



AHMED MASHUQUE & CO.

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AUDITORS' REPORT' TO THE SHAREHOLDERS OF BAJAJ BANGLADESH LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of Bajaj Bangladesh Limited, which comprise the statement of financial position as at 31 March 2014, and statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with the Bangladesh Financial Reporting Standards (BFRS), and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatements, whether due to fraud or error.

Auditors' responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing (BSA). Those standards require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence that we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of Bajaj Bangladesh Limited as at 31 March 2014, and its financial performance and its cash flows for the year ended 31 March 2014 in accordance with Bangladesh Financial Reporting Standards (BFRS).



Report on other legal and regulatory requirements

The financial statements comply with the applicable sections of the Companies Act, 1994 and other applicable laws and regulations as applicable.

We also report that:

- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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; and
- c) the company's statement of financial position and statement of comprehensive income dealt with by the report are in agreement with the books of account.

Dated,

26 APR 2014
Dhaka.

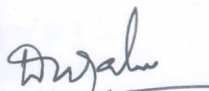
Ahmed Mashuque & Co.
Chartered Accountants

Bajaj Bangladesh Limited
Statement of financial position
As at 31 March 2014

	<u>Notes</u>	<u>31-Mar-14</u> <u>Taka</u>	<u>31-Mar-13</u> <u>Taka</u>
<u>ASSETS</u>			
Non-current assets			
Preliminary expenses	3.00	33,275	33,275
Pre-operative expenses	4.00	127,100	127,100
Current assets			
Advances, deposits & prepayments		12,100,000	-
Cash & cash equivalents	5.00	2,352,243	199,990
Total assets		14,612,617	360,365
<u>EQUITY & LIABILITIES</u>			
Share capital	6.00	20,000,000	200,000
Share money deposits		115,024	102,865
Retained earnings		(5,662,257)	-
		14,452,768	302,865
Current liabilities			
Audit fees		57,500	57,500
Sundry creditors		80,500	-
Other payable		21,850	-
		159,850	57,500
Total equity & liabilities		14,612,617	360,365

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



Director


Director

Signed in terms of our report of even date annexed.

Dhaka

26 APR 2014


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Chartered Accountants

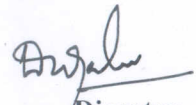


Bajaj Bangladesh Limited
Statement of comprehensive income
For the year ended 31 March 2014

<u>Particulars</u>	<u>Notes</u>	From 01-Apr-2013 to 31-Mar-2014	From 09-Dec-2012 to 31-Mar-2013
		<u>Taka</u>	<u>Taka</u>
Revenue		-	-
Expenditure:			
Administrative expenses	7	2,678,129	-
Personnel cost		2,984,128	-
		<u>5,662,257</u>	<u>-</u>
Net profit/(loss) before tax for the year		(5,662,257)	-
Less: Income tax expense		-	-
Net profit/(loss) after tax for the year		(5,662,257)	-
(Transferred to statement of changes in equity)		(5,662,257)	-

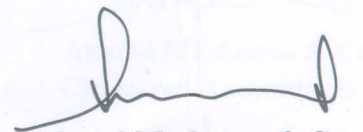
These financial statements should be read in conjunction with the annexed notes.


Director


Director

Signed in terms of our report of even date annexed.

Dhaka
26 APR 2014


Ahmed Mashuque & Co.
Chartered Accountants



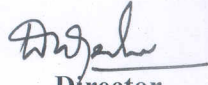
Bajaj Bangladesh Limited
Statement of changes in equity
For the year ended 31 March 2014

Amount in Taka

Particulars	Share capital	Share money deposit	Accumulated profit / (loss)	Total
Balance as at 01 April 2013	200,000	102,865	-	302,865
Increased during the year	19,800,000	19,812,159	-	39,612,159
Decreased during the year	-	(19,800,000)	-	(19,800,000)
Net profit/(loss) during the year	-	-	(5,662,257)	(5,662,257)
Balance as at 31 March 2014	20,000,000	115,024	(5,662,257)	14,452,768
Balance as at 31 March 2013	200,000	102,865	-	302,865

The financial statements should be read in conjunction with annexed notes.

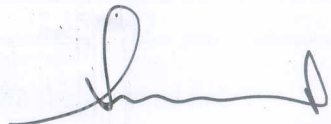

 Director


 Director

Signed in terms of our separate report of even date annexed.

Dhaka

26 APR 2014


 Ahmed Mashuque & Co.
 Chartered Accountants

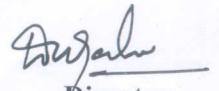


Bajaj Bangladesh Limited
Statement of cash flows
For the year ended 31 March 2014

<u>Particulars</u>	<u>Notes</u>	From 01-Apr-2013 to 31-Mar-2014	From 09-Dec-2012 to 31-Mar-2013
		Taka	Taka
Cash flows from operating activities			
Administrative expenses	7	(2,678,129)	-
Personnel cost		(2,984,128)	-
Sundry creditors		80,500	-
Other payable		21,850	-
Advances, deposit & prepayments		(12,100,000)	-
Net cash flows from operating activities (A)		<u>(17,659,907)</u>	<u>-</u>
Cash flows from investing activities			
Net cash flows from investing activities (B)		<u>-</u>	<u>-</u>
Cash flows from financing activities			
Proceeds from issuance of share capital		19,800,000	-
Proceeds from share money deposits		12,159	-
Net cash flows from financing activities (C)		<u>19,812,159</u>	<u>-</u>
Net changes in cash & cash equivalents (A+B+C)		2,152,253	-
Cash & cash equivalents at the beginning of the year		199,990	-
Cash & cash equivalents at the end of the year		<u>2,352,243</u>	<u>-</u>


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


Director


Director

As per our annexed report of even date

Dhaka
26 APR 2014


Ahmed Mashuque & Co.
Chartered Accountants



Bajaj Bangladesh Limited
Notes, comprising a summary of significant accounting policies
and other explanatory information
as at and for the year ended 31 March 2014

1.00 Corporate History

Bajaj Bangladesh Limited is a public limited company incorporated in Bangladesh on 09 December 2012 with the Registrar of Joint Stock Companies and Firms, Bangladesh under the Companies Act, 1994 vide incorporation no. # C-106043/12. The registered office of the company is located at 122, Fakirapool D.I.T Extension Road, Habib Menton (3rd Floor), Dhaka-1000. The company also obtained certificate of commencement of business from the Registrar of Joint Stock Companies and Firms, vide no. C-108043/12 dated 09 December 2012.

1.01 Objectives and nature of activities

The prime objective of the company is to carry out the business of trading, & importing of all kinds of hair care oil and other FMCG. As of balance sheet date revenue generating activities of the company yet to commence.

2.00 Summary of significant accounting policies

2.01 Basis of preparation

The financial statements of the company have been prepared in accordance with Generally Accepted Accounting Principles (GAAP) under the historical cost convention and accrual basis of accounting and in compliance with the Bangladesh Financial Reporting Standards (BFRS) and the requirements of the Companies Act, 1994 and other relevant local laws and regulations as applicable.

2.02 Components of the financial statements

Following are the components of the financial statements:

- i) Statement of financial position as at 31 March 2014;
- ii) Statement of comprehensive income for the year ended 31 March 2014;
- iii) Statement of changes in equity for the year ended 31 March 2014;
- iv) Statement of cash flows for the year ended 31 March 2014; and
- v) Notes, comprising a summary of significant accounting policies and other explanatory information as at and for the year ended 31 March 2014.

2.03 Basis of measurement

These financial statements have been prepared on going concern basis under the historical cost convention.

2.04 Functional and presentation currency

The financial statements are presented in Bangladeshi Taka (BDT) which is the company's functional currency. All financial information presented in BDT has been rounded off to the nearest Taka.

2.05 Foreign currency transaction

Transactions in foreign currencies are initially recorded in the functional currency by applying the exchange rate between the functional currency and foreign currency at the date of the transaction. Exchange differences are shown in statement of comprehensive income.



2.06 Reporting period

The financial period of the company has been determined to be from 01 April to 31 March each year. These financial statements cover the period from 01 April 2013 to 31 March 2014.

2.07 Comparative information

Comparative figures have been rearranged/regrouped wherever found necessary to conform to the presentation adopted in these financial statements.

2.08 Provisions

Provisions are recognized when the company has a present legal or constructive obligation because of past events.

2.09 Cash and cash equivalents

It indicates cash in hand and bank deposits, which were held and available for use of the company without any restriction.

2.10 Statement of cash flows

Statement of cash flows is prepared in accordance with BAS-7 "Statement of Cash Flows" under direct method.

	<u>31-Mar-14</u> Taka	<u>31-Mar-13</u> Taka
3.00 Preliminary expense	<u>33,275</u>	<u>33,275</u>
This amount represent the expenses incurred for the incorporation and having different license and registration of the company. It would be write off on the basis of management decision later on.		
4.00 Pre-operative expenses		
Audit fees	57,500	57,500
Membership expenses	30,000	30,000
Bank charge	10	10
General expenses	39,590	39,590
Total	<u>127,100</u>	<u>127,100</u>
5.00 Cash & cash equivalents		
Cash in Hand	-	50,000
Cash at Bank with State Bank of India	2,352,243	149,990
Total	<u>2,352,243</u>	<u>199,990</u>
6.00 Share capital		
Authorized share capital (5,000,000 ordinary shares @ Tk.10 each)	<u>50,000,000</u>	<u>3,000,000</u>
Issued, subscribed & paid up share capital (2,000,000 ordinary shares @ Tk.10 each)	<u>20,000,000</u>	<u>200,000</u>

Shareholding position of the company is as under:



Name of the shareholders

Bajaj Corp Limited (19,99,994 ordinary shares of Tk. 10 each)	19,999,940	199,940
Mr. Sumit Malhotra (01 ordinary shares of Tk. 10 each)	10	10
Mr. Jimmy Rustom Anklesaria (01 ordinary shares of Tk. 10 each)	10	10
Mr. Vimal Chandra Nagori (01 ordinary shares of Tk. 10 each)	10	10
Mr. Dilip Kumar Maloo (01 ordinary shares of Tk. 10 each)	10	10
Mr. Shalabh Pokharna (01 ordinary shares of Tk. 10 each)	10	10
Mr. Sujoy Sircar (01 ordinary shares of Tk. 10 each)	10	10
Total	20,000,000	200,000
	From 01-Apr-2013 to 31-Mar-2014 Taka	From 09-Dec-2012 to 31-Mar-2013 Taka

7.00 Administrative Expenses

Audit fees	57,500	-
Bank charges	6,840	-
Conveyance	71,640	-
Legal & professional expenses	1,996,476	-
Lodging & boarding	16,820	-
Office rent	23,760	-
Retainer fees	483,000	-
Secretarial expenses	5,000	-
Communication expenses	17,093	-
Total	2,678,129	-

8.00 Provision for income tax

Provision for income tax has not been made as the company yet to start revenue genenerating activities.

9.00 Events after the reporting date

There are no material events that had occurred after reporting period to the date of issue of there financial statements, which could affect the figures stated in the financial statements.

10.00 Director remuneration

During the year under audit directors of the company didn't receive any remuneration.

11.00 Particulars of Employees

The numbers of employees drawing taka 3000 or more per month was 02 during the year.

