

Britannia Bangladesh Private Limited

**Audited Financial Statements
for the period from 25 July 2019 to 31 March 2020**

Private & Confidential

Auditors' Report

and

FINANCIAL STATEMENTS
OF

BRITANNIA BANGLADESH PRIVATE LIMITED

**For the period from
25 July 2019 to 31 March 2020**



Haque Fazlul & Co.

Chartered Accountants

21/A, Purana Paltan (5th Floor), Dhaka - 1000

**Auditors' Report to The Shareholders
of
Britannia Bangladesh Private Limited**

Opinion

We have audited the accompanying financial statements of Britannia Bangladesh Private Limited, which comprise the statement of financial position as at 31 March 2020, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the period from 25 July 2019 to 31 March 2020, and notes to the 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 the Company as at 31 March 2020, and its financial performance and its cash flows for the period from 25 July 2019 to 31 March 2020 in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994 and other applicable laws and regulations.

Basis for Opinion

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

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

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with IFRSs, the Companies Act 1994 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Report on Other Legal and Regulatory Requirements

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

- 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 account as required by law have been kept by the Company so far as it appeared from our examination of those books;
- c) the statement of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of account and returns; and
- d) the expenditure incurred was for the purpose of Company's business.

Haque Fazlul & Co.

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Chartered Accountants

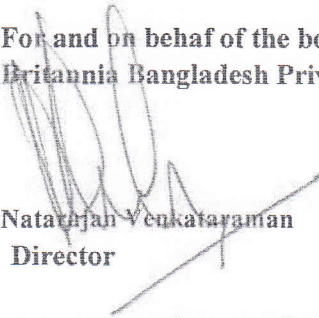
Dhaka, 19 April 2020

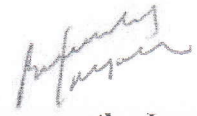
Britannia Bangladesh Private Limited
Statement of Financial Position
As at 31 March 2020

	Notes	31 March 2020 Taka
ASSETS		
Non-current assets		-
Current assets		
Cash and cash equivalents	4	4,178,385
TOTAL ASSETS		4,178,385
EQUITY AND LIABILITIES		
Shareholders' equity		
Share capital	5	4,100,000
Share money deposit	6	83,300
Retained earnings	7	(542,415)
Current Liabilities		
Trade and other payable	8	537,500
TOTAL EQUITY & LIABILITIES		4,178,385

The annexed notes 1 to 8 form an integral part of these financial statements.

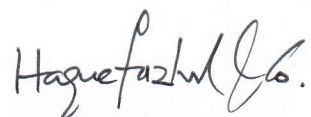
For and on behalf of the board of directors of
Britannia Bangladesh Private Limited


Natarajan Venkataraman
Director


Ramamurthy Jayaraman
Director

As per our annexed report of same date.

Dhaka
19 April 2020

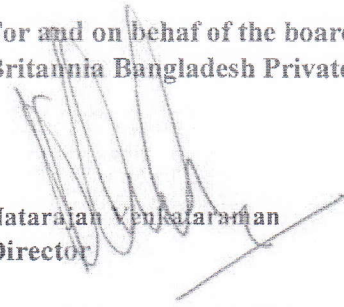

Haque Fazlul & Co.
Chartered Accountants

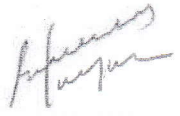
Britannia Bangladesh Private Limited
Statement of Profit or Loss and Other Comprehensive Income
For the period from 25 July 2019 to 31 March 2020

	25 July 2019 to 31 March 2020
	Taka
Sales	-
Cost of sales	-
Gross profit	-
Administrative expenses	
Office rent	480,000
Audit fees	57,500
Bank charges	4,915
	542,415
Profit/(Loss) before tax	(542,415)
Provision for income tax	-
Profit/(Loss) after tax	(542,415)
Other comprehensive income	-
Total comprehensive income/(loss) for the period	(542,415)

The annexed notes 1 to 8 form an integral part of these financial statements.

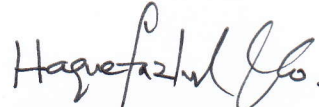
For and on behalf of the board of directors of
 Britannia Bangladesh Private Limited


 Natarajan Venkataraman
 Director


 Ramamurthy Jayaraman
 Director

As per our annexed report of same date.

Dhaka
 19 April 2020


 Haque Fazlul & Co.
 Chartered Accountants

Britannia Bangladesh Private Limited

Statement of Changes in Equity

For the period from 25 July 2019 to 31 March 2020

Particulars	Share Capital	Share Money Deposit	Retained Earnings	Total
Opening Balance as on 25 July 2019	-	-	-	-
New share capital	4,100,000	83,300	-	4,183,300
Share money deposit	-	-	-	-
Loss after tax	-	-	(542,415)	(542,415)
Closing Balance as on 31 March 2020	4,100,000	83,300	(542,415)	3,640,885

For and on behalf of the board of directors of
Britannia Bangladesh Private Limited

Natarajan Venkataranjan
Director

Ramamurthy Jayaraman
Director



Britannia Bangladesh Private Limited
Statement of Cash flows
For the period from 25 July 2019 to 31 March 2020

25 July 2019 to 31 March 2020
Taka

A. Cash Flow from Operating Activities

Profit/(Loss) after tax	(542,415)
<i>Change in working Capital</i>	
Increase/(decrease) in trade and other payable	537,500
Net cash flows from operating activities	(4,915)

B. Cash Flow from Investing Activities

Asset purchased	-
Net cash flows from investing activities	-

C. Cash Flow from Financing Activities

Received from Shareholders	4,183,300
Net cash from financing activities	4,183,300

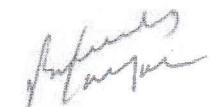
D. Net (decrease)/increase in cash and cash equivalents (A+B+C)	4,178,385
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E. Cash and cash equivalents at the beginning of the period	-
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F. Cash and cash equivalents at the end of the period (D+E)	4,178,385
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For and on behalf of the board of directors of
Britannia Bangladesh Private Limited

Natarajan Venkataraman
Director


Ramamurthy Jayaraman
Director



Britannia Bangladesh Private Limited
Notes to the Financial Statements
For the period from 25 July 2019 to 31 March 2020

1. Reporting entity

1.1 Organisation profile

Britannia Bangladesh Private Limited is a Private Limited Company incorporated under the Companies Act, 1994 bearing registration number C-153793/2019 dated 25 July 2019. At the period end the company is in the process of commencing its business operations.

The principal place of the business is the registered office at, 1, Lake Circus Kalabagan, Kalabagan PS, Dhaka, Bangladesh - 1205.

1.2 Nature of activities in Bangladesh

The company is in the business of manufacturing, marketing and selling of food and dairy products.

2. Basis of preparation of financial statements

2.1 Statement of compliance

The financial statements of First Advantage Bangladesh Ltd. have been prepared in accordance with the Bangladesh Accounting Standards (BAS) and Bangladesh Financial Reporting Standards (BFRS), The Companies Act 1994 and other applicable laws and regulations.

2.2 Critical accounting estimates, assumptions and judgments

The preparation of the financial statements in conformity with BFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the company's accounting policies.

2.3 Measurement bases used in preparing the Financial Statements

The elements of financial statements have been measured on "Historical Cost" basis, which is one of the most commonly adopted bases provided in Bangladesh Accounting Standard – BAS 1, "the framework for the preparation and presentation of financial statements".

2.4 Use of estimates and judgments

The preparation of financial statements 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. Actual results may differ from those estimates.

2.5 Going concern

Financial statements have been prepared on going concern basis as there was no significant doubt or uncertainty to continue the operation of the company in the foreseeable future. In this respect management consider the potential implications of COVID-19.

2.6 Components of financial statements

According to Bangladesh Accounting Standard (BAS) – 1, "Presentation of financial statements" the complete set of financial statements includes the following components:

- i) Statement of Financial Position.
- ii) Statement of Profit or Loss and Other Comprehensive Income.
- iii) Statement of Cash Flows.
- iv) Statement of Changes in Equity; and
- v) Notes to the Financial Statements.



3 Principal accounting policies

3.1 Cash and cash equivalents

This comprises cash in hand and at bank and considered short term highly liquid instruments that are readily convertible to cash and which are subject to an insignificant risk of changes in value.

3.2 Statement of cash flows

The Statement of Cash Flows has been prepared in accordance with the requirements of BAS 7: Statement of Cash Flows.

3.3 Revenue recognition

In terms of the provisions of BAS-18 "Revenue", revenue/income will be recognised on an accrual basis.

3.4 Share capital

Ordinary shares are classified as equity when there is no contractual obligation to transfer cash or other financial assets.

3.5 Responsibility for preparation and presentation of financial statements

The Management is responsible for the preparation and presentation of Financial Statements under section 183 of the Companies Act, 1994 and as per the Provision of BAS -1, "The Framework for the preparation and presentation of Financial Statements".

3.6 Reporting currency and level of precision

The figures in the Financial Statements represent Bangladesh Currency (Taka), which have been rounded off to the nearest Taka.

3.7 Reporting period

The financial year of the Company covers the period starting from 25 July 2019 (date of incorporation) to 31 March 2020. The company generally follows 1 April to 31 March the financial accounting year.



31 March 2020

Taka

4 Cash and cash equivalents

Cash at bank - current account	4,178,385
	<u>4,178,385</u>

5 Share capital

Authorized capital	<u>25,000,000</u>
25,00,000 Ordinary shares of Tk. 10 each	

Issued & paid-up capital	<u>4,100,000</u>
4,10,000 Ordinary shares of Tk. 10 each	

Shareholding position:

Sl. No.	Name of the Shareholders	Number of shares	Par value of Shares	Taka
1	Britannia Industries Limited	409,999	10	4,099,990
2	Ramamurthy Jayaraman	1	10	10
	Total	410,000		4,100,000

6 Share money deposit

Britannia Industries Limited	83,226
Ramamurthy Jayaraman	74
	<u>83,300</u>

7 Retained earnings

Opening balance	-
Profit/(Loss) after tax	(542,415)
	<u>(542,415)</u>

8 Trade and other payable

Other payable (Note: 8.1)	537,500
	<u>537,500</u>

8.1 Other payable

Audit fees payable	57,500
Rent payable	400,000
Tax payable on rent	20,000
VAT payable on rent	60,000
	<u>537,500</u>

