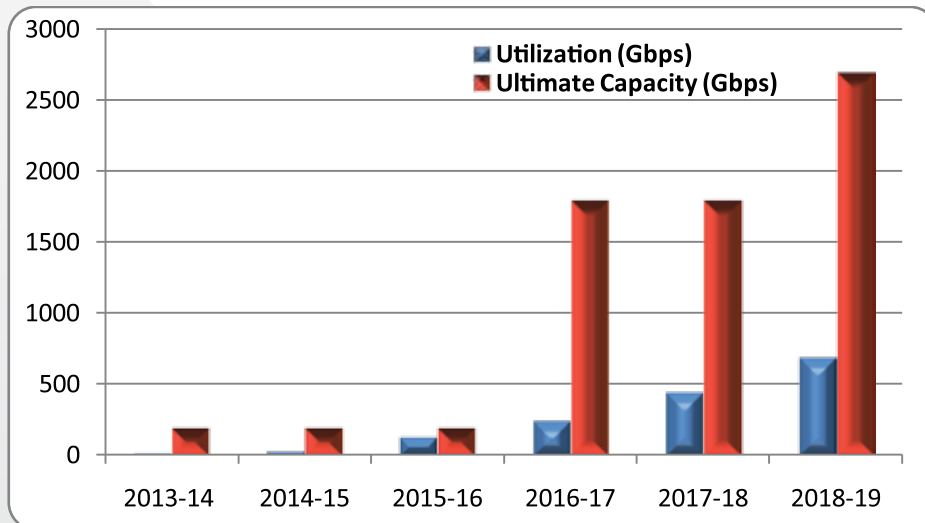
ক্যাপাসিটি, ব্যান্ডউইথের ব্যবহার এবং নতুন সাবমেরিন ক্যাবল কমিশনিং :

২০০৬ সালে বাংলাদেশ তৎকালীন বিটিটিবি'র তত্ত্বাবধানে SMW-4 কনসোর্টিয়ামের সদস্য হিসেবে যোগদান করে এবং ৭.৫ জিবিপিএস ব্যান্ডউইথ নিয়ে দেশের সাবমেরিন ক্যাবল যুগের যাত্রা শুরু হয়। পরবর্তীতে আপগ্রেড-১ এবং ২ এর মাধ্যমে কোন বিনিয়োগ ছাড়াই বেশ কিছু ব্যান্ডউইথ অর্জিত হলে ২০০৮ সাল নাগাদ দেশের সাবমেরিন ক্যাবল ক্যাপাসিটি বৃদ্ধি পেয়ে প্রায় ৪৪.৬০ জিবিপিএস-এ উন্নীত হয়। একই বছরে অর্থাৎ জুলাই, ২০০৮খ্রি.-তে বিটিটিবি বিলুপ্ত হয়ে বিটিটিবি'র অধীনে থাকা SMW-4 কনসোর্টিয়ামের সাবমেরিন ক্যাবল অংশ ও কক্সবাজার ল্যান্ডিং স্টেশনের মালিকানা সহ বিএসসিসিএল কোম্পানি হিসেবে আত্মপ্রকাশ করে। ২০১১খ্রি.-তে ৪৮ কোটি টাকা নিজস্ব তহবিল হতে বিনিয়োগের মাধ্যমে SMW-4 সাবমেরিন ক্যাবলের আপগ্রেড-৩ প্রকিয়ায় অংশগ্রহণ করে বিএসসিসিএল অতিরিক্ত ৬.৮ মিলিয়ন মিউ কিং মিঃ ক্যাপাসিটি অর্জন করে। উক্ত আপগ্রেডেশন প্রকিয়া সম্পন্ন হওয়ার পর SMW-4 সাবমেরিন ক্যাবলে বিএসসিসিএল ক্যাপাসিটি বৃদ্ধি পেয়ে (প্রাথমিক বিবেচনায় ২০০ জিবিপিএস এবং পরবর্তীতে ব্যান্ডউইথ চাহিদার ধরণ বিবেচনায়) প্রায় ৩০০ জিবিপিএস-এ উন্নীত হয়। পরবর্তী সময়ে ২০১৪খ্রি.-তে বিএসসিসিএল দ্বিতীয় সাবমেরিন ক্যাবল তথা SMW-5 সাবমেরিন ক্যাবল কনসোর্টিয়ামে যোগদান করে এবং নির্মাণ কাজ সম্পন্ন হওয়ার পর ২০১৭খ্রি.সালে মাননীয় প্রধানমন্ত্রী এর বাণিজ্যিক কার্যক্রম উদ্বোধন করেন। উক্ত ক্যাবল হতে কোম্পানির প্রাথমিক ভাবে ১৫০০ জিবিপিএস ব্যান্ডউইথ ক্যাপাসিটি অর্জন করে। সম্প্রতি সময়ে উন্নত প্রযুক্তি ব্যবহারের মাধ্যমে SMW-5 সাবমেরিন ক্যাবলে বিএসসিসিএলের মোট ব্যান্ডউইথ ক্যাপাসিটি বৃদ্ধি পেয়ে ২৩০০ জিবিপিএস এ উন্নীত হয়। একই সাথে সুরক্ষা নীতি পরিবর্তনের ফলে SMW-4 সাবমেরিন ক্যাবলে বিএসসিসিএলের মোট ব্যান্ডউইথ ক্যাপাসিটি বৃদ্ধি পেয়ে ৪০০ জিবিপিএস এ উন্নীত হয় (ফুল সার্কিট বিবেচনায়)। উল্লিখিত ক্যাপাসিটি বৃদ্ধির ফলে সম্প্রতি সময়ে বিএসসিসিএলের মোট ব্যবহারযোগ্য ক্যাপাসিটির পরিমাণ দাঁড়িয়েছে ২৭০০ জিবিপিএস-এ। অন্য দিকে জুন, ২০১৯খ্রিঃ মাসে দেশব্যাপী বিএসসিসিএলের ক্যাপাসিটি ব্যবহারের পরিমাণ (ভারতে ১০ জিবিপিএস ইন্টারনেট ব্যান্ডউইথ রপ্তানিসহ) প্রায় ৬৮৬ জিবিপিএস যা গত বছর একই সময়ে ছিল ৪৪৬.৪৮ জিবিপিএস।

বছরভিত্তিক কোম্পানির মোট ব্যান্ডউইথ ক্যাপাসিটি ও ব্যবহার সংক্রান্ত তথ্য ও চার্ট নিম্নে প্রদান করা হল :

	২০১৩-১৪	২০১৪-১৫	২০১৫-১৬	২০১৬-১৭	২০১৭-১৮	২০১৮-১৯
ব্যবহার (জিবিপিএস)	২২.৫০	৩৩.৫২	১৩২.১৬	২৪৬.৯৮	৪৪৬.৮৮	৬৮৬.০০
ক্যাপাসিটি (জিবিপিএস)	২০০.০০	২০০.০০	২০০.০০	১৮০০.০০	১৮০০.০০	২৭০০.০০

*SMW-4 ও SMW-5 সাবমেরিন ক্যাবল হতে বিএসসিসিএলের অর্জিত মোট সিস্টেম ক্যাপাসিটির পরিমাণ ২৭০০ জিবিপিএস।



খাতভিত্তিক আয়ঃ

বিএসসিসিএল কর্তৃক প্রদত্ত বিভিন্ন সেবার গত দুই বছরের খাতভিত্তিক আয়ের তুলনামূলক চিত্র নিম্নে উপস্থাপন করা হলোঃ

(টাকা)

সার্ভিসের নাম	২০১৮-১৯	২০১৭-১৮	প্রবৃদ্ধি	প্রবৃদ্ধি %
আইপিএলসি	১৪৩,৬৯,০৭,৭২৪	৯১,০৫,৫৩,২৩১	৫২,৬৩,৫৪,৪৯৩	৫৭.৮১
আইপি ট্রানজিট সার্ভিস	৩৯,৭৬,৯৬,৫০৩	৩৬,৩২,৭১,৯৩৫	৩,৪৪,২৪,৫৬৮	৯.৪৮
আইপি ট্রানজিট সার্ভিস (ভারতে রপ্তানী)	৫,৮৭,৫১,৬৩৮	৭,২৬,৭৩,৫২০	(১,৩৯,২১,৮৮২)	*(১৯.১৬)
সার্কিট সংযোগ চার্জ	২,১৫,৩২,০০০	১,৬৮,৬৩,০০০	৪৬,৬৯,০০০	২৭.৬৯
কো-লোকেশন চার্জ	৪,০৭,৭৮,১০৮	৪,১৬,৭৪,৫৩৪	(৮,৯৬,৪২৬)	(২.১৫)

(*) চুক্তি অনুযায়ী সেবার মূল্য হ্রাসজনিত কারণে।

SWOT বিশ্লেষণ :

সামর্থ্যসমূহ :

- বিএসসিসিএল রাষ্ট্রীয় মালিকানাধীন একটি পাবলিক লিমিটেড কোম্পানি যার প্রায় ৭৪% শেয়ার সরকারের।
- বিএসসিসিএল SMW-4 ও SMW-5 নামক দুটি সাবমেরিন ক্যাবলের কনসোর্টিয়ামের মালিকানা সম্পন্ন একমাত্র বাংলাদেশী প্রতিষ্ঠান।
- বিএসসিসিএল দ্বিতীয় সাবমেরিন ক্যাবল SMW-5 স্থাপনের মাধ্যমে বিকল্প সাবমেরিন ক্যাবল যোগাযোগ ব্যবস্থা সৃষ্টি করেছে এবং উক্ত ক্যাবল হতে বর্তমান জাতীয় চাহিদা পূরণ করেও পাশ্চাত্য দেশসমূহে রপ্তানির জন্য পর্যাপ্ত পরিমাণ ব্যান্ডউইথ রয়েছে।
- টেলিযোগাযোগ শিল্পে দেশে ও বিদেশে নির্ভরযোগ্য ও মানসম্পন্ন সেবার জন্য বিএসসিসিএল -এর যথেষ্ট সুনাম রয়েছে।
- বিএসসিসিএল সর্বাধুনিক প্রযুক্তি ব্যবহারের মাধ্যমে এর গ্রাহকদের উন্নতমানের ব্যান্ডউইথ সরবরাহ করছে।
- বিএসসিসিএল গ্রাহকগণকে ২৪x৭ ভিত্তিতে প্রযুক্তিগত সহায়তা প্রদান করে থাকে।
- বিএসসিসিএল সৃষ্টি লগ্ন থেকে একটি মুনাফা অর্জনকারী প্রতিষ্ঠান এবং দ্বিতীয় সাবমেরিন ক্যাবল SMW-5 স্থাপনের জন্য বিপুল অর্থ বিনিয়োগ করা সত্ত্বেও এর মুনাফা অর্জনের ধারা অব্যাহত রয়েছে যা উত্তোরণের বৃদ্ধি পাচ্ছে।

দুর্বলতাসমূহ :

- বর্তমান বিএসসিসিএল আর বাংলাদেশে সাবমেরিন ক্যাবলের ব্যান্ডউইথ সরবরাহকারী একমাত্র প্রতিষ্ঠান নয়। আইটিসি লাইসেন্সধারী আরও ৬টি প্রতিষ্ঠান একই ধরনের সেবা প্রদান করছে এবং উল্লেখযোগ্য পরিমাণ মার্কেট শেয়ার তাদের দখলে রয়েছে। উক্ত সমস্যা সমাধানকল্পে বিএসসিসিএলের ব্যবসা বহুমুখীকরণ এবং নতুন বাজার সৃষ্টি করা প্রয়োজন।
- বিএসসিসিএলের এনটিটিএন লাইসেন্স না থাকায় দেশের এক প্রান্ত হতে অন্য প্রান্তে ব্যান্ডউইথ পরিবহনের জন্য এনটিটিএন অপারেটরদের উপর নির্ভর করতে হয়। এ কারণে কোম্পানির গ্রাহকগণকে ওয়ান স্টপ সেবা প্রদান করা সম্ভব হয় না।
- যদি সরকার এনটিটিএন লাইসেন্সধারী কোন প্রতিষ্ঠানকে সাবমেরিন ক্যাবল লাইসেন্স প্রদানের সিদ্ধান্ত গ্রহণ করে তবে কোম্পানিকে তীব্র প্রতিযোগিতার ও প্রতিদ্বন্দ্বিতার সম্মুখীন হতে হবে।

সুযোগসমূহ :

- দক্ষিণ-পূর্ব এশিয়ার অন্যান্য দেশের তুলনায় বাংলাদেশে মাথাপিছু ব্যান্ডউইথ ব্যবহারের পরিমাণ এখনও অনেক কম। সরকার দেশে ব্রডব্যান্ড ইন্টারনেট ব্যবহার বাড়ানোর জন্য বিভিন্ন পদক্ষেপ গ্রহণ করছে যার ফলে বাংলাদেশের মাথাপিছু ব্যান্ডউইথ ব্যবহারের পরিমাণ দ্রুত বৃদ্ধি পাচ্ছে। তাছাড়াও, প্রতিনিয়তই বাংলাদেশে অনেক অনলাইন ব্যবসা প্রতিষ্ঠিত হচ্ছে, যার ফলে দেশে ইন্টারনেট ব্যান্ডউইথের চাহিদা দ্রুত বৃদ্ধি পাচ্ছে।
- সম্প্রতি সময়ে সরকার মোবাইল টেলিফোন অপারেটরগণকে ফোর-জি সেবা প্রদানের জন্য লাইসেন্স প্রদান করায় মোবাইল অপারেটরগণ সারা দেশে তাদের ফোর-জি নেটওয়ার্ক সম্প্রসারিত করেছে। এর ফলে দিন দিন ব্যান্ডউইথের চাহিদা দ্রুত বৃদ্ধি পাচ্ছে।
- সরকার উপজেলা পর্যায়ের সকল সরকারি অফিসসমূহকে অপটিক ফাইবার ক্যাবল নেটওয়ার্কের মাধ্যমে ইন্টারনেটের সাথে সংযুক্ত করার জন্য বিভিন্ন প্রকল্প বাস্তবায়ন করেছে। একই সাথে সরকার ই-ফাইলিং, ই-টেন্ডারিং, ই-কমার্স, ই-স্বাস্থ্য, ই-কৃষি এবং অন্যান্য অনেক অনলাইন পরিষেবা চালু করায় পাবলিক সেক্টরে ব্যান্ডউইথ জন্য বিশাল চাহিদা তৈরি হয়েছে।
- সরকার দেশের বিভিন্ন অংশে বেশ কয়েকটি আইটি ভিলেজ নির্মাণ করেছে এবং আরো কয়েকটি আইটি ভিলেজ নির্মাণাধীন রয়েছে। এই আইটি ভিলেজগুলিতে প্রতিষ্ঠিত ও প্রতিষ্ঠিতব্য বিভিন্ন আইটি শিল্পে উচ্চ গতির ব্যাপক ব্যান্ডউইথ প্রয়োজন হবে।
- দেশব্যাপী অনেকগুলি ছোট আইএসপি সারা দেশে পরিবার পর্যায়ে বা বাসাবাড়ীতে ফিক্সড ব্রডব্যান্ড বিতরণ নেটওয়ার্ক ছড়িয়ে দেওয়ার জন্য কাজ করে যাচ্ছে এবং প্রতিদিনই এ খাতে ব্যান্ডউইথের নতুন চাহিদা সৃষ্টি হচ্ছে।
- ২০১৫ সালে ভারতের বিএসএনএল-এর সাথে স্বাক্ষরিত চুক্তির আওতায় বিএসসিসিএল ভারতের ত্রিপুরাতে ১০ জিবিপিএস ইন্টারনেট ব্যান্ডউইথ লীজ প্রদান করেছে। বিএসসিসিএল উক্ত চুক্তির আওতায় ভারতের উত্তর-পূর্ব ভারতের রাজ্যগুলিতে আরো ব্যান্ডউইথ সরবরাহ করতে অগ্রহী। তাছাড়া বিএসসিসিএল ভূটান ও নেপালকে ক্রস বার্ডার ব্যান্ডউইথ লীজ প্রদানের চেষ্টা করছে।
- ক্রমাগত প্রযুক্তিগত উন্নয়নের মাধ্যমে এক জোড়া অপটিক ফাইবারের মধ্য দিয়ে আরও বেশী পরিমাণ ব্যান্ডউইথ পরিবহনের জন্য প্রচেষ্টা চলছে এবং এভাবে সাবমেরিন অপটিক ফাইবার ক্যাবলের ব্যান্ডউইথ বহন ক্ষমতা ক্রমবর্ধমান ভাবে বৃদ্ধি পাচ্ছে।
- ভবিষ্যতে বিএসসিসিএলের পিজিসিবি/বিটিসিএলের যৌথ সহযোগিতায় এনটিটিএন সেবা প্রদানের পরিকল্পনা গ্রহণ করতে পারে।
- ভিশন-২০২১ বাস্তবায়নের জন্য সরকারের প্রচুর ব্যান্ডউইথ প্রয়োজন হবে যার একমাত্র যোগান দাতা হবে বিএসসিসিএল।

এ৪) সরকার ২০২১ হতে ২০২৩ সালের মধ্যে বাংলাদেশে ৫জি সেবা চালুর পরিকল্পনা করেছে। উক্ত সেবা চালু হলে দেশের ব্যান্ডউইথ চাহিদা ব্যাপকভাবে বৃদ্ধি পাবে। বিএসসিসিএল ইতোমধ্যে দেশকে তৃতীয় সাবমেরিন ক্যাবলে সংযুক্ত করার মাধ্যমে বাংলাদেশে ৫জি সেবা চালু হলে যে বর্ধিত ব্যান্ডউইথ প্রয়োজন হবে তাসহ ভবিষ্যতের ব্যান্ডউইথ চাহিদা পূরণকল্পে প্রয়োজনীয় উদ্যোগ গ্রহণ করেছে।

ঝুঁকিসমূহ :

কোম্পানির জন্য সবচেয়ে গুরুত্বপূর্ণ ঝুঁকি হলো টেলিযোগাযোগ খাতে দ্রুত সাধিত প্রযুক্তিগত পরিবর্তন ও প্রাকৃতিক দুর্যোগের কারণে বিএসসিসিএলের মালিকানাধীন কনসোর্টিয়ামসমূহ কর্তৃক পরিচালিত আন্ডার সি ক্যাবল সিস্টেমের গুরুতর ক্ষতি। যেহেতু এ ধরনের স্থাপনায় প্রচুর মূলধন ব্যবহৃত হয়ে থাকে সেহেতু প্রযুক্তির দ্রুত পরিবর্তনের ফলে কোম্পানির সম্পূর্ণ বিনিয়োগ ঝুঁকির সম্মুখীন হতে পারে। এছাড়াও, আন্ডার সি ক্যাবল সিস্টেমের যে কোনও গুরুতর ক্ষতি কোম্পানির সেবা প্রদান এবং রাজস্ব আয়ের সক্ষমতা ব্যাপক ভাবে প্রভাবিত করতে পারে।

শিল্প ঝুঁকি :

বিএসসিসিএলের চেয়ে কম মূল্যে সার্ভিস প্রদান করায় অনেক গ্রাহক আইটিসি অপারেটরগণ হতে সেবা গ্রহণ করে থাকে। তাই, ব্যান্ডউইথ মার্কেটের বড় অংশ ধরে রাখার জন্য বিএসসিসিএলকে প্রায়ই তার পরিসেবাদের দর হ্রাস করতে হয়, যা কোম্পানির রাজস্ব আয়ের উপর নেতিবাচক প্রভাব ফেলতে পারে।

ব্যবস্থাপনা পর্ষদের মূল্যায়ন :

ডেটা সম্পর্কিত পরিসেবাগুলির জন্য ব্যান্ডউইথের চাহিদা দিন দিন বেড়েই চলেছে। যদি কোম্পানির ব্যবস্থাপনা কর্তৃপক্ষ ব্যান্ডউইথের মূল্যহ্রাস করেন তবে বিক্রয়ের মাত্রা বেড়ে যাবে। এতে সার্বিক আয় বৃদ্ধি পাবে এবং ইউনিট ব্যয় হ্রাস পাবে। তাই মূল্য হ্রাসের ফলে কোম্পানির আয়ে তেমন প্রভাব পড়বে না বরং কোম্পানির মুনাফা বৃদ্ধি পাবে।

প্রযুক্তিগত ঝুঁকি :

তথ্য ও প্রযুক্তি সেক্টরে সবচেয়ে গুরুত্বপূর্ণ ঝুঁকি হচ্ছে প্রযুক্তির ক্ষেত্রে দ্রুত পরিবর্তন। বর্তমানে বিশ্বে প্রযুক্তিগত বিপ্লব চলছে। অবশ্য আমাদের কোম্পানি সর্বাধুনিক প্রযুক্তি ব্যবহার করে আসছে এবং কেবলমাত্র টার্মিনাল ইকুইপমেন্টস প্রতিস্থাপনের মাধ্যমে সিস্টেম আপগ্রেড করার সুযোগ উক্ত সিস্টেমে রয়েছে। ইতোমধ্যেই বিদ্যমান সিস্টেমটিকে চারবার আপগ্রেড করা হয়েছে যার ফলে ক্যাপাসিটি এবং দক্ষতা দুটোই বৃদ্ধি পেয়েছে বা উন্নত হয়েছে। আগামী কয়েক বছরের মধ্যে বিদ্যমান অবকাঠামোর উন্নয়নের জন্য তেমন কোন নতুন বিনিয়োগের প্রয়োজন পড়বে না বলে আশা করা যায়। সূত্রাং প্রযুক্তি সংক্রান্ত ঝুঁকি গ্রহণযোগ্য মাত্রার মধ্যে রয়েছে বলে প্রতীয়মান।

বাজার সংক্রান্ত ঝুঁকি :

বিএসসিসিএল এর জন্য প্রধান ঝুঁকিসমূহের একটি হচ্ছে প্রতিযোগিতামূলক বাজার ব্যবস্থা। দেশের সাবমেরিন ক্যাবল সিস্টেমের একমাত্র মালিকানা বিএসসিসিএলের নিকট থাকলেও সরকার ৬টি আন্তর্জাতিক টেরেস্ট্রিয়াল ক্যাবল (আইটিসি) কোম্পানিকে আইটিসি লাইসেন্স প্রদান করেছে। ফলস্বরূপ, আইটিসি অপারেটরগুলি মাঝে মাঝে কম দামে বিএসসিসিএল-এর গ্রাহকদের কাছে একই ধরনের সেবা প্রদানের প্রস্তাব করে থাকে। গ্রাহকবৃন্দের কেউ কেউ বিএসসিসিএল-এর বদলে আইটিসি অপারেটরগণ থেকেও সার্ভিস গ্রহণ করতে পারে। আইটিসি লাইসেন্সধারী কিছু প্রতিষ্ঠানের এনটিটিএন লাইসেন্স রয়েছে যার ফলে তারা কিছু বাড়তি সুবিধা ভোগ করে। তবে মুম্বাই ও চেন্নাই হতে স্থল পথে টেনে আনা বাংলাদেশ পর্যন্ত দীর্ঘ ও বার বার কেটে যাওয়ার দরুন দুর্বল হয়ে যাওয়া ট্রান্সমিশন লাইনের মাধ্যমে আইটিসি অপারেটরগণ কর্তৃক সরবরাহকৃত ব্যান্ডউইথের মান বিএসসিসিএলের সরবরাহকৃত ব্যান্ডউইথের মানের সমতুল্য নয়। তাছাড়া ল্যাটেনসি কম হওয়ায় বাজারে বিএসসিসিএলের ব্যান্ডউইথের গুণমান আইটিসি অপারেটরগণ কর্তৃক সরবরাহকৃত ব্যান্ডউইথের মান হতে ভাল বলে বিবেচিত। তবে সম্প্রতি সময়ে সরকারের বেসরকারী খাতে সাবমেরিন ক্যাবল লাইসেন্স প্রদানের পরিকল্পনা রয়েছে মর্মে অবহিত হওয়া গিয়েছে। যদি কোন এনটিটিএন অপারেটরকে এরূপ লাইসেন্স প্রদান করা হয় তবে বিএসসিসিএল অসম প্রতিযোগিতার সম্মুখীন হতে পারে। সেক্ষেত্রে কোম্পানির অগ্রযাত্রার ধারা ব্যাহত হতে পারে। বর্তমান বিচারে বাজার সংক্রান্ত ঝুঁকি গ্রহণযোগ্য মাত্রার মধ্যে রয়েছে বলে প্রতীয়মান।

পরিচালনা ঝুঁকি :

একটি সাবমেরিন ক্যাবল কাটা পড়লে ভয়েস ও ডেটা কমিউনিকেশনের ক্ষেত্রে অন্তত ৭ থেকে ১০ দিনের জন্য দেশকে অসুবিধার মুখে পড়তে হবে। সৌভাগ্যক্রমে বর্তমানে কোম্পানির অধীনে দুটি সাবমেরিন ক্যাবল রয়েছে। একটি কাটা পড়লে অন্যটি দিয়ে ব্যাকআপ দেয়া সম্ভব হবে। কিন্তু দুটি সাবমেরিন ক্যাবলই একই সাথে বিকল হলে দেশের ভয়েস ও ডেটা কমিউনিকেশন সেবা ব্যাপক ভাবে ব্যাহত হবে। যদিও উপগ্রহ ব্যবস্থা ও আইটিসির মাধ্যমে কিছুটা যোগাযোগ রাখা সম্ভব হবে কিন্তু সাবমেরিন ক্যাবলের সাথে তুলনা করলে তা যথেষ্ট কমমাত্রার। তবে অপরাপর সাবমেরিন ক্যাবলের সুবিধা ব্যবহার করে কোম্পানি এ ধরনের পরিস্থিতি মোকাবেলায় সক্ষম তাই পরিচালনা ঝুঁকির মাত্রাও কম হিসেবে বলা যায়।

মূল্য নির্ধারণের ক্ষেত্রে ঝুঁকি :

সাবমেরিন ক্যাবলের ক্ষেত্রে দেশের বাজারে একচেটিয়া আধিপত্য থাকায় কোম্পানি বাজার চাহিদা বিবেচনায় প্রয়োজন মত মূল্য পরিবর্তনের সুবিধা ভোগ করেছে। তবে সরকার ও বিটিআরসি এক্ষেত্রে মূল্যহার নিয়ন্ত্রণ করে থাকে। সরকার এবং স্টেকহোল্ডাররা আইপিএলসি চার্জ কমাতে চাপ প্রদান করছেন। এর ফলশ্রুতিতে আইপিএলসি চার্জ উল্লেখযোগ্য হারে কমাতে হলে কোম্পানির প্রত্যাশিত মোট রাজস্ব আয় অর্জিত নাও হতে পারে। সূত্রাং মূল্য নির্ধারণের ক্ষেত্রে কোম্পানির জন্য কিছুটা ঝুঁকি বিদ্যমান। এ ধরনের মূল্য হ্রাসের ক্ষেত্রে কোম্পানির আয় ব্যাপকভাবে ক্ষতিগ্রস্ত হতে পারে। তবে বিএসসিসিএল মূল্য সংকোচনের বিপরীতে ব্যান্ডউইথ এর সরবরাহ বৃদ্ধির মাধ্যমে মূল্য নির্ধারণ ঝুঁকি গ্রহণযোগ্য মাত্রায় সীমিত রেখে থাকে।

অস্বাভাবিক আয় বা ব্যয় :

বিবেচনাধীন বছরে কোম্পানির অস্বাভাবিক কোন আয় বা ব্যয়ের ঘটনা ঘটেনি।

আন্তঃসম্পর্কিত কোম্পানির লেনদেন :

চলতি অর্থ বছরে আন্তঃসম্পর্কিত কোম্পানির লেনদেন সংক্রান্ত তথ্যাদি আর্থিক প্রতিবেদনের নোট নং- ৫২-এ বিস্তারিত বর্ণিত আছে।

আর্থিক প্রতিবেদনে তাৎপর্যপূর্ণ বিচ্যুতি :

উল্লেখযোগ্য হারে রাজস্ব আয় বৃদ্ধির কারণে গত বছরের তুলনায় চলতি অর্থ বছরে কোম্পানির কর পরবর্তী নীট মুনাফা ব্যাপকভাবে বৃদ্ধি পেয়েছে।

পরিচালকবৃন্দের সম্মানী :

২০১৮-২০১৯ হিসাব বৎসরে বোর্ড সভায় উপস্থিতি বাবদ পরিচালকগণকে মোট ৫,২৫,৯০৫.০০ টাকা (ভ্যাট ট্যাক্সসহ) সম্মানী হিসেবে প্রদান করা হয়েছে।

মানব সম্পদ ব্যবস্থাপনা :

অনুমোদিত মানবসম্পদ কাঠামো অনুযায়ী কোম্পানির মোট কর্মকর্তা ও কর্মচারীর সংখ্যা ১৮০। ৩০শে জুন ২০১৯ তারিখে কোম্পানিতে নিযুক্ত কর্মকর্তা কর্মচারীর সংখ্যা ছিল ১১৩ জন। কর্মকর্তা ৪৯ জন এবং কর্মচারী ৬৪ জন এর মধ্যে ১১০ জন স্থায়ীভাবে নিযুক্ত এবং অস্থায়ীভাবে নিযুক্ত আছে ৩ জন। বিএসসিসিএল এর বোর্ড কর্তৃক অনুমোদিত নিজস্ব মানব সম্পদ ব্যবস্থাপনা নীতিমালা রয়েছে। ২০১৮-২০১৯ হিসাব বছরে ২ জন কর্মকর্তা কোম্পানি থেকে পদত্যাগ করেছেন। কোম্পানির সকল কর্মকর্তা ও কর্মচারীদের উৎসব ভাতা, মুনাফার অংশ, ভবিষ্যত তহবিল, গ্র্যাচুইটি সুবিধা প্রদান করে থাকে। এছাড়াও কোম্পানি যাচাই বাছাই সাপেক্ষে প্রযোজ্য ক্ষেত্রে চিকিৎসা খরচ প্রদান করে থাকে। পদোন্নতির ক্ষেত্রে কর্মকর্তা কর্মচারীদের দক্ষতা মূল্যায়ন করা হয়ে থাকে।

তথ্য ও প্রযুক্তি :

তথ্য প্রযুক্তি নির্ভর সংস্থা হিসেবে বিএসসিসিএল উন্নত তথ্য প্রযুক্তি দ্বারা পরিচালিত। বিএসসিসিএল SSEOPS, Go-Global U X 2.1.2 এর মাধ্যমে অন্যান্য সদস্য দেশের সাথে Real time virtual online যোগাযোগ রক্ষা করে। এই কোম্পানি ল্যান্ডিং স্টেশনে স্থাপিত System Surveillance Equipment (SSE) এর মাধ্যমে সম্পূর্ণ সাবমেরিন পদ্ধতি পর্যবেক্ষণ এবং নিয়ন্ত্রণ করে থাকে। বিএসসিসিএল যাবতীয় হিসাব সংরক্ষণের জন্য Tally Software ব্যবহার করে থাকে। তাছাড়া কোম্পানির তিনটি নেটওয়ার্ক অপারেশন সেন্টার হতে ২৪ x ৭ ভিত্তিতে গ্রাহকগণকে সেবা প্রদানকল্পে সফটওয়্যার ব্যবহার করা হয়ে থাকে।

আর্থিক প্রতিবেদন সম্পর্কে পরিচালকগণের ঘোষণা :

পরিচালকগণ গুরুত্ব সহকারে ঘোষণা করছেন যে:

- ব্যবস্থাপনা কর্তৃপক্ষ কর্তৃক প্রস্তুতকৃত আর্থিক বিবরণীসমূহ যথার্থ ও যথাযথ ভাবে প্রস্তুত করা হয়েছে।
- আইনের বিধান অনুযায়ী যথাযথ ভাবে কোম্পানির হিসাব বই সংরক্ষণ করা হয়েছে।
- আর্থিক বিবরণী প্রস্তুত কালে সামঞ্জস্যপূর্ণ ভাবে যথাযথ হিসাব নীতিমালা অনুসরণ করা হয়েছে এবং যুক্তিযুক্ত ও বিচক্ষণ বিবেচনার মাধ্যমে হিসাব সংক্রান্ত প্রাক্কলন করা হয়েছে।
- বাংলাদেশে প্রযোজ্য আন্তর্জাতিক একাউন্টিং স্ট্যান্ডার্ড (আই.এ.এস)/আন্তর্জাতিক ফাইন্যান্সিয়াল রিপোর্টিং স্ট্যান্ডার্ড (আই.এফ.আর.এস) যথাযথভাবে প্রয়োগ করা হয়েছে।
- কোম্পানি চলমান প্রতিষ্ঠান হিসেবে (Going Concern) অব্যাহত থাকার ব্যাপারে কোন সন্দেহ নাই।
- অত্যন্তরীণ নিয়ন্ত্রণ প্রক্রিয়া যথাযথভাবে কার্যকর রয়েছে।

পরিচালনা পর্ষদের সভা :

২০১৮-২০১৯ হিসাব বৎসরে ব্যবসায়িক কার্যক্রম আলোচনা এবং অনুমোদনের জন্য পরিচালনা পর্ষদের মোট ৯টি সভা অনুষ্ঠিত হয়েছে।

পরিচালকগণের নিয়োগ ও পুনঃনিয়োগ :

কোম্পানির সংঘবিধির বিধি ১২০, ১২১ ও ১২২ মোতাবেক বিএসসিসিএল এর চেয়ারম্যান জনাব অশোক কুমার বিশ্বাস ও পরিচালক জনাব মোঃ আজিজুল ইসলাম আসন্ন বার্ষিক সাধারণ সভায় অবসর গ্রহণ করবেন এবং যোগ্য বিধায় পুনরায় নির্বাচিত হবার জন্য বিবেচিত হবেন।

১০ম বার্ষিক সাধারণ সভা অনুষ্ঠিত হবার পর কোম্পানির পরিচালনা পর্ষদ কর্তৃক জনাব অশোক কুমার বিশ্বাস, সচিব, ডাক ও টেলিযোগাযোগ বিভাগকে জনাব শ্যামসুন্দর সিকদার, সাবেক সিনিয়র সচিব, ডাক ও টেলিযোগাযোগ বিভাগের স্থলে কোম্পানির পরিচালনা পর্ষদের চেয়ারম্যান হিসেবে নিয়োগ প্রদান করা হয়। তাছাড়া উক্ত সময়ে কোম্পানির পরিচালনা পর্ষদ কর্তৃক কর্ণেল রাকিবুল করিম চৌধুরী, এএফডাব্লিউসি, পিএসসিকে কর্ণেল মোঃ আরেফিন তালুকদার, পিএসসি এর স্থলে কোম্পানির পরিচালক হিসেবে নিয়োগ প্রদান করা হয়। এছাড়াও উক্ত সময়ে কোম্পানির পরিচালনা পর্ষদ কর্তৃক কোম্পানির ব্যবস্থাপনা পরিচালক পদে জনাব মশিউর রহমান-কে প্রেষণে পুনঃনিয়োগ প্রদান করা হয়েছে। উপরোক্ত সকল নিয়োগ, পুনঃনিয়োগ ও কোম্পানির ব্যবস্থাপনা পরিচালকের পুনঃনিয়োগের বিষয়টি কোম্পানির আসন্ন ১১তম বার্ষিক সাধারণ সভায় অনুমোদিত হতে হবে।

বোর্ডের আকার :

স্বতন্ত্র পরিচালক ও ব্যবস্থাপনা পরিচালকসহ পরিচালনা পর্ষদে পরিচালকের সংখ্যা ৯ জন, যা বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন এর গাইড লাইন অনুযায়ী গঠিত হয়েছে।

১.২ স্বতন্ত্র পরিচালক:

১.২.১ বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন এর নীতিমালা অনুসারে জনাব নাসির উদ্দিন আহমেদ, এফসিএ, এফসিএস-কে স্বতন্ত্র পরিচালক হিসেবে ২০১৭ সালের ২৭শে এপ্রিল পুনঃনিয়োগ দেওয়া হয়েছে। তিনি আইসিএবি এর প্রাক্তন সভাপতি এবং বর্তমান কাউন্সিল মেম্বর এবং ম্যাবস এন্ড জে পার্টনারস্, চার্টার্ড এ্যাকাউন্টেন্টস্ এর একজন জ্যেষ্ঠ অংশীদার।

১.২.২ বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন এর নীতিমালা অনুসারে জনাব হোসেন খালেদ -কে ২০১৮ সালের ১০ই জুন স্বতন্ত্র পরিচালক হিসেবে পুনঃনিয়োগ দেওয়া হয়েছে। ইতিপূর্বে তিনি ঢাকা চেম্বার অব কমার্স অ্যান্ড ইন্ডাস্ট্রি (ডিসিসিআই) এর সভাপতি হিসেবে দায়িত্ব পালন করেছেন।

১.৩ স্বতন্ত্র পরিচালকদের যোগ্যতা :

জনাব নাসির উদ্দিন আহমেদ এফসিএ, এফসিএস, ম্যাবস এন্ড জে পার্টনারস্, চার্টার্ড অ্যাকাউন্টেন্টস্ এর একজন জ্যেষ্ঠ অংশীদার। তিনি আইসিএসবি এর একজন ফেলো মেম্বর ও আইসিএবি এর প্রাক্তন সভাপতি। বর্তমানে তিনি আইসিএবি এর কাউন্সিল মেম্বর হিসেবে দায়িত্ব পালন করছেন।

জনাব হোসেন খালেদ ইতোপূর্বে ঢাকা চেম্বার অব কমার্স অ্যান্ড ইন্ডাস্ট্রি (ডিসিসিআই) এর সাবেক সভাপতি ছিলেন। তিনি যুক্তরাষ্ট্র হতে বিবিএ ও এমবিএ সম্পন্ন করেছেন এবং বিভিন্ন প্রতিষ্ঠানের ব্যবস্থাপনার সাথে জড়িত আছেন।

১.৪. পরিচালনা পর্ষদের চেয়ারম্যান এবং প্রধান নির্বাহী কর্মকর্তা :

পরিচালনা পর্ষদের চেয়ারম্যান এবং প্রধান নির্বাহী কর্মকর্তা হিসেবে পৃথক পৃথক ব্যক্তি নিয়োজিত আছেন।

১.৫. পরিচালনা পর্ষদের প্রতিবেদন :

বিএসইসিসহ সকল নিয়ন্ত্রক সংস্থার নির্দেশনা মোতাবেক পরিচালনা পর্ষদের প্রতিবেদন প্রস্তুত করা হয়েছে।

২. প্রধান অর্থ কর্মকর্তা, কোম্পানি সেক্রেটারী ও প্রধান নিরীক্ষা কর্মকর্তা :

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন এর নীতিমালা অনুযায়ী প্রধান অর্থ কর্মকর্তা, কোম্পানি সেক্রেটারী ও প্রধান নিরীক্ষা কর্মকর্তা হিসেবে পৃথক পৃথক ব্যক্তি নিয়োজিত আছেন।

৩. নিরীক্ষা কমিটি :

পরিচালনা পর্ষদের একটি সাব-কমিটি হিসেবে ২০১২ সালের ২৫শে সেপ্টেম্বর একজন স্বতন্ত্র পরিচালক এবং দুইজন পরিচালকের সমন্বয়ে নিরীক্ষা কমিটি গঠিত হয়েছিল। পরবর্তীতে এই কমিটি দুইজন স্বতন্ত্র পরিচালক এবং একজন পরিচালকের সমন্বয়ে পুনর্গঠিত হয়। কোম্পানি সচিব এই কমিটির সচিব হিসেবে দায়িত্ব পালন করছেন। বিএসইসি এর নির্দেশনা অনুযায়ী অডিট কমিটির দায়িত্ব ও কর্তব্য বোর্ড কর্তৃক অনুমোদিত। অডিট কমিটির রিপোর্ট ২০১৮-২০১৯ বার্ষিক প্রতিবেদনে অন্তর্ভুক্ত করা হয়েছে।

৪. রেমুনারেশন ও নমিনেশন কমিটি (এনআরসি) গঠন :

২৯শে সেপ্টেম্বর, ২০১৮খ্রি. তারিখে কোম্পানির ৩ জন পরিচালক ও ২ জন স্বতন্ত্র পরিচালকের সমন্বয়ে এনআরসি কমিটি গঠন করা হয়। উক্ত কমিটির টিওআর বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন কর্পোরেট গভর্নেন্স কোড ২০১৮ এর বিধি- ৬ এর সংশ্লিষ্ট অংশের নির্দেশনা মোতাবেক নির্ধারণ করা হয়। এনআরসি'র প্রতিবেদন ২০১৮-২০১৯ এর বার্ষিক প্রতিবেদনে অন্তর্ভুক্ত রয়েছে।

৫. বহিঃ নিরীক্ষক নিয়োগ :

বিএসইসি'র বিধান অনুযায়ী বহিঃ নিরীক্ষক নিযুক্ত রয়েছে।

৬. সাবসিডিয়ারি কোম্পানি :

বিএসসিসিএলের কোন সাবসিডিয়ারি কোম্পানি নেই।

৭. সিইও ও সিএফও এর দায়িত্ব :

এক্ষেত্রে বিএসইসি'র বিধান অনুসরণ করা হয়েছে।

৮. কর্পোরেট গভর্নেন্স পরিপালন সংক্রান্ত প্রতিবেদন :

কর্পোরেট গভর্নেন্স পরিপালন সংক্রান্ত প্রতিবেদন বার্ষিক প্রতিবেদনের সাথে সংযুক্ত করা হয়েছে।

৯. মূলধন কাঠামো :

কোম্পানির অনুমোদিত মূলধন ১০০০ কোটি টাকা যা ১০ টাকা মূল্যের ১০০ কোটি শেয়ার দ্বারা গঠিত। উল্লেখ্য যে, কোম্পানির পরিশোধিত মূলধনের পরিমাণ ১৬৪.৯১ কোটি টাকা।

১০. কোম্পানি ব্যবসায়িক কার্যক্রম :

উন্নত ব্যান্ডউইথ সরবরাহ এর মাধ্যমে সকলের জন্য টেলিযোগাযোগ সেবা নিশ্চিত করাই কোম্পানির মূল উদ্দেশ্য। আলোচ্য বছরে ব্যান্ডউইথ ইউটিলাইজেশন ও আইপিএলসি খাত হতে কোম্পানির আয় উল্লেখযোগ্য হারে বৃদ্ধি পেয়েছে। তাছাড়া ভারতে ইন্টারনেট ব্যান্ডউইথ রপ্তানি কার্যক্রম গত তিন বছরের ন্যায় চতুর্থ বছরেরও অব্যাহত রয়েছে। ভারতে ইন্টারনেট ব্যান্ডউইথ রপ্তানির মাধ্যমে বিএসসিসিএল দেশের রপ্তানি পণ্যের তালিকায় নতুন নাম যোগ করতে সক্ষম হয়েছে।

১১. আর্থিক ফলাফল :

২০১৯ সালের ৩০ জুন তারিখে সমাপ্ত আর্থিক বছরে কোম্পানির মোট সমন্বিত আয়ের পরিমাণ ৫৮৫.৭৬ মিলিয়ন টাকা, শেয়ার প্রতি আয় ৩.৫৫ টাকা, শেয়ার প্রতি নীট সম্পদ মূল্য ৩৮.৭৪ টাকা এবং শেয়ার প্রতি নীট পরিচালন নগদ প্রবাহ ৭.৩০ টাকা যা পূর্ববর্তী অর্থ বছরে ছিল যথাক্রমে ৭৩.২৬ মিলিয়ন টাকা, ০.৪৪ টাকা, ৩৫.৬৮ টাকা এবং ৪.০৭ টাকা। উক্ত সময়ের একটি সংক্ষিপ্ত আর্থিক ফলাফল নিম্নে উপস্থাপন করা হল :

বিবরণ	মিলিয়ন (টাকা)		প্রবৃদ্ধি (%)
	২০১৮-১৯	২০১৭-১৮	
রাজস্ব আয়	১৯৫৫.৬৭	১৪০৫.০৪	৩৯.১৯%
প্রত্যক্ষ পরিচালন ব্যয়	৬২০.৭৫	৬১২.৭৭	১.৩০%
মোট মুনাফা	১৩৩৪.৯১	৭৯২.২৭	৬৮.৪৯%
পরিচালন ব্যয়	৪৮৫.৫৫	৩৯৬.৮৬	২২.৩৪%
পরিচালন মুনাফা	৮৪৯.৩৬	৩৯৫.৪০	১১৪.৮০%
নীট পরিচালন আয় / (ব্যয়)	(৩১.৪৫)	(৮৬.৮৪)	(৬৩.৭৮)%
কর পূর্ববর্তী নীট মুনাফা	৭৭৮.৯৬	২৯৩.৮৭	১৬৫.০৬%
আয়কর ব্যয়	১৯৩.২০	২২০.৬১	(১২.৪২)%
কর পূর্ববর্তী নীট মুনাফা	৫৮৫.৭৬	৭৩.২৬	৬৯৯.৫৬%
ট্যাক্স হলিডে রিজার্ভ	৭.৫৭	৪৪.০৩	(৮২.৮০)%
মোট সমন্বিত আয়	৫৮৫.৭৬	৭৩.২৬	৬৯৯.৫৬%
প্রস্তাবিত লভ্যাংশ	২৬৩.৮৫	৮২.৪৫	২২০.০১%

১২. লভ্যাংশ :

৩০শে জুন, ২০১৯খ্রি: তারিখে কর কর্তনের পর কোম্পানির নীট মুনাফার পরিমাণ দাড়িয়েছে ৫৮,৫৭,৫৮,০৭১.০০ টাকা। কোম্পানির পরিচালনা পর্ষদ বিবেচ্য সমাপ্ত অর্থ বৎসরে জন্য ১৬% নগদ লভ্যাংশ ঘোষণার জন্য সুপারিশ করেছে।

১৩. নিরীক্ষক নিয়োগ :

কোম্পানি আইন-১৯৯৪ এর ধারা ২১০ এবং কোম্পানির সংঘবিধির বিধি ১৬৯ মোতাবেক বার্ষিক সাধারণ সভায় কোম্পানির এক বা একাধিক নিরীক্ষক নিয়োগ করতে হবে। উল্লিখিত বিধি বিধান অনুসরণকরতঃ ২০১৮-২০১৯ অর্থ বছরের জন্য ২,৬০,০০০.০০ টাকা (ভ্যাট ব্যতীত) 'ফি' প্রদান সাপেক্ষে মেসার্স এস.এফ.আহমেদ এন্ড কোং, চার্টার্ড একাউন্টেন্টস্ -কে কোম্পানির বহিঃ নিরীক্ষক হিসেবে নিয়োগ দেয়া হয়েছিল। কোম্পানির নিরীক্ষক মেসার্স এস.এফ.আহমেদ এন্ড কোং চার্টার্ড একাউন্টেন্টস্ ১১তম বার্ষিক সাধারণ সভায় অবসর গ্রহণ করবেন এবং যোগ্য বিধায় পুনরায় নিয়োগ প্রাপ্তির জন্য বিবেচিত হবেন। এতদুদ্দেশ্যে কোম্পানির পরিচালনা পর্ষদ মেসার্স এস.এফ.আহমেদ এন্ড কোং, চার্টার্ড একাউন্টেন্টস্ -কে ৩,০০,০০০.০০ টাকা (ভ্যাট ব্যতীত) 'ফি' প্রদান সাপেক্ষে ১২তম বার্ষিক সাধারণ সভা সমাপ্ত না হওয়া পর্যন্ত সময়ের জন্য কোম্পানির বহিঃ নিরীক্ষক হিসাবে নিয়োগের সুপারিশ করেছেন। তাছাড়া বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন এর নির্দেশনা নং- বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৭/এডমিন/৮০, তারিখঃ ০৩/০৬/২০১৮খ্রিঃ এর নির্দেশনা মোতাবেক ২০১৮-২০১৯ অর্থ বছরের জন্য কর্পোরেট গভর্নেন্স কোড ২০১৮ পরিপালন সংক্রান্ত সনদ সংগ্রহকল্পে বিএসইসি কর্তৃক নির্ধারিত চার্টার্ড একাউন্টেন্টস্/চার্টার্ড কস্ট এন্ড ম্যানেজম্যান্ট একাউন্টেন্টস্/চার্টার্ড সেক্রেটারী পেশাজীবিকে কোম্পানির কমপ্লায়েন্স অডিটর হিসেবে নিয়োগ প্রদান করতে হবে। উক্ত সময়ের কোম্পানির কমপ্লায়েন্স অডিট ও এ সংক্রান্ত সনদ প্রদানের জন্য কোম্পানির পরিচালনা পর্ষদ মেসার্স সুরাইয়া পারভিন এন্ড এসোসিয়েটস, চার্টার্ড সেক্রেটারীজ-কে ৪৫,০০০.০০ (ভ্যাট ব্যতীত) টাকা সম্মানীতে নিয়োগ প্রদানের সুপারিশ করেছে।

১৪. ভবিষ্যত পরিকল্পনা :

বিএসসিসিএল দেশকে আরও একটি (তৃতীয়) সাবমেরিন ক্যাবলের সাথে সংযুক্ত করার পরিকল্পনা করেছে। সরকারের নির্দেশনার প্রেক্ষিতে বিএসসিসিএল ইতোমধ্যে SMW-6 কনসোর্টিয়ামের সাথে একটি সমঝোতা স্মারক স্বাক্ষর করেছে। প্রযুক্তি, ব্যয় ও নকশা চূড়ান্ত হওয়ার পরে সামগ্রিক চিত্র বিবেচনায় নিয়ে বিএসসিসিএল SMW-6 কনসোর্টিয়ামের সাথে আনুষ্ঠানিক চুক্তি স্বাক্ষর করতে পারে। প্রাথমিক তথ্য অনুসারে আশা করা হচ্ছে যে, ২০২৩ সালের মধ্যে সাবমেরিন ক্যাবলটি ব্যবহারের জন্য প্রস্তুত থাকবে। সর্বশেষ প্রাপ্ত তথ্যের ভিত্তিতে প্রকৃত অবস্থান পরবর্তী বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারদের কাছে উপস্থাপন করা হবে।

উপসংহার :

২০১৮-২০১৯ হিসাব বৎসরে সফলতার সাথে কর্মকান্ড পরিচালনা করতে পেরে পরিচালনা পর্ষদ আপনাদের সহযোগিতার জন্য কৃতজ্ঞতা জ্ঞাপন করেছে। সম্মানিত গ্রাহক, শেয়ারহোল্ডার এবং পৃষ্ঠপোষকদের সমর্থন ও সহযোগিতার জন্য পরিচালনা পর্ষদ সকলকে ধন্যবাদ জানাচ্ছে। পরিচালনা পর্ষদ যথাসময়ে সহযোগিতা ও সঠিক দিক নির্দেশনা প্রদানের জন্য গণপ্রজাতন্ত্রী বাংলাদেশ সরকারের ডাক, টেলিযোগাযোগ ও তথ্যপ্রযুক্তি মন্ত্রণালয়, অর্থ মন্ত্রণালয়, বাণিজ্য মন্ত্রণালয়, বিজ্ঞান ও প্রযুক্তি মন্ত্রণালয়, বিটিসিএল, বিটিআরসি, বিএসইসি, ডিএসই, সিএসই, আরজেএসসি, সিডিবিএল এবং অন্যান্য নিয়ন্ত্রক সংস্থাকে ধন্যবাদ জ্ঞাপন করেছে।

দেশে দ্রুত তথ্য ও প্রযুক্তি সেবার বিকাশ লাভ করবে এবং একটি ডিজিটাল সেবা ভিত্তিক সমাজ ব্যবস্থা গড়ে উঠবে মর্মে পরিচালনা পর্ষদ প্রত্যাশা করছে। কোম্পানির সর্বোপরি উন্নতির লক্ষ্যে কর্মকর্তা ও কর্মচারীদের সততা, নিরলস প্রচেষ্টা, একত্র সেবা ও সার্বিক সহযোগিতার জন্য পরিচালনা পর্ষদ তাদেরকে আন্তরিক ধন্যবাদ জ্ঞাপন করেছে।



মশিউর রহমান

ব্যবস্থাপনা পরিচালক, বিএসসিসিএল।

পরিচালনা পর্ষদের পক্ষে



নাসির উদ্দিন আহমেদ, এফসিএ, এফসিএস

স্বতন্ত্র পরিচালক, বিএসসিসিএল।

Corporate Governance Compliance Report

Bangladesh Submarine Cable Company Limited (BSCCL) throughout its entire business operations puts persistent efforts to ensure stakeholders' trust and confidence as good governance and stakeholders' interests are closely connected. In view of this principle, BSCCL has been providing and maintaining innovative, user-friendly and best-valued telecom and Internet services to ensure sustainable stakeholders' interests. In order to reach these objectives, the Board of Directors of the Company is dedicated to ensure the highest standards of Corporate Governance to keep the Company's business integrity and performance on the right track. Being a responsible corporate entity, BSCCL maintains adequate transparency and encourages sound business conduct both in in-house and in its external relationship with the communities like the suppliers, customers and business partners. The Company, at the same time, expects acts of honesty and integrity from its Directors, employees and business partners.

BSCCL being a listed public limited company, its Board of Directors plays a crucial role in upholding the interests of all its stakeholders. The Board of Directors and the Management Team are also dedicated to maintaining a well-established culture of accountability, transparency, easy-to-understand policies and procedures to ensure effective Corporate Governance at every level of its operations. The Board of Directors and the Management Team also put their best efforts to comply with all the laws of the country and all the internal regulations, policies and procedures to make BSCCL a thoroughly transparent company. Moreover, recognizing the fact that compliance has been the corner stone of good governance, the Company meticulously undergoes through the process of statutory audit and compliance certification as required by laws of the land. As a result, BSCCL has been able to maintain the highest level of integrity and accountability of national standards over the years and successively awarded with the prestigious ICMAB Best Corporate Award & ICSB National Award on Corporate Governance Excellence.

Board Organization & Structure

a) Role of the Board

The Directors of the Board are approved by the Shareholders at the Annual General Meeting (AGM) and are accountable to the Shareholders. The Board is responsible for ensuring that the business activities are soundly administered and effectively controlled. The Directors keep themselves informed about the Company's financial position and ensure that its activities, accounts and asset management are subject to adequate control. The Board also ensures that BSCCL's Policies, Procedures and Codes of Conduct are implemented and maintained as well as the Company adheres to generally accepted principles for good governance and effective control for Company activities. In addition to other legal guidelines, the Board has also adopted "Rules of Procedure for the Board of Directors" for ensuring better governance in the work and the administration of the Board. The Board is also guided by a delegation of authority which spells out the practices and processes in discharging its responsibilities.

b) Board Composition

The Board of BSCCL is comprised of nine (9) Directors, including the Managing Director. In compliance with the Corporate Governance Guidelines issued by the Bangladesh Securities and Exchange Commission (BSEC) the Board of Directors has appointed two (2) Independent Directors. It is believed that the Board Members have the optimum level of knowledge, composure and technical understanding about the Company's business which, combined with its diversity of culture and background, stands as the perfect platform to perform and deliver.

c) Board Meetings

The Articles of Association of the Company requires the Board to meet at least four times a year or more when duly called for in writing by a Board member. Dates for Board Meetings are decided in advance and notice of each Board Meeting is served in writing well in advance. Such notice contains detailed statement of business to be transacted at each meeting. The Board meets for both scheduled meetings and on other occasions to deal with urgent and important matters that require attention.

Board Structure and its Operation

Size of the Board

The Board of BSCCL comprises of 9 Members including the Managing Director. As per BSEC notification, a listed Company should have Independent Director of at least one-fifth of the Directors with a minimum of one. As per Article of Association of the company the Managing Director is an Ex-officio Director.

Composition of the Board

The Board of BSCCL comprise of nine members as under:

Non-executive Director- 6 Nos.

Executive Director- 1 No.

Independent Director- 2 Nos.

None Executive Directors

There are eight Non-executive Directors. None of these directors take part in the day to day operations of the Company. They attend only in the Board/Board Committee meetings to discuss the agenda reserved for the Board/Committee.

Independent Directors

In order for a Director to qualify as an Independent Director, the Board affirmatively determines that the Director has no material relationship with BSCCL (either as a partner, shareholder or officer of an organization that has a relationship with BSCCL that would preclude that nominee from being an independent Director). For the purpose of such determination, the directors consider that the Independent Director does not hold any share or holds less than one percent shares of the total paid up capital of the Company and who is not a sponsor of the company and is not connected with the company's any sponsor or director or shareholder who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship. His/her family members also should not hold above mentioned shares in the company. He/she does not have any other relationship, whether pecuniary or otherwise, with the Company or its subsidiary/associate companies, who is not a member, Director or Officer of the Stock exchange and who is not a shareholder, director or officer of any stock exchange or an intermediary of the capital market. He/ she possess the required qualifications as stated in the Corporate Governance Guideline issued by BSEC.

Tenure & Retirement

The office of Non-executive Directors (except Independent Directors) is subject to retirement by rotation. At least one-third of the non-executive Directors shall retire by rotation in every Annual General Meeting (AGM). The Managing Director is appointed by the Board of Directors and the office of the Managing Director, being an Ex-officio Director is not subject to retirement in Annual General Meeting (AGM). On the other hand the Independent Directors should retire at the end of their tenure of three years.

Directors Responsibility

Each Director devotes his or her best efforts to attend and contribute in all the meetings of the Board and the Board committee to which such Director is appointed. The Directors are responsible for developing and upgrading BSCCL's Governance principles, Code of Business Conduct and the charter of each committee on which such Director serves. For better decision making, materials are provided to the members in advance of the Board/Committee meetings.

Role of the Board

The Board's main roles are to define the company's strategic objectives, to provide entrepreneurial leadership for the company, to create value for the shareholders and to ensure that the necessary financial and other resources are available to enable the company and the Board to meet these objectives. The specific responsibilities reserved to the board include the approval of all information supplied to the shareholders in the annual and interim accounts, the setting of company strategy, approving annual

budgets; reviewing operational and financial performance; approving capital expenditure; setting of borrowing limits; reviewing the Company's systems of financial control and risk management; ensuring that appropriate management development and succession plans are in place; approving appointments to the Board and ensuring the satisfactory dialogue takes place with shareholders over the Company and its aspiration for the future.

Delegation of Authorities

The company runs under the delegation of authority as approved by the Board. Bank accounts of the Company are being operated by constituting two groups from management considering one from each group. The Board has delegated certain responsibilities to the management on some matters within defined parameters. These include development and recommendation of strategic plans for consideration of the Board reflecting the long term objectives and priorities established by the Board; monitoring the operating and financial results against plans and budgets; monitoring business operation against objectives; prioritizing the allocation of capital; management and control of borrowing limits and implementing risk management systems.

Directors Independence

Majority of the Directors are non-executive directors. Only the Managing Directors is an executive director. The Board considers that all the directors have independence in minds, strength of character and judgment. There are no such relationships or circumstance relating to any of them not to be considered independent. The Board considered constitution brings an appropriate balance of strategy, performance, resources, internal controls, and corporate governance. Their wide-ranging experience and particular areas of knowledge and expertise continue to add value to the deliberations of the Board.

Separate Role of the Chairman & Managing Director

The responsibilities of the Chairman and the Managing Director are separate, thereby preventing unfettered powers of decision making on a single hand. The Chairman is a non-executive Director while the Managing Director is an Executive Director.

Role of the Chairman

The Chairman leads the Board in determination of its strategy and achievement of its objectives. The Chairman is responsible for organizing the business of the Board, ensuring its effectiveness and setting its agenda. The Chairman is also responsible for ensuring that the Directors receive accurate, timely and clear information. The Chairman has no engagement in the day-to-day business of the company. The Chairman facilitated the effective contribution of Non-Executive directors and ensures that constructive relation exists amongst the Directors. Minutes of the meeting are signed by the Chairman. He also signs the proposal for appointment of the Managing Director and for revision of MD's salaries and allowances.

Role of the Managing Director

The Managing Director is responsible for running the business and for formulating and implementing Board strategy and policy. He also has direct charge and overall control of the company on a day-to-day basis and is accountable to the Board for the financial and operational performance of the Company. The Managing Director is also responsible for imparting a dynamic leadership, evolution of diversification and expansion of business and taking the Company to a good height of financial strength.

Role of the Company Secretary

The company secretary is responsible for ensuring proper information flow within the Board and its committees and between the senior management and non-executive directors. He is also responsible for advising the Board through the Chairman on all governance matters. He ensures that Board procedures are complied with. The authority of both the appointment and removal of the Company Secretary is vested to the Board as a whole. The company secretary is also responsible for implementation of the Board decisions. He is also responsible for organizing the AGM/EGM.

Role of the Head of Internal Control & Compliance

The head of Internal Control & Compliance is responsible for reporting to the Board Audit Committee regarding any deviation from accounting and internal control systems of the Company. He is also responsible for ensuring regulatory compliance of the company. The authority of both appointment and removal of the head of Internal Control & Compliance is vested to the Board as a whole.

Price Sensitive Information

Price Sensitive information means any such information if it is published may influence market price of the concerned security. Every listed Issuer shall disseminate its any or all price sensitive information within 30 minutes of the decision making or immediately upon getting such information to the BSEC and the Stock Exchanges under the signature of its Chairman or the Chief Executive Officer or the Company Secretary through Fax and by special messenger, and through courier service in special cases and at the same time cause publishing the same in two widely circulated daily newspapers, one in Bangla and the other in English and in an online newspaper. BSCCL always comply with the statutory requirements in this regards.

Appointment to the Board

Appointment of any new Director is made with the consent of the directors and his/her appointment is placed for the shareholder's approval in the immediate next Annual General Meeting (AGM). The Managing Director nominated by the Government is also appointed by the Board and his/her appointment is also placed for the shareholder's approval in the immediate next Annual General Meeting (AGM). Any new appointment to the Board requires intimation of Posts and Telecom Division of MoPT&IT.

Board Committees

There are several permanent Board Sub-Committees, each with a defined scope of works and terms of reference. These committees are responsible for providing independent and expert advice to the Board on the subjects assigned. The Board is assisted by different Board Committees who discharge duties within the delegated and prescribed job responsibilities. All the members of the Committee are Directors and members of the Management. The permanent Board Committees are as under:

- Audit Committee
- Nomination and Remuneration Committee (NRC)
- Executive Committee
- Tariff Committee

Besides, Board Sub-Committees are formed by the BoD time to time to accomplish certain particular assignments and are asked to submit their recommendations to the BoD.

Appraisal of the Managing Director

The Managing Director is entrusted with the Management of the Company's operations and he is fully accountable to the Board. Performance of the Managing Director including the Management is assessed by the Board annually.

Directors' Remuneration

The Directors do not get any performance based remuneration or incentive. The Board chairman & members get only fees for attending Board/Committee meetings to the maximum of TK 7,000 & 6,000 (excluding AIT/VAT) respectively per meeting. The remuneration package of the Managing Director is determined by the Board. The remunerations of the Directors can be determined/changed by the Board as per the Article of Association.

Discloser of Directors' remuneration

Directors of the Company are not eligible for any remuneration other than the meeting attendance fees as prescribed by the Law. During the year under review, the chairman & members of the Board of Directors were eligible for attendance fee of TK 7,000 & 6,000 (excluding VAT/AIT) respectively per meeting of Board, Executive Committee/ Audit Committee and any other Board Sub-Committee.

Employees' Remuneration

The objective of the Company's remuneration policy is to attract, motivate, reward and retain quality staff. The Board ensures that the remuneration policies are in line with the strategic objectives and the corporate values of the Company, and do not give rise to conflicts between the objectives of the Company and the interests of the individual Directors and key executive. The

company has separate Service Regulations and pay role structure for each position which is approved by the Board of Directors.

Disclosers on the Performance and Prospect of the Company

BSCCL attaches high priority on timely publication of Quarterly, half-yearly and annual report with comprehensive details in excess of regulatory requirements. Mediums of publication include printed materials, newspapers and the website of the company. Price sensitive information released to the regulators is disseminated within half an hour of decision making. The financial statements are prepared in accordance with IAS and IFRS as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB).

Internal Control

The Board has ultimate responsibility for establishing an effective system of Internal Control. It is designed to manage rather than eliminate the risk of failure to achieve the business objectives and to provide reasonable but not absolute assurance that the assets are safeguarded against unauthorized use or material loss and those transactions are properly authorized and recorded. The internal control system embraces all business risk, including financial, operational and strategic risks.

Accountability and Audit

Board Audit Committee comprises of three non-executive Directors, including two independent Directors. The Chief Financial Officers (CFO) and the head of Internal Audit attend the meeting by invitation. The Company Secretary attends all the meetings to provide secretarial assistance to the committee. The full report of this committee including the terms of reference and specific task carried out during the period on the date of accounts approval is given later on.

Division of work for the Board and Chief Executive Officer

The roles of the Board and Chief Executive Officer are separate and delineation of their responsibilities is clearly established, set out in writing and agreed by the Board to ensure transparency and better corporate governance. To that end, BSCCL has also adopted "Rules of Procedure for Chief Executive Officer". The CEO is the authoritative head for day-to-day management of BSCCL. He acts to reasonably ensure that BSCCL operates business as per the Articles of Association, decisions made by the Board and Shareholders, as well as according to BSCCL's Policies and Procedures and applicable regulatory legislations.

Access to Information

The Board recognizes that the decision-making process is highly dependent on the quality of information furnished. In furtherance to this, every Director has access to all information within the Company. Throughout their tenure in office, the Directors are continually updated on the Company's business and the regulatory and industry specific environments in which it operates. These updates are by way of written briefings and meetings with senior executives and, where appropriate, external sources.

Statutory Audit

Statutory Audit of the Company is governed by the Companies Act, 1994 and Securities and Exchange Rules 1987. As per these regulations, auditors are appointed at each Annual General Meeting (AGM) and their remuneration is also fixed by the Shareholders at the AGM. Appropriate structure is in place as per corporate governance best practices to ensure independence of statutory auditors. In addition to the audit of annual financial statements, the auditors also carry out interim audit and review the quarterly financials of the Company.

Internal Audit

Internal Audit supports the Company in achieving its objectives by bringing a systematic and disciplined approach to evaluate and improve the effectiveness of its risk management, control and governance processes. In order to ensure organizational independence of Internal Audit, the Head of Internal Audit reports functionally to the Audit Committee and administratively to the Chief Executive Officer. BSCCL Internal Audit is empowered to carry out its activities in the Company. Internal Audit activities are governed by the Internal Audit Charter, which is approved by the Board.

BSCCL, Internal Audit department discharges its assurance and consulting activities through management of three distinct audit streams: Finance, Technology and General Business processes. Additionally, a separate team is responsible for quality assurance of internal audit activity. A risk-based annual audit plan is in place, which takes into consideration the strategic imperatives and major risks surrounding BSCCL.

Internal Control

Corporate Governance is well-built in BSCCL and is reached to even greater height in terms of sound internal control pursuits within the organization. In 2011, the practice has been shifted from passive to active as control owner/performers are now getting more involved, aware and proactive to ensure internal control rather than being enforced. The outcome of the effort is award winning and true fair representation of financial report. The scope of Internal Control over Financial Reporting (ICFR) includes Company Level Control (CLC) along with General Computer Control (GCC) as well to ascertain operational efficacy, consistent and dependable financial reporting, information security and legal compliance. This reasonable assurance has become even more crucial after being a listed company in the country's Stock Exchanges.

Related Party Transactions

A Director who has an interest in a transaction must abstain from deliberation and voting on the relevant resolutions in respect of the transactions at the Board meetings. Details of these transactions are set out under Notes to the Financial Statements.

Dividend Policy

The Board of Directors has established a consistent Dividend Policy which forms the basis for the proposals on dividend payments that it makes to the Shareholders taking into consideration the business performance of the Company and its strategic initiatives. The Board believes that it is in the best interest of BSCCL to draw up a long-term and predictable Dividend Policy. The objective of the policy is to allow the Shareholders to make informed investment decisions.

Risk Management & Risk Mitigation

Risk Management at BSCCL is concerned with earning competitive returns from the Company's various business activities at acceptable risk level. It supports the Company's competitiveness by developing a culture, practice and structure that systematically recognizes and addresses future opportunities whilst managing adverse effects (i.e. threats) through recognizing risk and acting appropriately upon it. The Company has well defined risk management policy, procedures and processes to mitigate strategic and enterprise level risks.

Compliance with Rules & Regulations of the Country

Compliance builds stakeholders' trust. To have governance cascaded right through the whole Company, the Management Team of BSCCL, the leaders of a compliant Company adopted ways that assure compliance to all regulatory requirements and instill organizational trust amongst the Board Members, Shareholders and customers. The regulatory bodies maintain a close monitoring process on BSCCL and has heightened the focus on transparency, as well as an increased need to provide accurate and periodic reporting of issues/events and certifications. In this context, the Company provides complete set of financial statements and relevant documents to the Bangladesh Securities and Exchange Commission (BSEC), Stock Exchanges, National Board of Revenue (NBR), Registrar of Joint Stock Companies & Firms (RJSC), Bangladesh Telecommunication Regulatory Commission (BTRC), the Board of Investment (BoI) and all other relevant bodies and authorities. In order to conduct day to day business, BSCCL has been rendering its best efforts to comply with the existing applicable laws of the country as well as with the directives/guidelines/ regulations of various Government Authorities. The Company has also taken various initiatives to conduct various awareness sessions on existing and proposed laws and regulations of the country within the Company to ensure compliance throughout the Company as a whole. On the whole, BSCCL has always strived to remain a fully compliant Company accommodating every possible ways and strategies to ensure the same.

Corporate Social Responsibility of BSCCL

Being mostly a Government owned Company under the Posts & Telecommunications Division of the Ministry of Posts, Telecommunications, and Information Technology (MoPT&IT) Bangladesh Submarine Cable Company Limited (BSCCL) has strategic responsibility for the welfare of other quarter of the society along with the IT Sector of the Country. BSCCL revamped its CSR strategy in 2012-13 with the goal to ensure long-term sustainability of the CSR initiatives. Under the refurbished strategy CSR initiatives were related to the Company's main strength - communication technology. Besides, BSCCL may extend its hands to support the victims of any natural disaster as and when required.

As a part of Corporate Social Responsibility for sustainable community development, BSCCL performed the following activities during the year 2018-19

Online Essay Competition

As a socially responsible company, BSCCL strives to find a way to intervene through which quality education can be ensured even in deep rural areas of the country through ICT. With this objective in mind, BSCCL launched "Online Essay Competition" on The World Telecommunication and Information Society Day 2019. BSCCL announced a competition for students of Schools, Colleges and Universities in Bangladesh to celebrate the day. The competition is termed as innovative projects implemented by the students. The honorable Minister of MoPT&IT Mr. Mustafa Jabbar awarded handsome amount of prize money, Laptop Computer, Tab and Smart Phone as prizes to the winners of these competitions of all the categories.

Donation of Medical Equipment to Sheikh Hasina National Burn Institute

In response to a request from Sheikh Hasina National Burn Institute BSCCL has donated an Anesthesia machine and a cardiac monitor machine to them. It is expected that the said machines will play a vital role in treating the burn patients of the country.

Going Concern

While approving the financial statements, the Directors have made appropriate enquires and analyzed significant operating and indicative financials which enabled them to understand the ability of the Company to continue its operations for a foreseeable future. The Directors are convinced and have a reasonable expectation that the Company has adequate resources and legal instruments to continue its operations without interruptions. Therefore the Company adopted the going concern basis in preparing these financial statements.

Value Added Statement

Bangladesh Submarine Cable Company Ltd.

Value Added

Revenue
Other income including interest income
VAT on revenue and other income

Less : Cost of Operation and Maintenance
Available for distribution

Distributions

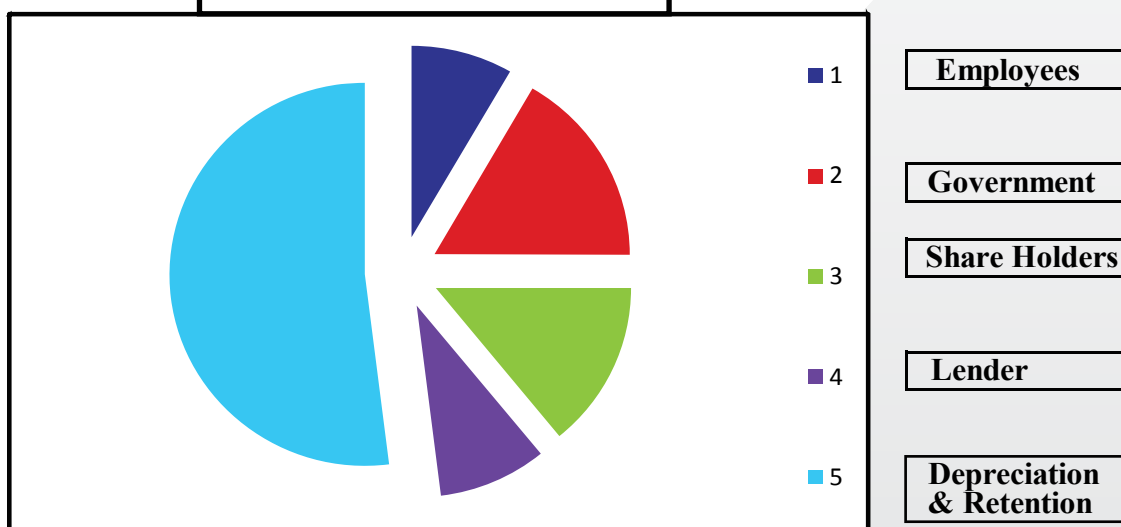
Employees
Government
Porviders of finance :
Shareholders
Lender

Value reinvested and retained

Depreciation & Retention

	2018-19	%	2017-18	%
Revenue	1,955,666		1,405,036	
Other income including interest income	138,480		56,999	
VAT on revenue and other income	242,819		243,329	
	2,336,964		1,705,365	
Less : Cost of Operation and Maintenance	458,388		435,748	
Available for distribution	1,878,577	100%	1,269,617	100%
Distributions				
Employees	157,187	8.37%	119,647	9.42%
Government	313,071	16.67%	267,825	21.09%
Porviders of finance :				
Shareholders	263,849	14.05%	82,453	6.49%
Lender	168,305	8.96%	139,666	
	902,412	48.04%	609,591	48.01%
Value reinvested and retained				
Depreciation & Retention	976,165	51.96%	660,026	51.99%
	1,878,577	100%	1,269,617	100%

2018-19



Status of Compliance with the Corporate Governance Guidelines

Annexure-C

Status of compliance with the conditions imposed by the Commission's Notification No. BSEC/CMRRC/2006-158/207/Admin/80, dated 3 June 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969:
(Report Under Condition No.9)

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.00	Board of Directors			
1.1	Size of the Board of Directors: The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty)	✓		
1.2	Independent Director			
1.2(a)	At least one-fifth (1/5) of the total number of directors in the company's Board shall be independent directors	✓		
1.2(b)(i)	Do not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company	✓		
1.2(b)(ii)	Do not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the company	✓		
1.2(b)(iii)	Who has not been an executive of the company in immediately preceding 2 (two) financial years	✓		
1.2(b)(iv)	Does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies	✓		
1.2(b)(v)	Independent directors are not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange	✓		
1.2(b)(vi)	Independent director is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market	✓		
1.2(b)(vii)	Independent director is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code	✓		
1.2(b)(viii)	They are not the Independent directors in more than 5 (five) listed companies	✓		
1.2(b)(ix)	Who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or a Non-Bank Financial Institution (NBFI)	✓		
1.2(b)(x)	Who has not been convicted for a criminal offence involving moral turpitude;	✓		
1.2(c)	The independent director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM)	✓		
1.2(d)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days			No vacancy occurred
1.2(e)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only. A former independent director may be considered for reappointment for another tenure after a time gap of one tenure. The independent director shall not be subject to retirement by rotation as the Companies Act, 1994.	✓		
1.3	Qualification of Independent Director (ID)			
1.3(a)	Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to the business.	✓		
1.3(b)	Independent director shall have following qualifications:			
1.3(b)(i)	Business Leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk. 100.00 million or any listed company or a member of any national or international chamber of commerce or business association	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.3(b)(ii)	Corporate leader who is or was a top-level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid-up capital of Tk. 100.00 million or of a listed company	✓		
1.3(b)(iii)	Former official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or Law			Not Applicable
1.3(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law			Not Applicable
1.3(b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification	✓		
1.3(c)	The independent director have at least 10 (ten) years of experiences in any field mentioned in clause (b)	✓		
1.3(d)	In special cases, above qualifications or experiences may be relaxed subject to prior approval of the Commission.			Not Applicable
1.4	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer			
1.4 (a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals	✓		
1.4 (b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company	✓		
1.4 (c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company	✓		
1.4 (d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer	✓		
1.4 (e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from nonexecutive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		
1.5	Directors report to shareholders			
1.5(i)	Industry outlook and possible future developments in the industry	✓		
1.5(ii)	Segment-wise or product-wise performance	✓		
1.5(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any	✓		
1.5(iv)	Discussion on cost of goods sold, gross profit margin and net profit margin			Not Applicable
1.5(v)	Discussion on continuity of any Extra-Ordinary gain or loss			Not Applicable
1.5(vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions	✓		
1.5(vii)	Utilization of proceeds from public issues, right issues and/ or through any others instruments			Not Applicable
1.5(viii)	An explanation if the financial results deteriorate after the company goes for IPO, RPO, Rights Offer, Direct Listing etc.			Not Applicable
1.5(ix)	Explanation on significant variance occurs between Quarterly Financial performance and Annual Financial Statements			Not Applicable
1.5(x)	Remuneration to directors including independent directors	✓		
1.5(xi)	The financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity	✓		
1.5(xii)	Proper books of account of the issuer company have been maintained	✓		
1.5(xiii)	Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.5(xiv)	International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed	✓		
1.5(xv)	The system of internal control is sound in design and has been effectively implemented and monitored	✓		
1.5(xvi)	Minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress	✓		
1.5(xvii)	There is no significant doubt upon the issuer company's ability to continue as a going concern, if the issuer company is not considered to be a going concern, the fact along with reasons there of shall be disclosed	✓		
1.5(xviii)	Significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained	✓		
1.5(xix)	Key operating and financial data of at least preceding 5 (five) years shall be summarized	✓		
1.5(xx)	If the issuer company has not declared dividend (cash or stock) for the year			Not Applicable
1.5(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend	✓		
1.5(xxii)	The total number of Board meetings held during the year and attendance by each director	✓		
1.5 (xxiii)	Report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:			
1.5(xxiii)(a)	Parent or Subsidiary or Associated Companies and other related parties (name-wise details)	✓		
1.5(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details)	✓		
1.5(xxiii)(c)	Executives	✓		
1.5(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details)	✓		
1.5(xxiv)	In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders:			
1.5(xxiv)(a)	A brief resume of the director	✓		
1.5(xxiv)(b)	Nature of his or her expertise in specific functional areas	✓		
1.5(xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committees of the Board	✓		
1.5(xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on			
1.5(xxv)(a)	Accounting policies and estimation for preparation of financial statements	✓		
1.5(xxv)(b)	Changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes	✓		
1.5(xxv)(c)	Comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof	✓		
1.5(xxv)(d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario			Not Applicable
1.5(xxv)(e)	Briefly explain the financial and economic scenario of the country and the globe;	✓		
1.5(xxv)(f)	Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company	✓		
1.5(xxv)(g)	Future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explain to the shareholders in the next AGM	✓		
1.5(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A	✓		
1.5(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.6	Meetings of the Board of Directors			
1.6	The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.	✓		
1.7	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer			
1.7 (a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the chairperson of the Board, other board members and Chief Executive Officer of the company;	✓		
1.7 (b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency	✓		
2.00	Governance of Board of Directors of Subsidiary Company			
2 (a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company			Not Applicable
2 (b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company			Not Applicable
2 (c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company			Not Applicable
2 (d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also			Not Applicable
2 (e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.			Not Applicable
3.00	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS)			
3.1	Appointment			
3.1 (a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	✓		
3.1 (b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals	✓		
3.1 (c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time	✓		
3.1 (d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS	✓		
3.1 (e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s)	✓		
3.2	Requirement to attend Board of Directors' Meetings			
3.2	The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board:	✓		
3.3	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)			
3.3(a)	The MD or CEO and CFO shall certify to the board that they have reviewed financial statements for the year and that to the best of their knowledge and belief	✓		
3.3(a)(i)	These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading	✓		
3.3(a)(ii)	These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws:	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
3.3(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members	✓		
3.3(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	✓		
4	Board of Directors' Committee: For ensuring good governance in the company, the Board shall have at least following subcommittees:			
4 (i)	Audit Committee	✓		
4 (ii)	Nomination and Remuneration Committee.	✓		
5	Audit Committee			
5.1	Responsibility to the Board of Directors			
5.1 (a)	The company shall have an Audit Committee as a subcommittee of the Board	✓		
5.1 (b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business	✓		
5.1 (c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing	✓		
5.2	Constitution of the Audit Committee			
5.2 (a)	The Audit Committee shall be composed of at least 3 (three) members;	✓		
5.2 (b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director;	✓		
5.2 (c)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience;	✓		
5.2 (d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 1 (one) month from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee			There was no such vacancy created
5.2 (e)	The company secretary shall act as the secretary of the Committee	✓		
5.2 (f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	✓		
5.3	Chairperson of the Audit Committee			
5.3 (a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	✓		
5.3 (b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b). And the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		
5.3 (c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM): Provided that in absence of Chairperson of the Audit Committee, any other member from the Audit Committee shall be selected to be present in the annual general meeting (AGM) and reason for absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the AGM.	✓		
5.4	Meeting of the Audit Committee			
5.4 (a)	The Audit Committee shall conduct at least its four meetings in a financial year.	✓		
5.4 (b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two-third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	✓		
5.5	Role of Audit Committee			
5.5 (a)	Oversee the financial reporting process;	✓		
5.5 (b)	Monitor choice of accounting policies and principles	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5.5 (c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report	✓		
5.5 (d)	Oversee hiring and performance of external auditors;	✓		
5.5 (e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption	✓		
5.5 (f)	Review along with the management, the annual financial statements before submission to the Board for approval	✓		
5.5 (g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval	✓		
5.5 (h)	Review the adequacy of internal audit function	✓		
5.5 (i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report	✓		
5.5 (j)	Review statement of all related party transactions submitted by the management	✓		
5.5 (k)	Review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	✓		
5.5 (l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors	✓		
5.5 (m)	Oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission	✓		
5.6	Reporting of the Audit Committee			
5.6(a)	Reporting of the Board of Directors			
5.6 (a)(i)	The Audit Committee shall report on its activities to the Board.	✓		
5.6 (a)(ii)(a)	The Audit Committee shall immediately report to the Board on the following findings report on conflicts of interests			Not Applicable
5.6 (a)(ii)(b)	Suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;			Not Applicable
5.6 (a)(ii)(c)	Suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations			Not Applicable
5.6 (a)(ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately			Not Applicable
5.6 (b)	Reporting to the Authorities: If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier			Not Applicable
5.7	Reporting to the shareholders and General Investors : Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company	✓		
6	Nomination and Remuneration Committee (NRC)			
6.1 (a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board	✓		
6.1 (b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	✓		
6.1 (c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No.6(5)(b).	✓		
6.2	Constitution of the NRC			
6.2 (a)	The Committee shall comprise of at least three members including an independent director;	✓		
6.2 (b)	All members of the Committee shall be non-executive directors;	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
6.2 (c)	Members of the Committee shall be nominated and appointed by the Board;	✓		
6.2 (d)	The Board shall have authority to remove and appoint any member of the Committee;	✓		
6.2 (e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;			There was no such vacancy created
6.2 (f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;	✓		
6.2 (g)	The company secretary shall act as the secretary of the Committee;	✓		
6.2 (h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	✓		
6.2 (i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company	✓		
6.3	Chairperson of the NRC			
6.3 (a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director	✓		
6.3 (b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;			There was no such vacancy created
6.3 (c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders: in absence of chairperson of the NRC, any other member from the NRC shall be selected to be present in the annual general meeting (AGM) for answering the shareholders queries and reason for absence of the chairperson of the NRC shall be recorded in the minutes of the AGM	✓		
6.4	Meeting of the NRC			
6.4 (a)	The NRC shall conduct at least one meeting in a financial year;	✓		
6.4 (b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	✓		
6.4 (c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	✓		
6.4 (d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	✓		
6.5	Role of the NRC			
6.5(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	✓		
6.5 (b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board:			
6.5(b)(i)	formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:			
6.5(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract retain and motivate suitable directors to run the company successfully	✓		
6.5(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks	✓		
6.5(b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals	✓		
6.5(b)(ii)	Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality	✓		
6.5(b)(iii)	Identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board	✓		
6.5(b)(iv)	Formulating the criteria for evaluation of performance of independent directors and the Board	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
6.5(b)(v)	Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria	✓		
6.5(b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies;	✓		
6.5(c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	✓		
7.	External or Statutory Auditors			
7.1	The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely:-			
7.1 (i)	Appraisal or valuation services or fairness opinions;	✓		
7.1 (ii)	Financial information systems design and implementation;	✓		
7.1 (iii)	Book-keeping or other services related to the accounting records or financial statements;	✓		
7.1 (iv)	Broker-dealer services;	✓		
7.1 (v)	Actuarial services;	✓		
7.1 (vi)	Internal audit services or special audit services;	✓		
7.1 (vii)	Any service that the Audit Committee determines;	✓		
7.1 (viii)	Audit or certification services on compliance of corporate governance as required under condition No. 9(1)	✓		
7.1 (ix)	Any other service that creates conflict of interest.	✓		
7.2	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company;	✓		
7.3	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	✓		
8	Maintaining a website by the Company.			
8.1	The company shall have an official website linked with the website of the stock exchange	✓		
8.2	The company shall keep the website functional from the date of listing	✓		
8.3	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓		
9	Reporting and Compliance of Corporate Governance.			
9.1	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	✓		
9.2	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting	✓		
9.3	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions or not.	✓		

Audit Committee Report

For the year ended on 30 June 2019

The Audit Committee has been appointed by the Board of Directors, as per the requirements of Bangladesh Securities and Exchange Commission (BSEC) notification. The Audit Committee consists of three members, of which two are Independent Directors and the Committee is led by an Independent Director. The Managing Director, General Manager (Fin & Admin), Chief Financial Officer and Head of Internal Auditor of the company regularly attend Audit Committee meetings on invitation. The Company Secretary performs the secretarial function of the Committee.

The Audit Committee of Bangladesh Submarine Cable Co. Ltd. (BSCCL) is a sub-committee of the Board, to support the Board in fulfillment of its oversight responsibilities. The Terms of Reference (ToR) of the Audit Committee is set by the Board of Directors in line with BSEC notification.

Composition of Audit Committee of BSCCL is as follows:

The Audit Committee consists of the following members of the Board of Directors:

Chairman: Mr. Nasir Uddin Ahmed, FCA, FCS, ACMA (UK), CGMA, ACA (England & Wales)
Independent Director, BSCCL

Member: Ms. Touhida Bulbul, Director, BSCCL

Member: Mr. Hossain Khaled, Independent Director, BSCCL

Authority:

The Audit Committee of Bangladesh Submarine Cable Co. Ltd. (BSCCL) is a sub-committee of the Board, authorized by the Board to review any activity within the business operations of the company as per its Terms of Reference (ToR). It is empowered to seek any information it requires from , and require the attendance at any of its meetings of, any director or member of management, any other relevant officials and all of them are expected to co-operate with any request made by the Committee.

The Committee is also authorized to have information and advice from the Legal Advisor of the Company, Tax Consultant and Statutory Auditor, if required. The Terms of Reference of Audit Committee may be amended from time to time as required for the business in line with BSEC notifications and regulations, subject to approval by the Board.

Key Responsibilities of the Audit Committee:

The purpose, authority, composition, duties and responsibilities of the Audit Committee are delineated in its Charter. Key responsibilities of the Audit Committee includes:

- Monitor the integrity of the financial reporting process ensuring compliance to accounting policies, standards and principles.
- Monitor internal control and business risk management process.
- Review of the Budget of the company.

- Review of the Internal Audit Plan.
- Review of the Depreciation Method of the Company being followed and to advise any change thereto, if appropriate.
- Review of the major Capital Nature expenditures of the company.
- Oversee appointment and performance of External Auditors.
- Monitor and review of the effectiveness of Internal Audit function.
- Review of the annual, half-yearly and quarterly financial statements and other financial results, and upon its satisfaction recommend the same to the Board for approval.
- Review of non-audit services performed by statutory auditors to the extent permitted by the relevant law, rules and regulations.
- Review of the audit findings and material weaknesses and monitor implementation of audit action plans.
- Other matters as per Terms of Reference of the Audit Committee.

The Audit Committee met 8(Eight) times during the year 2018-19. The details of attendance of each member at the Audit Committee meetings during 2018-19 are as follows:

Composition of Audit Committee	Number of Audit Committee Meeting held			Remarks
	Held	Attended	%	
Mr. Nasir Uddin Ahmed, Chairman	8	8	100	
Mrs. Thouthida Bulbul, Member	8	8	100	
Mr. Hossain Khaled, Member*	8	-	-	

***Directors who could not attend any meeting were granted leave of absence by the Audit Committee**

The Managing Director, General Manager (Fin & Admin), Chief Financial Officer, Head of Internal Audit of Bangladesh Submarine Cable Company Limited, and representatives of the External Auditors attended meetings upon invitation by the Audit Committee. From time to time, other senior members of the management were invited by the Audit Committee to attend Audit Committee meetings to discuss important financial and control related issues.

Major Activities of the Audit Committee in 2018-2019

Eight meetings of the Audit Committee were held during the financial year 2018-2019. The Managing Director, General Manager (Fin & Admin), Chief Financial Officer and Head of Internal Audit attended meetings on invitation. The major activities of the Audit Committee in 2018-2019 are stated below-

- Reviewed the four quarterly, two half yearly and annual financial statements for the year ended June 30, 2019.
- Reviewed the outstanding position of the Trade Receivables of the Company time to time and instructing the Company management about appropriate realization mechanism of long outstanding dues.
- Reviewed the key Risk Factors of the Company like Outstanding and realization, VAT and AIT issues on outstanding bills, VAT & AIT issues on O&M bills, New proposed submarine cable licensing issues and revenue sharing with BTRC etc and recommended the management to take necessary steps to avoid/

- Recommended to the Board of Directors for formation of Nomination and Remuneration Committee(NRC) and select Chairman of the NRC Committee and fix the ToR of the NRC Committee as per BSEC notification No. BSEC/CMRRCD/2006-158/207/Admin/80.
- Prepared Report of the Audit Committee for the shareholders.
- Reviewed the Internal Control System of BSCCL.
- Approved the Internal Audit Plan for 2018-2019, monitored progress and advised revisions when necessary.
- Discussed Internal Audit reports and findings in detail with auditors and members of Management.
- Monitored the status of implementation of audit action plans and provided guidance to ensure timely completion of action plans.
- Reviewed and received report on the matters as per requirements from the Bangladesh Securities and Exchange Commission (BSEC).
- Reviewed queries from the regulatory bodies and helped drafting appropriate replies.

Internal Control and Risk Management System:

Based on review of the effectiveness of the internal controls and the procedures established for identifying, assessing and managing risks, the Committee is of the view that adequate controls and procedures are in place to provide reasonable assurance that the company's assets are safeguarded and that the financial position of the Company is adequately managed.

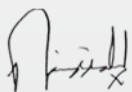
Recommendation:

The Audit Committee recommended to the Board of Directors to appoint M/s. S F Ahmed & Co.; Chartered Accountants as the Statutory Auditor for the financial year ending on 30 June, 2020 subject to the approval of the shareholders at the 11th Annual General Meeting of the Company.

The Audit Committee also recommended to the Board of Directors to appoint M/s. Suraiya Parveen & Associates Chartered Secretaries as Corporate Governance Compliance Auditor for the financial year ending on 30 June, 2020 subject to the approval of the shareholders at the 11th Annual General Meeting of the Company.

The above matters are significant for continuous improvements and therefore duly noted and taken care of by the Committee.

On behalf of the Audit Committee



Nasir Uddin Ahmed, FCA, FCS
Chairman,
Audit Committee
9th October 2019

Nomination and Remuneration Committee (NRC) REPORT

For the year ended on 30 June 2019

The Nomination and Remuneration Committee (NRC) has been appointed by the Board of Directors, as per the requirements of Bangladesh Securities and Exchange Commission (BSEC) notification. The NRC consists of five members, of which two are Independent Directors and the Committee is led by an Independent Director. The Company Secretary performs the secretarial function of the Committee.

The NRC of Bangladesh Submarine Cable Co. Ltd. (BSCCL) is a sub-committee of the Board, to support the Board in fulfillment of its oversight responsibilities. The Terms of Reference (ToR) of the NRC is set by the Board of Directors in line with BSEC notification.

Composition of Audit Committee of BSCCL is as follows:

The Audit Committee consists of the following members of the Board of Directors:

Mr. Hossain Khaled, Independent Director	Chairman
Mr. Md. Jalal Uddin, Director	Member
Dr. Md. Mahbubul Alam Joarder, Director	Member
Col. Md. Arefin Talukder, psc, Director	Member
Mr. Nasir Uddin Ahmed, FCA, FCS, Independent Director	Member

NRC met 1(one) time during the year 2018-19. All members of the NRC were present in that meeting except Col. Md. Arefin Talukder, psc. NRC granted leave of absence to Col. Md. Arefin Talukder for that meeting. NRC reviewed the terms of reference of the NRC & remuneration of Board of Directors in that meeting.

On behalf of the Audit Committee



Hossain Khaled
Chairman,
Nomination and Remuneration Committee of BSCCL
9th October 2019



Suraiya Parveen & Associates

(Chartered Secretaries, Financial & Management Consultants)

Annexure-B

[Certificate as per condition No.1 (5) (XXVII)]

Report to the Shareholders of Bangladesh Submarine Cable Company Limited (BSCCL) limited on compliance on the Corporate Governance Code

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

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

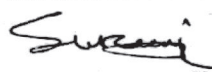
This is a scrutiny and verification and an independent audit on compliance of the conditions of the Corporate Governance Code as well as the provisions of relevant Bangladesh Secretarial Standards (BSS) as adopted by Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards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

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

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

Dhaka, Dated
October 06, 2019

**For Suraiya Parveen & Associates
Chartered Secretaries**



**Suraiya Parveen, FCS
Chartered Secretary in Practice**

Razzak Plaza (5th Floor), Suite . 6C, 01, New Eskaton Road, Ramna, Dhaka- 1000
Phone : 48321398 (Off). Mob : 01735-835482
E-mail : musfiquefcs@gmail.com, info@suraiyaparveenandassociates@gmail.com
Web: www.suraiyaparveenandassociates.com

Declaration by CEO and CFO

Annexure-A

Pursuant to the condition No. 1(5)(xxvi) imposed vide the Commission's Notification No. BSEC/CMRRC-D/2006158/207/Admin/80 Dated 3 June 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

- (1) The Financial Statements of Bangladesh Submarine Cable Company Limited for the year ended on 30 June, 2019 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
- (2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
- (3) The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
- (4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
- (5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
- (6) The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regard, we also certify that: -

- (i) We have reviewed the financial statements for the year ended on 30 June, 2019 and that to the best of our knowledge and belief:
 - (a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (b) these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- (ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,



Shukanta Kumar Debnath, FCA
Chief Financial Officer



Mashiur Rahman
Managing Director & CEO

Five Years' Financial Summary of BSCCL

Operational Results in Thousands BDT	2018-19	2017-18	2016-17	2015-16	2014-15
Revenue	1,955,666	1,405,036	1,036,725	618,644	540,684
Gross Profit	1,334,911	792,267	682,677	308,108	279,303
Operating Profit	849,362	395,404	364,641	143,505	70,811
Profit before tax	778,962	293,868	389,513	178,694	138,991
Net Profit after tax	585,758	73,260	318,231	165,529	129,055
Financial Position in Thousands BDT					
Paid-up Capital	1,649,055	1,649,055	1,649,055	1,649,055	1,499,141
Shareholders' equity	6,387,677	5,884,372	6,008,998	5,599,138	4,033,610
Total assets	11,412,267	10,433,680	9,963,016	9,005,149	5,699,059
Total liabilities	5,024,590	4,549,309	3,954,018	3,406,011	1,665,450
Current assets	4,547,383	3,166,318	2,712,755	2,353,829	1,553,310
Current liabilities	1,747,313	1,277,641	778,385	588,848	647,318
Non currents assets	6,864,884	7,267,362	7,250,261	6,651,320	4,145,749
Non current liabilities	3,277,277	3,271,668	3,175,634	2,817,163	1,018,132
Financial Ratios					
Current Asset to Current Liability	2.60	2.48	3.49	4.00	2.40
Debt to Equity	79%	77%	66%	61%	41%
Gross Profit Margin	68.26%	56.39%	65.85%	49.80%	51.66%
Operating Profit Margin	43.43%	28.14%	35.17%	23.20%	13.10%
Net Profit Margin	29.95%	5.21%	30.70%	26.76%	23.87%
Return on Average Equity	9.55%	1.23%	5.48%	3.44%	3.19%
Return on Average Total Assets	5.36%	0.72%	3.36%	2.25%	2.47%
Ordinary Shares Information					
Ordinary Shares outstanding (in Thousands)	164,906	164,906	164,906	164,906	149,914
Face Value per share	Tk.10	Tk.10	Tk.10	Tk.10	Tk.10
Dividend	C-16%	C-5%	C-12%	C-10%	S-10%
Cash Dividend on paid up capital	263,849	82,453	197,887	164,906	-
Dividend payout (Cash)	45.04%	112.55%	62.18%	99.62%	-
NAV per Share**	38.74	35.68	36.44	33.95	26.91
Net Operating Cash Flow per Share	7.30	4.07	1.20	1.76	0.22
Earnings Per Share*	3.55	0.44	1.93	1.00	0.78

* EPS has been calculated using weighted average no. of shares and not Restated.

** NAV has been calculated using no. of shares outstanding at the end of period.

Independent Auditor's Report
to
The Shareholders of Bangladesh Submarine Cable Company Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Bangladesh Submarine Cable Company Limited (BSCCL), which comprise the statement of financial position as at 30 June 2019 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 financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of Bangladesh Submarine Cable Company Limited (BSCCL) Company as at 30 June 2019, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) as explained in notes 1 to 56.

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 Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

Key Audit Matters	How our audit addressed the key audit matters
Revenue Recognition	
<p>We considered revenue recognition as a key audit matter because:</p> <ul style="list-style-type: none"> Revenue is the most financially significant item in the statement of profit or loss and other comprehensive income. The company has reported a revenue of Taka 1,955,665,973 for the year ended 30 June 2019. The Company's revenue is primarily generated from the provision International Private Leased Circuit (IPLC) Service, Co-Location Service, IP Transit Service – Local and IP Transit Service – Export. 	<p>Our procedures included obtaining an understanding of management's revenue recognition process. We tested a sample of transactions to verify whether the revenue was accounted for in accordance with the revenue accounting policy as disclosed in Note 3.4 and 25-29 of the financial statements. In addition, we assessed whether the disclosed revenue accounting policy was in accordance with relevant accounting standards.</p> <p>Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:</p>

Key Audit Matters	How our audit addressed the key audit matters
<p>There is an inherent risk over the accuracy and timing of revenue recognition given the complexity of billing systems and processing various data which are impacted by the prices models and rates including different rate based on service consume, and discounts arrangements. As a result, the application of accounting standards is complex and involves, to a certain extent, a number of key judgments and estimates made by management.</p> <p>Following the first-time application of the new revenue recognition standard (IFRS 15, Revenue from Contracts with Customers), the company adopted its accounting policies.</p> <p>Under IFRS 15 revenue is recognized when a performance obligation is satisfied by transferring control over a promised good or service. In addition, the application of the new standard on revenue recognition, IFRS 15 for the current financial year immaterially impact on the financial statements.</p> <p>Details of the accounting policies for revenue recognition are set out in Note 3.4 to the financial statements and the various revenue streams for the company have been disclosed in Note 25-29 to the financial statements.</p>	<ul style="list-style-type: none"> • Evaluated the design of internal controls relating to implementation of the new revenue accounting standard. • Selected a sample of continuing and new contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price. We carried out a combination of procedures involving enquiry and observation, reperformance and inspection of evidence in respect of operation of these controls. <p>Selected a sample of continuing and new contracts and performed the following procedures:</p> <ul style="list-style-type: none"> • Read, analysed and identified the distinct performance obligations in these contracts. • Compared these performance obligations with that identified and recorded by the Company. • Considered the terms of the contracts to determine the transaction price including any variable consideration to verify the transaction price used to compute revenue and to test the basis of estimation of the variable consideration. • Sample of revenues disaggregated by type and service offerings was tested with the performance obligations specified in the underlying contracts. • Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings. • Testing the key controls over the calculation of the amounts billed to customers and the capturing and recording of the revenue transactions. • Testing the key controls over the authorisation of the rate changes and the input of such rates to the billing systems. • Testing the accuracy of customer bill calculations and the respective revenue transactions recorded. • Testing the appropriateness of the accounting treatment on a sample basis. In addition, we verified the accuracy of IFRS 15 related disclosures. • Examining material journal entries and other adjustments posted to revenue. • Performed enquiries with management to understand their risk assessments and inspected meeting minutes to identify relevant changes in their assessments and estimates.

Key Audit Matters	How our audit addressed the key audit matters
	<p>We specifically put emphasis on those transactions occurring close before or after the financial position date to obtain sufficient evidence over the accuracy of cut-off.</p> <p>Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards.</p> <p>Based on our work, we noted no significant issues regarding the accuracy of revenue reported for the year.</p>
Property Plant and Equipment	
<p>The company incurred a significant level of capital expenditure in connection with the expansion of its network coverage and improvements to network quality. The carrying value of Property Plant and Equipment aggregating to Tk. 6,864,883,830 represents a significant amount in the company's statement of financial position as at 30 June 2019 and carries the risk of :</p> <ul style="list-style-type: none"> • There are a number of areas where management judgement impacts the carrying value of PP&E, and the related depreciation profiles. • determining which costs meet the criteria for capitalisation; • determining the date on which the assets is recognised to property, plant and equipment and depreciation commences; • the estimation of economic useful lives and residual values assigned to property, plant and equipment. • useful lives of assets shortening and technological obsolescence. <p>The management reviews the estimated depreciable lives and the residual value of property, plant and equipment annually. After conducting a review on the depreciable lives of the property, plant and equipment of the company during this year, the management resolved to change the accounting estimates of the depreciable lives of certain equipment.</p> <p>We identified the carrying value of property, plant and equipment as a key audit matter because of the high level of management judgement involved and because of its significance to the financial statements.</p> <p>See note no 3.1 and 4 to the financial statements.</p>	<p>Our audit procedures to assess the carrying value of PP&E included the following:</p> <p>Our audit procedures included controls testing and substantive procedures covering, in particular:</p> <ul style="list-style-type: none"> • assessing the design, implementation and operating effectiveness of key internal controls over the completeness, existence and accuracy of property, plant and equipment, including the key internal controls over the estimation of useful economic lives and residual values; • assessing, on a sample basis, costs capitalised during the year by comparing the costs capitalised with the relevant underlying documentation, which included purchase agreements and invoices, and assessing whether the costs capitalised met the relevant criteria for capitalization. • Testing the key controls over the management's judgment in relation to the accounting estimates of the depreciable lives and residual values of property, plant and equipment. • Reconcile on a sample basis the additional capitalized costs for the year to the underlying invoices and supporting documents.

Key Audit Matters	How our audit addressed the key audit matters
Measurement of deferred tax Liability	
<p>Company reported net deferred tax liability totaling Tk. 476,165,249 as at 30 June 2019.</p> <p>Significant judgment is required in relation to deferred tax liability as their liability is dependent on forecasts of future profitability over a number of years.</p> <p>See note no. 3.14(b) and 16 to the financial statements.</p>	<p>We obtained an understanding, evaluated the design and tested the operational effectiveness of the Company's key controls over the recognition and measurement of Deferred Tax Assets and Liabilities and the assumptions used in estimating the future taxable expense of the company.</p> <p>We also assessed the completeness and accuracy of the data used for the estimations of future taxable expense.</p> <p>We evaluated the reasonableness of key assumptions, timing of reversal of temporary differences and expiration of tax loss carry forwards, recognition and measurement of Deferred Tax Liability.</p> <p>We involved tax specialists to assess key assumptions, controls, recognition and measurement of deferred tax assets.</p> <p>We assessed the adequacy of the company's disclosures setting out the basis of deferred tax liability balances and the level of estimation involved.</p> <p>We also assisted in evaluating the tax implications, the reasonableness of estimates and calculations determined by management.</p> <p>Finally assessed the appropriateness and presentation of the disclosures against IAS 12 Income Tax.</p>
Legal and regulatory matters	
<p>The Company has aggregating claims of Tk. 80,274,700 in respect of previous years. The Company has several tax claims from the previous assessment years. Other than this there are no legal proceedings, claims and government investigations and inquiries pending that expose it to significant litigation and similar risks arising from disputes and regulatory proceedings. Such matters are subject to many uncertainties and the outcome may be difficult to predict. These uncertainties inherently affect the amount and timing of potential outflows with respect to the provisions which have been established and other contingent liabilities.</p> <p>Overall, the legal provision represents the Company's best estimate for existing legal matters that have a probable and estimable impact on the Company's financial position.</p> <p>See note no. 21 and 51 to the financial statements.</p>	<p>We obtained an understanding, evaluated the design and tested the operational effectiveness of the Company's key controls over the legal provision and contingencies process.</p> <p>We enquired to those charged with governance to obtain their view on the status of all significant litigation and regulatory matters.</p> <p>We discussed material legal cases with the company's legal department for all significant litigation and regulatory matters and inspected internal notes and reports. We also received formal confirmations from external counsel. We have analysed of responses in legal letters independently obtained from the external legal counsels of the Company;</p> <p>We assessed the methodologies on which the provision amounts are based, recalculated the provisions, and tested the completeness and accuracy of the underlying information. We also assessed the Company's provisions and contingent liabilities disclosures.</p> <ul style="list-style-type: none"> • Analysis of the minutes of meetings of the Board of Directors and the Board Audit Committee; • Analysis of assessment of contingent liabilities and changes in provisions for claims and litigations which are updated on a quarterly basis; • Assess disclosures in the financial statements which are potentially of material contingent nature and their measurement

Other Information

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

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

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

After going through the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the board of directors of the company.

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

Management is responsible for the preparation and fair presentation of financial statements in accordance with IFRSs as explained in note 02 and 03, 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. The Companies Act, 1994 require the Management to ensure effective internal audit, internal control and risk management functions of the Company.

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 judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the company audit. We remain solely responsible for our audit opinion.

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

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

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

Report on other Legal and Regulatory Requirements

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

- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes 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 as it appeared from our examination of these books;
- c) the statements of financial position and statement of comprehensive income dealt with by the report are in agreement with the books of accounts and returns; and
- d) the expenditure incurred was for the purposes of the Company's business for the year.

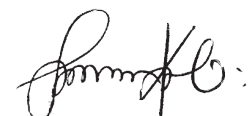
Dated, Dhaka;
10 October 2019

S. F. Ahmed & Co.
SF Ahmed & Co.
Chartered Accountants

Bangladesh Submarine Cable Company Limited
Statement of Financial Position

As at 30 June 2019		Amount in Taka	
	Notes	30 June 2019	30 June 2018
ASSETS			
Property, plant and equipment	4	6,864,883,830	7,267,361,968
Current Assets		4,547,382,812	3,166,318,255
Trade and other receivables	5	2,040,255,701	1,659,997,058
Advances and deposits	6	36,803,454	41,139,817
Advance income tax	7	412,835,551	298,066,627
Investment in shares	8	34,348,102	35,974,737
Cash and cash equivalents	9	2,023,140,004	1,131,140,015
TOTAL ASSETS		11,412,266,642	10,433,680,222
EQUITY AND LIABILITIES			
Shareholders' Equity		6,387,676,846	5,884,371,531
Share capital	10	1,649,055,100	1,649,055,100
Equity Money from GoB	11	1,660,000,000	1,660,000,000
Share premium	12	723,293,759	723,293,759
Tax holiday reserve	13	714,543,555	706,977,180
Revaluation reserve	14	336,165,684	336,165,684
Retained earnings	15	1,304,618,748	808,879,808
Non Current Liabilities		3,277,277,071	3,271,668,073
Deferred tax liabilities	16	476,165,249	353,212,788
Security deposits received from clients	17	220,378,430	164,005,987
Employees' pension, gratuity & provident fund	18	20,850,482	23,755,415
Long Term loan-net off current portion	19	2,559,882,911	2,730,693,883
Current Liabilities		1,747,312,724	1,277,640,618
Long Term loan-current portion	19	331,816,695	238,008,795
Sundry creditors	20	213,923,194	110,593,468
Provision for income tax	21	393,874,301	323,622,563
Provision for WPPF and WF	22	38,948,113	14,693,423
VAT payable	23	543,778,932	445,342,281
Liabilities for expenses	24	224,971,489	145,380,087
Total Liabilities		5,024,589,795	4,549,308,690
TOTAL EQUITY AND LIABILITIES		11,412,266,642	10,433,680,222
Net Asset Value per share	45	38.74	35.68

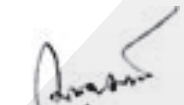
The annexed notes form an integral part of these financial statements.



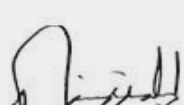
Chief Financial Officer



Company Secretary



Managing Director



Director



Chairman

Dated, Dhaka;
10 October 2019

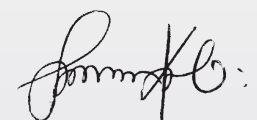
Signed in terms of our report of even date annexed

S. F. Ahmed & Co.
S. F. Ahmed & Co.
Chartered Accountants

Bangladesh Submarine Cable Company Limited
Statement of Profit or Loss and Other Comprehensive Income
For the year ended 30 June 2019

	Notes	Amount in Taka	
		30 June 2019	30 June 2018
Revenue			
IPLC (International Private Leased Circuit) rent	25	1,436,907,724	910,553,231
Circuit activation charge	26	21,532,000	16,863,000
IP Transit service	27	397,696,503	363,271,935
Co-location charges	28	40,778,108	41,674,534
IP transit service-export	29	58,751,638	72,673,520
		1,955,665,973	1,405,036,220
Direct cost of operation			
Electricity and generator fuel	30	11,834,593	12,752,461
Landing station and cable route repair	31	1,046,890	781,701
Backhaul & data connectivity charge	32	142,367,016	142,206,012
IP transit cost	33	45,467,343	43,827,781
Lease rent	34	703,441	339,768
Depreciation of core machinery	35	419,335,228	412,861,408
		620,754,512	612,769,131
Gross profit		1,334,911,461	792,267,089
Operating expenses			
Operation and maintenance expenses	36	198,327,665	182,922,183
General and administrative expenses	37	175,222,860	153,695,972
Provision for bad & doubtful debts	38	76,258,619	27,223,317
Depreciation on property, plant and equipment	39	35,709,433	33,021,951
Exchange fluctuation loss		30,547	-
		485,549,124	396,863,423
Operating profit		849,362,337	395,403,666
Non-operating income/(Expenses)			
Bank interest and other income	40	138,479,662	56,999,319
Financial charges		(168,304,981)	(139,665,823)
(Loss)/Gain on investment in shares	41	(1,626,635)	(4,175,269)
		(31,451,954)	(86,841,772)
Profit before WPPF & WF		817,910,383	308,561,894
Provision for contribution to WPPF & WF		38,948,113	14,693,424
Profit before taxation		778,962,269	293,868,470
Less: Current tax expenses	42	70,251,738	24,495,969
Deferred tax (income)/expenses	43	122,952,461	196,112,029
		193,204,199	220,607,998
Net profit after tax		585,758,071	73,260,472
Total comprehensive income		585,758,071	73,260,472
Earnings Per Share (EPS) - Basic	44	3.55	0.44

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


Chief Financial Officer


Company Secretary


Managing Director


Director


Chairman

Dated, Dhaka;
10 October 2019

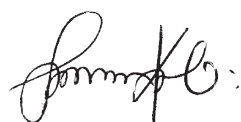
Signed in terms of our report of even date annexed

S. F. Ahmed & Co.
S. F. Ahmed & Co.
Chartered Accountants

Bangladesh Submarine Cable Company Limited
Statement of Changes in Equity
For the year ended 30 June 2019

(Amount in Taka)

Particulars	Share capital	Equity money from GoB	Share premium	Tax holiday reserve	Revaluation reserve	Retained earnings	Total equity
Balance as at 01 July 2018	1,649,055,100	1,660,000,000	723,293,759	706,977,181	336,165,684	808,879,808	5,884,371,532
Transactions with shareholders:							-
Dividend	-	-	-	-	-	(82,452,755)	(82,452,755)
Net profit after tax for the year	-	-	-	-	-	585,758,071	585,758,070
Tax holiday reserve	-	-	-	7,566,376	-	(7,566,376)	-
Balance as at 30 June 2019	1,649,055,100	1,660,000,000	723,293,759	714,543,556	336,165,684	1,304,618,748	6,387,676,846
Balance as at 01 July 2017	1,649,055,100	1,660,000,000	723,293,759	662,947,522	336,165,684	977,535,608	6,008,997,673
Transactions with shareholders:							-
Received during the year	-	-	-	-	-	-	-
Dividend	-	-	-	-	-	(197,886,612)	(197,886,612)
Net profit after tax for the year	-	-	-	-	-	73,260,471	73,260,471
Tax holiday reserve	-	-	-	44,029,659	-	(44,029,659)	-
Balance as at 30 June 2018	1,649,055,100	1,660,000,000	723,293,759	706,977,181	336,165,684	808,879,808	5,884,371,532



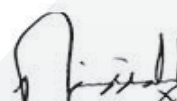
Chief Financial Officer



Company Secretary



Managing Director



Director



Chairman

Signed in terms of our report of even date annexed

Dated, Dhaka;
10 October 2019

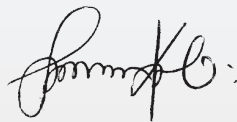


S. F. Ahmed & Co.
Chartered Accountants

Bangladesh Submarine Cable Company Limited
Statement of Cash Flows
For the year ended 30 June 2019

	Notes	Amount in Taka	
		30 June 2019	30 June 2018
A. Cash flows from operating activities			
Cash received from clients		1,654,941,238	1,268,729,546
Cash paid to suppliers and others		(346,615,737)	(440,566,399)
Exchange fluctuation loss		(30,547)	-
Payment for WPPF		(14,693,423)	(25,395,013)
Payroll and other payments to employees		(109,980,606)	(98,974,603)
Income tax paid		(114,768,924)	(51,148,015)
Interest received		120,185,254	17,463,719
Receipts from rest house rent and others		14,650,766	908,385
Net cash flow from operating activities		1,203,688,020	671,017,619
B. Cash flows from investing activities			
Purchase of property, plant and equipment		(67,182,931)	(118,343,087)
Proceeds received from disposal of PPE		2,099,019	-
Dividend received		1,505,659	1,417,162
Net cash flow from/ (used in) investing activities		(63,578,253)	(116,925,925)
C. Cash flows from financing activities			
Dividend paid		(82,045,626)	(197,013,953)
Loan received		-	102,368,810
Financial charges		(89,061,080)	-
Loan repaid		(77,003,072)	-
Net cash flow from/(used in) financing activities		(248,109,778)	(94,645,143)
Net surplus/ deficit during the year (A+B+C)		891,999,989	459,446,552
Cash and cash equivalents at beginning of the year		1,131,140,015	671,693,463
Cash and cash equivalents at end of the year	9	2,023,140,004	1,131,140,015
Net Operating Cash Flows Per Share (NOCFPS)	46	7.30	4.07

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



Chief Financial Officer



Company Secretary



Managing Director



Director



Chairman

Signed in terms of our report of even date annexed

Dated, Dhaka;
10 October 2019



S. F. Ahmed & Co.
Chartered Accountants

Bangladesh Submarine Cable Company Limited (BSCCL)

Notes to the Financial Statements

For the year ended 30 June 2019

1. Reporting entity

1.1 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. In the year 2010-2011, the Company converted denomination of its shares from Taka 100 to Taka 10 and accordingly, present authorized capital is Taka 10,000,000,000 divided into 1,000,000,000 ordinary shares of Taka 10 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 Zilonjha, Cox's Bazar, the Landing Station. Before separation a project namely "Establishment 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). The Company has established 2nd Submarine Cable system at Kuakata, Patuakhali, Bangladesh (SEA-ME-WE-5-South East Asia Middle East Western Europe).

1.2 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.

2. Basis of preparation of financial statements

2.1 Statement on compliance

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

2.2 Other regulatory compliances

The Company is also required to comply with the following major legal provisions in addition to the Companies Act 1994 and other applicable laws and regulations in Bangladesh:

- The Income Tax Ordinance 1984
- The Income Tax Rules 1984
- The Value Added Tax Act 1991
- The Value Added Tax Rules 1991
- The Customs Act 1969
- The Stamp Act 1899
- The Bangladesh Securities and Exchange Commission Act 1993
- The Bangladesh Securities and Exchange Commission Rules 1987
- DSE/CSE Rules
- Listing Regulations, 2015
- Bangladesh Labor Act, 2006 (as amended to 2013).

2.3 Authorization for issue

The financial statements were authorized for issue by the Board of Directors in its meeting held on 10 October 2019 for publication.

2.4 Basis of measurement

The financial statements have been prepared on historical cost basis except for certain assets such as land and land development which are stated at revalued amount (fair market value) as explained in the accompanying notes (Note- 3.1).

2.5 Accrual basis of accounting

Bangladesh Submarine Cable Company Limited (BSCCL) prepares its financial statements, except for cash flow information, using the accrual basis of accounting. Since the accrual basis of accounting is used, the company recognizes items as assets, liabilities, equity, income and expenses (the elements of financial statements) when they satisfy the definitions and recognition criteria for those elements in the IAS or IFRS conceptual Framework.

2.6 Presentation of financial statements

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

- (a) Statement of Financial Position as at 30 June 2019;
- (b) Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2019;
- (c) Statement of Changes in Equity for the year ended 30 June 2019;
- (d) Statement of Cash Flows for the year ended 30 June 2019;
- (e) Notes, comprising summary of significant accounting policies and other explanatory information.

2.7 Functional and presentation currency

Functional and presentation currency items included in these financial statements are measured using the currency of the primary economic environment in which the company operates ('the functional currency'). These financial statements are presented in Bangladesh Taka ("BDT") which is also the functional currency of the company. The amounts in these financial statements have been rounded off to the nearest BDT except otherwise indicated.

2.8 Use of estimates and judgments

The preparation of financial statements in conformity with International Financial Reporting Standards and International Accounting Standards requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses and for contingent assets and liabilities that require disclosure, during and at the date of the financial statements.

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

2.9 Materiality, aggregation and offsetting

Each material item as considered by management significant has been displayed separately in the financial statements. No amount has been set off unless the Company has legal right to set off the amounts and intends to settle on net basis. Income and expenses are presented on a net basis only when permitted by the relevant accounting standards. The values of assets or liabilities as shown in the statement of financial position are not off-set by way of deduction from another liability or asset unless there exist a legal right therefore. No such incident existed during the year.

2.10 Going concern assumption

The financial statements are prepared on the basis of going concern assumption as per **IAS 01: Presentation of Financial Statements**. As per management assessment there is no material uncertainties related to events or conditions which may cast significant doubt upon the Company's ability to continue as a going concern.

2.11 Reporting period

The reporting period of the company covers 12 (twelve) months from 01 July 2018 to 30 June 2019.

2.12 Comparative information

Comparative information has been disclosed in respect of 01 July 2017 to 30 June 2018 in accordance with **IAS 01: Presentation of Financial Statements** for all numeric information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current periods of financial statements. Prior year figure has been rearranged wherever considered necessary to ensure comparability with the current period.

3. Significant accounting policies

3.1 Property, plant and equipment

Recognition and measurement

An item shall be recognized as property, plant and equipments if, and only if it is probable that future economic benefits associated with the item will flow to the entity, and the cost of the item can be measured reliably.

Items of property, plant and equipment are measured at cost less accumulated depreciation as per **IAS 16: Property, Plant and Equipment**.

The cost of an item of property, plant and equipment comprises its purchase price, import duties and non-refundable taxes, after deducting trade discount and rebates, and any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the intended manner. The cost also includes the cost of replacing part of the property, plant and equipment and borrowing costs for long-term debt availed for the construction / implementation of the Property, Plant and Equipment, if the recognition criteria are met.

The cost of self-constructed assets includes the cost of material and direct labor and other costs directly attributable to bringing the assets to a working condition inclusive of inward freight, duties and non-refundable taxes for their intended use.

Subsequent costs

The subsequent expenditure is only capitalized as part of assets when the useful life or economic benefit or both of that asset is increased provided that it is probable that the future economic benefits embodied within the part will flow to the company and its cost can be measured reliably. The costs of day to day servicing of property, plant and equipment are recognized in the Statement of Profit or loss and Other Comprehensive Income as 'Repair and Maintenance' when it is incurred.

Depreciation on Non-current assets

Depreciation is provided to amortize the cost of the assets after commissioning, over the period of their expected useful lives, in accordance with the provision of **IAS 16 Property, Plant and Equipment**. Depreciation is charged on additions made during the year for the full year in which those assets are put into ready for use and on which depreciation is charged on Straight line basis. Periodic depreciation is charged on additions on which reducing balance depreciation method is applied. Depreciation is charged on all the fixed assets except land and land development cost at the following rates.

Name of Assets	Depreciation rate	Basis
Core equipment-IPLC-SMW-4	10%	Straight line
Core equipment-IIG	14.29%	Straight line
Core equipment-IPLC-SMW-5	5.00%	Straight line
Building -SMW-5	5.00%	Straight line
Building-SMW-4	8.33%	Straight line

Name of Assets	Depreciation rate	Basis
Floor development	8.33%	Straight line
Security barak & security wall	8.33%	Straight line
Deep tube-well & pump house-SMW-4	8.33%	Straight line
Deep tube-well & pump house-SMW-5	5%	Straight line
500 KV sub-station-SMW-4	10%	Straight line
500 KV sub-station-SMW-5	5%	Straight line
Power system-SMW4	10%	Straight line
Power system-SMW5	5%	Straight line
Boundary wall-SMW-4	8.33%	Straight line
Boundary wall-SMW-5	5%	Straight line
Ducting from beach manhole-SMW-4	10%	Straight line
Ducting from beach manhole-SMW-5	5%	Straight line
Vehicles	20%	Reducing balance
Office equipment and furniture	10%	Reducing balance
Co-Location point-SMW-4	12.50%	Straight line
Co-Location point-SMW-5	5%	Straight line
Office decoration	10%	Reducing balance
Power System-IIG	20%	Straight line
Water Treatment Plant & Others	20%	Straight line

Depreciation methods, useful lives and residual values are reviewed after each reporting period

Revaluation of property, plant and equipment

As per IAS 16: **Property, Plant and Equipment** paragraph 34, “the frequency of revaluations depends upon the changes in fair values of the items of property, plant and equipment being revalued. When the fair value of a revalued asset differs materially from its carrying amount, a further revaluation is required. Some items of property, plant and equipment experience significant and volatile changes in fair value, thus necessitating annual revaluation. Such frequent revaluations are unnecessary for items of property, plant and equipment with only insignificant changes in fair value. Instead, it may be necessary to revalue the item only every three or five years”.

To comply with the above paragraph The Company made its first valuation of and at Cox's Bazar on 30 June 2011 by an independent valuer to reflect fair value (prevailing market price) thereof following “both Depreciated Replacement Costs and Revaluation Method”.

Details of revaluation of property, plant and equipment:

Amount in Taka						
Particulars of the assets	Name of the Valuer	Qualification of the Valuer	Date of Revaluation	Carrying amount of Assets	Value of Assets after revaluation	Revaluation Surplus
Land and Land Development	A B SAHA & CO.	Chartered Accountants	June 30, 2011	170,391,471	352,300,000	181,908,529
Total:				170,391,471	352,300,000	181,908,529

The increase in the carrying amount of revalued assets is recognized in the separate component of equity as Revaluation Reserve.

Other Non-Current Assets were kept outside the scope of the revaluation works. These are expected to be realizable at written down value (WDV) as mentioned in the Statement of Financial Position of the company.

Impairment

The carrying amounts of property, plant and equipment are reviewed at each balance sheet date to determine whether there is any indication of impairment loss. If any such indication exists, recoverable amount is estimated to determine the extent of the impairment loss, if any. Impairment loss is recorded on judgmental basis, for which provision may differ in the future years based on the actual experience.

Disposal of property, plant and equipment

An item of Property, Plant and Equipment is removed from the statement of financial position when it is disposed of or when no future economic benefits are expected from its use or disposal. The gain or loss on the disposal of an item of Property, Plant and Equipment is included in the statement of profit or loss of the period in which the de-recognition occurs.

3.2 Intangible assets and research and development expenditures

Intangible assets are stated at cost less provisions for amortization and impairments, if any. License, patents, know-how and marketing rights acquired are amortized over their estimated useful lives, using the straight-line basis, from the time they are available for use. The cost of acquiring and developing computer software for internal use and internet sites for external use are capitalized as intangible assets where the software or site supports a significant business system and the expenditure leads to the creation of a durable asset.

In compliance with the requirements of **IAS 38: Intangible assets**, research, development and experimental costs are usually absorbed as revenue charges as and when incurred. However, the research and development expenditures that is definite to yield benefit to the Company and is material in the Company's and/ local context, are capitalized as per IAS 38: Intangible Assets.

3.3 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds as per IAS 23: Borrowing Costs.

3.4 Revenue from contract with customers

The Company recognises as revenue the amount that reflects the consideration to which the Company expects to be entitled in exchange of services when (or as) it transfers control to the customer. To achieve that core principle, IFRS-15 establishes a five-step model as follows:

- Identify the contract with a customer;
- Identify the performance obligations in the contract;
- Determine the transaction price;
- Allocate the transaction price to the performance obligations in the contract; and
- Recognise revenue when (or as) the entity satisfies a performance obligation.

Considering the five steps model, the Company recognises revenue when (or as) the Company satisfies a performance obligation by transferring a promised service to a customer. Service is considered as transferred when (or as) the customer obtains control of that service. Revenue from sale of service is measured at the fair value of the consideration received or receivable net of returns and allowances, trade discounts, rebates and Value Added Tax (VAT). Where the amounts received or receivable from customers exceeded the revenues recognised for contracts, contract liabilities or advance billings are recognised in the statement of Financial Position as Unearned Revenue. Contract liabilities or advance billings are recognised as revenue when services are provided to customers satisfying the performance obligation.

Revenues primarily comprise of:

1. IPLC Rent
2. Circuit Activation Charge
3. IP Transit Service
4. Co-location Charges
5. IP Transit Service-Export

3.4.1 Revenue from International Private Leased Circuit (IPLC) Rent

Revenue from IPLC rent are recognized over the period of time (i.e. monthly) through satisfying the performance obligation as the customer simultaneously receives and consumes the services provided by BSCCL as it promises to perform in the contract.

3.4.2 Revenue from circuit activation charge

Circuit activation is non-recurring service mostly comprise of registration and installation services provided by BSCCL. This charge imposed to clients for activation of new circuits in the form of Registration and Installation charge through demand notes. Revenue from this charge are recognized at a certain point in time when the services or benefits passed to its customers.

3.4.3 Revenue from IP Transit Service Fees

IP Transit service charges for providing internet bandwidth to IIGs and ISPs on a recurring basis. Invoice regarding IP Transit service is generated at the beginning of each month but recognize the revenue over the period of time (i.e. monthly) through satisfying the performance obligation as the customer simultaneously receives and consumes the services provided by BSCCL as promise to perform in the contract.

3.4.4 Revenue from co-location charges

Revenue from Co-location charges arises for using BSCCL's resources by the customers on a recurring basis at Cox's bazaar, Kuakata and Dhaka. Invoice regarding Co-location service is generated at the beginning of each month but recognize the revenue over the period of time (i.e. monthly) through satisfying the performance obligation as the customer simultaneously receives and consumes the services provided by BSCCL as promise to perform in the contract.

3.4.5 Revenue from IP transit service – export

IP Transit Service - Export represents IP transit services provided to international customer Bharat Sanchar Nigam Limited (BSNL) on a recurring basis. Invoice regarding IP Transit service is generated at the beginning of each quarter in advance but recognize the revenue over the period of time (i.e. monthly) through satisfying the performance obligation as the customer simultaneously receives and consumes the services provided by BSCCL as promise to perform in the contract.

3.4.6 Revenue from investment income

(a) Interest income

Interest on bank deposits have been accounted for on accrual basis.

(b) Dividends

Dividend Income is recognised when the company's right to receive the payment is established or after received of dividend, which is generally when shareholders approve the dividend.

3.5 Financial instruments

IFRS 9 sets out requirements for recognising and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items. This standard replaces IAS 39 Financial Instruments: Recognition and Measurement.

The details of new significant accounting policies and the nature and effect of the changes to previous accounting policies are set out below.

Classification and measurement of financial assets and financial liabilities

IFRS 9 largely retains the existing requirements in IAS 39 for the classification and measurement of financial liabilities. However, it eliminates the previous IAS 39 categories for financial assets of held to maturity, loans and receivables and available for sale.

The adoption of IFRS 9 has not had a significant effect on the company's accounting policies related to financial liabilities. The impact of IFRS 9 on the classification and measurement of financial assets is set out below.

Under IFRS 9, on initial recognition, a financial asset is classified as measured at: amortised cost; Fair Value through Other Comprehensive Income (FVOCI) – debt investment; Fair Value through Other Comprehensive Income (FVOCI) – equity investment; or Fair Value Through Profit or Loss (FVTPL). The classification of financial assets under IFRS 9 is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. Derivatives embedded in contracts where the cost is a financial asset in the scope of the standard are never separated. Instead, the hybrid financial instrument as a whole is assessed for classification.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- a. it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- b. its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- a. it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- b. its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. A financial asset (unless it is a trade receivable without a significant financing component that is initially measured at the transaction price) is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition.

The following accounting policies apply to the subsequent measurement of financial assets.

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on de-recognition is recognized in profit or loss. Trade receivables are classified as financial assets measured at amortised cost.

Debt investments at FVOCI

These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On de-recognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity investments at FVOCI

These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

Impairment of financial assets

IFRS 9 replaces the ‘incurred loss’ model in IAS 39 with an ‘expected credit loss’ (ECL) model. The new impairment model applies to financial assets measured at amortised cost, contract assets and debt investments at FVOCI, but not to investments in equity instruments.

The financial assets at amortised cost consist of trade receivables, cash and cash equivalents, and corporate debt securities. The company measures loss allowances at an amount equal to ECL from trade receivables.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the company’s historical experience and informed credit assessment and including forward-looking information.

The company considers a financial asset to be in default when the debtor is unlikely to pay its credit obligations to the company in full, without recourse by The company to actions such as realizing security (if any is held).

Presentation of impairment

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For debt securities at FVOCI, the loss allowance is recognised in OCI, instead of reducing the carrying amount of the asset.

Impairment losses related to trade receivables and others, including contract assets, are presented separately in the notes to the financial statement.

3.6 Cash and cash equivalents

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

3.7 Earnings Per Share (EPS)

Earnings Per Share (EPS) are calculated in accordance with the International Accounting Standard IAS 33: Earnings Per Share.

Basic earnings per share

Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary equity holders of the entity by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings per share

For the purpose of calculating Diluted earnings per shares, an entity adjusts profit or loss attributable to each ordinary equity holders of the entity, and weighted average number of shares outstanding, for the effects of all dilutive potential ordinary shares. Diluted EPS is only calculated where the company has commitment to issue ordinary share in future at reporting date. No such commitment is hold by company at reporting date.

3.8 Foreign currency transactions

Foreign currency transactions are recorded, on initial recognition in the functional currency at the spot exchange rate ruling at the transaction date.

At the end of each reporting period in compliance with the provision of IAS 21: The Effects of Changes in Foreign Exchange Rates.

- Foreign currency monetary items are translated using the closing rate.
- Non-monetary items that are measured in terms of historical costs in a foreign currency are translated using the exchange rate at the date of the transaction.
- Non-monetary items that are measured at fair value in a foreign currency is translated using the exchange rate at the date when the fair value is determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rate different from those at which they were translated on initial recognition during the period or in previous financial statements is recognized in Profit or loss in the period in which they arise.

3.9 Employee benefits

The company maintains defined contribution plan for its eligible permanent employees. The eligibility is determined according to the terms and conditions set forth in the respective trust deeds and rules. The plan is funded and recognised/approved under Income Tax Ordinance 1984.

(a) Defined contribution plan (Provident fund)

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and has no legal or constructive obligation to pay further amounts. BSCCL has a separate recognized provident fund scheme. All permanent employees of BSCCL contribute 10% of their basic salary to the provident fund and the company makes matching contributions.

(b) Defined Benefit Plan (Gratuity)

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The employee gratuity plan is considered as defined benefit plan as it meets the recognition criteria. The company's obligation is to provide the agreed benefits to current and former employees.

(c) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

3.10 Tax Holiday Reserve

Tax holiday reserve has also been created using applicable exemption rate of income tax as prescribed by the Income Tax Ordinance 1984 for IIG operation income (IP Transit service) as the Company has been granted tax holiday by the National Board of Revenue (NBR) (Ref: Note No. 08.01.0000.035.01.0021.2013 dated 12 February 2014) for a period of 10 years effective from 01 July 2013 to 30 June 2023 under section 46(c) of ITO 1984 in the following manner:

<u>Period</u>	<u>Tax exemption rate</u>
First two years (1 July 2013 to 30 June 2015)	100%
Third year (1 July 2015 to 30 June 2016)	80%
Fourth year (1 July 2016 to 30 June 2017)	70%
Fifth year (1 July 2017 to 30 June 2018)	60%
Sixth year (1 July 2018 to 30 June 2019)	50%
Seventh year (1 July 2019 to 30 June 2020)	40%
Eighth year (1 July 2020 to 30 June 2021)	30%
Ninth year (1 July 2021 to 30 June 2022)	20%
Tenth year (1 July 2022 to 30 June 2023)	10%

3.11 Accruals, provisions and contingencies

(a) Accruals

Accruals are liabilities to pay for services that have been received or supplied but have not been paid, invoiced or formally agreed with the supplier, including amounts due to employees. Accruals are reported as part of Trade and other payables.

(b) Provisions

A provision is recognised in the statement of financial position when the company has a legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provision is ordinarily measured at the best estimate of the expenditure required to settle the present obligation at the reporting date. Where the company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the income statement net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost. During the reporting year the company has made sufficient provisions where applicable.

(c) Contingencies

A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company; or a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company. At the reporting date the company does not have any contingent asset.

3.12 Statement of cash flows

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

3.13 Related party disclosures

As per Bangladesh Accounting Standards IAS 24: Related Party Disclosures, parties are considered to be related if one of the parties has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. The Company carried out transactions in the ordinary course of business on an arm's length basis at commercial rates with its related parties. Related party disclosures have been given in Note 52.

3.14 Income tax

Income tax expense comprises current and deferred taxes. Income tax expense is recognised in profit or loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity in accordance with IAS 12: Income Tax.

(a) Current tax

Current tax is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous periods. The tax rate used for the reporting period was 25% as a publicly traded company.

(b) Deferred tax

Deferred tax is recognised as income or an expense amount within the tax charge, and included in the net profit or loss for the period. Deferred tax relating to items dealt with as Other Comprehensive income (such as a revaluation) is recognised as tax relating to Other Comprehensive income within the statement of Profit or loss and Other Comprehensive income.

Taxable Temporary difference

A deferred tax liability is recognised for all taxable temporary differences, except to the extent that the deferred tax liability arises from the initial recognition of goodwill; or the initial recognition of an asset or liability in a transaction which is not a business combination; and at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

Revaluations to fair value – Property, Plant and Equipment

The revaluation does not affect taxable profits in the period of revaluation and consequently, the tax base of the asset is not adjusted. Hence a temporary difference arises. This is provided for in full based on the difference between carrying amount and tax base. An upward revaluation is therefore give rise to a deferred tax liability.

Deductible temporary difference

A deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised, unless the deferred tax asset arises from the initial recognition of an asset or liability in a transaction that is not a business combination; and at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

3.15 Events after the Reporting period

Events after the reporting period that provide additional information about the company's position at the statement of financial position date are reflected in the financial statements as per International Accounting Standards IAS 10: Events after the Reporting Period.

All material events occurring after the balance sheet date have been considered and where necessary, adjusted for or disclosed.

Compliance with financial reporting standards as applicable in Bangladesh:

The Company as per Para-12 of Securities & Exchange Rule-1987, with the following International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) in preparing the financial statements.

IAS No.	IAS Title	Compliance Status
1	Presentation of Financial Statements	Complied
2	Inventories	Not applicable
7	Statement of Cash Flows	Complied
8	Accounting Policies, Changes in Accounting Estimates and Errors	Complied
10	Events after the Reporting Period	Complied
12	Income Taxes	Complied
16	Property, Plant & Equipment	Complied
17	Leases	Complied
19	Employee Benefits	Complied
20	Accounting for Government Grants and Disclosure of Government Assistance	Not applicable
21	The Effects of Changes in Foreign Exchange Rates	Complied
23	Borrowing Costs	Complied
24	Related Party Disclosures	Complied
26	Accounting and Reporting by Retirement Benefit Plans	Not applicable
27	Separate Financial Statements	Not applicable
28	Investments in Associates and Joint Ventures	Not applicable
29	Financial Reporting in Hyperinflationary Economies	Not applicable
31	Interest in Joint Ventures	Not applicable
32	Financial Instruments: Presentation	Complied
33	Earnings per Share	Complied
34	Interim Financial Reporting	Complied
36	Impairment of Assets	Complied
37	Provisions, Contingent Liabilities and Contingent Assets	Complied
38	Intangible Assets	Not applicable

IFRS No.	IFRS Title	Compliance Status
1	First-time adoption of International Financial Reporting Standards	Not applicable
2	Share-based Payment	Not applicable
3	Business Combinations	Not applicable
4	Insurance Contracts	Not applicable
5	Non-current Assets Held for Sale and Discontinued Operations	Not applicable
6	Exploration for and Evaluation of Mineral Resources	Not applicable
7	Financial Instruments: Disclosures	Complied
8	Operating Segments	Not applicable
9	Financial Instruments	Complied
10	Consolidated Financial Statements	Not applicable
11	Joint Arrangements	Not applicable
12	Disclosure of Interests in other Entities	Not applicable
13	Fair Value Measurement	Complied
14	Regulatory Deferral Accounts	Not applicable
15	Revenue from Contracts with Customers	Complied
16	Leases	Not applicable
17	Insurance Contracts	Not applicable

4 Property, plant and equipment**Cost/ revaluation (A)**

Opening balance
Add: Purchased/Recognised during the year
Less: Adjustment during the year

Amount in Taka	
30 June 2019	30 June 2018
9,499,133,939	3,507,733,270
53,510,993	6,017,496,084
(3,242,404)	(26,095,415)
9,549,402,528	9,499,133,939

Accumulated Depreciation (B)

Opening balance
Add: Charged during the year

Less: Adjustment during the year

2,231,771,972	1,785,933,264
455,044,662	445,883,359
2,686,816,633	2,231,816,623
(2,297,936)	(44,651)
2,684,518,697	2,231,771,972
6,864,883,830	7,267,361,968

Written Down Value (A-B)

A schedule of property, plant & equipment is given in **Annexure-A**. Adjustment in Cost and Accumulated Depreciation is for a non-current asset Vehicle, property plant & equipment and Office equipment.

5 Trade and other receivables

Trade receivables (Note: 5.1)
Other receivables (Note: 5.2)

1,997,684,077	1,618,408,865
42,571,624	41,588,193
2,040,255,701	1,659,997,058

5.1 Trade receivables

Opening Balance
Add: Addition during the year

Less: Collection during the year
Closing Balance
Less: Provision for bad and doubtful debts
 Opening Balance
 Add: Addition during the year

Trade receivables, net of provision

1,777,847,992	1,502,697,984
2,356,317,211	1,723,167,053
4,134,165,204	3,225,865,037
(1,900,783,382)	(1,448,017,045)
2,233,381,822	1,777,847,992
159,439,126	132,215,809
76,258,619	27,223,317
235,697,745	159,439,126
1,997,684,077	1,618,408,865

A detailed Schedule of trade receivable is given in **Annexure-B**

Aging of Trade receivables

The aging of gross trade receivables as at the statement of Financial Position date was:

Past due 0-90 days	531,269,995	403,200,557
Past due 91-180 days	380,486,985	189,981,770
Past due 181 -365 days	312,447,877	194,886,173
Past due more than 365 days	1,009,176,966	989,779,492
	2,233,381,822	1,777,847,992

To Collect the outstanding amount from disconnected parties legal action like money suit and Other case has been filed against 4 (Four) parties for Tk. 47,044,718. Arbitration procedure has been initiated against 4 (Four) parties for Tk. 17,79,32309. Other disconnected parties who are not paying money will bring under legal action soon. BSCCL has been applied for inclusion as a party of Debtor in the liquidation process against Apple Global Ltd against amount of Tk.40,47,909. Reconciliation with BTCL regarding Outstanding amount is in final stage.

5.2 Other receivables

Dividend
ICB Securities Trading Co. Ltd.
FDR Interest & Others

Amount in Taka	
30 June 2019	30 June 2018
3,150	3,150
3,790	4,240
42,564,684	41,580,803
42,571,624	41,588,193

6 Advances and Deposits

Advances

Advance to:

Sony Chocolate Industries Ltd.
Employees against Expenses
Advance to Employee against Salary
Civil Works Consultant Limited
Milky & Associates
BUET
BTCL
Bangladesh Porjoton Corporation
Mustafa Tariq Hossain & Associates
Others

(Note: 6.1)

18,872,000	23,750,000
349,727	313,606
2,140,520	-
57,500	57,500
12,000	12,000
21,735	39,004
10,000,000	10,000,000
-	322,715
670,500	605,000
279,874	1,640,394
32,403,856	36,740,219

Deposits

Security deposit - Duncan Products Limited
BTCL - for phone line
CDBL - as security deposit
Security deposit - BTRC for International Internet Gateway (IIG) license
Security Deposit-Sikder Filing Station
Kamal Trading Agency
Southern Automobiles Ltd.
Patuakhali Palli Bidyut Samity

5,000	5,000
23,000	23,000
500,000	500,000
600,000	600,000
100,000	100,000
50,000	50,000
250,000	250,000
2,871,598	2,871,598
4,399,598	4,399,598
36,803,454	41,139,817

6.1 Advance for Office Rent (Sony Chocolate Industries Ltd.)

Opening balance
Add: Paid during the year
Less: Adjustment during the year

23,750,000	2,796,364
1,122,000	30,000,000
(6,000,000)	(9,046,364)
18,872,000	23,750,000

6.2 Aging of Advances and Deposits

The aging of Advances, Deposits & Prepayments as at the statement of financial position date was as follows:

For 0-90 days
For 91-180 days
For 181 -365 days
For more than 365 days

2,655,082	1,604,500
760,520	436,520
65,500	23,957,910
33,322,353	15,140,887
36,803,454	41,139,817

7 Advance Income Tax

Opening balance
Add: Payment made during the year
Less: Settlement/Adjustment

298,066,627	246,918,612
115,005,606	52,377,560
413,072,233	299,296,172
(236,682)	(1,229,545)
412,835,551	298,066,627

8 Investment in Shares

Amount in Taka					
		30 June 2019		30 June 2018	
SL	Ordinary shares of	Quantity	Cost price (Taka)	Market value	Market value
1	AB Bank Limited	137,581	3,209,275	1,375,810	1,706,004
2	ACI Limited	3,731	764,725	1,024,906	1,253,819
3	BATASHOE	1,000	696,429	1,026,900	1,137,200
4	BEXIMCO Limited	216,863	10,731,965	4,857,731	5,411,269
5	IFIC Bank Limited	135,399	1,246,776	1,408,150	1,563,243
6	Islami Bank BD Limited	39,091	951,084	922,548	930,366
7	Jamuna Oil Limited	23,716	4,392,440	4,121,841	4,413,548
8	MPetroleum	24,816	4,962,456	4,916,050	4,700,150
9	NCC Bank Limited	183,071	1,698,208	2,617,915	2,563,004
10	Padma Oil Limited	18,150	4,835,160	4,185,390	4,167,240
11	Square Pharma	23,897	2,633,566	6,315,977	6,546,095
12	Titas Gas	39,570	2,744,885	1,574,886	1,582,800
		38,866,968		34,348,102	35,974,737

Investment in shares is recognised and measured according to IFRS 9 as stated in note 3.5.

9 Cash and cash equivalents

Cash in hand	(Note: 9.1)	604,146	469,377
Cash at bank	(Note: 9.2)	2,022,535,858	1,130,670,638
		2,023,140,004	1,131,140,015

9.1 Cash in hand

Head Office-Dhaka	560,188	430,537
Landing Station-Kuakata	1,576	37,581
Landing Station-Cox's Bazar	42,382	1,260
	604,146	469,377

9.2 Cash at bank**Savings and current deposits with:**

Sonali Bank Limited-Dhaka	11,748,931	7,969,859
Sonali Bank Limited-Cox'sbazar	1,308,773	1,963,568
National Bank Limited	701,819	1,303,914
Mutual Trust Bank Limited	11,075,580	10,471,778
Farmers Bank Limited	-	245,815
Brac Bank Limited	685,244	703,435
IFIC Bank Limited	178,296	181,151
United Commercial Bank Limited	109,371,266	40,181,720
	135,069,910	63,021,239

Fixed deposits (FDR) with:

Brac Bank Limited	420,865,679	176,710,437
Bank Asia Ltd.	72,056,000	30,000,000
BASIC Bank Limited	285,386,450	181,210,793
Mutual Trust Bank Limited	157,315,687	61,830,665
IFIC Bank Limited	258,891,187	242,335,149
Prime Bank Limited	21,359,511	-
Premier Bank Limited	-	62,946,101
One Bank Limited	73,379,241	110,405,000
Southeast Bank Ltd.	200,655,763	81,164,061
Standard Bank Limited	105,112,747	20,000,000
Jamuna Bank Limited	94,841,907	30,656,193
Pubali Bank Limited	42,436,012	20,391,000
United Commercial Bank Limited	155,165,764	50,000,000
	1,887,465,948	1,067,649,399
	2,022,535,858	1,130,670,638

The fixed deposits will be matured within 3 (three)/6 (Six) months , nine months and yearly.

10 Share capital

Authorized:

1,000,000,000 ordinary shares of Taka 10 each

Amount in Taka	
30 June 2019	30 June 2018

Issued, subscribed and paid up capital:

31,000,000 Ordinary Shares of Taka 10 each fully paid up in cash

140 Ordinary share of Taka 10 each fully paid up in cash to GOB

67,314,640 ordinary shares of Tk.10 each fully paid up other than cash to MoPT, GOB

66,590,730 Ordinary shares of Tk. 10 each issued as Bonus Share

10,000,000,000	10,000,000,000
310,000,000	310,000,000
1,400	1,400
673,146,400	673,146,400
665,907,300	665,907,300
1,649,055,100	1,649,055,100

10.1 Percentage of shareholding

Shareholding position as at 30 June 2019

Name of shareholders	Percentage of shareholding	No. of shares	Value in Taka
Posts & Telecommunications division, MoPT & IT	73.84%	121,768,814	1,217,688,140
Sponsor/Director	0.00%	189	1,890
Institute	10.90%	17,970,348	179,703,480
Public	12.22%	20,159,130	201,591,300
Foreign Investor	3.04%	5,007,029	50,070,290
	100%	164,905,510	1,649,055,100

Shareholding position as at 30 June 2018

Name of shareholders	Percentage of shareholding	No. of shares	Value in Taka
Posts & Telecommunications division, MoPT & IT	73.84%	121,768,814	1,217,688,140
Sponsor/Director	0.00%	189	1,890
Institute	14.06%	23,198,535	231,985,350
Public	10.09%	16,643,365	166,433,650
Foreign Investor	1.99%	3,294,607	32,946,070
	100%	164,905,510	1,649,055,100

10.2 Classification of shareholders by range of number of shares held:

Slabs wise number of shares	No. of share holders		No. of shares	
	30 June 2019	30 June 2018	30 June 2019	30 June 2018
Less than 500	11,875	13,068	1,412,327	1,609,519
500-5,000	3,827	4,305	6,094,338	6,593,385
5,001-10,000	373	350	2,745,645	2,501,322
10,001-20,000	200	160	2,811,130	2,236,718
20,001-30,000	71	48	1,856,982	1,174,638
30,001-40,000	29	29	1,017,205	961,835
40,001-50,000	25	21	1,130,214	943,485
50,001-100,000	51	33	3,697,312	2,398,634
100,001-1,000,000	48	41	12,740,830	11,130,335
1,000,001-1,000,000,000	5	5	131,399,527	135,355,639
	16,504	18,060	164,905,510	164,905,510

Market Price:

Shares of the Company are listed in the Dhaka and Chittagong Stock Exchanges and quoted at Tk. 132.00 per share as (2018: Tk.102.90) and Tk 133.30 per share (2018: Tk. 100.20) in the Dhaka and Chittagong Stock Exchanges respectively on 30 June 2019.

11 Equity Money from GoB

The above amount has been received from Government for implementing the Regional Submarine Telecommunications Project, Bangladesh (Installation and Establishment of Second Submarine Cable System (SMW5) for International Telecommunications in Bangladesh) as Equity Money which will be converted into shares after getting proper approval from Concerned Authority.

Amount in Taka	
30 June 2019	30 June 2018
1,660,000,000	1,660,000,000

12 Share premium

In the year 2011-2012, total amount of Tk. 775,000,000 was received as share premium in respect of shares issued to shareholders. Net issue cost of Tk 51,706,241 was set off against share premium as per IAS 32: Financial Instruments: Presentation.

723,293,759	723,293,759
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13 Tax holiday reserve

Opening balance
Add: Current year's reserve

706,977,180	662,947,522
7,566,376	44,029,659
714,543,556	706,977,180

14 Revaluation reserve

Opening balance
Less: Adjustment with deferred tax liability

336,165,684	336,165,684
-	-
336,165,684	336,165,684

This amount represents the revalued amount of Land at Cox's Bazar. This revaluation has been done by a Professional Valuer named A B SAHA & CO., Chartered Accountants in the financial year 2010-11. Valuation work has been carried out on the basis of Guidelines issued by the Ministry of Finance in valuing Assets of State Owned Companies as well as professional Judgement. In making Valuation of Assets both Depreciated Replacement Costs and Revaluation Method as suggested in the aforementioned guidelines were followed. In addition requirements of IAS and IFRS was considered. Valuation was made on the basis of 100% inventory, Present condition of assets, Current Market price, inflationary trend of the country, Estimated life time of assets etc.

15 Retained Earnings

Opening balance
Add: Profit for the year

808,879,808	977,535,608
585,758,071	73,260,471
1,394,637,879	1,050,796,079

Less: Dividend paid during the year
Transferred to Tax Holiday Reserve

82,452,755	197,886,612
7,566,376	44,029,659
90,019,131	241,916,271
1,304,618,748	808,879,808

16 Deferred tax liabilities

Deferred tax assets and liabilities have been recognized and measured in accordance with the provisions of IAS 12: Income Taxes. Related deferred tax expense/(income) have been disclosed in Note: 43. Deferred tax assets and liabilities are attributable to the following:

Deferred tax relating to statement of profit or loss (Note: 16.1)
Deferred tax relating to other comprehensive income (Note: 16.2)

465,768,372	342,815,910
10,396,877	10,396,877
476,165,249	353,212,788

16.1 Deferred tax relating to Statement of Profit or Loss

	Amount in Taka	
	30 June 2019	30 June 2018
	Carrying amount	Taxable/ (deductible) temporary difference
	Taka	Taka
As at 30 June 2019		
Property, plant and equipment (excluding land)	6,395,709,792	2,119,621,711
Accounts receivable (Note: 5.1)	1,997,684,077	(235,697,745)
Provision for pension, gratuity fund and provident fund (Note: 18)	(20,850,482)	(20,850,482)
Net Taxable Temporary Difference		1,863,073,484
Applicable tax rate		25%
Deferred tax liability		465,768,372

Deferred tax relating to Statement of Profit or Loss

	Carrying Amount	Tax Base	Taxable/ (deductible) temporary difference
	Taka	Taka	Taka
As at 30 June 2018			
Property, plant and equipment (excluding land)	6,798,187,930	5,243,729,745	1,554,458,185
Accounts receivable (Note: 5.1)	1,618,408,865	1,777,847,992	(159,439,127)
Provision for pension, gratuity fund and provident fund	(23,755,415)	-	(23,755,415)
Net Taxable Temporary Difference			1,371,263,642
Applicable tax rate			25%
Deferred tax liability			342,815,910

16.2 Deferred tax relating to other comprehensive income

	Carrying Amount	Tax Base	Taxable/ (deductible) temporary difference
	Taka	Taka	Taka
As at 30 June 2019			
Revaluation reserve of property, plant and equipment	346,561,561	-	346,562,561
Applicable tax rate			3%
Deferred tax liability			10,396,877

Deferred tax relating to other comprehensive income

	Carrying Amount	Tax Base	Taxable/ (deductible) temporary difference
	Taka	Taka	Taka
As at 30 June 2018			
Revaluation reserve of property, plant and equipment	346,562,561	-	346,562,561
Applicable tax rate			3%
Deferred tax liability			10,396,877

17 Security deposits received from clients

Amount in Taka	
30 June 2019	30 June 2018
Opening Balance	164,005,987
Add: Addition during the year	84,652,148
	248,658,135
Less: Adjustment during the year	28,279,705
	220,378,430
	128,503,172
	54,641,075
	183,144,248
	19,138,261
	164,005,987

A detailed schedule of Security deposit received from clients is given in **Annexure-C**

18 Employees' pension, gratuity and provident fund

Employees' pension fund	(Note: 18.1)	13,808,952	13,808,952
Employees' gratuity fund	(Note: 18.2)	4,901,587	8,019,892
Employees' provident fund	(Note: 18.3)	2,139,943	1,926,571
		20,850,482	23,755,415

18.1 Employees' pension fund

13,808,952	13,808,952
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This represents amount payable to BTCL employees worked on deputation and the amount incorporated in the vendor agreement. The above noted amount is adequate against the liabilities on account of the employees worked for the Company as deputed from BTCL and therefore no additional provision has been made in the accompanying financial statements. The Company however, does not have any pension fund.

18.2 Employees' gratuity fund

Opening balance	8,019,892	5,919,380
Add: Provision made during the year	10,744,235	8,019,892
	18,764,127	13,939,272
Less: Paid/Transferred during the year	(13,862,540)	(5,919,380)
	4,901,587	8,019,892

18.3 Employees' provident fund

Opening balance	1,926,571	3,967,673
Add: Employees' Contribution	4,081,974	3,872,244
Employer's Contribution	4,081,974	3,872,244
Less: Transferred to RCPF during the year	(7,950,576)	(9,785,590)
	2,139,943	1,926,571

19 Term Loan

Opening balance	2,968,702,678	2,866,333,868
Received during the year	-	102,368,810
Total IDB Loan	2,968,702,678	2,968,702,678
Less: Payment during the year	(77,003,072)	-
	2,891,699,606	2,968,702,678
Current portion of Long Term Loan	(331,816,695)	(238,008,795)
Non-current portion of Long Term Loan	2,559,882,911	2,730,693,883

Term Loan Particulars:**Islamic Development Bank (IDB)**

Loan has been taken from IDB through Bangladesh Government for implementation of Regional Submarine Telecommunications Project, Bangladesh (SMW-5) Project. An agreement named Installment Sale Agreement between The Government of People's Republic of Bangladesh and IDB has been signed on 27 August 2014 with effect from 24 November 2014 for loan amount of USD 44 million. Actual loan received by BSCCL in USD 38.048 million. Subsequently Bangladesh Submarine Cable Company Limited signed a subsidiary loan agreement with The Government of People's Republic of Bangladesh, Ministry of Finance, Finance Division on 15 February 2015. This sub-loan is for a 13 years term with a gestation period of 3 years and the interest payable will be @ 6% per annum.

20 Sundry creditors

Share Money Deposit
Telecom Italia Sparkle Ltd.
Equinix Singapore PTE Ltd.
Cogent Communication Ltd
NTT communications Ltd.
Withholding tax payable
Fiber@Home Ltd
Milky & Associates
Fames & R
KK Enterprise
Partex Furniture
Unclaimed dividend
Habib Intelligent Software Ltd.
Spectrum Engineering Consortium Limited
Summit Communications Ltd.
Express Systems Ltd.
ICB Securities Trading Company Limited
Payable to BTCL
Payable to BTCL Staff College(Focus Point)
New S.N. Motors
Payable to BTRC
Asia Pacific Communication Ltd.
Sony Chocolate Industries Ltd.
Huawei Technologies (BD). Limited
Sikder Filling & Service Station
Capital Law Chamber
ECCE,CUET
Ist Clean Pest Specialist
ICAB Puja Udjapan Parishad
Kamal Trading Agency
Expo Media & Publications Ltd.
M.J.Abedin & Co.
M.M.International
Civil Works Consultant Limited
OTOBI Ltd.
Next Tech Ltd.
Dynamic Travels
Modern Erection Ltd.
Peshajibi Samonnoy Parishad
SA Rashid & Associates
S.F.Ahmed & Co.
Southern Automobiles Ltd.
The Financial Express
Legacy Legal Corporate
Temporary Loan from Project Director # SMW5
M/S Gazi Store
Royal Office Equipment
Zico Motors
Cyber Link
17th BCS Forum
Jatir Alo
Zetta Power
Anika Enterprise
Bangladesh Association of Publicly Listed Companies
Telnet Communication Ltd.

Amount in Taka	
30 June 2019	30 June 2018
109,101	1,09,101
19,245,591	11,800,215
1,322,185	502,500
471,630	1,139,838
5,463,914	7,325,223
22,920,030	23,290,107
10,654,560	22,898,110
116,602	116,602
174,225	90,000
6,795,394	13,590,789
120,909	-
4,874,395	4,467,266
322,875	-
184,492	9,945,058
11,314,629	1,678,629
4,374,450	-
1,610,932	1,610,932
105,735,016	4,214,875
23,000	23,000
16,700	-
7,680,789	3,947,379
17,167	-
361,103	330,615
93,649	2,016,724
126,305	139,794
146,280	146,280
50,000	50,000
-	4,000
20,000	20,000
-	3,738
7,000	-
-	287,500
509,998	509,998
-	44,100
-	18,981
5,600	16,800
718,940	-
220,500	-
25,000	25,000
28,750	28,750
299,000	-
29,751	34,508
181	181
74,750	-
1,000	1,000
-	68,850
16,000.00	-
37,950	-
63,145	-
50,000	-
40,000	-
37,950	-
69,310	-
-	30,000
3,675	7,700

Bangladesh Parjatan Corporation
The Daily Janakantha
The Daily Bangladesh Pratidin
BD ren
Unearned Revenue
Manik Traders
S.T. Enterprise
The Daily Observer

Amount in Taka	
30 June 2019	30 June 2018
40,958	-
-	37,260
37,260	-
3,800,000	-
3,329,988	-
38,812	-
91,753	-
-	22,066
213,923,194	110,593,468

20.1 Aging of sundry creditors

The aging of Sundry creditors as at the statement of financial position date was as follows:

Past due 0-90 days	45,236,370	33,611,532
Past due 91-180 days	18,749,357	18,519,704
Past due 181 -365 days	109,021,118	29,164,894
Past due more than 365 days	40,916,348	29,297,338
	213,923,194	110,593,468

21 Provision for income tax

Opening balance	323,622,563	299,126,594
Add: Provision made during the year	70,251,738	24,495,969
Less: Settlement for previous year	-	-
	393,874,301	323,622,563

For the income year 2010-2011 an amount of Tk. 25,240,639 has been demanded by DCT against of which appeal is processed to High Court Division. For the income year 2012-2013 after revised assessment of DCT the demand amount is Tk. 7,879,309 which has already been paid and receiving certificate is pending. We have filed an appeal for the Income year 2013-2014 to the High Court Division. As per revised order of DCT Tk. 4,079,846 has been deposited and receiving certificate is pending for the year 2014-2015. Assessment Order of income year 2015-2016 was received in which DCT demanded Tk. 8,203,930 and further appeal was made to the Tribunal and the Tribunal confirm one portion and set aside the other portion. Appeal was made to the Commissioner (Appeal) for set aside portion. Return of the income year 2016-2017 was filed to DCT for assessment and DCT demanded Tk. 46,830,131 for this year against which appeal was made to the Commissioner (Appeal) and the order from Appeal (commissioner) has been issued for both the income year. Now assessment for the year 2015-2016 and 2016-2017 remains under process at Tribunal. Return of the income year 2017-2018 remains under process at DCT.

22 Provision for WPPF and WF

Opening balance	14,693,423	19,475,633
Add: Provision made during the year	38,948,113	14,693,423
	53,641,536	34,169,056
Less: Settlement for previous year	(14,693,423)	(19,475,633)
	38,948,113	14,693,423

23 VAT Payable

VAT payable against Receivable	523,727,987	391,459,410
VAT payable against Deduction at source	20,050,945	53,882,871
	543,778,932	445,342,281

This represents the amount of Tk. 52,37,27,987 VAT receivable from clients against revenue receivable arising from International Private Leased Circuit (IPLC) rentals, IP transit service, and Co-location charges. In addition to that this amount of Tk. 20,050,945 includes VAT deducted from other parties and suppliers.

24 Liabilities for expenses

Office rent	4,800,000	4,800,000
Audit & other fees	69,000	115,000
Provision for different expenses	927,887	331,460
Telephone bill	19,350	41,602
Electricity bill	236,164	416,838
Donation	9,364	9,364
	6,061,765	5,714,264
Accrued Interest on IDB loan	218,909,724	139,665,823
	224,971,489	145,380,087

Amount in Taka		
	2018-2019	2017-2018
25 IPLC (International Private Leased Circuit) Rent		
SMW-4	702,856,798	682,682,205
SMW-5	734,050,926	227,871,026
	1,436,907,724	910,553,231

26 Circuit activation charge		
Circuit Activation Charge-IPLC-SMW-4	1,650,000	3,060,000
Circuit Activation Charge-IPLC-SMW-5	17,655,000	12,475,000
Circuit Activation Charge-IP Transit	550,000	220,000
Circuit Activation Charge-ISP	418,000	253,000
Circuit Activation Charge-ITC	100,000	-
Circuit Activation Charge-Co-location-IIG	9,000	-
Circuit Activation Charge-Co-location-SMW-4	60,000	615,000
Circuit Activation Charge-Co-location-SMW-5	1,090,000	240,000
	21,532,000	16,863,000

This represents charges imposed to clients for activation of new circuits.

27 IP Transit Service	397,696,503	363,271,935
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This represents the service charges for providing internet bandwidth to IIGs and ISPs.

28 Co-Location Charges		
SMW-4	22,849,893	38,174,130
SMW-5	17,928,215	3,500,404
	40,778,108	41,674,534

This represents charges to customers for using BSCCL's resources at Cox's Bazar, Kuakata and Dhaka.

29 IP Transit Service -Export	58,751,638	72,673,520
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This represents charges to Bharat Sanchar Nigam Limited(BSNL) for IP transit service.

Referring to the note number 25 to 29, Bangladesh Submarine Cable Company Limited (BSCCL)'s turnover is mainly comprised of IPLC Rent, IP Transit Service and Co-location Service. BSCCL has implemented Regional Submarine Telecommunications Project, Bangladesh (SMW-5) Project and started providing service commercially through the system during the year under consideration. In addition to that, substantial effort of BSCCL's management, Govt. policy of digitalization of govt. service and introduction of 4G services contributed to increase in overall IPLC consumption in the country. Consequently, BSCCL's revenue also increased.

30 Electricity and generator fuel		
Electricity bill	9,895,355	10,702,245
Fuel for generator	1,939,238	2,050,216
	11,834,593	12,752,461

This cost is directly related to cost of operation.

Amount in Taka		
	2018-2019	2017-2018
31 Landing station and cable route repair	1,046,890	781,701
This cost is directly related to repair and maintenance for Cox's Bazar landing station and cable route.		
32 Backhaul & Data Connectivity Charge		
Backhaul Charge	135,425,158	135,773,322
Data Connectivity & Fiber Core Charge	512,303	827,141
Revenue Sharing Cost	6,429,555	5,189,249
Co-location cost	-	416,300
	142,367,016	142,206,012
This cost represents backhaul charges and for data connectivity & fiber core charge.		
33 IP Transit Cost	45,467,343	43,827,781
This cost represents the cost of purchasing IP bandwidth from Telecom Italia Sparkle, NTT Communications Ltd, Equinix Singapore Pte Ltd. and Cogent Communications Ltd.		
34 Lease Rent	703,441	339,768
This rent represents rent of leasing land of beach manhole for Kuakata landing station from Bangladesh Parjaton Corporation.		
35 Depreciation of core machinery	419,335,228	412,861,408
This represents the depreciation charged on core machinery which are directly related to IPLC and IP transit revenue.		
During the year 2018-2019, considering the estimated useful life of the Assets, Management has changed depreciation method on Building-SMW4, Floor Development-SMW-4, Deep Tubewell and Pump House-SMW-4, Boundary Wall-SMW4, Ducting From Beachman Hole and Colocation Point-SMW-4 from Reducing Balance Method to Straight Line method to reflect fair presentation of the financial results and financial position. Due to change of Depreciation method from Reducing Balance Method to Straight Line method an excess amount of Tk. 2,570,487 has been charged as depreciation comparing to the amount to be charged under Reducing Balance Method during the year. For further details Annexure-A is referred.		
36 Operation and maintenance expenses		
This represents amount paid to SEA-ME-WE 4 & 5 during the period for expenses of cable operation and maintenance purpose. The break-up of the expenses is as under:		
SEA-ME-WE-4	10,834,064	-
SEA-ME-WE-5	187,493,601	182,922,183
	198,327,665	182,922,183

37 General and administrative expenses

Amount in Taka		
	2018-2019	2017-2018
Salary and allowances	96,814,905	87,241,924
Managing Director's remuneration	3,515,394	3,184,601
Festival bonus	7,164,833	6,506,976
Office rent	14,240,450	14,168,998
Repair and maintenance	2,790,119	3,128,182
Internet Expenses	287,204	-
Business Development Expenses	3,888,600	2,904,642
Fees and Subscription	1,624,458	1,671,107
Gratuity provision	10,744,235	8,019,892
Vehicles Maintenance	2,346,180	1,777,422
Board and other meetings fees	3,458,049	2,939,376
Consultancy fees	649,725	642,150
Audit Fees	428,950	567,500
Consortium meeting expenses	1,455,792	1,218,664
Advertisement and publicity expenses	2,267,158	2,151,430
Vehicles running expenses	2,577,418	2,808,860
Travelling & conveyance	1,760,663	1,385,560
Insurance Premium	1,720	1,618
Printing and Office stationery	2,375,252	2,556,514
Postage and courier expenses	48,801	59,684
Entertainment	1,694,147	1,829,916
AGM expenses	1,734,729	2,217,935
Bank charges and commission	1,250,183	870,492
Telephone Bill	77,440	167,766
Legal Fees	5,851,311	570,160
Rent, rates & taxes	435,930	438,349
Training Expenses	2,041,847	-
Books & Periodicals	84,730	51,213
Inauguration-SMW-5 expenses	-	3,181,857
Innovation Expenses	561,171	-
Reception & Dinner	1,104,370	522,632
Recruitment expenses	544,628	37,375
National Integrity and Strategy Training Expenses	1,402,469	873,178
	175,222,860	153,695,972

38 Provision for bad & doubtful debts

Closing balance of provision for bad & doubtful debts	235,697,745	159,439,126
Less: Opening balance of provision for bad & doubtful debts	159,439,126	132,215,809
	76,258,619	27,223,317

Provision made for the year according to the company policy.

39 Depreciation on property, plant and equipment

35,709,433 **33,021,951**

This represents the depreciation charged on other than core machinery. For further details Annexure-A is referred.

		Amount in Taka	
		2018-2019	2017-2018
40 Bank interest and other income			
Rest house rent and others		12,478,723	952,136
Interest on FDR & Others		121,169,135	54,959,358
Gain on Sale of Fixed Assets		1,154,551	-
Landing Station Cross Connection Charge		2,171,593	-
Dividend income		1,505,660	1,087,826
		138,479,662	56,999,319
41 Gain/(loss) on investment in shares			
Opening market value of investment		35,974,737	40,150,006
Add: Investment during the year		-	-
Total cost of investment(B)		35,974,737	40,150,006
Closing Market Value of Investment (A)		34,348,102	35,974,737
Gain/(Loss)(A-B)		(1,626,635)	(4,175,269)
42 Current tax expense	Annexure E	70,251,738	24,495,969
Detail calculation of current tax expenses has presented in Annexure - E.			
43 Deferred tax (income)/expense			
Closing balance of deferred tax liability		465,768,372	342,815,911
Opening balance of deferred tax liability		342,815,911	146,703,882
Deferred tax (income)/expense		122,952,461	196,112,029
44 Basic Earnings Per Share (EPS)			
Earnings attributable to the Ordinary Shareholders		585,758,071	73,260,472
Weighted average number of ordinary Shares outstanding during the year		164,905,510	164,905,510
Earnings Per Share (EPS)		3.55	0.44
The increase in EPS is the result of increase in revenue from the ordinary course of the business activities which has been disclosed in the notes 25 to 29 in the Revenue Part of the Statement of Profit or Loss and Other Comprehensive Income for the year under consideration. There was no Extraordinary Transactions during this year.			
44.1	No diluted earnings per share is required to be calculated for the period as there has no dilutive potential ordinary shares.		
45 Net Asset Value			
Total Assets		11,412,266,642	10,433,680,222
Less: Total Liabilities		5,024,589,795	4,549,308,690
		6,387,676,847	5,884,371,531
Number of Ordinary Shares of Tk. 10 each at Financial Position date		164,905,510	164,905,510
NAV-Per Share		38.74	35.68

Amount in Taka	
2018-2019	2017-2018

46 Net operating cash flows per share (NOCFPS)

Net cash flows from operating activities (A)	1,203,688,020	671,017,619
Number of Ordinary Shares of Tk. 10 each at Financial Position date	164,905,510	164,905,510
Net operating cash flows per share (NOCFPS)	7.30	4.07

Revenue of Bangladesh Submarine Cable Company Limited has been increased comparing to that of last year. Moreover, BSCCL has emphasized on revenue collection and took some stern steps for the realization which led to significant increment of Cash Received from clients as disclosed in the Statement of Cash Flows. Consequently Net Operating Cash Flow per Share of BSCCL has been increased comparing to that of previous year. Please note that there was no cash flow due to Extraordinary Transactions during this year.

46.1 Reconciliation of Net income or Net profit with cash flows from operating activities.:

	Amount(Tk.)	Amount(Tk.)
	2018-2019	2017-2018
Net Profit Before Tax	778,962,269	293,868,470
Adjustment to reconcile profit to net cash provided by operating activities:		
Depreciation	455,044,662	445,883,359
Financial Charges	168,304,981	139,665,824
Loss on Investment in Share	1,626,635	4,175,269
Provision for Bad debts	76,258,619	27,223,318
Other Income	(138,479,662)	(56,999,319)
(Increase)/Decrease in Advance Income tax	(114,768,924)	(51,148,015)
(Increase)/ Decrease in other receivable	134,836,020	18,372,103
(Increase)/ Decrease in debtors	(455,533,830)	(275,150,007)
(Increase)/ Decrease in adv. & deposit	4,336,363	(21,699,040)
Increase/(Decrease) in sundry creditors	116,594,535	13,385,065
Increase/(Decrease) in Security Deposit	56,372,443	35,502,815
Increase/(Decrease) in Employees Pension, Gratuity and PF	(2,904,934)	59,410
Increase/(Decrease) in Provision for WPPF and WF	24,254,690	(4,782,210)
Increase/(Decrease) in VAT Payable	98,436,651	103,340,519
Increase/(Decrease) in Liability for Expenses	347,501	(679,939)
Net cash flows from operating activities	1,203,688,020	671,017,619

47 Financial risk management

The management of the company has overall responsibility for the establishment and oversight of the company's risk management framework. The company's risk management policies have been established to identify and analyse the risks faced by the company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the company's activities. The company has exposure to the following risks from its use of financial instruments.

- * Credit risk
- * Liquidity risk
- * Market risk

Amount in Taka	
2018-2019	2017-2018

47.1 Credit risk

Credit risk is the risk of a financial loss to the company if a client or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivables.

As per terms and conditions of agreement with the clients, sale of Bandwidth is on prepaid basis. But for some unavoidable reasons a portion of sale remains outstanding and to make it acceptable management has made a credit recovery committee and the exposure to credit risk is monitored on an ongoing basis. As at 30 June 2019, substantial part of the receivables are those from BTCL and Mango Teleservices Limited and other clients and are subject to significant credit risk. Risk exposures from other financial assets, i.e. cash at bank and other external receivables are nominal.

(a) Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

Trade receivables, net	(Note: 5.1)	1,997,684,077	1,618,408,866
Other receivables	(Note: 5.2)	42,571,624	41,588,193
Financial assets - investment in shares	(Note: 8)	34,348,102	35,974,737
Cash and cash equivalents	(Note: 9)	2,023,140,004	1,131,140,015
		4,097,743,807	2,827,111,811

The maximum exposure to credit risk for trade and other receivables as at the statement of financial position date by geographic regions was:

Domestic	2,169,480,674	1,723,666,232
Foreign (Export to India)	63,901,148	54,181,760
	2,233,381,822	1,777,847,992

b) Ageing of trade receivables

The aging of gross trade receivables as at the statement of financial position date was:

Past due 0-90 days	531,269,995	403,200,557
Past due 91-180 days	380,486,985	189,981,770
Past due 181-365 days	312,447,877	194,886,173
Past due more than 365 days	1,009,176,966	989,779,492
	2,233,381,822	1,777,847,992

c) Impairment losses

Impairment losses on the above receivables were recognised as per the company policy and recommendation made by Audit Committee.

47.2 Liquidity risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they falls due. The company's approach to managing liquidity (cash and cash equivalents) is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. Typically, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast, prepared based on time line of payment of the financial obligation and accordingly arrange for sufficient liquidity/fund to make the expected payment within due date.

The following are the contractual maturities of financial liabilities of the company:

As at 30 June 2019

	Contractual cash flows (Taka)	1 year or less Taka	More than 1 year Taka
Security deposits received from clients	220,378,430	22,037,842.99	198,340,587
Employees' pension, gratuity and Provident fund	20,850,482	20,850,482	-
Sundry creditors	213,923,194	213,923,194	-
VAT payable	543,778,932	543,778,932	-
Provision for WPPF and WF	38,948,113	38,948,113	-
Liabilities for expenses	224,971,489	224,971,489	-
	1,262,850,640	1,064,510,053	198,340,587

As at 30 June 2018

	Contractual cash flows (Taka)	1 year or less Taka	More than 1 year Taka
Security deposits received from clients	164,005,987	32,801,197	131,204,789
Employees' pension and gratuity fund	23,755,415	4,751,083	19,004,332
Sundry creditors	110,593,468	110,593,468	-
Income tax payable (provision less AIT)	25,555,937	25,555,937	-
VAT payable	445,342,281	445,342,281	-
Provision for WPPF and WF	14,693,423	14,693,423	-
Liabilities for expenses	145,380,087	145,380,087	-
	929,326,598	779,117,477	150,209,122

47.3 Market risk

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

a) Currency risk

The company is exposed to currency risk on payment of operation and maintenance expense, its reimbursement to and from consortium members and payment to foreign creditors against Upstream purchase . All of the company's foreign currency transactions are denominated in USD.

i) Exposure to currency risk

The company's exposure to foreign currency risk was as follows based on notional amounts:

	Amount in Taka	
	30 June 2019	30 June 2018
Foreign currency denominated liabilities		
Payable against IP transit cost	(26,503,320)	(20,767,776)
Share money deposit payable	(109,101)	(109,101)
Net exposure	(26,612,421)	(20,876,876)

ii) Foreign exchange rate sensitivity analysis for foreign currency expenditures

A change of 10 basis points in foreign currencies would have increased/(decreased) equity and profit or loss of the company by the amounts shown below. This analysis assumes that all other variables, in particular interest rates remain constant.

	Profit or loss		Equity	
	Increase	Decrease	Increase	Decrease
2018-2019				
US Dollar (10% movement)	2,661,242	(2,661,242)	-	-
2017-2018				
US Dollar (10% movement)	2,087,688	(2,087,688)	-	-

b) Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowings. The company is not significantly exposed to fluctuation in interest rates as it has neither floating interest rate bearing financial liabilities nor entered into any type of derivative instrument in order to hedge interest rate risk as at 30 June 2019.

Profile

As at 30 June 2019, the interest rate profile of the company's interest bearing financial instruments was:

Fixed rate instruments

Financial assets (short term investments-FDR)	1,887,465,946	1,067,649,399
Financial liabilities	2,891,699,606	2,968,702,678

Fair value of financial assets and liabilities of the company together with carrying amount shown in the statement of financial position are as follows:

	As at 30 June 2019		As at 30 June 2018	
	Carrying amount Taka	Fair value Taka	Carrying amount Taka	Fair value Taka
Financial assets				
Assets carried at fair value through profit or loss				
Investment in shares	34,348,102	34,348,102	35,974,737	35,974,737
Held to maturity assets				
Short term investment-FDR	1,887,465,948	1,887,465,948	1,067,649,399	1,067,649,399
Loans and receivables				
Trade receivables, net	1,997,684,077	1,997,684,077	1,618,408,865	1,618,408,865
Other receivables	42,571,624	42,571,624	41,588,193	41,588,193
Financial assets for trading purpose	-	-	-	-
	3,962,069,752	3,962,069,752	2,763,621,195	2,763,621,195

Financial Liabilities:

Liabilities carried at fair value through profit or loss

Liabilities carried at amortised costs

Security deposits received from clients	(220,378,430)	(220,378,430)	(164,005,987)	(164,005,987)
Sundry creditors	(213,923,194)	(213,923,194)	(110,593,468)	(110,593,468)
VAT payable	(543,778,932)	(543,778,932)	(445,342,281)	(445,342,281)
Provision for WPPF and WF	(38,948,113)	(38,948,113)	(14,693,423)	(14,693,423)
Liabilities for expenses	(224,971,489)	(224,971,489)	(145,380,087)	(145,380,087)
	(1,242,000,158)	(1,242,000,158)	(880,015,246)	(880,015,246)

48. Bandwidth capacity

	Gbps	Gbps
Present Capacity	1,800	700
Utilization (Monthly Average)	616	349
Percentage of utilization	34.23%	49.91%

49. Capital management

Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Capital consists of total equity of the company. The Board of Directors monitors the level of capital as well as the level of dividend to the ordinary shareholders. In order to maintain or adjust the capital structure, the company may adjust the amount of dividend, return on capital to shareholders, issue new shares or obtain long-term debt. The company is not subject to any externally imposed capital requirement.

50. Remittance of foreign currency to consortium and others

	30 June 2019 USD	30 June 2018 USD
Investment in SMW-5	-	215,964
Property, Plant and Equipment	83,000	-
Operation and maintenance expenses	1,879,907	2,185,450
IP Transit & Membership cost	423,147	555,142
	2,386,054	2,956,556

51. Contingent liabilities and commitments

BSCCL is currently involved in a number of legal proceedings, including inquiries from, or discussions with, governmental authorities that are incidental to its operations. However, the company is not currently involved in any legal proceedings which may have a significant effect on the financial position or profitability of the company as such provision has not been recognised in these financial statements.

(i) BTCL claim office rent:

On 13 January 2013, BTCL claimed some office rent for using office space by BSCCL for the period from 01 July 2008 to 30 June 2012. BTCL claimed total Tk. 11,538,320 excluding VAT regarding office rent. Due to excess rent claimed by BTCL compare to market rate, BSCCL disagreed to pay the excess office rent and made a provision of Tk. 4,800,000 regarding this claim based on the market rent rate. As a result, a dispute of Tk. 6,738,320 was arisen between BSCCL and BTCL and the decision is pending for the long time.

(ii) Income Tax:

For the income year 2010-2011 an amount of Tk. 25,240,639 has been demanded by DCT against of which appeal is processed to High Court Division. Assessment Order of income year 2015-2016 was received in which DCT demanded Tk. 8,203,930 and further appeal was made to the Tribunal and the Tribunal confirm one portion and set aside the other portion. Appeal was made to the Commissioner (Appeal) for set aside portion. Return of the income year 2016-2017 was filed to DCT for assessment and DCT demanded Tk. 46,830,131 for this year against which appeal was made to the Commissioner (Appeal) and the order from Appeal (commissioner) has been issued for both the income year. Now assessment for the year 2015-2016 and 2016-2017 remains under process at Tribunal. Return of the income year 2017-2018 remains under process at DCT.

52 Related party disclosures

As per IAS 24 "Related Party Disclosures", a related party is a person or entity that is related to the entity (i.e. BSCCL) that is preparing its financial statements. Related party transaction is a transfer of resources, services, or obligations between a reporting entity and a related party, regardless of whether a price is charged as per IAS 24.

Related parties include the company's directors, key management personnel, associates, companies under common directorship etc. as per IAS 24 "Related Party Disclosures". All transactions involving related parties arising in the normal course of business are conducted at arm's length at normal commercial rates on the same terms and conditions as third party transactions using valuation modes, as admissible.

(a) Name of the Directors along with all related Firms/Companies/Institutions/Parties as at 30 June 2019.

Sl. No.	Name of the Directors	Status with the company	Name of the related Ministries/ Companies/ Parties etc.	Remarks
1	Mr. Ashoke Kumar Biswas	Chairman	Secretary, Posts & Telecommunications Division, MoPT & IT	Nominated by GOB
2	Mr. Md.Azizul Islam	Director	Additional Secretary-Posts & Telecommunications division, MoPT & IT	Nominated by GOB
3	Ms. Touhida Bulbul	Director	Additional Secretary (Admin)-MoST	Nominated by GOB
4	Mr. Md.Jalal Uddin	Director	Joint Secretary-MoF	Nominated by GOB
5	Col. Md.Arefin Talukder, PSC	Director	Colonel GS, DGFI, Bangladesh	Nominated by GOB
6	Dr. Md. Mahbubul Alam Joarder	Director	Professor -Institute of Information Technology, University of Dhaka	Nominated by GOB
7	Mr. Hossain Khaled	Independent Director	Director-DCCI	Nominated by GOB
8	Mr. Nasir Uddin Ahmed, FCA, FCS	Independent Director	Council Member, ICAB & Partner, MABS & J Partners, Chartered Accountants	Nominated by GOB
9	Mr. Mashiur Rahman	Managing Director	BSCCL	Nominated by GOB

(b) Transactions with the following companies where the Directors of the company are related for the year ended 30 June 2019:

Sl No.	Name of the company (Related party)	Name of the Director	Relationship of the Director with the company	Type of transaction	Transactions during the year	Year end balance
1	Bangladesh Telecommunications Company Limited	Mr. Ashoke Kumar Biswas	Chairman	Bandwidth sale	435,181,574	1,124,426,529
2	Bangladesh Telecommunications Company Limited	Mr. Ashoke Kumar Biswas		Co-location Sale	-	21,463,462
3	Bangladesh Telecommunications Company Limited	Mr. Ashoke Kumar Biswas		Backhaul Purchase	128,478,647	31,833,823
4	Bangladesh Telecommunications Company Limited	Mr. Ashoke Kumar Biswas		Co-location Purchase	468,000	468,000
5	Teletalk Bangladesh Ltd.	Mr. Ashoke Kumar Biswas		Bandwidth sale	12,875,243	8,259,416

(c) Transactions with the following companies where the Directors of the company are related for the year ended 30 June 2018:

Sl. No.	Name of the company (Related party)	Name of the Director	Relationship of the Director with the company	Type of transaction	Transactions during the year	Yearend balance
1	Bangladesh Telecommunications Company Limited	Mr.Shyam Sunder Sikder	Chairman	Bandwidth sale	349,136,945	973,933,160
2	Bangladesh Telecommunications Company Limited	Mr.Shyam Sunder Sikder		Co-location Sale	21,463,462	
3	Bangladesh Telecommunications Company Limited	Mr.Shyam Sunder Sikder		Backhaul Purchase	197,495,056	-
4	Teletalk Bangladesh Limited	Mr.Shyam Sunder Sikder		Bandwidth sale	11,358,476	4,096,063
					Amount in Taka	
					2018-2019	2017-2018

(d) Key management personnels compensation

(i) MD's Remuneration

Short term employee benefits (salary and other allowances)

Provident Fund

Bonus

3,515,394

3,184,601

-

53,806

453,360

480,835

3,968,754

3,719,242

(ii) Other Management personnel remuneration and benefit

Salary

Bonus

96,814,905

87,241,924

6,792,833

6,133,224

103,607,737

93,375,148

525,905

652,021

(e) Director's Board Meeting Attendance Fees

(f) Other Disclosures

The Directors of the company did not take any benefit from the company other than the board meeting attendance fees as disclosed above.

1 Expense reimbursed to the managing agent - Nil

2 Commission or other remuneration payable separately to a managing agent or his associate - Nil

3 Commission received or receivable by the managing agent or his associate as selling or buying agent of other concerns in respect of contracts entered into such concerns with the company - Nil

4 The money value of the contracts for the sale or purchase of goods and materials or supply of services, entered into by the company with the managing agent or his associate during the financial year.

5 Any other perquisites or benefit in cash or in kind stating - Nil

6 Other allowances and commission including guarantee commission - Nil.

i) Pensions, ii) Gratuities, iii) Payment from Provident Fund, iv) Compensation for loss of office and v) Consideration in connection with retirement from office.

53 Segment information

Business activities of BSCCL are not organized on the basis of differences in related services or differences in geographical areas of operations. It essentially provides similar services to clients across the country.

54 Comparatives

Comparative information in the following major areas has been rearranged to conform to current year's presentation

55 Number of employees

As at 30 June 2019 the number of regular employees receiving remuneration of Tk.36,000 or above per annum was 113 (2018: 97).

56 Events after the reporting period

The Board of Directors of BSCCL, at its 173rd meeting held on 10 October 2019 proposed 16% Cash Dividend on the paid-up capital for the year 2018-2019. This dividend is subject to final approval by the shareholders at the forthcoming Annual General Meeting (AGM) of the company.


Chief Financial Officer


Company Secretary


Managing Director


Director


Chairman

Date: 10 October 2019

111

Annexure-B

**Bangladesh Submarine Cable Company Limited
Schedule of Trade Receivable
As at 30 June 2019**

(Amount in Tk.)

Sl. #	Name of Customer	Opening Balance	Addition during the year	Collection during the year	Closing Balance
1	1 Asia Alliance Communication Ltd	5,544,709		500,000	5,044,709
2	1 Asia Alliance Gateway Ltd	4,257,981			4,257,981
3	Aamra Technologies Ltd	48,179,514	82,588,881	82,316,550	48,451,846
4	Aamra Technologies Ltd(SMW#5)	42,197,444	314,369,897	209,076,437	147,490,905
5	ADN Telecom Ltd-IIG(ISP)	1,928,365	11,866,992	7,917,113	5,878,243
6	AKCEYCOM Ltd-IIG(ISP)	20,375	64,919	33,871	51,423
7	Always On Network BD Ltd-IIG(ISP)	696,683	2,628,080	2,384,044	940,719
8	Apple Global Tel Communications Ltd	4,047,909			4,047,909
9	Bangla Phone Ltd-IIG(ISP)	3,961,795	2,133,260	1,535,531	4,559,524
10	Bangla Tel Ltd	1,469,778	7,973,623	7,847,477	1,595,924
11	Bangla Trac Communications Ltd.	1,696,253	4,119,326	4,577,029	1,238,550
12	Bangladesh Internet Exchange LtdIIG	572,392	189,750		762,142
13	Banglaphone Ltd-Co-Location Charge	882,356		3,891	878,465
14	BD Hub Ltd-IIG	15,505,124	43,263,057	36,715,096	22,053,085
15	BD Link Communication Ltd	1,472,262	3,026,495	3,290,667	1,208,090
16	BDREN/UGC-ISP	5,401,979	17,680,000	21,600,387	1,481,592
17	BESTEC Telecom Ltd	3,056,856		700,000	2,356,856
18	BG International Gateway Ltd	14,933,943			14,933,943
19	BG Tel Ltd.	355,634	6,924,813	6,819,846	460,601
20	Bharti Airtel Limited(Airtel)	761,701			761,701
21	Brac Net Ltd-IIG(ISP)		2,918,941	2,452,529	466,412
22	BSNL	54,181,760	64,349,938	54,630,550	63,901,148
23	BTCL	961,921,827	271,096,461	243,470,478	989,547,810
24	BTCL-Co-Location(IPLC-SMW#4)	10,033,750			10,033,750
25	BTCL-Power&Rack(IPLC-SMW#4)	11,429,712			11,429,712
26	BTCL-SMW#5	12,011,333	133,242,898	30,567,000	114,687,231
27	BTRC for DC&DR	2,346,000	2,663,500		5,009,500
28	BTS Communication(BD) Ltd-ISP(IIG)	132,823	826,888	720,007	239,703
29	CEL Telecom Ltd	1			1
30	Chittagong Online Lte-IIG(ISP)	1,146	4,181,328	3,629,280	553,194
31	Cybergate Ltd	9,195,929	55,867,832	51,832,563	13,231,198
32	Cybergate Ltd-IIG	202,647	479,896	682,541	2
33	Cybergate Ltd-SMW#5	5,966,490	114,129,504	89,739,703	30,356,291
34	Cybergate Online Ltd(Power&Rack)IIG	-	25,489	25,489	-
35	DBL Telecom Ltd	3	-	-	3
36	Delta Infocom Ltd	3,618,358	-	500,000	3,118,358
37	Digicon Telecommunication Ltd	1,213,199	1,801,754	3,014,953	(0)
38	Earth Telecommunication Ltd-IIG	69,760,194	55,660,001	74,638,834	50,781,361
39	Earth Telecommunication Ltd-SMW#5	4,138,790	76,943,140	62,715,692	18,366,238
40	Earth Telecommunications Pvt.Ltd	5,524,258	28,624,313	24,319,255	9,829,316
41	Equitel Communication Ltd-IIG	13,675	955,680	793,538	175,817
42	Exabyte Ltd-IIG	256,771		30,000	226,771
43	Fiber @ Home Global Ltd(SMW#5)		10,405,644	5,863,553	4,542,091
44	Fiber@Home Global Ltd	26,253,408	99,264,538	85,120,000	40,397,946
45	Fiber@Home Global Ltd(ITC)	1,923,689	9,779,087	6,538,298	5,164,478
46	Fiber@Home Golbal Ltd-IIG		76,454,832	52,689,006	23,765,826
47	Fiber@Home Ltd -Power&Rack(SMW#5)	890,916	1,018,400	1,415,316	494,000
48	Fiber@Home Ltd(ITC)	849,939	8,188,601	9,038,540	0
49	Fiber@Home Ltd(Power&Rack)-SMW#4	280,788	576,280	577,529	279,539
50	Fiber@Home Ltd-Colocation (SMW#5)		2,805,136	1,834,800	970,336

Sl. #	Name of Customer	Opening Balance	Addition during the year	Collection during the year	Closing Balance
51	Fiber@Home Ltd-Co-Location Charge	19,255,218	12,709,916	22,964,472	9,000,663
52	First Communication Ltd	3,258,547			3,258,547
53	Global Fair Communication Ltd-IIG	2,015,404		1,945,303	70,101
54	Global Fair Communication Ltd	266,873		266,873	(0)
55	Global Voice Telecom Ltd	38,042		220,354	(182,312)
56	HRC Technologies Ltd	7,523,322	6,389,825	7,249,687	6,663,460
57	Infocom Ltd-IIG(ISP)		551,549	430,898	120,651
58	InterCloud Ltd	759,967		727,471	32,496
59	I-Tel Ltd-IIG	65,550			65,550
60	Kay Telecommunication Ltd	9,465,845			9,465,845
61	KS Network Ltd-IIG(ISP)	4,014,350	13,053,086	12,216,821	4,850,615
62	Level 3 Carrier Ltd	26,020,040	49,950,664	47,031,877	28,938,827
63	Level 3 Carrier Ltd-IIG		2,593,250	2,593,250	-
64	Level-3 Carrier Ltd(SMW#5)	18,579,262	147,830,695	105,021,670	61,388,287
65	Managewell Communication Ltd(SMW#5)		22,937,297	16,029,591	6,907,706
66	Managewell Communincations Ltd	4,882,951	9,149,407	7,241,553	6,790,805
67	Mango Tele Services Ltd.	177,714,553	2,497,332	25,282,989	154,928,896
68	Maxnet Online	12,653,417			12,653,417
69	Maxnet Online-IIG	11,804,355	12,403,097	10,580,467	13,626,984
70	Mir Telecom Ltd.	1,054,739	5,531,058	4,148,340	2,437,457
71	NMS Technologies Ltd-IIG(ISP)		599,502	465,700	133,802
72	Novocom Ltd	7,573,698	36,708,000	34,070,284	10,211,414
73	Novocom Ltd(ITC)	3,928,077	17,764,824	18,537,635	3,155,266
74	Novocom Ltd-IIG	2,004,176	1,254,750	2,666,662	592,264
75	Novotel	2,579,980	365,932	779,373	2,166,539
76	Orange Communication Ltd-IIG(ISP)	39,210			39,210
77	Peerex Network-IIG		43,016,282	26,567,137	16,449,145
78	Pioneer Services Ltd-IIG(ISP)		274,258	221,758	52,500
79	Planet Satellite-IIG(ISP)	454,572	1,576,028	766,703	1,263,898
80	Platinum Communications Ltd	1			1
81	Premium Connectivity Ltd-IIG(ISP)		233,125	221,875	11,250
82	Radiant Communication Ltd	5,762,242		1,050,000	4,712,242
83	Ranks Telecom Ltd	899,796		357,320	542,476
84	Ratul Telecom Ltd	13,275,840			13,275,840
85	REGO Communication Ltd	1,542,142		253,134	1,289,008
86	Roots Communications Ltd	2,044,993	7,640,880	7,667,876	2,017,997
87	Sky Tel Communication Ltd	541,575		541,578	(3)
88	Skytel Communications Ltd-IIG	6,644,643	27,305,231	23,147,932	10,801,942
89	SM Communication Ltd	1,344,610			1,344,610
90	SSD-Tech Ltd-IIG(ISP)		2,027,887	1,989,383	38,504
91	Summit Communciation -Power&Rack(5)	242,703	1,139,000	965,203	416,500
92	Summit Communication Ltd(ITC)	2,615,490	6,718,669	5,768,545	3,565,614
93	Summit Communication Ltd-Coloc-SMW5	843,569	19,521,442	13,812,549	6,552,462
94	Summit Communication Ltd-IIG	27,113,959	130,950,187	112,286,861	45,777,285
95	Summit Communication Ltd-IPLC(SMW#5)	10,066,334	121,911,943	86,820,541	45,157,736
96	Summit Communication Ltd-Power&Rack	258,966	1,618,575	1,242,860	634,682
97	Summit Communication-ADCN Terminati	272,967	511,350	675,991	108,326
98	Summit Communications Ltd	19,158,940	107,329,159	86,095,752	40,392,346
99	Summit Communications Ltd-Co-Loctio	1,777,515	10,736,796	8,493,031	4,021,279
100	Systems Sloutions&Development(ISP)		496,800	496,800	-
101	Teletalk Bangladesh Ltd-IIG(ISP)	4,096,063	11,880,000	8,711,890	7,264,173
102	Teletalk BD Ltd-Co-Location(SMW#5)		50,243		50,243
103	Telex Ltd	18,880,607			18,880,608
104	Vision Tel Ltd	5,422,425			5,422,425
Grand Total		1,777,847,992	2,356,317,211	1,900,783,383	2,233,381,822

Bangladesh Submarine Cable Company Limited
Schedule of Security Deposit received from Clients
As at 30 June 2019

(Amount in Tk.)

Sl. #	Name of Customer	Opening Balance	Addition during the year	Adjustment during the year	Closing Balance
1	Aamra Technologies Ltd	10,580,000			10,580,000
2	Aamra Technologies Ltd(SMW#5)	11,605,207	20,422,026		32,027,233
3	ADN Telecom Ltd-IIG(ISP)	1,891,290			1,891,290
4	AKCEYCOM Ltd-IIG(ISP)	39,388			39,388
5	Always On Network BD LTD-IIG(ISP)	326,244			326,244
6	Apple Network Ltd	1,012,390			1,012,390
7	Bangla Phone Ltd(IIG)	147,591			147,591
8	Bangla Tel Ltd	688,608			688,608
9	Bangla Trac	1,012,977			1,012,977
10	Bangladesh Internet Exchange Ltd IIG	62,100			62,100
11	BanglaPhone Ltd-IIG(ISP)	550,160			550,160
12	BD Hub Ltd-IIG	2,546,100	2,493,761	490,590	4,549,271
13	BD Link Communication Ltd	2,299,712			2,299,712
14	BDREN/UGC-ISP	850,000			850,000
15	BG Tel Ltd	2,328,497			2,328,497
16	Brac Net Ltd-IIG(ISP)		349,110		349,110
17	BTCL	8,912,611			8,912,611
18	BTRC(DC&DR)		195,500		195,500
19	BTS Communication(BD)Ltd-ISP	74,520			74,520
20	Chittagong Online Ltd-IIG(ISP)	66,096	351,430		417,526
21	Cybergate Ltd	5,635,000			5,635,000
22	Cybergate Ltd-IIG	126,615		37,433	89,183
23	Cybergate Ltd-SMW#5	3,777,980	7,662,084		11,440,064
24	Cybergate Online Ltd(Power&Rack)IIG		11,019		11,019
25	Digicon Telecommunication Ltd	2,164,780		2,164,779	1
26	Earth Telecommunication Ltd-IIG	18,986,488	3,050,595	21,075,073	962,010
27	Earth Telecommunication Ltd-SMW#5	3,438,500	3,261,975		6,700,475
28	Earth Telecommunications Pvt.Ltd	3,191,250			3,191,250
29	Equitel Communication Ltd-IIG	248,737	62,429		311,166
30	Fiber @ Home Global Ltd(SMW#5)		2,902,324		2,902,324
31	Fiber@Home Golbal Ltd-IIG		7,548,255		7,548,255
32	Fiber@Home Ltd	8,050,000			8,050,000
33	Fiber@Home Ltd-(ITC)	508,559	460,000		968,559
34	Fiber@Home Ltd-Co-Location	3,949,107			3,949,107
35	Fiber@Home Ltd-Colocation (SMW#5)		716,250		716,250
36	Global Fair Communication Ltd-IIG	786,600		786,600	-
37	Global Voice Ltd	688,608			688,608
38	HRC Technologies Ltd	2,094,780		1,566,230	528,549
39	Infocom Ltd-IIG(ISP)		86,573		86,573
40	KS Network Ltd-IIG(ISP)	1,128,127			1,128,127
41	Level 3 Carrier Ltd	5,750,000		2,159,000	3,591,000
42	Level-3 Carrier Ltd(SMW#5)	2,556,450	16,422,321		18,978,771
43	Managewell Communication Ltd(SMW#5)		2,185,823		2,185,823
44	Managewell Communications Ltd	1,218,801			1,218,801
45	Maxnet Online-IIG	7,866,000			7,866,000
46	Mir Telecom	5,412,537			5,412,537

Sl. #	Name of Customer	Opening Balance	Addition during the year	Adjustment during the year	Closing Balance
47	NMS Technologies Ltd-IIG(ISP)		56,350		56,350
48	Novocom Ltd	5,294,702			5,294,702
49	Novocom Ltd(ITC)	1,541,736			1,541,736
50	Peerex Networks-IIG		5,115,285		5,115,285
51	Pioneer Services Ltd-IIG(ISP)		28,750		28,750
52	Planet Satellite-IIG(ISP)	165,347			165,347
53	Premium Connectivity Ltd-IIG(ISP)		28,750		28,750
54	Roots Communication Ltd	896,153			896,153
55	Skytel Communications Ltd-IIG	2,262,613	581,349		2,843,962
56	SSD-Tech Ltd-IIG(ISP)		198,156		198,156
57	Summit Communication Ltd(ITC)	836,101			836,101
58	Summit Communication Ltd-Coloc-SMW#5	569,250	1,104,000		1,673,250
59	Summit Communication Ltd-IIG	11,494,917	2,069,834		13,564,752
60	Summit Communication Ltd SMW5	6,230,395	5,349,990		11,580,385
61	Summit Communications Ltd	10,402,057	1,886,000		12,288,057
62	Summit Communications Ltd-Colocation	1,144,250	52,210		1,196,460
63	Teletalk BD Ltd-IIG(ISP)	345,000			345,000
64	Venus Telecom Ltd	251,057			251,057
Grand Total		164,005,987	84,652,148	28,279,705	220,378,430

Annexure-D

Bangladesh Submarine Cable Company Limited
Statement of Profit or Loss and Other Comprehensive Income for IIG Unit
For the year ended 30 June 2019

	Notes	Amount in Taka	
		30 June 2019	30 June 2018
Revenue			
Circuit Activation Charges	26	977,000	473,000
IP Transit Service	27	397,696,503	363,271,935
Co-Location Charges	28	3,582	-
IP Transit Service-Export	29	58,751,638	72,673,520
		457,428,723	436,418,455
Direct cost of operation			
Electricity and generator fuel		2,330,892	1,992,177
Backhaul & Data connectivity Charges	32	142,367,016	142,206,012
IP Transit Cost	33	45,467,343	43,827,781
Exchange Loss		30,547	-
Depreciation of core machinery (Schedule-A)		26,391,901	20,179,525
		216,587,700	208,205,495
Gross profit		240,841,024	228,212,960
Operating expenses			
General and administrative expenses		31,823,977	31,744,417
Depreciation on property, plant and equipment		1,158,963	1,244,671
Provision for Bad & Doubtful Debts		12,040,769	3,164,829
		45,023,709	36,153,918
Operating profit		195,817,314	192,059,042
Non-operating income			
Bank interest and other income		421,250	570,714
Profit before WPPF & WF		196,238,564	192,629,756
Provision for contribution to WPPF & WF		9,344,694	9,172,846
Profit before taxation		186,893,870	183,456,911
Less: Current tax expenses		23,361,734	18,345,691
Net profit after tax		163,532,137	165,111,220
Total comprehensive income		163,532,137	165,111,220

Annexure-E

Bangladesh Submarine Cable Company Limited
Calculation of Current Tax Provision
For the year ended 30 June 2019

Particulars	Total Amount	Exemption rate	Exempted Amount	Chargeable Income	Amount in Taka	
					Tax Rate	Tax Liability
Profit Before Taxation	778,962,269					
Add: Provision for bad debt	76,258,619					
Provision for WPPF & WF	-					
Provision for gratuity	-					
Excess perquisite	10,642,640					
CSR expense	-					
Accounting depreciation	455,044,662					
	1,320,908,190					
Less: Tax depreciation	1,020,684,168					
Total taxable income	300,224,022					
Less: Non -operating Income	138,479,662					
Profit on which tax holiday is applicable	161,744,361					
Profit as per Ratio of Sales	123,912,483	0%	-	123,912,483	25%	30,978,121
Profit-ILG as per Ratio of Sales	37,831,878	50%	18,915,939	18,915,939	25%	4,728,985
Op. Profit of IPLC for the year	37,831,878			37,831,878	25%	
Tax on Other Income				136,974,002	25%	34,243,500
Tax on Dividend Income				1,505,660	20%	301,132
Total			18,915,939	319,139,961		70,251,738
Investment tax credit		CSR	PM R Fund	Total		Rebate
		-	-	-	10%	-
Net tax liability						70,251,738

Note

Proxy Form



Bangladesh Submarine Cable Company Limited
 Rahaman's Regnum Center (6th, 7th & 8th Floor)
 191/B, Tejgoan-Gulshan Link Road, Dhaka-1208, Bangladesh

I/ We.....
 of
 of **Bangladesh Submarine Cable Company Limited** do hereby appoint
 Mr./ Mrs.....
 of.....
 (or failing his/her)
 Mr./Ms.....
 of.....as my / our proxy to attend
 and vote on my/our behalf at the 11th Annual General Meeting of the Company to be held on 26th
 November 2019, Tuesday at 11.00 AM at Muktijuddo Smriti Milanaoton, IDEB Bhaban (1st Floor)
 Kakrial VIP Road, Dhaka-1000 or at any adjournment or any ballot to be taken in consequence thereof.

Signed this day of2019.

.....
 Signature of the Proxy

.....
 Signature of the Shareholder(s)

BO ID No.
 No of Shares being held.....

Revenue
 Stamp of
 Tk. 20/=

Notes: I). The Proxy Form, duly filled and stamped must be submitted at least 72 hours before the AGM at the
 Registered Office of the Company.
 II). Signature of the shareholder must be in accordance with the specimen signature recorded with the Company.

Note

‘বিএসসিসিএল-ই দেশকে সংযুক্ত করেছে
আন্তর্জাতিক তথ্যমহাসড়কে’

দ্বিতীয় সাবমেরিন ক্যাবল চালুর পর দেশের
মোট ব্যান্ডউইথ সক্ষমতা দাঁড়িয়েছে
প্রায় ২৭০০ জিবিপিএস

সাবমেরিন ক্যাবল সিস্টেমের **Redundancy**
নিশ্চিতকল্পে দেশকে দ্বিতীয় সাবমেরিন ক্যাবলের
(SMW-5) সাথে যুক্ত করা হয়েছে

বর্তমান সরকারের অর্থাৎ ২০০৯ সাল থেকে পরবর্তী দশ
বছরে সাবমেরিন ক্যাবল ব্যান্ডউইথের ব্যবহার ৭.৫ জিবিপিএস
হতে বৃদ্ধি পেয়ে বর্তমানে প্রায় ৭৭০ জিবিপিএস ছাড়িয়েছে

গত দশ বছরে দেশে ব্যান্ডউইথের ব্যবহার ৭.৫ জিবিপিএস হতে বেড়ে
বর্তমানে ১২০০ জিবিপিএস ছাড়িয়েছে, যার প্রায় ৬০% বিএসসিসিএল
সরবরাহ করছে

সাবমেরিন ক্যাবলের উদ্বৃত্ত ব্যান্ডউইথ আন্তর্জাতিক বাজারে লিজ প্রদান করা হচ্ছে

বিভাগীয় বিভিন্ন শহরে রাউটার ও সুইচ ইত্যাদি ইকুইপমেন্ট স্থাপনের মাধ্যমে নতুন
PoP সৃষ্টি করে সাবমেরিন ক্যাবল থেকে প্রাপ্ত ব্রডব্যান্ড ইন্টারনেট ব্যান্ডউইথ
দেশের বিভিন্ন স্থানে বিতরণের ব্যবস্থা করা হচ্ছে

ইন্টারনেটের ব্যয় হ্রাস করার লক্ষ্যে সরকারের নানামুখী পদক্ষেপের ফলশ্রুতিতে ইন্টারনেট
ব্যান্ডউইথের মূল্য জনগণের ক্রয়সীমার মধ্যে এসেছে এবং দেশে ইন্টারনেটের প্রসার বৃদ্ধি,
ডিজিটাল ডিভাইড হ্রাস এবং আইটিভিত্তিক সার্ভিসের বিকাশ ও কর্মসংস্থানের সুযোগ সৃষ্টি হয়েছে

গত দশ বছরে ইন্টারনেট ব্যান্ডউইথের মূল্য
প্রতি এমবিপিএস ২৭,০০০/- টাকা থেকে কমে ৩০০/- টাকারও নিচে দাঁড়িয়েছে



বাংলাদেশ সাবমেরিন ক্যাবল কোম্পানি লিমিটেড

রহমানস্ রেগনাম সেন্টার (৮ম ও ৯ম তলা), ১৯১/বি, তেজগাঁও-গুলশান লিংক রোড, ঢাকা-১২০৮