

**“পুঁজিবাজার বিনিয়োগ ঝুঁকিপূর্ণ। জেনে ও বুঝে বিনিয়োগ করুন।”**

“Investment in capital market involves a certain degree of risks. The investors are required to read the Rights Share Offer Document (ROD) and risk factors carefully, assess their own financial conditions and risk taking ability before making their investment decisions.”

**“পুঁজিবাজারে বিনিয়োগ ঝুঁকিপূর্ণ। বিনিয়োগকারীগণ রাইটস শেয়ার অফার ডকুমেন্ট (আরওডি) পড়ে এবং ঝুঁকির বিষয়গুলি সতর্কতার সাথে অনুধাবন করে নিজ নিজ আর্থিক অবস্থা ও ঝুঁকিগ্রহন করার সক্ষমতা বিবেচনা করে বিনিয়োগ সিদ্ধান্ত গ্রহণ করবেন।”**



**SINOBANGLA INDUSTRIES LIMITED**  
A China-Bangladesh Joint Venture Company

**Factory Address:**

Mouza: Boro Baluakandi, Gazaria, Munshiganj

**Head Office:**

Navana DH Tower, Suite: 901 & 902 (9th Floor)  
6 Panthapath, Dhaka-1215

**Abridged Version of  
RIGHTS SHARE OFFER DOCUMENT**

**SINOBANGLA INDUSTRIES LIMITED**

**DATE: 12 DECEMBER 2023**

Rights Offer of **10,098,283** Ordinary Shares of Tk. **10.00** each at an issue price of Tk. **20.00 (including premium Tk. 10)** totaling Tk. **201,965,660** offered on the basis of **01 (One) [R]: 02 (Two)** i.e., 01 (One) rights share against 02 (Two) existing shares held on the record date for entitlement of rights share.

**RECORD DATE FOR ENTITLEMENT OF RIGHTS OFFER**

|                    |          |                        |
|--------------------|----------|------------------------|
| <b>Record Date</b> | <b>:</b> | <b>09 January 2024</b> |
|--------------------|----------|------------------------|

**SUBSCRIPTION**

|                  |          |                         |
|------------------|----------|-------------------------|
| <b>Opens on</b>  | <b>:</b> | <b>28 January 2024</b>  |
| <b>Closes on</b> | <b>:</b> | <b>15 February 2024</b> |

(Within Banking hours)

**MANAGER TO THE ISSUE**



UCB Investment Limited

Bulu's Centre, (17th Floor) Plot-CWS-(A)-1, Road No-34, Gulshan Avenue, Dhaka-1212

**FULLY UNDERWRITTEN BY**

**Bengal Investments Limited**

Flat: 1C, House: 313, Road: 4, Avenue: 4  
Mirpur DOHS, Dhaka-1216

**Unicap Investments Limited**

Noor Tower, 73 Sonargaon Road, Dhaka 1205

**AUDITOR'S INFORMATION**

**FAMES & R Chartered Accountants**

Hossain Tower (11<sup>th</sup> Floor), 116 Naya Paltan, Box Culvert Road, Dhaka 1000, Bangladesh

## DISCLAIMER

As per provision of the Depository Act, 1999 and regulation made there under, rights share shall only be issued in dematerialized condition. An applicant must apply for allotment of rights shares mentioning his/her Beneficiary Owner (BO) Account number in the application form.

## SPECIAL NOTE

Please read the ROD carefully which includes "Risk Factors" before taking your investment decision.

Payments for the full value of shares applied for shall be made with designated branches of bankers to the issue by cash/pay order/demand draft payable to "SINOBANGLA INDUSTRIES LIMITED" and crossed. The pay order/demand draft for payment of share price must be drawn on a company in the same town to which the application form has been submitted. It is to be noted that all transactions above Tk. 1.00 Lac must be affected through demand draft/crossed cheque/pay orders.

## AVAILABILITY OF RIGHTS SHARE OFFER DOCUMENT

The issuer shall deliver offer document to the shareholders as required by rule 9(1)(e) of the Securities and Exchange Commission (Rights Issue) Rules, 2006. Moreover, rights shares offer document is available in the following addresses:

| Name & Address                                                                                                                    | Contract Person                                     | Telephone Number                    | E-mail & Website Address                                                  |
|-----------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------|-------------------------------------|---------------------------------------------------------------------------|
| <b>Sinobangla Industries Limited</b><br>Head Office: Navana DH Tower,<br>Suite: 901 & 902 (9th Floor)<br>6 Panthapath, Dhaka-1215 | <b>Md. Habibur Rahman</b><br>GM & Company Secretary | +880-2-55013465,<br>+880-2-55013466 | <b>Email:</b> sbil@sinobangla.com<br><b>Website:</b> www.sinobangla.com   |
| <b>UCB Investment Limited</b><br>Bulu's centre, (17th Floor) Plot-<br>CWS-(A)-1, Road No-34, Gulshan<br>Avenue, Dhaka-1212        | <b>Tanzim Alamgir</b><br>Managing Director & CEO    | 88-02-55668070<br>Ext # 800060      | <b>Email:</b> info@ucbil.com.bd<br><b>Website:</b> www.ucb-investment.com |

| Stock Exchanges                                                                                           | Available At | Telephone & Fax Number                                                                    | E-Mail & Website Address                                          |
|-----------------------------------------------------------------------------------------------------------|--------------|-------------------------------------------------------------------------------------------|-------------------------------------------------------------------|
| <b>Dhaka Stock Exchange Limited (DSE)</b><br>DSE Tower, Road: 21, House: 46<br>Nikunja, Dhaka-1229        | DSE Library  | <b>Tel:</b> +88 02 9564601, +88 02 9576210-18<br><b>Fax:</b> 88 02 9564727, 88 02 9569755 | <b>Website:</b> www.dsebd.org<br><b>E-mail:</b> listing@dsebd.org |
| <b>Chittagong Stock Exchange PLC (CSE)</b><br>CSE Building, 1080, Sheikh Mujib<br>Road, Chittagong - 4100 | CSE Library  | <b>Tel:</b> 88 031 714632-3<br><b>Fax:</b> 88 031 714101                                  | <b>Website:</b> www.cse.com.bd<br><b>E-mail:</b> info@cse.com.bd  |

## CORPORATE STATUS AND BACKGROUND

Sinobangla Industries Ltd. (SBIL) has a history of over 25 years in the plastic- packaging industry in Bangladesh. A China-Bangladesh joint venture company, established in 1996, it has been the leading manufacturer and exporter of FIBCs and woven polypropylene (WPP) bags. The Company, a member of DCCI is also an affiliate member of the EFIBCA.

The Company commenced its Unit-1 commercial operation on November 01, 1997, and Unit-2 started commercial production on May 02, 2001 with its expansion project started its production on September, 2012. The Company has vertically integrated producing system starting from polymer extrusion weaving, coating, printing, and sewing. This system provides the needed flexibility to meet various requirements of the customers. Its current yearly production capacity is 12,000 MT.

The registered office of The Company and factory is located at Mouza: Boro Baluakandhi, P.S.: Gazaria, District: Munshiganj, 31 Km. South-East from Dhaka and the Head Office is situated at Navana DH Tower, 9th Floor, 6 Panthopath, Dhaka- 1215.

## NATURE OF BUSINESS

Sinobangla Industries Limited initiated its business as a plastic packaging manufacturer with a diverse product portfolio. The company produces and exports a complete range of WPP sacks and value added FIBCs. The products range from FIBC (jumbo bag), multiply craft paper to WPP bags for packing building materials, cement, fertilizer, rice, animal & fish feed, soli, food grain, etc.

## PURPOSE OF RAISING FUND THROUGH RIGHTS ISSUE AND IMPLEMENTATION SCHEDULE

### PURPOSE OF RIGHTS ISSUE AND IMPLEMENTATION SCHEDULE Rule 8(k)

The demand for products Sinobangla Industries Limited is increasing day by day and it needs to further strengthen the operation through capital machinery import, expansion of its Unit-II, and loan repayments. The proceeds received from the Rights Issue of Sinobangla Industries Limited will be invested to procure a portion of the capital machinery of the Company for the growth of overall business operations. The Company shall issue 10,098,283 Ordinary Shares of Tk. 20.00 (Including premium Tk. 10 each) at totaling Tk. 201,965,660.00 as rights offer at 1 (One) [R]: 2 (Two) ratio i.e. 1(One) Rights share for 2(Two) existing shares held on the record date for entitlement.

The estimated utilization plan of the fund to be raised through the said Rights Issue is stated below:

| Particulars                                                                                                                                 | Amount in<br>USD | Amount in<br>Taka  | Implementation Period                          |
|---------------------------------------------------------------------------------------------------------------------------------------------|------------------|--------------------|------------------------------------------------|
| <b>Term Loan Repayments</b>                                                                                                                 | -                | 115,000,000        | Immediate after receiving Right issue fund.    |
| <b>Capital Machinery:</b>                                                                                                                   |                  |                    |                                                |
| Payment against purchase of Plastic Tape Extrusion Line with Winder and Standard Accessories                                                | 596,297          | 63,703,860         | Three to six months receiving right issue fund |
| Payment against purchase of Circular loom Machines with Standard Accessories                                                                | 217,400          | 23,261,800         |                                                |
| <b>Total</b>                                                                                                                                | <b>813,697</b>   | <b>201,965,660</b> |                                                |
| Note: Exchange rate has been considered Tk. 107 and any shortfall amount due to increase of exchange rate will be utilized from own source. |                  |                    |                                                |

Sd/-

**Abdur Rashid**  
Managing Director

Sd/-

**Md. Shariful Mowla, FCMA**  
ED & CFO

Sd/-

**Md. Habibur Rahman**  
Company Secretary

Place: Dhaka

Dated: 18 January 2023

**AUDITORS REPORT IN PURSUANCE OF SECTION 135(1) UNDER PARA 24(1) OF PART - II OF THE  
THIRD SCHEDULE OF COMPANIES ACT 1994 OF SINOBANGLA INDUSTRIES LIMITED**

**Sinobangla Industries Limited**

**Auditors' Report under Section-135(I), Para 24(I), of Part-II of Schedule III to the Companies Act 1994**

As per the requirement of Section-135(I), Para 24(I), of Part-II of Schedule III to the Companies Act 1994, management of Sinobangla Industries Limited has prepared the following statements of its Financial Position, profit or loss, and Other Comprehensive Income and cash flows for the years ended 30 June 2018, 2019, 2020, 2021, 2022 and period ended 30 September 2022 submitted those to us for working and issuance of our confirmation thereon.

We, as the auditors of the Company, having examined the financial statements of the Company for the years ended 30 June 2017, 2018, 2019, 2020 and 2021 hereby confirm that the following information has been correctly extracted from those audited financial statements. In pursuance of section 135(1) under paragraph 24(1) of part II of the Third schedule of the Companies Act 1994 our report is as under:

|                                                              | <b>Amount in Taka</b> |                      |                      |                      |                      |                      |
|--------------------------------------------------------------|-----------------------|----------------------|----------------------|----------------------|----------------------|----------------------|
|                                                              | 30-Sep-2022           | 30-Jun-2022          | 30-Jun-2021          | 30-Jun-2020          | 30-Jun-2019          | 30-Jun-2018          |
| <b>1. Statement of Financial Position</b>                    |                       |                      |                      |                      |                      |                      |
| <b>Assets</b>                                                |                       |                      |                      |                      |                      |                      |
| <b>Non-current assets</b>                                    |                       |                      |                      |                      |                      |                      |
| Property, plant and equipment                                | 793,223,890           | 808,475,455          | 680,029,805          | 685,316,374          | 691,668,763          | 627,682,394          |
| Right of Use Assets-Net                                      | 941,059               | 1,882,119            | 5,646,359            | 1,991,348            | -                    | -                    |
| Capital Expenditure in Progress                              | -                     | -                    | -                    | -                    | 22,424,601           | 6,915,994            |
| Investment in Unit-II                                        | 245,304,181           | 245,304,181          | 245,304,181          | 245,304,181          | 245,304,181          | 245,304,181          |
| Investment in Dutch Bangla Pack Ltd.                         | 35,060,000            | 35,060,000           | 34,317,877           | 34,317,877           | 34,317,877           | 34,317,877           |
| Investment on FDR                                            | 24,118,414            | 4,242,385            | 4,242,385            | 4,242,385            | 2,242,385            | 1,481,445            |
| <b>Non-current assets</b>                                    | <b>1,098,647,544</b>  | <b>1,094,964,140</b> | <b>969,540,607</b>   | <b>971,172,165</b>   | <b>995,957,807</b>   | <b>915,701,891</b>   |
| <b>Current assets, Loans &amp; Advances:</b>                 |                       |                      |                      |                      |                      |                      |
| Inventories                                                  | 506,652,575           | 735,010,843          | 603,272,157          | 353,702,679          | 347,045,264          | 238,565,019          |
| Trade Debtors                                                | 217,917,686           | 183,232,725          | 166,601,206          | 153,022,769          | 182,608,344          | 170,318,763          |
| Others Receivables                                           | 67,930,689            | 64,769,137           | 65,136,551           | 64,943,192           | 63,106,001           | 60,290,754           |
| Advance, Deposits & Prepayments                              | 200,599,945           | 181,179,497          | 228,008,058          | 228,379,452          | 169,651,919          | 169,447,314          |
| Inter transfer of Unit-II                                    | 263,587,516           | 250,164,823          | 240,601,008          | 182,584,510          | 73,461,368           | 68,856,242           |
| Cash and Cash Equivalents                                    | 38,077,131            | 51,499,712           | 69,945,025           | 65,754,494           | 12,969,708           | 49,211,464           |
| <b>Current assets</b>                                        | <b>1,294,765,542</b>  | <b>1,465,856,737</b> | <b>1,373,564,005</b> | <b>1,048,387,096</b> | <b>848,842,604</b>   | <b>756,689,556</b>   |
| <b>Total Assets</b>                                          | <b>2,393,413,086</b>  | <b>2,560,820,877</b> | <b>2,343,104,612</b> | <b>2,019,559,261</b> | <b>1,844,800,411</b> | <b>1,672,391,447</b> |
| <b>Share Holders' Equity and Liabilities</b>                 |                       |                      |                      |                      |                      |                      |
| <b>Share Capital</b>                                         |                       |                      |                      |                      |                      |                      |
| Share Capital                                                | 199,966,000           | 199,966,000          | 199,966,000          | 199,966,000          | 199,966,000          | 199,966,000          |
| Share Premium                                                | 99,983,000            | 99,983,000           | 99,983,000           | 99,983,000           | 99,983,000           | 99,983,000           |
| General Reserve                                              | 43,196,402            | 43,196,402           | 43,196,402           | 43,196,402           | 43,196,402           | 43,196,402           |
| Reserve for Revaluation of Fixed Assets                      | 2,528,125             | 2,581,857            | 2,798,760            | 3,033,886            | 3,370,984            | 3,745,538            |
| Fair Value Reserve                                           | (84,275)              | (84,275)             | (84,275)             | (84,275)             | -                    | -                    |
| Retained Earnings                                            | 218,107,331           | 211,630,196          | 193,738,880          | 167,568,885          | 161,013,904          | 146,141,755          |
| <b>Share Holders' Equity</b>                                 | <b>563,696,583</b>    | <b>557,273,180</b>   | <b>539,598,767</b>   | <b>513,663,898</b>   | <b>507,530,290</b>   | <b>493,032,695</b>   |
| <b>Non-Current Liabilities</b>                               |                       |                      |                      |                      |                      |                      |
| Investment from Unit-I                                       | 245,304,181           | 245,304,181          | 245,304,181          | 245,304,181          | 245,304,181          | 245,304,181          |
| Deferred Tax Liability                                       | 51,468,408            | 51,333,966           | 84,699,609           | 79,911,422           | 75,233,419           | 67,708,438           |
| Long Term Loan                                               | 156,803,133           | 76,713,800           | 133,707,508          | 142,904,214          | 119,399,124          | 153,508,901          |
| <b>Total Non-Current Liabilities</b>                         | <b>453,575,722</b>    | <b>373,351,947</b>   | <b>463,711,298</b>   | <b>468,119,817</b>   | <b>439,936,724</b>   | <b>466,521,520</b>   |
| <b>Current Liabilities and Provision</b>                     |                       |                      |                      |                      |                      |                      |
| Long Term Loan - Current Portion                             | 70,626,546            | 63,357,609           | 83,146,961           | 77,085,349           | 56,049,512           | 43,582,244           |
| Short Term Bank Loan-Secured                                 | 181,730,373           | 188,042,215          | 94,608,371           | 518,775,291          | 521,478,634          | 169,936,107          |
| Lease Liability-Right of Use Assets                          | 1,023,853             | 2,047,706            | 5,974,042            | 2,047,707            | -                    | -                    |
| Sundry Creditors                                             | 722,325,321           | 985,883,591          | 744,309,541          | 101,806,921          | 98,940,493           | 311,406,950          |
| Liability for Expenses                                       | 33,041,509            | 39,561,799           | 67,186,510           | 30,690,662           | 28,923,780           | 28,781,883           |
| Financial Liabilities                                        | -                     | -                    | -                    | -                    | -                    | 504,311              |
| Advance Against Sales                                        | 1,411,118             | 1,594,411            | 1,850,195            | 6,604,740            | 16,609,656           | 5,743,603            |
| Inter Transfer From Unit-I                                   | 263,587,516           | 250,164,823          | 240,601,008          | 182,584,510          | 73,461,368           | 68,856,242           |
| Provision for WPPF                                           | 3,500,536             | 2,609,876            | 5,073,062            | 3,920,591            | 4,077,519            | 4,073,194            |
| Provision for Income Tax                                     | 91,316,068            | 88,004,953           | 73,643,844           | 85,955,790           | 74,628,462           | 64,253,289           |
| Unclaimed Dividend                                           | 7,577,941             | 8,928,767            | 23,401,013           | 28,303,985           | 23,163,973           | 15,699,409           |
| <b>Current Liabilities</b>                                   | <b>1,376,140,781</b>  | <b>1,630,195,750</b> | <b>1,339,794,547</b> | <b>1,037,775,546</b> | <b>897,333,397</b>   | <b>712,837,232</b>   |
| <b>Total Liabilities</b>                                     | <b>1,829,716,503</b>  | <b>2,003,547,697</b> | <b>1,803,505,845</b> | <b>1,505,895,363</b> | <b>1,337,270,121</b> | <b>1,179,358,752</b> |
| <b>Total Equity and Liabilities</b>                          | <b>2,393,413,086</b>  | <b>2,560,820,877</b> | <b>2,343,104,612</b> | <b>2,019,559,261</b> | <b>1,844,800,411</b> | <b>1,672,391,447</b> |
| <b>Net Assets Value Per Share With Assets Revaluation</b>    | <b>28.19</b>          | <b>27.87</b>         | <b>26.98</b>         | <b>25.69</b>         | <b>25.38</b>         | <b>24.66</b>         |
| <b>Net Assets Value Per Share Without Assets Revaluation</b> | <b>28.06</b>          | <b>27.74</b>         | <b>26.84</b>         | <b>25.54</b>         | <b>25.21</b>         | <b>24.47</b>         |

|                                                                       | Amount in Taka    |                     |                    |                    |                    |                    |
|-----------------------------------------------------------------------|-------------------|---------------------|--------------------|--------------------|--------------------|--------------------|
|                                                                       | 30-Sep-2022       | 30-Jun-2022         | 30-Jun-2021        | 30-Jun-2020        | 30-Jun-2019        | 30-Jun-2018        |
| <b>2. Statement of Profit or Loss and Other Comprehensive Income:</b> |                   |                     |                    |                    |                    |                    |
| Turnover                                                              | 545,473,486       | 2,381,973,204       | 2,101,850,786      | 1,693,596,404      | 1,905,444,858      | 1,647,169,552      |
| Less : Cost of Goods Sold                                             | 476,093,742       | 2,124,205,685       | 1,888,343,523      | 1,491,522,418      | 1,700,668,747      | 1,456,229,487      |
| <b>Gross Profit</b>                                                   | <b>69,379,744</b> | <b>257,767,519</b>  | <b>213,507,263</b> | <b>202,073,986</b> | <b>204,776,111</b> | <b>190,940,065</b> |
| <b>Operating Expenses</b>                                             | <b>25,027,892</b> | <b>137,149,561</b>  | <b>115,293,829</b> | <b>102,270,303</b> | <b>107,596,063</b> | <b>96,677,755</b>  |
| Less : Administrative Expenses                                        | 13,329,617        | 69,748,559          | 70,580,319         | 70,246,963         | 73,393,104         | 67,169,635         |
| Less : Selling and Distribution Expenses                              | 11,698,275        | 67,401,002          | 44,713,510         | 32,023,340         | 34,202,959         | 29,508,120         |
| <b>Operating Profit</b>                                               | <b>44,351,852</b> | <b>120,617,958</b>  | <b>98,213,434</b>  | <b>99,803,683</b>  | <b>97,180,048</b>  | <b>94,262,310</b>  |
| Add: Other Income                                                     | 659,801           | 1,062,819           | 761,237            | 994,889            | 1,208,578          | 280,427            |
| Less : Financial Expense                                              | 11,876,835        | 38,956,892          | 41,050,682         | 50,347,088         | 41,440,466         | 39,075,356         |
| Less: Exchange Gain/(Loss)                                            | 22,375,198        | (62,941,059)        | 535,014            | (4,395,354)        | (476,292)          | -                  |
| <b>Profit Before WPPF</b>                                             | <b>10,759,620</b> | <b>19,782,826</b>   | <b>58,459,003</b>  | <b>46,056,130</b>  | <b>56,471,868</b>  | <b>55,467,381</b>  |
| <b>Less : Contribution to WPPF</b>                                    | <b>890,660</b>    | <b>2,609,876</b>    | <b>5,073,062</b>   | <b>3,920,591</b>   | <b>4,077,519</b>   | <b>4,073,194</b>   |
| <b>Profit Before Tax</b>                                              | <b>9,868,960</b>  | <b>17,172,950</b>   | <b>53,385,941</b>  | <b>42,135,539</b>  | <b>52,394,349</b>  | <b>51,394,187</b>  |
| <b>Income Tax Expenses:</b>                                           | <b>3,456,372</b>  | <b>(18,941,561)</b> | <b>17,521,034</b>  | <b>15,921,056</b>  | <b>17,806,516</b>  | <b>17,270,254</b>  |
| Current Tax                                                           | 3,311,115         | 14,361,109          | 12,664,585         | 11,327,328         | 10,375,173         | 10,182,985         |
| Deferred Tax (Expenses)/Income                                        | 145,257           | (33,302,670)        | 4,856,449          | 4,593,728          | 7,431,343          | 7,087,269          |
| <b>Profit after tax</b>                                               | <b>6,412,588</b>  | <b>36,114,511</b>   | <b>35,864,907</b>  | <b>26,214,483</b>  | <b>34,587,833</b>  | <b>34,123,933</b>  |
| Other comprehensive income                                            | -                 | -                   | -                  | -                  | -                  | -                  |
| <b>Total Comprehensive Income</b>                                     | <b>6,412,588</b>  | <b>36,114,511</b>   | <b>35,864,907</b>  | <b>26,214,483</b>  | <b>34,587,833</b>  | <b>34,123,933</b>  |
| <b>Earning per Share (EPS) Basic</b>                                  | <b>0.32</b>       | <b>1.81</b>         | <b>1.79</b>        | <b>1.31</b>        | <b>1.73</b>        | <b>1.71</b>        |
| <b>Earning per Share (EPS) Diluted</b>                                | -                 | -                   | -                  | -                  | -                  | -                  |
| <b>Total number of outstanding shares</b>                             | <b>19,996,600</b> | <b>19,996,600</b>   | <b>19,996,600</b>  | <b>19,996,600</b>  | <b>19,996,600</b>  | <b>19,996,600</b>  |
| <b>Weighted average no.of shares outstanding</b>                      | <b>19,996,600</b> | <b>19,996,600</b>   | <b>19,996,600</b>  | <b>19,996,600</b>  | <b>19,996,600</b>  | <b>19,996,600</b>  |

**3. Dividend Declared :**

|             |     |     |     |    |     |     |
|-------------|-----|-----|-----|----|-----|-----|
| Cash        | N/A | 10% | 10% | 5% | 10% | 10% |
| Bonus share | N/A | 1%  | -   | -  | -   | -   |

**4. Statement of Cash Flows:****A) CASH FLOWS FROM OPERATING ACTIVITIES**

Collection from turnover and other income  
Paid to suppliers, employee and others  
**Cash flows from operating activities**

**B) CASH FLOWS FROM INVESTING ACTIVITIES**

Investment in FDR  
Investment on Dutch Bangla Pack Ltd.  
Acquisition of fixed assets  
Capital expenditure-in-progress  
**Cash flows from investing activities**

**C) CASH FLOWS FROM FINANCING ACTIVITIES**

Increase/Decrease in long term loan  
Increase/Decrease in long term loan  
Financial Expenses  
Dividend Paid  
**Cash flows from financing activities**

**D) Net Increase/ (Decrease) in Cash & Cash Equivalents**

Cash and Cash Equivalents at the beginning of the year  
Unrealized gain/loss for foreign exchange

**E) Cash and Cash Equivalents at the end of the year**

Net Operating Cash Flow per Share-Reported

|                     | Amount in Taka       |                      |                     |                      |                      |               |
|---------------------|----------------------|----------------------|---------------------|----------------------|----------------------|---------------|
|                     | 30-Sep-2022          | 30-Jun-2022          | 30-Jun-2021         | 30-Jun-2020          | 30-Jun-2019          | 30-Jun-2018   |
| <b>30-Sep-2022</b>  |                      |                      |                     |                      |                      |               |
| 508,103,481         | 2,366,516,134        | 2,084,085,682        | 1,712,334,761       | 1,902,414,661        | 1,677,674,078        |               |
| 552,901,625         | 2,089,585,163        | 1,549,454,274        | 1,605,723,180       | 2,082,833,080        | 1,479,360,983        |               |
| <b>(44,798,144)</b> | <b>276,930,971</b>   | <b>534,631,408</b>   | <b>106,611,581</b>  | <b>(180,418,419)</b> | <b>198,313,095</b>   |               |
| <b>30-Jun-2022</b>  |                      |                      |                     |                      |                      |               |
| (19,876,029)        | -                    | -                    | (2,000,000)         | (760,940)            | -                    |               |
| (572,087)           | (742,123)            | (430,000)            | (22,066,037)        | (3,219,103)          | (182,510)            | (4,176,998)   |
| -                   | (430,000)            | (188,649,309)        | (26,641,135)        | (23,190,083)         | (130,803,029)        | (104,213,171) |
| <b>(20,448,116)</b> | <b>(189,821,432)</b> | <b>(48,707,172)</b>  | <b>(28,409,186)</b> | <b>(131,746,479)</b> | <b>(108,390,169)</b> |               |
| <b>30-Jun-2021</b>  |                      |                      |                     |                      |                      |               |
| 80,089,333          | (56,993,708)         | (9,196,706)          | 23,505,090          | (34,109,777)         | 22,112,212           |               |
| 957,095             | 73,644,492           | (418,105,308)        | 18,332,494          | 364,009,795          | (18,662,109)         |               |
| (11,784,688)        | (38,419,228)         | (40,188,826)         | (49,809,424)        | (41,440,466)         | (39,075,356)         |               |
| (1,350,826)         | (34,468,846)         | (14,901,272)         | (14,856,588)        | (12,532,036)         | (16,980,929)         |               |
| <b>67,910,914</b>   | <b>(56,237,290)</b>  | <b>(482,392,112)</b> | <b>(22,828,428)</b> | <b>275,927,516</b>   | <b>(52,606,182)</b>  |               |
| <b>2,664,654</b>    | <b>30,872,249</b>    | <b>3,532,124</b>     | <b>55,373,967</b>   | <b>(36,237,382)</b>  | <b>37,316,744</b>    |               |
| <b>30-Jun-2020</b>  |                      |                      |                     |                      |                      |               |
| 51,499,712          | 69,945,025           | 65,754,494           | 12,969,708          | 49,211,464           | 11,894,720           |               |
| (16,087,235)        | (49,317,562)         | 658,407              | (2,589,181)         | (4,374)              | -                    |               |
| <b>38,077,131</b>   | <b>51,499,712</b>    | <b>69,945,025</b>    | <b>65,754,494</b>   | <b>12,969,708</b>    | <b>49,211,464</b>    |               |
| <b>(2.24)</b>       | <b>13.85</b>         | <b>26.74</b>         | <b>5.33</b>         | <b>(9.02)</b>        | <b>9.92</b>          |               |

5. The Company has no any Subsidiary or Sister Concern.

6. Figures relating to previous years have been re-arranged/ re-stated wherever considered necessary.

7. No proceeds or part of proceeds of the issue of shares were applied directly to the company in the purchase of any business as revealed from the said accounts.

Sd/-  
A.S. Manjurul Hoque, FCA (Enr No. 695)  
FAMES & R  
Chartered Accountants

## COMPOSITION OF SHAREHOLDING POSITION OF THE COMPANY

| Particulars                                        | Number of Shares  | Total Amount in TK | Percentage  |
|----------------------------------------------------|-------------------|--------------------|-------------|
| Local Sponsor/Director                             | 4,248,060         | 42,480,600         | 21.03%      |
| Foreign Sponsors/Director                          | 1,933,746         | 1,933,740          | 9.58%       |
| Financial Institutions                             | 1,386,300         | 13,863,000         | 6.86%       |
| General Public                                     | 12,628,460        | 126,284,600        | 62.53%      |
| <b>Total number of shares held by all category</b> | <b>20,196,566</b> | <b>201,965,660</b> | <b>100%</b> |

(Note: After Considering 01% Stock dividend for the year ended June 30, 2022)

## DIRECTORS' TAKE-UP IN THE RIGHTS OFFER

### NUMBER OF RIGHTS SHARES THAT THE DIRECTORS ARE GOING TO SUBSCRIBE AND IN CASE THEY PROPOSE TO MAKE RENUNCIATION, THE REASONS AND EXTENT OF SUCH RENUNCIATION Rule 8(q)

We declare that the directors of Sinobangla Industries Limited except Mr. Ma Jiang and Mr. Tusi Ki Lam are going to fully subscribed their portion of Rights offer in the following way:

| Name of Directors    | Position          | Number of Shares Held* | No. of Share to be Subscribed | Taking Up From the Renounced Share | Total No. of Rights Share to be Subscribed |
|----------------------|-------------------|------------------------|-------------------------------|------------------------------------|--------------------------------------------|
| Mr. Enamul Huq       | Director          | 1,013,030              | 506,515                       | 241,720                            | 748,235                                    |
| Mr. Abdur Rashid     | Managing Director | 1,010,000              | 505,000                       | 241,717                            | 746,717                                    |
| Mr. Abdul Ahad       | Director          | 1,010,505              | 505,253                       | 241,717                            | 746,969                                    |
| Mr. Abul Hasnat Khan | Director          | 1,012,525              | 506,263                       | 241,719                            | 747,982                                    |
| <b>Total:</b>        |                   | <b>4,046,060</b>       | <b>2,023,030</b>              | <b>966,873</b>                     |                                            |

#### Particulars of Renunciation:

| Name of Directors | Position | Number of Shares Held* | No. of Share to be Subscribed | Name of Subscriber | No. of Renounced Share | Reason of Renunciation                 |
|-------------------|----------|------------------------|-------------------------------|--------------------|------------------------|----------------------------------------|
| Mr. Ma Jiang      | Chairman | 1,524,494              | 762,247                       | Enamul Huq         | 190,563                | Insufficiency of fund for subscription |
|                   |          |                        |                               | Abdur Rashid       | 190,561                |                                        |
|                   |          |                        |                               | Abdul Ahad         | 190,561                |                                        |
|                   |          |                        |                               | Abul Hasnat Khan   | 190,562                |                                        |
| Mr. Tsui Ki Lam   | Director | 409,252                | 204,626                       | Enamul Huq         | 51,157                 | Insufficiency of fund for subscription |
|                   |          |                        |                               | Abdur Rashid       | 51,156                 |                                        |
|                   |          |                        |                               | Abdul Ahad         | 51,156                 |                                        |
|                   |          |                        |                               | Abul Hasnat Khan   | 51,157                 |                                        |
| <b>Total:</b>     |          | <b>1,933,746</b>       | <b>966,873</b>                |                    | <b>966,873</b>         |                                        |

\*After Considering 01% Stock dividend for the year ended June 30, 2022

**Notes:** Mr. Nazrul Islam & Md. Mahfuzur Rahman is independent director; they are not holding any shares in the company.

Sd/-  
**Abdur Rashid**  
Managing Director

Sd/-  
**Md. Shariful Mowla, FCMA**  
Chief Financial Officer

Sd/-  
**Md. Habibur Rahman**  
Company Secretary

Place: Dhaka  
Dated: 18 January 2023

## BANKER TO THE ISSUE OF RIGHTS ISSUE OF SINOBANGLA INDUSTRIES LIMITED

| Banker to the Rights Issue                                                                                          | Address                                                                                                                                                                                             |
|---------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <br>United Commercial Bank Limited | Bulu's Centre, Plot-CWS-(A)-1, Road No-34, Gulshan Avenue, Dhaka-1212<br>Website: <a href="http://www.ucb.com.bd">www.ucb.com.bd</a><br>Email: <a href="mailto:info@ucb.com.bd">info@ucb.com.bd</a> |

| Region     | SL. | Branch Name       | Address                                                                                                                            |
|------------|-----|-------------------|------------------------------------------------------------------------------------------------------------------------------------|
| Dhaka      | 1   | Gulshan           | Concord I.K. Tower (1st floor), Plot#CEN(A)-2, North Avenue, Gulshan-2, Dhaka                                                      |
|            | 2   | Mirpur            | House#1, Road#4, Block -A, Section-6, Mirpur, Dhaka                                                                                |
|            | 3   | Uttara            | Paradise Tower (Ground to 2nd floor), Plot#11, Sector#03, Dhaka-Mymensingh Road, DNCC, Uttara, Dhaka.                              |
|            | 4   | Kawran Bazar      | 11, Kawran Bazar, Titas Gas Bhaban, Kawran Bazar, Dhaka                                                                            |
|            | 5   | Foreign Exchange  | 20, Dilkusha C/A Dhaka-1000                                                                                                        |
|            | 6   | Gazipur Chowrasta | Unisay Tower (1st floor) Mymensingh Road, Union- Bason, P.O - Chandana, Dist- Gazipur.                                             |
|            | 7   | Chashara          | Badhan Community Centre (1st flr), 231/5, B.B. Road, Chashara, Narayangonj                                                         |
| Mymensingh | 8   | Mymensingh        | 17, Chota Bazar, Mymensingh -2200                                                                                                  |
| Chittagong | 9   | O.R. Nizam Road   | Aerial Legend Centre, Holding-1080, CDA Avenue, East Nasirabad (GEC), PS-Panchlaish, Chittagong.                                   |
|            | 10  | Agrabad           | Atlas Rangs Plaza, Plot No.7, Sheikh Mojib Road, Agrabad C/A, Ward No.36, PS-Bandar, Chittagong City Corporation, Dist. Chittagong |
|            | 11  | Comilla           | 125/117, Raigonj (1st floor), Chatipatty, Comilla-3500                                                                             |
| Rajshahi   | 12  | Rajshahi          | 70/71, Miah Para (1st Flr.), Shaheb Bazar, Natore Maha Sarak, Rajshahi -6100                                                       |
|            | 13  | Bogra             | 221, Jhawtola, Pashari Mansion, Bogra- 5800                                                                                        |
| Khulna     | 14  | Khulna            | 47, K.D Ghosh Road, Khulna-9000                                                                                                    |
| Barisal    | 15  | Barisal           | Hosue# 87-88, Hemayet Uddin Road, Barisal City Corporation, P.S- Barisal Sadar, Barisal.                                           |
| Sylhet     | 16  | Zindabazar        | 1683/A, Zindabazar, Sylhet                                                                                                         |
| Rangpur    | 17  | Rangpur           | Asha Centre, 624, G.L. Roy Road, Ward-24, Rangpur City Corporation, PS-Kotwali, Rangpur                                            |