

Auditors' Report
On the Financial Statements
of
Shahjibazar Power Company Limited
For the year ended June 30, 2015.

Howladar Yunus & Co.

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Independent Auditor's Report to the Shareholders of Shahjibazar Power Company Limited

We have audited the accompanying separate financial statements of Shahjibazar Power Company Limited ("the Company") as well as the consolidated financial statements of Shahjibazar Power Company Limited and its subsidiary ("the Group") which comprises the consolidated and separate statement of financial position as at June 30, 2015, 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 a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view in accordance with Bangladesh Financial Reporting Standards (BFRS), the Companies Act 1994 and the Bangladesh Securities and Exchange Rules 1987, and for such internal control as management determines is necessary to enable the preparation of these consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated 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 ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of the consolidated financial statements that give a true and fair view 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 management, as well as evaluating the overall presentation of the consolidated financial statements.

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

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Howladar Yunus & Co.

Opinion

In our opinion, the separate financial statements of the company and the consolidated financial statements of the Group give a true and fair view of the financial position of the Company as well as of the Group as at June 30, 2015 and of their financial performances and cash flows for the year then ended in accordance with Bangladesh Financial Reporting Standards (BFRS).

Emphasis of matter

Without qualifying our opinion, we draw attention to the following matters:

The auditor of Petromax Refinery Limited, subsidiary company of Shahjibazar Power Company Limited, emphasized the following matters in their audit report for the year then ended 30 June 2015:

1. Note # 9 to the financial statements where management explains, the circumstances and current status of receivable from BPC due to reduction in the petroleum price by Government.

2. Note # 27.1 to the financial statements where management explains, the details of Business promotion expenses.

The above two notes are stated and consolidated in the consolidated financial statements in note 10a and 28a respectively.

Other matter:

The financial statements of the Petromax Refinery Limited, subsidiary company of Shahjibazar Power Company Limited, for the year then ended 30 June 2015 were audited by another firm of Chartered accountants, who through their report dated October 21, 2015 expressed an unqualified opinion on those statements.

Report on Other Legal and Regulatory Requirements:

In accordance with the Companies Act 1994 and the Bangladesh Securities and Exchange Rules 1987, 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 separate and the consolidated statement of financial position and statement of profit or loss and other comprehensive income of the Company dealt with by the report are in agreement with the books of accounts; and
- d) the expenditure incurred and payments made were for the purpose of the company's business.


Chartered Accountants

Dated: October 28, 2015
Dhaka