

**INDEPENDENT AUDITORS' REPORT
AND
FINANCIAL STATEMENTS
OF
AGRO TECH FOODS (BANGLADESH) PVT. LTD.
AS AT AND FOR THE YEAR ENDED 31 MARCH 2026**



AHMED MASHUQUE & CO., *Chartered Accountants*

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**INDEPENDENT AUDITORS' REPORT
to the shareholders of
Agro Tech Foods (Bangladesh) Pvt. Ltd.
Report on the Audit of the Financial Statements**

Opinion

We have audited the financial statements of Agro Tech Foods (Bangladesh) Pvt. Ltd, (the company), which comprise the statement of financial position as at 31 March 2026, 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 the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 March 2026, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

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 requirement that are relevant to our audit of the financial statements in Bangladesh, and we have fulfilled our ethical responsibilities in accordance with these requirement. 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 International Financial Reporting Standards (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 charge with governance are also 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. But not for the purpose of expressing an opinion on the effectiveness of the company's internal control.



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· 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. 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 gives a true and fair view.

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 explanation 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 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.

Dated: 04 May 2026
Dhaka.

Ahmed Mashuque & Co.
Chartered Accountants
FRC Enlistment No:CAF-001-115

Jahangir Hussain FCA
Partner
Enrolment number: 1960
DVC: 2605051960AS268681

Agro Tech Foods (Bangladesh) Pvt. Ltd
Statement of financial position
As at 31 March 2026

Particulars	Notes	Amount in Taka	
		31-Mar-26	31-Mar-25
Assets			
Non Current assets			
Property, plant and equipment	4.00	92,881,004	100,610,664
Capital work in progress		1,919,814	-
Deferred tax assets	5.00	14,429,578	16,303,778
		109,230,396	116,914,442
Current assets			
Inventories	6.00	8,252,011	9,241,053
Investmet in FDR	7.00	26,474,171	-
Account Receivable and others	8.00	2,274,870	2,441,703
Advances, deposits and prepayments	9.00	13,923,188	7,420,134
Advance Income Tax	11.00	3,804,005	2,988,193
Cash and cash equivalents	12.00	23,902,925	45,467,899
		78,631,170	67,558,982
Total assets		187,861,566	184,473,424
Shareholder's equity and Liabilities			
Shareholder's equity			
Share capital	13.00	249,795,410	249,795,410
Retained earnings		(74,276,593)	(70,830,154)
		175,518,817	178,965,256
Liabilities			
Current liabilities			
Trade and other payable	14.00	10,344,757	4,075,587
Provision for income tax	10.00	1,997,992	1,432,581
		12,342,749	5,508,168
Total shareholder's equity and liabilities		187,861,566	184,473,424

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


Director


Director



Signed in terms of our report of even date annexed.

Dated: 04 May 2026
Dhaka.

Ahmed Mashuque & Co.
Chartered Accountants
FRC Enlistment No: CAF-001-115




Jahangir Hussain FCA
Partner
Enrolment number: 1960
DVC: 2605051960AS268681

Agro Tech Foods (Bangladesh) Pvt. Ltd
Statement of profit or loss and other comprehensive income
For the period ended 31 March 2026

Particulars	Notes	Amount in Taka	
		01 April 2025 to 31 March 2026	01 April 2024 to 31 March 2025
Revenue	15.00	42,041,208	30,019,248
Other income		474,171	-
Total		42,515,379	30,019,248
Expenses			
Cost of material consumed	16.00	23,713,450	16,953,096
Changes in inventories of finished goods	17.00	(239,575)	1,938,521
Manufacturing expense	18.00	4,712,499	2,259,506
Administrative expense	19.00	5,391,894	4,775,582
Selling and distributing expense	20.00	595,432	423,605
Employee benefits expense	21.00	1,624,310	2,961,448
Depreciation	4.00	7,729,660	7,902,251
Realized foreign exchange (gain)/ loss		(5,463)	55,177
Total Expense		43,522,207	37,269,186
Profit/(Loss) before tax		(1,006,828)	(7,249,938)
Income tax expense		2,439,611	(789,836)
Current tax expense		565,411	200,583
Deferred tax (Income)/ expense		1,874,200	(990,419)
Profit /(Loss) after tax		(3,446,439)	(6,460,102)
Other comprehensive income		-	-
Total comprehensive income/(loss)		(3,446,439)	(6,460,102)

(Transferred to statement of changes in equity)

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


Director

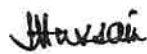

Director



Signed in terms of our report of even date annexed.

Dated: 04 May 2026
Dhaka.

Ahmed Mashuque & Co.
Chartered Accountants
FRC Enlistment No: CAF-001-115


Jahangir Hussain FCA
Partner
Enrolment number: 1960
DVC: 2605051960AS268681



Agro Tech Foods (Bangladesh) Pvt. Ltd
Statement of cash flows
For the period ended 31 March 2026

Particulars	Amount in Taka	
	01 April 2025 to 31 March 2026	01 April 2024 to 31 March 2025
A. Cash flows from operating activities		
Profit/(Loss) before tax	(1,006,828)	(7,249,938)
Depreciation	7,729,660	7,902,251
	6,722,832	652,313
Changes in working capital		
Inventories	989,042	5,617,178
Accounts receivable	166,833	(797,363)
Advances, deposits and prepayments	(6,503,054)	1,126,700
Trade and Other Payable	6,269,170	(5,825,914)
Advance income tax	(815,812)	(298,435)
	106,179	(177,834)
Net cash flow from operating activities	6,829,011	474,479
B. Cash flows from investing activities		
Acquisition of property, plant and equipment	-	-
Capital working progress	(1,919,814)	-
Investment in FDR	(26,474,171)	-
Net cash used in investing activities	(28,393,985)	-
C. Cash flows from financing activities		
Increase of share capital	-	-
Increase/(Decrease) of share money deposits	-	-
D. Net cash generated from financing activities	-	-
E. Net cash changes in cash and cash equivalent (A+B+C)	(21,564,974)	474,479
F. Opening cash and cash equivalents	45,467,899	44,993,420
Closing cash and cash equivalents	23,902,925	45,467,899

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


Director


Director



Dated: 04 May 2026
Dhaka.

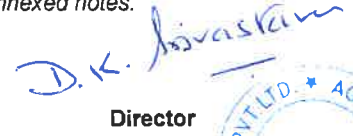


Agro Tech Foods (Bangladesh) Pvt. Ltd
Statement of changes in equity
As at 31 March 2026

Particulars	Share capital	Retained earnings	Total
Balance as at 01 April 2024	249,795,410	(64,370,052)	185,425,358
Total comprehensive income	-	(6,460,102)	(6,460,102)
Balance as at 31 March 2025	249,795,410	(70,830,154)	178,965,256
Balance as at 01 April 2025	249,795,410	(70,830,154)	178,965,256
Total comprehensive income	-	(3,446,439)	(3,446,439)
Balance as at 31 March 2026	249,795,410	(74,276,593)	175,518,817

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


Director


Director



Dated: 04 May 2026
Dhaka.



Agro Tech Foods (Bangladesh) Pvt. Ltd.
Notes, comprising significant accounting policies and other explanatory information
As at and for the year ended 31 March 2026

1.00 Company and its activities

1.01 Background

Agro Tech Foods (Bangladesh) Pvt. Ltd. ("the Company") was registered in Bangladesh on 8 April 2012 with an authorized share capital of Tk 50,000,000 divided into 5,000,000 ordinary shares of Tk 10 each. In 2014, the Company increased its authorized share capital to Tk 200,000,000 divided into 20,000,000 ordinary shares of Tk 10 each. In 2021, the Company further increased its authorized capital to 350,000,000 divided into 35,000,000 shares ordinary shares of Tk 10 each. It is a subsidiary company of Sundrop Brands Limited (Formerly known as Agro Tech Foods Limited) , India.

1.02 Nature of business

The company is mainly engaged in the manufacturing and trading of ACT II popcorn.

1.03 Registered office

The address of the registered office of the company is Sakaswar, Madhyapara, Kaliakoir, Gazipur-1750, Dhaka Bangladesh.

2.00 Basis of preparation

2.01 Statement of compliance

These financial statements have been prepared and the disclosure of information are made in accordance with International Accounting Standards (IASs) and the International Financial Reporting Standards (IFRS) as adopted in Bangladesh by the Financial Reporting Council, the Companies Act 1994, and other relevant local Laws as applicable. The statement of financial position and the statement of profit or loss and other comprehensive income have been prepared according to International Accounting Standard (IAS) 1: Presentation of Financial Statements on accrual basis of accounting following going concern assumption under generally accepted accounting principles.

Application of International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs)

IAS-1	Presentation of Financial Statements
IAS-2	Inventories
IAS-7	Statement of Cash Flows
IAS-8	Accounting Policies, Changes in Accounting Estimates and Errors
IAS-10	Events after the Reporting Period
IAS-12	Income Taxes
IAS-16	Property, Plant and Equipment
IAS-19	Employee Benefits
IAS-21	The Effects of Changes in Foreign Exchange Rates
IAS-24	Related Party Disclosures
IAS- 32	Financial Instruments: Presentation
IAS- 36	Impairment of Assets
IAS-37	Provisions, Contingent Liabilities and Contingent Assets
IAS-38	Intangibles Assets
IAS-39	Financial Instruments: Recognition and Measurement
IFRS-7	Financial Instruments: Disclosures
IFRS-9	Financial Instruments
IFRS-13	Fair Value Measurement
IFRS-15	Revenue from Contracts with Customer

2.02 Reporting period

The financial year of the company has been determined to be from 01 April to 31 March each year. These financial statements cover one year from 01 April 2025 to 31 March 2026 consistently.

2.03 Basis of accounting

The financial statements have been prepared under the accrual basis of accounting.



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2.04 Going concern

The financial statements have been prepared on going concern basis. As per the management assessment, there is no material uncertainties related to events or conditions which may cast significant doubt upon the companies ability to continue as a going concern.

2.05 Basis of measurement

The financial statements have been prepared on historical cost basis except for certain assets which are stated either at revalued amount or fair market value as explained in the accompanying notes and, therefore, do not take into consideration the effect of inflation.

2.06 Date of authorization

The Board of Directors has authorized these financial statements on 04 May 2026

2.07 Use of estimates and judgments

The preparation of the financial statements in conformity with International Financial Reporting Standards (IFRS) requires management to make judgment, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual result may differ from these estimates.

2.08 Functional and presentation currency

These financial statements are presented in Bangladesh currency (Taka), which is both functional currency and presentation currency of the company. All amount have been rounded off to the nearest Taka unless otherwise indicated.

2.09 Components of financial statements

The financial statements comprises of:

- (i) Statement of financial position as at 31 March 2026;
- (ii) Statement of profit or loss and other comprehensive income for the period from 01 April 2025 to 31 March 2026;
- (iii) Statement of changes in equity for the year ended 31 March 2026;
- (iv) Statement of cash flows for the period from 01 April 2025 to 31 March 2026;
- (v) A summary of significant accounting policies and other explanatory information as at 31 March 2026 and for the year ended 31 March 2026.

2.10 Use of estimates and judgments

The preparation of the financial statements in conformity with International Financial Reporting Standards (IFRS) requires management to make judgment, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual result may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the year in which the estimates are revised and in any future periods affected.

Judgements

Information about judgments made in applying accounting policies that have most significant effect on the amount recognized in the financial statements is included in the following notes:

- Note # 3.01 Property, plant and equipment
- Note # 3.02 Inventories

Assumption and estimation uncertainties

Information about assumption and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year is included in the following notes:

- Note # 5.00 Deferred tax assets
- Note # 10.00 Provision for income tax
- Note # 14.01 Accrued Expenses

2.11 Comparative information

Comparative information have been disclosed for all numerical information in the financial statements when it is relevant for understanding the current period's financial statements. Previous year's figure has been re-arranged whenever considered necessary to ensure comparability with the current year's presentation as per IAS 8: Accounting policies, Changes in Accounting Estimates and Errors.



Signature of D.K. Jaisankar



2.12 Materiality and aggregation

Each material class of similar items is presented separately in the financial statements. Items of dissimilar nature or function are presented separately unless they are immaterial.

2.13 Offsetting

Financial assets and liabilities are offset and net amount is reported in the financial statements only when there is legally enforceable right to set-off the recognized amounts and the company intends to either to settle on the net basis, or to realize the assets and to settle the liabilities simultaneously.

2.14 Transactions in Foreign Currencies

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Taka at the exchange rate using the closing rate. Foreign currency exchange differences arising on the settlement of monetary items or on translating monetary items at the end of the reporting period using closing rate are recognized in the statement of profit or loss and other comprehensive income as per IAS 21: "The Effects of Changes in Foreign Exchange Rates".

3.00 Significant accounting policies

3.01 Property, plant and equipment

a) Recognition and measurement

An item of property, plant and equipment that qualifies for recognition as an asset is initially recognized at its cost of acquisition and subsequently stated at cost less accumulated depreciation and impairment losses, if any, in accordance with 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.

Maintenance, renewals and betterment that enhance the economic useful life of the property, plant and equipment that improve the capacity and quality or reduce substantially the operating cost or administration expenses are capitalized by adding it to the related property, plant and equipment. If any significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items of property, plant and equipment.

b) Subsequent cost

The cost of replacing or up-gradation of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits associated with the item will flow to the company and its cost can be measured reliably. The carrying amount of the replaced component is derecognized. The costs of the day to day servicing of property, plant and equipment are recognized in profit or loss and other comprehensive income as incurred.

Capital work in progress (CWIP) as the CWIP asset has not yet been ready for use. Depreciation on each class of property, plant and equipment, CWIP is recognized in the statement of profit or loss and other comprehensive income based on the methods mentioned in the following table.

c) Depreciation

Depreciation on property, plant and equipment is recognized against profit or loss on a straight line method over the estimated useful lives of each part of an item of property, plant and equipment as this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the assets. Depreciation is charged from the date of acquisition and no depreciation is charged in the month of disposal.. The depreciation rates are as follows:

<u>Assets Category</u>	<u>Estimated lifetime</u>
Building	20 years
Plant & machinery	10 years
Factory equipment	20 years
Equipment and appliances	5 years
Computer and peripherals	5 years
Furniture and fixture	5 years



Signature
D. K. Hossain



d) Impairment

The carrying value of the Company's assets is reviewed to determine whether there is any indication of impairment at the reporting date. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of the assets or its cash-generating unit exceeds its recoverable amount. Impairment losses, if any, are recognized in the statement of profit or loss and other comprehensive income in the year concerned.

e) Derecognition

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on derecognition of an item of property, plant and equipment is determined as the difference between the net disposal proceeds and the carrying amount of the asset and is recognized in the statement of profit or loss and other comprehensive income as applicable. When revalued assets are disposed of, the amounts included in the revaluation surplus are transferred to retained earnings.

3.02 Inventories

Inventories comprise of Raw Materials, Packing Materials, Work in Process, Finished Goods, Semi Finished Goods, Inventory in Transit, Spare Parts and General Stores. These inventories except inventory in transit are valued at lower of cost and net realizable value. The cost of inventories is determined by using the weighted average cost formula, and it includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. Where necessary, allowance is provided for damaged, obsolete and slow moving items to adjust the carrying amount of inventories to the lower of cost and net realizable value as per IAS-02 Inventories. In the case of finished goods and work-in-progress, cost includes an appropriate share of production overheads based on normal operating capacity.

3.03 Advances, Deposits and Prepayments

Advances are initially measured at cost. After initial recognition, advances are carried at cost less deductions, adjustments or charges to other account heads.

Deposits are measured at payment value.

Prepayments are initially measured at cost. After initial recognition, prepayments are carried at cost less charges to the statement of profit or loss and other comprehensive income.

3.04 Cash and bank balances

Cash and bank balances includes banks on current and deposit accounts, which held and available for use by the company without any restriction.

3.05 Statement of cash flows

Cash flow from operating activities have been prepared and presented under the indirect method in accordance with the requirements of IAS 7 Statements of Cash flows.

3.06 Employee benefit scheme

The company has accounted for and disclosed employee benefits in compliance with the provisions of IAS 19: Employee Benefits. The cost of employee benefits is charged off as revenue expenditure in the period to which the contributions relate.

The company's employee benefits include the following:

Short-term employee benefits

Short-term employee benefits include salaries, bonuses, leave encashment and service benefit etc. Obligations for such benefits are measured on an undiscounted basis and are expensed as the related service is provided.

3.07 Provisions

In accordance with the guidelines as prescribed by IAS 37: Provisions, contingent liabilities and contingent assets provisions are recognized when all the following criteria are met :

- When the company has a present obligation as a result of past event;
- When it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- Reliable estimate can be made of the amount of the obligation.



Signature of Dr. Javiera



3.08 Current tax

As per International Accounting Standards (IAS) 12: "Income Tax", income tax expense comprises of current tax and deferred tax. Income tax expense is recognized in the statement of profit or loss and other comprehensive income except to the extent that it relates to items recognized directly in equity or in other comprehensive income (OCI), in which case it is recognized in equity.

Deferred Tax Assets

As per International Accounting Standards (IAS) 12: "Income Tax", deferred tax asset is recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. It is reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realized and such reductions are reversed when the probability of future taxable profits improve.

Deferred Tax Liabilities

As per International Accounting Standards (IAS) 12: "Income Tax", deferred tax liabilities are the amount of income tax payable in the future periods in respect of taxable temporary differences. Provision for deferred tax liabilities is made at the rate applied on the amount of temporary difference between accounting base and tax base of assets and liabilities.

3.09 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

The company initially recognizes receivables and deposits on the date that they are originated. All other financial assets are recognized initially on the date at which the company becomes a party to the contractual provisions of the transaction.

The company derecognizes a financial asset when the contractual rights or probabilities of receiving the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred.

Accounts receivable

Accounts receivable is stated net of provisions, if any.

Cash and bank balances

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

Financial liability

The company initially recognizes all financial liabilities on the transaction date at which the company becomes a party to the contractual provisions of the liability.

The company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire.

Trade and other payables

Trade and other payables and other financial liabilities are recognized when contractual obligations arising from past events are certain and the settlement of which is expected to result in an outflow from the company of resources embodying economic benefits.



[Signature] D.K. Hossain



3.10 Revenue recognition

IFRS 15 provides a single, principles-based approach to the recognition of revenue from all contracts with customers. It focuses on the identification of performance obligations in a contract and requires revenue to be recognized when or as those performance obligations are satisfied.

The standard is based on the principle that revenue is recognized when control of goods or services transfers to a customer, so the concept of control replaces the existing concept of risks and rewards. This standard combines, enhances and replaces specific guidance on recognizing revenue with a single standard. A new five-step process must be applied before revenue from contract with customer can be recognized:

- i. Identify the contracts with customers;
- ii. Identify the separate performance obligation;
- iii. Determine the transaction price of the contract;
- iv. Allocate the transaction price to each of the separate performance obligations; and
- v. Recognize the revenue as each performance obligation is satisfied.

3.11 Events after the reporting date

In accordance with IAS 10: *Events after the reporting period*, amount recognized in the financial statements are adjusted for event after the reporting period that provide additional evidence of conditions that existed at the end of the reporting period. No adjustment is given in the financial statements for event after the reporting period that are indicative of conditions that arose after the reporting period. Material non-adjusting events are disclosed in the financial statements.

3.12 Share capital

Paid up capital represents total amount of shareholders capital that has been paid in full by the ordinary shareholders. Holders of ordinary shares are entitled to receive dividends as declared from time to time.

3.13 Earning per share

The Company calculates its earnings per share in accordance with IAS 33: *Earning per share*.

Basic earnings

This represents earnings for the year attributable to ordinary shareholders. As there were no preference shares requiring returns or dividends, minority interest or extraordinary items, the net profit after tax for the year has been considered as fully attributable to the ordinary shareholders.

Basic earnings per share

This has been calculated by dividing the basic earnings by the weighted average number of ordinary shares outstanding during the year.

3.14 Financial risk management policies

The management of the company has the overall responsibility for the establishment and oversight of the company's risk management framework. Financial risk management policies require establishing standard procedures to identify and analyze the main risks to which the company is exposed and continually deploying and managing risk management systems designed to eliminate or reduce the probability that risks will arise and to limit their impact.



[Signature] D.K. Biswas



4 : Property, plant and equipment

Agro Tech Foods (Bangladesh) Pvt. Ltd

As at 31 March 2026

Amount in Taka

Assets Category	Cost			Depreciation					Carrying Value	
	As at 01 April 2025	Addition during the year	Transfer to Insurance claim	As at 31 March 2026	Rate %	As at 01 April 2025	Charged during the year	Transfer	As at 31 March 2026	As at 31 March 2025
Land	41,833,158	-	-	41,833,158	0	-	-	-	41,833,158	41,833,158
Building	67,752,734	-	-	67,752,734	5%	26,869,740	3,402,199	-	37,480,795	40,882,994
Plant and machinery	44,632,428	-	-	44,632,428	10%	26,789,211	4,293,905	-	13,549,312	17,843,217
Equipment and appliances	118,182	-	-	118,182	20%	113,054	3,200	-	116,254	5,129
Furniture's and fixtures	744,543	-	-	744,543	20%	702,502	26,231	-	728,733	42,041
Computer and peripherals	281,360	-	-	281,360	20%	277,235	4,125	-	281,360	4,125
As on 31 March 2026	155,362,405	-	-	155,362,405		54,751,742	7,729,660	-	92,881,004	100,610,664

Assets Category	Cost			Depreciation				Carrying Value As at 31 March 2025	Carrying Value As at 31 March 2024
	As at 01 April 2024	Addition during the year	Transfer to Insurance claim	As at 31 March 2025	Rate %	As at 01 April 2024	Charged during the year	Transfer	As at 31 March 2025
As on 31 March 2025	168,383,815	-	3,021,410	155,362,405		48,226,860	7,902,251	1,377,370	54,751,742
									100,610,663
									110,156,955

Agro Tech Foods (Bangladesh) Pvt. Ltd purchased a piece of land measuring 64 decimal in 2012 and factory structured was constructed. On 29.10.2014 filed a Misc. Case before the Assistant Commissioner of Land at Kaliakoir, Gazipur for cancellation of mutation of small part (4.80 decimal) of land as successors. Company appeared before various authorities. Currently the case is under adjudication in the office of Assistant Deputy Commission (Reveue), Gazipur.



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		Amount in Taka	
		31-Mar-26	31-Mar-25
5.00 Deferred tax assets /(Liabilities)			
Deferred tax assets	19,949,048	22,392,518	
Deferred tax liabilities	(5,519,470)	(6,088,740)	
Net deferred tax assets/(Liabilities)	14,429,578	16,303,778	
6.00 Inventories			
Raw materials	973,467	3,940,822	
Packing materials	5,789,166	4,050,428	
Finished goods	1,489,378	1,249,803	
Total	8,252,011	9,241,053	
7.00 Investmet in FDR			
Investment in FDR	26,000,000	-	
Accured Interest	474,171	-	
Total	26,474,171	-	
8.00 Account Receivable and others			
Insurance claim receivab Note (8.01)	2,274,870	2,274,870	
Account receivable	-	166,833	
Total	2,274,870	2,441,703	
8.01 Insurance claim receivable			
Transfer from property plant and equipment	2,274,870	2,274,870	
On February 27, 2025, a theft occurred at the factory premises. The Company, which is insured against such incidents for property, plant, equipment, and inventories, has filed a claim. As the claim is still being processed, the Company has recognised the claim to the book value of the lost assets under Insurance Receivable. Management expects to receive compensation for the assets under coverage, amounting to BDT 2,274,870. Out of BDT 2,274,870, BDT 1,644,039 has been transferred from property plant and equipment and remaining BDT 630,831 from CWIP.			
9.00 Advances, deposits and prepayments			
Advances			
Advances - Supplier - Services	9,335,103	4,156,594	
Advance to employee	40,000	40,000	
VAT current account	3,465,725	2,121,387	
Deposits			
Dhaka Palli Vidyut Samiti for electricity	593,600	593,600	
Prepayments			
Prepayment-Insurance	488,760	508,553	
	13,923,188	7,420,134	
10.00 Provision for income tax			
Opening balance	1,432,581	1,231,998	
Add: Provision during the year	565,411	200,583	
Closing balance	1,997,992	1,432,581	
11.00 Advance income tax			
Opening balance	2,988,193	2,689,758	
Add: Addition during the year	815,812	298,435	
Closing balance	3,804,005	2,988,193	
12.00 Cash and cash equivalent			
HSBC Bank Ltd.	23,280,427	44,845,401	
Eastern Bank Limited	622,498	622,498	
Total cash at bank	23,902,925	45,467,899	



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13.00 Share capital**Authorized share capital**

35,000,000 ordinary shares of Taka 10 each

Issued, subscribed & paid up share capital

24,979,541 ordinary shares of Taka 10 each

Shareholding position of the company is as follows :

	Number of Shares
Sundrop Brands Limited (Formerly known as Agro Tech Foods	24,979,041
Mr. Sanjay Srivastava	500
	24,979,541

350,000,000	350,000,000
--------------------	--------------------

249,795,410	249,795,410
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Value in Taka	Value in Taka
249,790,410	249,790,410
5,000	5,000
249,795,410	249,795,410

14.00 Trade and other payable

Accounts payable

Accrued Expenses (Note 14.01)

7,504,526	1,771,079
2,840,231	2,304,508
10,344,757	4,075,587

14.01 Accrued Expenses

Audit, Legal and professional fees

Withholding tax and VAT payable

Security charges

Employee benefits expense

Provisions for expenses

Electricity expense

1,141,000	931,000
198,403	353,492
111,802	-
860,846	860,846
360,330	140,170
167,850	19,000
2,840,231	2,304,508

Amount in Taka

01 April 2025	01 April 2024
to	to
31 March 2026	31 March 2025

15.00 Sales revenue

Export sales

Domestic sales

Total

38,624,688	10,166,400
3,416,520	19,852,848
42,041,208	30,019,248

16.00 Cost of material consumed**Opening balance**

Raw and packing material

Add: Purchases

Purchase during the year

Less: Closing inventory

Raw and packing material

Total

7,991,250	11,669,907
22,484,833	13,274,438
(6,762,633)	(7,991,250)
23,713,450	16,953,096

17.00 Changes in inventories of finished goods

Opening inventory of finished goods

Less: closing inventory of finished goods

Total

1,249,803	3,188,324
(1,489,378)	(1,249,803)
(239,575)	1,938,521

18.00 Manufacturing expense

Insurance expense

Consumable expenses

Electricity expenses

Laboratory expense

Manpower supply

Diesel & Fuel

Research and Development expenses

Total

625,015	337,625
469,950	141,137
217,200	602,332
312,025	112,475
859,488	568,424
1,990,874	497,513
237,947	-
4,712,499	2,259,506



Signature of Mr. Sanjay Srivastava

19.00 Administrative expenses

Travelling and conveyance
 Audit fees
 Professional fees
 License & subscription fees
 Rates and taxes
 Bank charges
 Printing and stationery
 Pest control expenses
 Security charges
 Communication expenses
 Repair and maintenance
 Insurance expense
Total

57,745	39,336
420,000	420,000
1,509,252	1,426,000
89,221	24,118
75,294	45,430
179,599	93,063
10,838	15,661
287,741	285,040
1,000,995	687,130
43,243	38,836
138,144	69,453
1,579,822	1,631,515
5,391,894	4,775,582

20.00 Selling and distributing expense

Freight outward
 C&F expenses
Total

459,200.0	293,000
136,231	130,605
595,432	423,605

21.00 Employee benefits expense

Salary and allowances
 Contribution for gratuity
 Staff welfare
Total

1,612,000	2,773,290
-	175,463
12,310	12,695
1,624,310	2,961,448



Signature



22.00 Related party transaction

During the year the company carried out a number of transactions with related parties in the normal course of business. Names of those related parties, nature of those transactions and their total value have been set out in accordance with the provisions of IAS 24: *Related Party Disclosure*.

Name of the related party transaction	Nature of transaction	Relationship	Opening balance as on 1 April 2025	Transaction during the year 2025-2026		Closing balance as at 31 March 2026
				Debit	Credit	
Sundrop Brands Limited (Formerly known as Agro Tech Foods Limited)	Revenue	Shareholder	10,166,400	48,791,088	38,624,688	-

23.00 Financial risk management

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are 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 risks
- Liquidity risks
- Market risk



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• **Credit risk**

Credit risk is the risk of a financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

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:

Particulars	As at 31 March 2026	As at 31 March 2025
Bank balances(except cash in hand)	23,902,925	45,467,899
Advances, deposits and prepayments	13,923,188	7,420,134
Account Receivable and others	2,274,870	2,441,703
	40,100,983	55,329,736

• **Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities. The Company's approach to managing liquidity (cash and bank balances) is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when they fall due, under both normal and stressed conditions, without incurring unacceptable losses.

Typically, the Company ensures that it has sufficient cash and bank balances to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast, based on time line of payment of the financial obligation and accordingly arranging for sufficient liquidity/fund to make the expected payment within due date.

In extreme stressed conditions, the Company may get support from the shareholders in the form of shareholder's loan/capital contribution.

Particulars	As at 31 March 2026	As at 31 March 2025
Trade and other payable	10,344,757	4,075,587
	10,344,757	4,075,587

• **Market risk**

Market risk is the risk that any change in market conditions, such as foreign exchange rates, interest rates and commodity prices that 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 level.

Currency risk

Transaction risk

Transaction risk arises from risk of adverse exchange rate movements occurring in the course of normal international transaction.

Interest rate risk

Interest rate risk arises from movement in interest rates. The company needs to manage interest rate risk so as to be able to repay debts as they fall due and to minimize the risks surrounding interest payments and receipts. The company bears no interest risk



Director

D.K. Biswas



Director

Kavim