Sea Pearl Beach Resort & Spa Limited Financial Statements (Un-Audited) As at and for the period ended on 31 March 2021

SEA PEARL BEACH RESORT & SPA LIMITED Statement of Financial Position (Un-Audited) As at 31 March 2021

ASSETS NON-CURRENT ASSETS 5,529,127,799 5,259,715, Properly, Plant and Equipment 6 3,061,613,774 3,080,712, Right of Use Asset 7 14,306,503 15,240, Capital Work in Progress 8 2,453,207,522 2,163,763,	Particulars	Notes	Amount i	n Taka
NON-CURRENT ASSETS 5,529,127,797 5,259,715,			31 Mar 2021	30 Jun 2020
Property, Plant and Equipment				
Right of Use Asset				5,259,715,916
Capital Work in Progress 8			3,061,613,774	3,080,712,062
CURRENT ASSETS Stock of Construction Material Investment Investmen		7	14,306,503	15,240,491
Stock of Construction Material 9 13,665,830 3,958, Inventories 10 45,068,031 35,289, Investment 11 35,504,431 18,166, Trade and Other Receivables 12 75,201,507 53,033, Advances, Deposits and Prepayments 13 188,375,663 139,140, Cash and Cash Equivalents 14 196,322,750 96,719, TOTAL ASSETS 6,083,266,011 5,606,023, SHAREHOLDERS' EQUITY AND LIABILITIES SHAREHOLDERS' EQUITY AND LIABILITIES SHAREHOLDERS' EQUITY STATE 1,214,522, Share Capital 15 1,207,500,000 1,207,500, Retained Earnings 16 145,748,142 7,022, NON-CURRENT LIABILITIES 3,938,243,723 3,563,220, Non-current portion of long term borrowings 17 4,761,877 Non-current portion of SPBRSL 20% Convertible Secured Bond 17 3,848,476,279 Non-current portion of Lease Liability 18 2,615,457 5,041, Deferred Tax Liabilities 19 82,390,110 33,913, CURRENT LIABILITIES 791,774,146 828,280, Current portion of Iong term borrowings 17 5,141,580 11,332, Current portion of SPBRSL 20% Convertible Secured Bond 17 660,317, 130 660,317, Current portion of SPBRSL 20% Convertible Secured Bond 17 660,317, 130 660,317, Current portion of Iong term borrowings 20 39,056,450 39,767, Dividend Payable 21 -	Capital Work in Progress	8	2,453,207,522	2,163,763,363
Stock of Construction Material 9 13,665,830 3,958, 10 45,068,031 35,289, 10 10 45,068,031 35,289, 10 11 35,504,431 18,166, 11 35,504,431 18,166, 12 75,201,507 53,033, 13 188,375,663 139,140, 14 196,322,750 96,719, 14 196,322,750 96,719, 15 1,353,248,142 1,214,522, 1,353,248,142 1,214,522, 1,353,248,142 1,207,500,000 1,20	CURRENT ASSETS		554 138 212	344 307 344
Inventories 10	Stock of Construction Material	9		3,958,029
Investment	Inventories			35,289,568
Trade and Other Receivables 12 75,201,507 53,033, Advances, Deposits and Prepayments 13 188,375,663 139,140, Cash and Cash Equivalents 14 196,322,750 96,719, TOTAL ASSETS 6,083,266,011 5,606,023, SHAREHOLDERS' EQUITY AND LIABILITIES SHAREHOLDERS' EQUITY 1,353,248,142 1,214,522, Share Capital 15 1,207,500,000 1,207,500,000 Retained Earnings 16 145,748,142 7,022, NON-CURRENT LIABILITIES 3,938,243,723 3,563,220,4 Non-current portion of long term borrowings 17 4,761,877 3,524,265,4 Non-current portion of SPBRSL 20% Convertible Secured Bond 17 3,848,476,279 3,524,265,4 Non-current portion of Lease Liability 18 2,615,457 5,041,5 Deferred Tax Liabilities 791,774,146 828,280,3 CURRENT LIABILITIES 791,774,146 828,280,3 Current portion of long term borrowings 17 5,141,580 <	Investment	11		18,166,764
Advances, Deposits and Prepayments Cash and Cash Equivalents 13 188,375,663 139,140, 196,322,750 96,719, TOTAL ASSETS 6,083,266,011 5,606,023, SHAREHOLDERS' EQUITY AND LIABILITIES SHAREHOLDERS' EQUITY Share Capital Retained Earnings 15 1,207,500,000		12		53,033,626
TOTAL ASSETS 6,083,266,011 5,606,023;		13	188,375,663	139,140,233
SHAREHOLDERS' EQUITY AND LIABILITIES SHAREHOLDERS' EQUITY 1,353,248,142 1,214,522,500,000 Retained Earnings 16 15,707,500,000 1,207,500,000 Retained Earnings 16 145,748,142 7,022,000 NON-CURRENT LIABILITIES 3,938,243,723 3,563,220,000 Non-current portion of long term borrowings 17 4,761,877 3,524,265,000 Non-current portion of SPBRSL 20% Convertible Secured Bond 17 3,848,476,279 3,524,265,000 Non-current portion of Lease Liability 18 2,615,457 5,041,500 Non-current portion of long term borrowings 17 5,141,580 11,332,000 Current portion of long term borrowings 17 60,317,130 60,317,130 Current portion of SPBRSL 20% Convertible Secured Bond 17 60,317,130 60,317,130 Current portion of Lease Liability 18 5,871,626 5,307,3 Short term borrowings 20 39,056,450 39,767,3 Dividend Payable 21 - Accounts and other Payables 22 5,503,183 57,587,6<	Cash and Cash Equivalents	14	196,322,750	96,719,126
SHAREHOLDERS' EQUITY 1,353,248,142 1,214,522,7500,000 Share Capital 15 1,207,500,000 1,207,500,000 Retained Earnings 16 145,748,142 7,022,700,000 NON-CURRENT LIABILITIES 3,938,243,723 3,563,220,8 Non-current portion of long term borrowings 17 4,761,877 3,848,476,279 3,524,265,8 Non-current portion of SPBRSL 20% Convertible Secured Bond 17 3,848,476,279 3,524,265,8 5,041,3 Non-current portion of Lease Liability 18 2,615,457 5,041,3 3,913,3 CURRENT LIABILITIES 791,774,146 828,280,3 1,1332,4 1,1332,4 Current portion of long term borrowings 17 5,141,580 11,332,4 660,317,130 <td>TOTAL ASSETS</td> <td></td> <td>6,083,266,011</td> <td>5,606,023,262</td>	TOTAL ASSETS		6,083,266,011	5,606,023,262
Share Capital 15				
Retained Earnings 16 145,748,142 7,022,7022,7022,7022,7022,7022,7022,702				1,214,522,392
NON-CURRENT LIABILITIES 3,938,243,723 3,563,220,9 Non-current portion of long term borrowings 17 4,761,877 3,848,476,279 3,524,265,8 Non-current portion of SPBRSL 20% Convertible Secured Bond 17 3,848,476,279 3,524,265,8 Non-current portion of Lease Liability 18 2,615,457 5,041,5 Deferred Tax Liabilities 19 82,390,110 33,913,2 CURRENT LIABILITIES 791,774,146 828,280,3 Current portion of long term borrowings 17 5,141,580 11,333 Current portion of SPBRSL 20% Convertible Secured Bond 17 660,317,130 660,317,130 Current portion of Lease Liability 18 5,871,626 5,307,530,75,20 Short term borrowings 20 39,056,450 39,767,20 Short term borrowings 20 39,056,450 39,767,20 Dividend Payable 21 - Accounts and other Payables 22 5,503,183 57,587,684,177 Accruals and Provisions 23 75,884,177 53,969,68				1,207,500,000
Non-current portion of long term borrowings 17	Retained Earnings	16 [145,748,142	7,022,392
Non-current portion of SPBRSL 20% Convertible Secured Bond 17 3,848,476,279 3,524,265,8 Non-current portion of Lease Liability 18 2,615,457 5,041,3 Deferred Tax Liabilities 19 82,390,110 33,913,3 CURRENT LIABILITIES 791,774,146 828,280,3 Current portion of long term borrowings 17 5,141,580 11,332,60,317,130 Current portion of SPBRSL 20% Convertible Secured Bond 17 660,317,130 660,317,130 Current portion of Lease Liability 18 5,871,626 5,307,23 Short term borrowings 20 39,056,450 39,767,23 Dividend Payable 21 - Accounts and other Payables 22 5,503,183 57,587,684,177 Accruals and Provisions 23 75,884,177 53,969,5			3,938,243,723	3,563,220,537
Non-current portion of Lease Liability 18 2,615,457 5,041,33,913,91	Non-current portion of long term borrowings		4,761,877	
CURRENT LIABILITIES 791,774,146 828,280,130 Current portion of long term borrowings 17 5,141,580 11,332,4 Current portion of SPBRSL 20% Convertible Secured Bond 17 660,317,130 660,317,130 Current portion of Lease Liability 18 5,871,626 5,307,2 Short term borrowings 20 39,056,450 39,767,2 Dividend Payable 21 - Accounts and other Payables 22 5,503,183 57,587,6 Accruals and Provisions 23 75,884,177 53,969,5				3,524,265,808
CURRENT LIABILITIES 791,774,146 828,280,3 Current portion of long term borrowings 17 5,141,580 11,332,4 Current portion of SPBRSL 20% Convertible Secured Bond 17 660,317,130 660,317, 30 Current portion of Lease Liability 18 5,871,626 5,307,30 Short term borrowings 20 39,056,450 39,767,30 Dividend Payable 21 - Accounts and other Payables 22 5,503,183 57,587,687,680 Accruals and Provisions 23 75,884,177 53,969,680				5,041,332
Current portion of long term borrowings 17 5,141,580 11,332, Current portion of SPBRSL 20% Convertible Secured Bond 17 660,317,130 660,317,130 Current portion of Lease Liability 18 5,871,626 5,307,5 Short term borrowings 20 39,056,450 39,767,5 Dividend Payable 21 - Accounts and other Payables 22 5,503,183 57,587,6 Accruals and Provisions 23 75,884,177 53,969,5	Deterred Tax Liabilities	19 [82,390,110	33,913,397
Current portion of SPBRSL 20% Convertible Secured Bond 17 660,317,130 660,317,130 Current portion of Lease Liability 18 5,871,626 5,307,5 Short term borrowings 20 39,056,450 39,767,5 Dividend Payable 21 - Accounts and other Payables 22 5,503,183 57,587,6 Accruals and Provisions 23 75,884,177 53,969,6				828,280,333
Current portion of Lease Liability 18 5,871,626 5,307,7 Short term borrowings 20 39,056,450 39,767,7 Dividend Payable 21 - Accounts and other Payables 22 5,503,183 57,587,6 Accruals and Provisions 23 75,884,177 53,969,3				11,332,438
Short term borrowings 20 39,056,450 39,767,2 Dividend Payable 21 - Accounts and other Payables 22 5,503,183 57,587,6 Accruals and Provisions 23 75,884,177 53,969,5		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		660,317,130
Dividend Payable 21 - Accounts and other Payables 22 5,503,183 57,587,0 Accruals and Provisions 23 75,884,177 53,969,0				5,307,200
Accounts and other Payables 22 5,503,183 57,587,6 Accruals and Provisions 23 75,884,177 53,969,3			39,056,450	39,767,221
Accruals and Provisions 23 75,884,177 53,969,3	Accounts and other Payables		5.503.183	57,587,042
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES 6,083,266,011 5,606,023,2	Accruals and Provisions			53,969,302
	TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES		6,083,266,011	5,606,023,262
NET ASSET VALUE PER SHARE (NAVPS) 24 11.21 10	NET ASSET VALUE PER SHARE (NAVPS)	24	11.21	10.06

The accompanying notes form an integral part of these financial statements and are to be read in conjunction therewith.

Chief Financial Officer

Company Secretary

Director Chairperson

Managing Director

Dated, Dhaka; 26 April 2021



SEA PEARL BEACH RESORT & SPA LIMITED Statement of Profit or Loss and Other Comprehensive Income (Un-Audited) For the period ended 31 March 2021

Particulars	Notes	Amount	in Taka	Amount	in Taka
rancolais		01 July 2020 to 31 March 2021	01 July 2019 to 31 March 2020	01 Jan. 2021 to 31 March 2021	01 Jan. 2020 to 31 March 2020
Operating Revenues Costs of Sales Gross Profit Administrative and Other Expenses Distribution & Selling Expenses Operating Profit	25 26 27 28	631,413,003 (117,644,790) 513,768,213 (140,772,258) (8,167,855) 364,828,100	444,769,516 (87,609,843) 357,159,673 (131,408,376) (7,562,560) 218,188,737	254,479,550 (47,440,048) 207,039,502 (48,594,349) (3,561,333) 154,883,820	139,083,866 (26,020,085) 113,063,781 (41,556,770) (2,754,602) 68,752,409
Other Income/(Loss) Net Finance Cost	29	3,293,597 (160,979,961)	(6,967,500) (145,394,642)	211,628 (52,257,914)	(3,525,046) (49,377,105)
Profit/(Loss) Before Tax & WPPF Workers Profit Participation Fund		207,141,736 (9,863,892)	65,826,595 (3,134,600)		15,850,258 (754,774)
Profit/(Loss) Before Tax Income Tax Expenses Net Profit/(Loss) for the period	30	197,277,844 (52,132,184) 145,145,660	62,691,995 (20,009,366) 42,682,629	97,940,509 (25,775,320) 72,165,189	15,095,484 (4,711,334) 10,384,150
Basic Earnings Per Share (EPS) Diluted Earnings Per Share	31 31	1,20	0.35	0.60	0.09

The accompanying notes form an integral part of these financial statements and are to be read in conjunction

Chief Firencial Officer

Company Secretary

01

Chairperson

Managing Director

Dated, Dhaka; 26 April 2021

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SEA PEARL BEACH RESORT & SPA LIMITED

Statement of Changes in Equity (Un-Audited) For the period ended 31 March 2021

Particulars	Ordinary Share Capital	Retained Earnings	Total Amount (in Tk.)
D. Lanca and 0.1 July 2020	1,207,500,000	7,022,392	1,214,522,392
Balance at 01 July 2020		(6,419,910)	(6,419,910)
Cash Dividend	•	145,145,660	145,145,660
Net Profit for the period Balance as at 31 March 2021	1,207,500,000	145,748,142	1,353,248,142

Statement of Changes in Equity (Un-Audited) For the period ended 31 March 2020

Particulars	Ordinary Share Capital	Retained Earnings	Total Amount (in Tk.)
Balance at 01 July 2019	1,150,000,000	75,567,748	1,225,567,748
	57,500,000	(57,500,000)	
Stock Dividend Net Profit /(loss) during the period	-	42,682,629	42,682,629
Balance as at 31 March 2020	1,207,500,000	60,750,377	1,268,250,377

Chief Financial Officer

Company Secretary

Director

norperson

Managina Director

Dated, Dhaka; 26 April 2021



SEA PEARL BEACH RESORT & SPA LIMITED

Statement of Cash Flows (Un-Audited) For the period ended 31 March 2021

Particulars		Amount	nt in Taka	
		01 July 2020 to 31 March 2021	01 July 2019 to 31 March 2020	
Cash Flow from Operating Activities:				
Collection from turnover	33	609,245,122	445,635,465	
Payment for operating costs & other expenses	34	(260,462,067)	(156,037,769)	
Income tax paid	35	(1,110,509)	(2,520,661)	
Net Cash (used in)/generated by operating activities		347,672,546	287,077,035	
Cash Flow from Investing Activities				
Acquisition of Property, Plant and Equipment	36	(30,201,302)	(49,403,929)	
Right of Use Asset	07	(2,508,133)	(5,524,609)	
Capital Work in progress Investment in Share & Others	37	(133,245,362) (22,688,423)	(296,065,760) 12,880,210	
Other Income/(Loss)		3,487,087	(6,174,292)	
Net Cash (used in)/generated by investing activities		(185,156,133)	(344,288,380)	
Cash Flow from Financing Activities				
Short Term borrowing Received/(Repaid)-Net		(710,771)	6,204,978	
Net Finance (Cost)/Income	38	(2,491,678)	(666,017)	
Secured Term Loans Received/(Repaid)-Net	39	(1,428,981)	(5,688,131)	
SPBRSL 20% Convertible Secured Bond	40			
Lease Liability Received/(Repaid)-Net		(1,861,449)	4,400,000	
Receipt from/payment to related party		(50,000,000)		
Dividend Paid		(6,419,910)	-	
Proceeds from fresh issuance of share capital	41	• ·	75,000,000	
Total Cash used in Financing Activities		(62,912,789)	79,250,830	
Net changes increase /(decrease) in cash and cash equivalents		99,603,624	22,039,486	
Opening cash and cash equivalents		96,719,126	109,825,183	
Closing Cash and Cash Equivalents		196,322,750	131,864,669	
Net Operating Cash Flows per Share (NOCFPS)	32	2.88	2.38	

The accompanying notes form an integral part of these financial statements and are to be read in conjunction therewith.

Chief Financial Officer

Company Secretary

Director Chairpers

MO House

Dated, Dhaka; 26 April 2021

SEA PEARL BEACH RESORT & SPA LIMITED Notes to the Financial Statements (Un-Audited) As at & for the period ended 31 March 2021

1. Legal status of the Company

1.1 Reporting entity Sea Pearl Beach Resort & Spa Limited ("the Company") is a Public Limited Company by shares. The Company was incorporated on 26 May 2009 having registration no. C-77653/09/2009 under the Companies Act 1994 as a Private Limited Company in Bangladesh and subsequently the Company was converted into a Public Limited Company by special resolution dated 14 November 2017. The Company is listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited.

1.2 Registered office The registered office of the company is located at 4 K. B., Ismail Road, Mymensingh.

1.3 Corporate office Corporate office of the Company is located at UTC Tower (Level-14), 8 panthapath, Karwanbazar, Dhaka-1215.

1.4 Operation office Operation office of the Company is located at Jaliapolong, Inani, Ukhia, Cox's Bazar-4750, Bangladesh.

2. Nature of business activities
Sea Pearl Beach Resort & Spa Limited (the owner of "Royal Tulip Cox's Bazar") a Five Star Resort & hotel in Bangladesh, started its commercial operation from 17 September 2015. The principal activities of the Company throughout the period/year were carrying on Resort & Hotel business. The business activities connected with the Resort & Hotel business are carried out through a Franchise Agreement between Sea Pearl Beach Resort & Spa Limited (Franchisee") and GI Investments BV (the "Franchisor)", a limited liability company organized under the laws of the Netherlands, having its registered office at Arnhemseweg 2, 387 CH Amersfoot, the Netherlands dated 01 June 2014. Franchisor are knowledgeable and experienced in managing and promoting five star hotels and resorts and has (and/or its Affiliates have) performed such services throughout the world. The Company has also commenced commercial operation of its Water Park which is at the immediate vicinity of the resort.

3 Basis of preparation

3.1 Statement of compliance
The financial statements have been prepared in accordance with the applicable International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) adopted by the Institute of Chartered Accountants of Bangladesh (ICAB), the Companies Act 1994 and other applicable laws and regulations.

Applicable International Accounting Standards (IASs) are as follows:

IAS Title	IAS No.	Compliance
Presentation of Financial Statements	1	Complied
	2	Complied
Ol 1 1 -f Cook Flours	7	Complied
Accounting Policies, Changes in Accounting Estimates and	8	Complied
Events After the Reporting Period	10	Complied
	12	Complied
	16	Complied
		Complied
Employee Benefits	17	
Accounting for Government Grants and Disclosure of	20	Not Applicable
The Effects of Changes in Foreign Exchange Rates	21	Complied
	23	Complied
	24	Complied
Accounting and Reporting by Retirement Benefit Plans	26	Not Applicable
Separate Financial Statements	27	Not Applicable
Investments in Associates and Joint Ventures	28	Not Applicable
Financial Reporting in Hyperinflationary Economies	29	Not Applicable
Financial Instruments: Presentation	32	Complied
	33	Complied
	34	Complied
	36	Complied
Provisions Contingent Lightilities and Contingent Assets	37	Complied
	38	Complied
	40	Not Applicable
	41	Not Applicabl
	Presentation of Financial Statements Inventories Statement of Cash Flows Accounting Policies, Changes in Accounting Estimates and Errors Events After the Reporting Period Income Taxes Property, Plant and Equipment Employee Benefits Accounting for Government Grants and Disclosure of Government Assistance The Effects of Changes in Foreign Exchange Rates Borrowing Costs Related Party Disclosures Accounting and Reporting by Retirement Benefit Plans Separate Financial Statements Investments in Associates and Joint Ventures Financial Reporting in Hyperinflationary Economies Financial Instruments: Presentation Earnings Per Share Interim Financial Reporting Impairment of Assets Provisions, Contingent Liabilities and Contingent Assets Intangible Assets Investment Property Adriculture	Presentation of Financial Statements 1 Inventories 2 Statement of Cash Flows 7 Accounting Policies, Changes in Accounting Estimates and Errors Events After the Reporting Period 10 Income Taxes 12 Property, Plant and Equipment 16 Employee Benefits 19 Accounting for Government Grants and Disclosure of Government Assistance 17 The Effects of Changes in Foreign Exchange Rates 21 Borrowing Costs 23 Related Party Disclosures 24 Accounting and Reporting by Retirement Benefit Plans 26 Separate Financial Statements 27 Investments in Associates and Joint Ventures 28 Financial Reporting in Hyperinflationary Economies 29 Financial Instruments: Presentation 32 Earnings Per Share 33 Interim Financial Reporting Itabilities and Contingent Assets 37 Intangible Assets 19 Investment Property 40



Applicable International Financial Reporting Standards (IFRSs) are as follows:

SL. No	IFRS Title	IFRS No.	Compliance
1	First-time Adoption of International Financial Reporting Standards	1	Complied
2	Share-based Payment	2	Not Applicable
3	Business Combinations	3	Not Applicable
4	Insurance Contracts	4	Not Applicable
5	Non-current Assets Held for Sale and Discontinued Operations	5	Not Applicable
6	Exploration for and Evaluation of Mineral Resources	6	Not Applicable
7	Financial Instruments: Disclosures	7	Complied
8	Operating Segments		Not Applicable
9	Financial Instruments		Complied
10	Consolidated Financial Statements	10	Not Applicable
11	Joint Arrangements	11	Not Applicable
12	Disclosure of Interests in Other Entities		Not Applicable
13	Fair Value Measurement	13	Complied
14	Regulatory Deferral Accounts		Not Applicable
15	Revenue from Contracts with Customers	15	Complied
16	Leases	16	Complied

3.2 Other regulatory compliances

The Company is also required to comply with the following major laws and regulation in addition to the Companies Act 1994:

The Securities & Exchange Rules 1987,

The Securities & Exchange Ordinance 1969,

The Regulation of Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited, The Income Tax Ordinance 1984,

The Income Tax Rules 1984,

The Value Added Tax Act 1991

The Value Added Tax Rules 1991,

The Customs Act 1969.

3.3 Structure, content and presentation of financial statements

Being the general purpose financial statements, the presentation of these financial statements is in accordance with the guidelines provided by IAS 1: "Presentation of Financial Statements". A complete set of financial statements comprises:
i) Statement of Financial Position as at 31 March 2021,

- ii) Statement of Profit or Loss and Other Comprehensive Income for the period ended on 31 March 2021,
- iii) Statement of Changes in Equity for the period ended on 31 March 2021, iv) Statement of Cash Flows for the period ended on 31 March 2021,
- v) Notes comprising a summary of significant accounting policies and other explanatory information to the financial statements as at & for the period ended on 31 March 2021,

3.4 Basis of Measurement of Elements of Financial Statements

The financial statements have been prepared on the Historical Cost basis, and therefore, do not take into consideration the effect of inflation. The accounting policies, unless otherwise stated, have been consistently applied by the Company and are consistent with those of the previous period/year.

3.5 Functional and presentation currency

These financial statements are presented in Bangladesh Taka (BDT/Taka/Tk) which is both functional and presentation currency.

3.6 Risk and uncertainty for use of estimates and judgments

The preparation of financial statements in conformity with International Accounting Standards and International Financial Reporting Standards 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 and for contingent assets and liabilities that require disclosure, during and at the date of the financial statements.



Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions of accounting estimates are recognized in the period/year in which the estimate is revised and in any future period/years affected as required by IAS 8: "Accounting Policies, Changes in Accounting Estimates and Errors".

3.7 Going concern

As per IAS-1 para 25, a company is required to make assessment at the end of each period/year to assess its capability to continue as a going concern. Management of the Company makes such assessment each period/year. The company has adequate resources to continue in operation for the foreseeable future and has wide coverage of its liabilities. For this reason, the Directors continue to adopt the going concern assumption while preparing the financial statements.

3.8 Accrual basis

The financial statements have been prepared, except cash flow information, using the accrual basis of accounting.

3.9 Reporting period

The financial statements of the company covers three months from 01 January 2021 to 31 March 2021.

3.10 Basis of Preparation of the interim Financial Statements

These interim financial statements should be read in conjunction with the Financial Statements for the year ended 30 June, 2020. (hereafter referred to as the "Annual Financial Statements"), as they provide an update to previously reported information.

The accounting policies used are consistent with those used in the Annual Financial Statements. The financial statements have been prepared in accordance with the International Financial Reporting Standards (IFRSs). The presentation of the Interim Financial Statements is consistent with the Annual Financial Statements. Where necessary, the comparatives have been reclassified or extended to take into account any presentational changes made in the Annual Financial Statements. The preparation of the Interim Financial Statements requires management to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities at the date of the Interim Financial Statements. If in the future such estimates and assumptions, which are based on management's best judgment at the date of the Interim Financial Statements, deviate from the actual, the original estimates and assumptions will be modified as appropriate in the period in which the circumstances change.

The company operates in industries where significant seasonal or cyclical variations in total sales are not experienced during the reporting period.

Income Tax expense is recognized based upon the best estimate of the weighted average income tax expected for the reporting period.

There is no significant event after the end of the interim period that has to be reflected in the financial statements for the interim period.

4 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

4.1 Foreign currency transactions

Foreign currency transactions are recorded, on initial recognition in the functional currency at the spot exchange rate ruling at the transaction date.

At the end of each reporting period in compliance with the provision of IAS 21: The Effects of Changes in Foreign Exchange Rates.

(a) Foreign currency monetary items are translated using the closing rate.

(b) Non-monetary items that are measured in terms of historical costs in a foreign currency are translated using the exchange rate at the date of the transaction.

(c) Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rate at the date when the fair value is determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rate different from those at which they were translated on initial recognition during the period/year or in previous financial statements is recognized in profit or loss in the period in which they arise.

4.2 Property, plant and equipment initial recognition and measurement

Property, plant and equipment are capitalized at cost of acquisition and subsequently stated at cost less accumulated depreciation in compliance with the requirements of IAS 16: Property, Plant and Equipment. The cost of acquisition of an asset comprises its purchase price and any directly attributable cost of bringing the assets to its working condition for its intended use inclusive of inward freight, duties, non-refundable taxes and un-allocated expenditures etc.



Subsequent costs

The cost of replacing part of an item of property, plant and equipment's is recognized in the carrying amount of an item if it is probable that the future economic benefits embodied within the part will flow to the company and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognized in the profit or loss account as 'Repair & Maintenance 'when it is incurred.

Depreciation on fixed assets

Depreciation is provided to amortize the cost of the assets after commissioning, over the period of their expected useful lives, in accordance with the provisions of IAS 16: Property, Plant & Equipment. Depreciation is charged when the related assets are available for use as per management's intention. No depreciation is charged after the date of disposal of an asset. Depreciation is charged on all fixed assets after assessing useful life on reducing balance method as follows:

Particular of Assets	Rate of Depreciation
Land & Land Development	0.00%
Building & Other Civil Works	1.25%
Furniture & Fixture	10.00%
Computer Accessories & Equipment	10.00%
Machineries	5.00%
Equipments	5.00%
Vehicle	10.00%

The gain or losses on disposal or retirement of assets are included in profit or loss & Other comprehensive Income when the item is disposed off/derecognized.

4.3 Capital works in-progress

Property, plant and equipment under construction or not available for use are accounted for as capital works in progress and are measured at cost until completion of construction or installation or available for use. In conformity with IAS 16: property, plant & equipment no depreciation is charged on Capital work in progress as it is not available for use.

4.4 Inventories

Inventories (Stock and Stores) are measured at the lower of cost and net realizable value. The Cost of Inventory is assigned by using average cost formula. The costs of inventories consist of purchase, costs of conversion, import duties and other non-refundable taxes and other costs if any incurred in bringing the inventories to their present location and condition.

4.5 Cash and cash equivalents

Cash and cash equivalents consists of cash in hand and with banks on current and deposit accounts and short-term investments which are held and available for use by the company without any restriction.

4.6 Trade and other receivable

Trade and other receivable are initially recognized at cost which is the fair value of the consideration given in return. After initial recognition these are carried at cost less impairment losses due to uncollectible of any amount so recognized. No impairment of trade and other receivables occurred during the period/year under review.

4.7 Earnings per share (EPS)

Basic earnings:

Earnings per share (EPS) is calculated in accordance with International Accounting Standard IAS-33 "Earnings per Share" by dividing the profit or loss attributable to ordinary equity holder of the entity by the number of ordinary shares outstanding during the period/year. For the purpose of basic earnings per share, the amount attributable to the ordinary equity holders of the entity in respect of profit or loss from continuing operations attributable to the entity is adjusted for the after tax amount of preference dividend.

Diluted earnings per share:

For the purpose of calculating diluted earnings per shares, an entity adjust profit or loss attributable to each ordinary equity holders of the entity, and weighted average number of shares outstandingfor the effects of all dilutive, potential ordinary shares. The company has SPBRSL 20% Convertible Secured Bond and therefore there are dilutive potential ordinary shares for which diluted earning per share has been calculated and disclosed in note (31)

Retrospective adjustment in earnings per Share:

The basic and diluted earnings per share for all periods presented is adjusted retrospectively for any increase in the number of ordinary or potential ordinary shares outstanding as a result of capitalization, bonus issues or share split. The per share calculations for those and any prior period/year financial statements presented is based on the new number of shares.



4.8 Revenue

Revenue (Room rent, Sales proceeds of beverage, income from laundry, water park and shop rental & other revenues) is recognized at fair value of the consideration received or receivable in the period/year during which the services are provided. Revenue is recognized the parties to the contract have approved the contract, the entity can identify each party's rights and payment terms for the goods or services to be transferred, the contract has commercial substance, the entitled in exchange for services that will be transferred to the customer, net of value added tax, supplementary duty and service charge collectible from clients as well as rebate and discount allowed to customers in compliance with the requirements of IFRS 15: "Revenue from contracts with customers".

4.9 Impairment of assets

All assets except inventory, assets arising from construction contracts and financial assets is assessed at the end of each reporting period to determine whether there is any indication that an assets may be impaired. If any such indication exists the company assesses the recoverable amount. If, and only if, the recoverable amount of an asset is less than its carrying amount, the carrying amount of the assets is reduced to its recoverable amount. The reduction is an impairment loss as per IAS 36: Impairment of Assets.

An impairment loss is recognized immediately in profit or loss, unless the asset is carried at revalued amount in accordance with another standard. Any impairment loss of a revalued asset is treated as a revaluation decrease.

No such assets have been impaired during the period/year and for this reason no provision has been made for impairment of assets.

4.10 Borrowing cost

Borrowing costs are interest and other costs that an entity incurs in connection with the borrowing of funds.

Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying assets are recognized as a part of the qualifying assets. Other borrowing costs are recognized as an expense in the period/year in which it incurs in accordance with IAS-23 "Borrowina Cost".

The company capitalizes borrowing cost on the ratio of total rooms and rooms which are not available for use as per managements intention.

4.11 Authorization date for issuing financial statements

The financial statements were authorized by the Board of Directors on 26 April 2021 for issue after completion of review.

4.12 Provisions, accrued expenses and other payables

Provisions and accrued expenses are recognized in the financial statements in line with the International Accounting Standard (IAS) 37 "Provisions, Contingent Liabilities and Contingent Assets" when

- ·the company has a legal or constructive obligation as a result of past event.
- ·it is probable that an outflow of economic benefit will be required to settle the obligation.
- ·a reliable estimate can be made of the amount of the obligation.

Other Payables are not interest bearing and are stated at their nominal value.

4.13 Financial Instruments

Non-derivative financial instruments comprise trade and other receivables, cash and cash equivalents, fixed deposit with bank, borrowings and other payables and are shown at transaction cost

An entity recognizes a financial assets or liabilities in its statement of financial position when, and only when, the entity becomes a party to the contractual provision of the instrument.

4.14 Segment Reporting

No segment reporting is applicable for the Company as required by IFRS 8:"Segment reporting".

4.15 Statement of Cash Flow

The statements of cash flows has been prepared in accordance with requirements of IAS 7: Statement of cash flows. The cash generated from operating activities has been prepared using the "Direct Method" in accordance with IAS 7.

4.16 Related Party Disclosures

The Company carried out transaction with related parties in the normal course of business and on arm's length basis during the reporting period. The information as required by IAS 24: "Related party Disclosure" has been disclosed in a separate notes to the financial statements.



4.17 Taxation:

Current Tax Liability:

Current Tax is the amount of income taxes payable (recoverable) in respect of the taxable profit (tax loss) for a period. The Provision for Current Tax on the profit for the period ended on 31 March 2021, has been made in the Financial Statements.

Deferred Tax Liability:

Deferred Tax Liabilities is the amount of income taxes payable in future period in respect of taxable temporary difference. A deferred tax liability is recognized for all taxable temporary differences, except to the extent that the deferred tax liability arises from:

(a) The initial recognition of goodwill; or

(b) The initial recognition of an asset or liability in a transaction which;

(i) Is not a business combination; and

(ii) At the time of the transaction, affects neither accounting profit nor taxable profit (loss) Deferred Tax Assets:

A deferred tax asset shall be recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilized, unless the deferred tax asset arises from the initial recognition of an asset or liability in a transaction that:

(a) is not a business combination; and

(b) at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

Deferred tax liability/assets is measured at the tax rates that are expected to apply to the period when the assets are realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Unused tax losses and unused tax credits

A deferred tax assets shall be recognized for the carry forward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilized.

4.18 Contingent Assets and Liabilities

A contingent asset is disclosed when it is a possible asset that arises from the past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

A contingent liability is disclosed when it is a possible obligation that arises from the past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

A confingent assets is disclosed as per IAS 37, where an inflow of or economic benefits is probable. A contingent liability is disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

The company has no contingent assets or liabilities which require disclosure under IAS 37. Contingent assets and contingent liabilities are not recognized in the financial statements.

4.19 Events after the reporting period

Events after the reporting period are those events, favorable and unfavorable, that occur between the end of the reporting period and the date when the financial statements are authorized for issue. Two types of events can be identified:

- (a) those that provide evidence of conditions that existed at the end of the reporting period (adjusting events after the reporting period); and
- (b) those that are indicative of conditions that arose after the reporting period (non-adjusting events after the reporting period)

4.20 Employee Benefits

The Company has accounted for employee benefits in compliance with the provision of IAS 19:

During the period the Company has recognized Workers' Profit Participation and Welfare Funds @ 5% on net profit before tax after charging such expenses as per Bangladesh Labour Act 2006 as

The Nomination and Remuneration Committee (NRC), a sub-committee of Board formed to ensure good governance in the company as per Corporate Governance Code in notification No. BSEC/CMRRCD/2006 of Bangladesh Securities and Exchange Commission reviews all post employee benefits to comply with IAS 19 Employee Benefits and the policies are under implementation which has been approved by the Board.

4.21 Comparative Information

Comparative information has been disclosed in respect of the previous period/year for all numerical information in the financial statements and also the narrative and descriptive information when it is relevant for understanding of the current period/year financial statements. Previous period/year has been re-arranged/re-stated whenever considered necessary to ensure comparability with the current year presentation as per IAS-1: Presentation of Financial Statements and IAS-8: Accounting Policies, Changes in Accounting Estimates and Errors in notes wherever applicable.



4.22 Implementation, Relevant Assumptions and Disclosures of IFRS 16

IFRS-16: "Leases" has come into force on 01 January 2019 as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB). The Company has applied IFRS-16 as it has entered into contracts for Motor Vehicles & Office Premises that conveys the right to control the use of an identified asset for a period of time in exchange for consideration. **Right-of-Use Assets**

A Company recognize right of use assets at the inception date which is measured as cost, less any accumulated depreciation. Right of use assets are depreciated on a straight line basis over the lease term. The right of use assets are presented under Non-current Asset in Statement of Financial Position.

Lease Liability

At the commence date of the lease, the company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term using the incremental borrowing rate. Lease liabilities is measured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payment.

Risk Exposure Interest Rate Risk

Interest rate risk is that which the company faces due to unfavorable movements of the interest rates. Changes in the government's monetary policy, along with increased demand for loans/investments tend to increase the interest rates. Such rises in interest rates mostly affect companies having floating rate loans or companies investing in debt securities.

Management Perception:

Since the Sea Pearl Beach Resort & Spa Limited has not borrowed funds at flexible interest rate, hence, not involved in the interest rate risk. The company has been repaying borrowed funds on a continuous basis

5.2 Exchange Rate Risk

Exchange rate risk arises due to changes in exchange rates. As the Company imports equipment from abroad and also earns revenue in foreign currency, unfavorable volatility or currency fluctuation may affect the profitability of the Company. When exchange rate is increased against local currency opportunity is created for generating more profit.

Management Perception:

Sea Pearl Beach Resort & Spa Limited management changes the price of their services to cope with the change in exchange rate to mitigate the affect of unfavorable volatility in exchange rate

5.3 Industry Risks

Industry risk refers to the risk of increased competition from foreign and domestic sources leading to lower prices, revenues, profit margins, market share etc. which could have an adverse impact on the business, financial condition and results of operation.

Management Perception:

The Company continuously carries out research and development (R&D) to keep pace with the customer choices and fashions.

5.4 Market Risks

Market risk refers to the risk of adverse market conditions affecting the sales and profitability of the company. Mostly, the risk arises from falling demand for the product or service which would harm the performance of the company. On the other hand, strong marketing and brand management would help the company increase their customer base.

Management Perception:

The company's brand "Royal Tulip Cox's Bazar" has a very strong image in the local and international market. GT Investments BV also have the reputation of providing quality hotel management services. Moreover, the demand for five star hotels in the country is increasing while there are very few five star hotels to meet the demand. Strong brand management and quality service has enabled the company to capture significant market share in the sector. And the company is continuously penetrating into the market and upgrading the quality of their service to minimize the risk.

5.5 Operational Risks

Non-availabilities of materials/equipment/services may affect the smooth operational activities of the Company. On the other hand, the equipment may face operational and mechanical failures due to natural disasters, terrorist attacks, unforeseen events, lack of supervision and negligence, leading to severe accidents and losses.

Management Perception:

The Company is equipped with power backup and security (CCTV) systems, which reduce operational risk. Besides, the equipment is under Insurance coverage in order to get reasonable compensation for any damages. Apart from these, routine security check and proper maintenance of the equipment also reduce/eliminate the operational risk.



Property Plant and Equipment

A. Cost:

Opening Balance Addition during the period/year Closing Balance

3,333,419,848 2,981,284,498 30,254,502 352,135,350 3,333,419,848

Amount in Taka

30-Jun-20

3,080,712,062

15,240,491

As at 31-Mar-2

Less: Accumulated Depreciation

Opening Balance
Addition during the period/year
Closing Balance

252,707,786	188,548,830
49,352,790	64,158,956
302,060,576	252,707,786

Written down value (A-B)

3,061,613,774 A detailed schedule on property, plant & equipment has been given in Annexure-A.

Right of Use Asset

A. Cost:
Opening Balance
Addition during the period/year
Closing Balance

18,822,766 2,508,133 21,330,899

B. Less: Accumulated Depreciation Opening Balance Addition during the period/year Closing Balance

3.582.275

Written down value (A-B)

14,306,503 A detailed schedule on Right of Use Asset in accordance with IFRS-16 Leases has been given in Annexure-A.

Capital Work in Progress

2,453,207,522	2,163,763,363

SI. No.	Particulars	Opening Balance as on 01-07-2020	Addition during the period	Total	Transfer to Property Plant & Equipment's	Closing Balance as on 31-03-2021
01.	Building & Other Civil Works	1,881,448,157	208,641,428	2.090,089,585	rdolbineurs	
02.	Furniture & Fixture		A SECURIOR PROPERTY OF THE PARTY OF THE PART			2,090,089,585
	Machineries	150.258.006	80.802.731	231,060,737		231,060,737
28.8		51,419,155		51,419,155		
04.	Equipments	80,638,045				51,419,155
	Total			80,638,045		80,638,045
_	Total	2,163,763,363	289,444,159	2,453,207,522	THE STATE OF STREET	2,453,207,522

The above balance represents cost incurred up to the Statement of Financial Position date for property, plant and equipments (PPE). Balance of capital work in progress for furniture & fixture as on 31 March 2021 is 231,060,737 which is included tk. 106,827,300 that has been done through utilization of IPO fund, these are under progress and not available for use

Stock of Construction Materials

This is made up as under:

Bricks Rod Sand Stone chips Sanitary material Other materials Total

1,025,164 45.892 7,251,510 71,248 1,120,542 744,460 45,861 1,450,537 602,591 1,845,982 1,204,586 3,958,029 2,215,486 13,665,830

The above balance represents cost of sundry construction materials in hand as on Statement of Financial Position date.

10 Inventories

This is made up as under:

Food Beverage General store

45,000,031	35,289,568
45,068,031	
28,102,360	21,047,980
7,953,128	7,303,280
	0,730,300
9,012,543	6,938,308

Quantify wise breakup of Food, Beverage and General Stores could not be given as it was difficult to quantify each item separately and distinct category due to variety of items.

Investment
This is made up as under: Mozaffar Hossain Spinning Mills Ltd. Oimex Electrode Limited First Security Islami Bank Limited Queen South Textile Mills Ltd. Total

As at 31 March 2021		021	30-Jun-20	
Book value	Fair value	Gain/(Loss)	Fair Value	
20,811,034	20,086,015	(725,019)	3,174,717 4,769,038 482,681	
38,401,007	15,418,416 35,504,431	(2,171,557)	9,740,328	



12 Trade and Other Receivables This is made up as under: Trade receivable - net Total

Amount in Taka

As at As at 31-Mar-21 30-Jun-20 75,201,507 **75,201,507** 53,033,626 53,033,626

	SI.	raniculars	Amount In (Tk.)	Amount In (Tk.)
	1	Debts considered good and in respect of which the company is fully secured.		
	11	Debts considered good for which the company hald	•	
	111	personal second.	75,201,507	53,033,626
	IV	Debts considered doubtful or bad. Debts due by any director or the street of the stre	-	0.00
		Debts due by any director or other officer of the company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member to be separately stated.	-	•
		Debts due by companies under the same management to be disclosed with the names of the companies		-
	VI	The maximum amount due by directors or other officer of the company at the time during the period to be shown by way of a note.		
		Total		
	The	aging of above trade receivable is as follows:	75,201,507	53,033,626
	re22	Indi inree months		
	Abou	ve three months but less than six months ve six months	57,170,015 13,012,568	43,317,972
	Total		5,018,924	2,578,954 6,785,321
			75,201,507	52,682,247
	Adva	inces, Deposits and Prepayments		52,652,247
	This is	made up as under:		
	Secur	nces (Note-13.1) ity Deposits (Note-13.2)	175,033,116	125,922,007
	Prepo	syments	10,563,900	10,563,900
	Total		2,778,647	2,654,326
			188,375,663	139,140,233
	Adva	made up as under:		
	Adva	nice income Tax (Note-13.1.1)		
	Adva	nce to Parties/ Suppliers	20,316,858	19,206,349
	Advar	nce to Employees	126,545,896	83,869,091
	Advar	nce against land	125,034	158,505
	Others	nce to Bandarban Project	5,450,000 21,850,051	5,250,000
	Total		745,277	16,692,785 745,277
			175,033,116	125,922,007
ı	Advan	ce Income Tax		
	This is n	nade up as under;		
	Openia Add: In	ng	19,206,349	14.040.451
i	Less: In	come tax during the period/year come tax paid/adjustment during the period/year	1,110,509	14,243,651 4,962,698
1	Total	Para, adjositient dolling the period/year	20,316,858	
			20,310,636	19,206,349
1	Security his cor	y Deposits: nsists of as follows:		
		Deposit-REB		
T	& T		9,580,000	9,580,000
	Insar G		3,500	3,500
0	OX's B	Traders ozar Pally Bidyut Samity	455,400 10,000	455,400
C	Central	Depository Bangladesh Limited	15,000	10,000 15,000
To	otal		500,000	500.000
			10,563,900	10,563,900



14	Cash & Cash Equivalents
	This consists of as follows:
	Cash in Hand
	Cash in transits
	Cash at Bank
	Total
Α.	CORPORATE OFFICE
	Cash In hand
	Cash at Rank

As at 31-Mar-21	As at 30-Jun-20
1,020,711	458,350
227,895	15,824
195,074,144	96,244,952
196,322,750	96,719,126

Cash at Bank
This is made up as under:
Bank Name & Account Number:
Prime Bank Itd A/C CD - 17411060002770
Prime Bank Itd A/C CD - 13211060017092
Prime Bank Itd A/C CD - 8730
Prime Bank Itd A/C CD - 33826
Prime Bank Itd A/C SND - 9630
Prime Bank Itd A/C SND - 9537
Prime Bank Itd-IPO A/C-BDT-30420
Eastern Bank Itd A/C CD -1161360084794
Mercantile A/C CD - 96205
UCB A/C CD- 0828
Islami Bank Itd A/C CD - 306
Modhumoti Bank Itd. A/c RCD-225
Alpha Capital Management Limited
The Premier Bank Itd A/c CD-80357
The Premier Bank Itd A/c OD-2018
The Premier Bank Itd A/c CD-79023
The Premier Bank Itd A/c SND-2959
The Premier Bank Itd A/c SND-2988
Total
Total

77,624,064	48,668,823
6,577	6,699
973,492	127,224
84,153	85,446
55,793,598	
1,982,431	
4,705,042	18,758,977
1,175	1,520
183,387	183,916
46,667	42,328
579,123	580,198
68,383	68,004
1,789,614	12,505,626
65,352	65,550
239,568	239,524
1,885,235	2,019,274
67,140	5,077
271,654	191,088
8,881,473	13,788,374

B. The Royal Tulip Cox's bazar: Cash in hand

Cash in transits
This is made up as under:
City Bank Ltd.
DBBL
Brac Bank Ltd.
Total

1.19.563	
1,19,563 1,70,277 227,895	10,824
227,895	5,000
227,895	15,824

363,000

955,361

Cash at Bank
This is made up as under:
Bank Name & Account Number
Prime Bank Ltd, A/C-12017
Prime Bank Ltd, A/C-22433
National Credit & Commerce Bank Ltd-A/C-26465
Dutch Bangla Bank Ltd-A/C-32500
City Bank Ltd-A/C-4001
City Bank Ltd-Gulshan-A/C-3001
Bank Asia Ltd - A/C-0018
Agrani Bank Ltd -A/C-4459
Rupali Bank Ltd. A/c-10489
The Premier Bank Itd A/c SND-164
Total

16,980,347	19,866,898
1,098,347	1,594,362
27,157,015	2,852,704
9,267,935	395,552
5,161,067	5,164,987
5,151,924	2,465,538
97,850	97.641
1,427,761	1,194,621
40,330,635	
10,777,199	13,943,826
117,450,080	47,576,129
118,633,336	47,954,953
196,322,750	96,719,126

Total : (A+B)

A.	Authorized Share Capital
	200,000,000 Ordinary Shares of Tk. 10 each Total

2,000,000,000
2,000,000,000

Issued, Subscribed and paid- up capital
Ordinary shares of Tk. 10 each fully paid
Total

1,207,500,000	1,207,500,000
1,207,500,000	1,207,500,000
0,000,000 through IPO by 5 March 2019. The subsc	issuing 15,000,000

The company got consent from BSEC to raise its paid up capital by Tk. 150,000,000 through IPO by issuing 15,000,000 shares of Tk. 10/= each vide BSEC letter # BSEC/C/I/PO-281/2018/231 dated 25 March 2019. The subscription of such IPO was closed on 06 May 2019. The Company has allotted 15,000,000 shares on 23 May 2019. The Company has allotted 5,750,000 no. ordinary shares as stock dividend which was approved by the shareholder in its 10th AGM held on 26th December, 2019.



C. Shareholding position

The shareholding of each class of equity security setting out the numb

Category of Shareholder	% of shares		Number of shares	
	31-03-2021	30-06-2020	31-03-2021	30-06-2020
Sponsors and Directors Componies and Financial Institutions Foreign Individual and Companies General Public	46.83% 29.64% 0.00%	46.83% 29.49% 0.00%	56,550,900 35,797,446 -	56,550,900 35,609,175
Total	23.52%	23.68%	28,401,654 120,750,000	28,589,925

Detailed brake-up of share issued:

Disclosure regarding the date of issue of shares is detailed below:

Particulars	Basis of Consideration			Total Number of	Amount (in TK.)	
	In Cash (Nos.)	Other Than Cash (Nos.)	Bonus Share (Nos.)	Share Issued	Amount (in Ik.)	
Subscription to the Memorandum & Articles of Association at the time of incorporation	250,000		-	250,000	2,500,000	
Issue as on April 27, 2014 Issue as on June 29, 2017 Issue as on August 23, 2017 Issue as on March 22, 2018 Issue as on May 23, 2019 Issue as on December 26, 2019 Issue as on December 26, 2019	6.000,000 2.250,000 48,699,949 42,800,051 15,000,000		5,750,000	6,000,000 2,250,000 48,699,949 42,800,051 15,000,000 5,750,000	60,000,000 22,500,000 486,999,490 428,000,510 150,000,000 57,500,000	
otal	115,000,000		5,750,000	120,750,000	1.207.500.000	

Retained Earnings

This is made up as under:
Opening Balance
Add: Net profit during the period/year
Less: Cash/Stock Dividend
Total

7,022,392 145,145,660	75,567,748
145,145,660	(11,045,356)
(6,419,910)	(57,500,000)
145,748,142	7,022,392

17 Long term borrowings

This is made up as under: Promier is not - a Ft

4,518,696,866	4,195,915,376
---------------	---------------

riemier Leasing & Finance Limited
Non-current portion of long term borrowings
Current portion of long term borrowings
Sub-Total (A)

10 10 15 1 · 10 · 10 · 10 · 10 · 10 · 10	
2,901,924	11,332,438
2,901,924	11,332,438

The Premier Bank Limited
Non-current portion of long term borrowings
Current portion of long term borrowings
Sub-Total (B)

4,761,877 2,239,656	
2,239,656	
7,001,533	

SPBRSL 20% Convertible Secured Bond
Non-current portion of SPBRSL 20% Convertible Secured Bond
Current portion of SPBRSL 20% Convertible Secured Bond
Sub-Total (C)

3,848,476,279 660,317,130	3,524,265,808
4,508,793,409	660,317,130 4,184,582,938

Total (A+B+C)

4,518,696,866 4,195,915,376

The company has been accorded consent for raising of capital from Bangladesh Securities and Exchange Commission vide letter # BSEC/CI/DS-70/2017/444 dated 29 August 2017 and accordingly raised fund by issuing of 325 units of SPBRSL 20% Convertible Secured Bond @ Tk. 10,000,000 each totaling Taka 3,250,000,000 on 31 October 2017. The main features of the said bond are as follows:

Main features of SPBRSL 20% Convertible Secured Bond is as follows:

Particulars	Details
Nature:	SPBRSL 20% Convertible Secured Bond
Face Value:	Tk. 10,000,000 per unit
Purpose:	To refinance the existing debts, as well as to finance completion of the ROYAL TULIP SEA PEARL BEACH RESORT & SPA, COX'S BAZAR of Sea Pearl Beach Resort & Spa Ltd.
Tenure:	8 Years from the date of issue, including 2 years moratorium period for both principal and interest payment (from 31.10.2017).
Repayment:	The bond will be redeemed semi-annually, at the end of 30th, 36th, 42nd, 48th, 54th, 60th, 66th, 72nd, 78th, 84th, 90th and 96th month from the date of Issue (from 31,10,2017).
Coupon Rate:	10.00% p.a.
Trustee:	Green Delta Insurance Company Ltd.
Investors:	Investment Corporation of Bangladesh
Security:	First right registered mortgage of Hotel properties, i.e. floor space, proportionate land and machinery & equipment of ROYAL TULIP SEA PEARL BEACH RESORT & SPA, COX'S BAZAR



Main features of finance from Premier Leasing & Finance Limited is as under:

Particulars	Details
Nature:	Term finance
Purpose:	For smooth running of business
Tenure:	Five years
Repayment:	From Hotel Revenue
Rate of Interest:	15.5% p.a.
Security:	40 decimals land in the name of Aminul Haque Shamim & 43 decimals land in the name of Shamim Enterprise (pvt.). Personal guarantee All directors of SPBRSL and Corporate guarantee of Shamim Enterprise pvt. Ltd.

Main features of finance from The Premier Bank Limited is as under

Particulars	Defails	
Nature:	Term finance	
Purpose:	For vehicle purpose	
Tenure:	Four years	
Repayment:	From Hotel Revenue	
Rate of Interest:	9% p.a.	
Security:	Personal guarantee of Directors & ownership of the vehicles.	

18 Lease Liability

This is made up as under:

Lease Liability-Vehicle Lease Liability-Office Space Total (Note: 18.1) (Note: 18.2) 5,658,328 5,355,124

Current/Non-current Portion Classification: Non-current portion of Lease Liability Current portion of Lease Liability Total

2,615,457	5,041,332
2,615,457 5,871,626	5,307,200
8,487,083	10.348.532

18.1 Lease Liability-Vehicle

This is made up as under:

IPDC Finance Limited Rangs Motors Limited Total

3,047,985 2,610,343	3,860,137
2,610,343	1,494,987
5,658,328	5,355,124

Main features of finance from IPDC Finance Limited is as under:

Particulars	Details	
Nature:	Lease Finance	
Purpose:	For procure vehicle for business purpose	
Tenure:	Four years	
Repayment:	From Hotel Revenue	
Rate of Interest:	15.00% p.a.	
Security:	Personal guarantee of Directors & ownership of the leased vehicles.	

18.2 Lease Liability-Office Space
Office Space-Corporate Office
Office Space-Blue Bay resort
Office Space-Chattagram Sales Office Total

2,412,064	3,518,096
975,208	1,161,732
188,701	313,580
3,575,973	4,993,408

Deferred Tax Liabilities

This has been arrived as under:

31-Mar-21

Parliculars	Carrying Amount	Tax Base	Taxable / (Deductible) Temporary Difference	Tax Rate	Deferred Tax (Assets)/Liabilities
Property, Plant and Equipment	2.876,742,819	1,860,849,756	1,015,893,063	25.00%	253,973,266
WPPF	9,863,892		(9,863,892)	25.00%	(2,465,973)
Fair Value (Gain)/Loss on investment in share	35,504,431	38,401,007	(2.896.576)	10.00%	Paralle and Security and Security
Unused tax loss (Note-30.1)	PS 20 20 10 14 15	675,310,100	(675,310,100)	25.00%	(168,827,525)
Deferred Tax (Assets)/Liability at th	e end of the perio	d	[0.000.00000]	20.00%	82,390,110

30-Jun-20

Parliculars	Carrying Amount	Tax Base	Taxable / (Deductible) Temporary Difference	Tax Rate	Deferred Tax (Asset)/Liability
Property, Plant and Equipment	2.909.738.705	2,016.594,626	893.144.079	25.00%	223,286,020
WPPF				25.00%	
Fair Value (Gain)/Loss on investment in share	18,166,764	20,869,851	(2,703,087)	10.00%	(270,309)
Unused tax loss (Note-30.1)		756,409,255	(756,409,255)	25.00%	(189,102,314)
Deferred Tax (Assets)/Llability at th	e end of the peri-	od			33,913,397

Deferred Tax Expenses/(Benefit) during the period:

Closing Deferred Tax (Assets)/Liabilities Opening Deferred Tax (Assets)/Liabilities Deferred Tax Expenses/(Benefit)

33,913,397	34,434,844
48,476,713	(521,447)



Short term borrowings

This consists of as follows:

Premier Bank Ltd. Banani Branch, SOD Account No. 2018 Premier Bank Ltd. Banani Branch, OD Account No. 0001

Amount	In Taka
As at 31-Mar-21	As at 30-Jun-20
	39,767,221
39,056,450	
39,056,450	39,767,221

Main features of SOD loan of Premier Bank Ltd. Banani Branch, Account No. 2018 is as follows:

Particulars	Details	
Nature:	Short term loan	No. of the last of
Purpose:	Working capital Investment.	
Tenure:	One year	
Repayment:	From Hotel revenue	
Rate of Interest:	12.00% p.a.	
Security:	Corporate Guarantee & 28,98 sft. flat at Gulshan, Dhaka.	

Main features of OD loan of Premier Bank Ltd. Banani Branch, Account No. 0001 is as follows:

Particulars	Details
Nature:	Short term loan
Purpose:	Working capital
Tenure:	One year
Repayment:	From Hotel revenue
Rate of Interest:	9.00% p.a. (4.5% of the interest shall be subsidy interest for a period of one year as per BRPD Circular No.8 dated: 12.04.2020)
Security:	Simple charge on fixed and floating asset

Dividend Payable

This consists of as follows: Opening Balance Add: Approved during the period/year 6,419,910 6,419,910 Less: Paid during the period/year Total 6,419,910

Accounts and other Payables

This consists of as follows: Payable for goods and services Payable to related party-Shamim Enterprise (Pvt.) Ltd. Payable for Property, Plant & Equipment's

5,102,552	7,186,411
	50,000,000
400,631	400,631
5 503 183	57 587 042

Accruals and Provisions

This consists of as follows:

TDS, VAT, Duty & Service charge Payable Provision for income tax (Note-23.1) Workers Profit Participation Fund (Note-23.2) Franchise fee (Note-23.3) Accrued Expenses and Liabilities Audit Fees Others Total

75,884,177	53,969,302
5,028,243	2,402,325
303,750	422,250
5,209,629	15,760,263
21,577,692	16,860,930
9,863,892	•
18,887,346	15,231,875
15,013,625	

12,401,076

15,231,875

Provision for income tax This consists of as follows: Opening Balance Add: provided during the Add

: provided during the period/year	3,655,471	2,830,799
: Prior period/years short provision		
	18,887,346	15,231,875
Paid / Adjusted during the period/year	•	
	18.887.346	15.231.875

23.2 Workers Profit Participation Fund This consists of as follows:

Opening Balance Add: provided during the period/year Less: Paid during the period/year Total

2,679,674
•
2,679,674
(2,679,674)

23.3 Franchise fee

Less: Total

This consists of as follows: Opening Balance Add: provided during the period/year

Less: Paid during the period/year Total

16,860,	,930	12,916,392
16,860,	762	3,944,538
21,577,		16,860,930
21,577,	692	16,860,930

24 Net Asset Value Per Share (NAVPS)

This has been arrived as under:

Total Assets
Total Liabilities
Net Asset Value
Number of Share
Net Asset Value Per Share (NAVPS)

5,606,023,262 4,391,500,870
1,214,522,392
120,750,000
10.06



25	Operating Revenues	

This consists of as follows:
Room Revenue
Food & Beverage Revenue
Minor Operating department
Space rent and Other revenue
Water Park
Total

26 Costs of sales

This consists of as follows: Salary & wages Cost of materials & other related expenses Operating and guest supplies Laundry, dry cleaning and uniforms Kitchen fuel & Gas Complementary quest services Linen, china, glass & silver In-house TV, video, movies, music Travel agents' commission Travelling and communication Pest control Postage Spa Cost Cleaning Supplies- Water Park Others Total

27 Administrative and Other Expenses

This consist of the followings: Administrative and general expenses Note- (27.1) Repairs & maintenance and property operation Note- (27.2) Total

27.1 Administrative and general expenses

This consist of the followings; Salaries, wages, bonus & benefits Postage Travel & communication Entertainment Security services Internet Expenses Licenses & Taxes Donation Telephone Expenses Credit card commission **Audit Fees** Legal & Profession Fees Insurance Expenses Franchise fee Board Meeting fees Trustee fee Depreciation Other expenses Total

27.2 Repairs & maintenance and property operation

This consist of the followings;
Salaries, wages, bonus & benefits
Travel & communication
Electricity expenses
Fuel - Oil
Repair & maintenance
Laundry equipment's
Water treatment
Other expenses
Total

Amount in Taka			
01 July 2020 to	01 July 2019 to	01 Jan. 2021 to 31 March 2021	01 Jan. 2020 to
31 March 2021	31 March 2020	31 March 2021	31 March 2020

631,413,003	444,769,516	254,479,550	139,083,866
113,806,859	25,466,081	42,946,508	25,466,081
9,195,947	21,441,667	2,668,233	8,691,060
31,180,437	11,245,862	14,066,857	1,062,970
207,700,477	167,067,909	93,416,759	51,498,669
269,529,283	219,547,997	101,381,193	52,365,086

117,644,790	87,609,843	47,440,048	26,020,085
1,282,509	1,196,970	230,1.44	76,648
3,610,546	811,781	1,016,512	811,781
221,662	257,251	31,295	49,435
78,758	63,986	10,710	17,390
1,140,125	765,000	255,000	255,000
1,624,804	1,943,441	508,535	476,705
734,189	521,530	356,636	77,543
369,050	359,100	152,150	184,200
1,820,968	1,197,245	718,854	375,800
1,646,538	1,750,752	256,984	552,148
5,679,122	3,978,254	2,256,193	1,244,605
4,729,856	3,673,563	1,800,044	1,154,046
8,583,344	4,640,514	3,105,621	1,462,110
50,571,898	38,077,936	22,191,136	9,368,605
35,551,421	28,372,520	14,550,234	9,914,069

	101/100/010	40,074,047	41,000,770
140,772,258	131,408,376	48,594,349	41,556,770
53,658,274	47,694,871	19,010,782	13,668,393
87,113,984	83,713,505	29,583,567	27,888,377

_	87,113,984	83,713,505	29,583,567	27,888,377
L	1,396,205	1,300,522	424,454	68,061
	52,794,911	50,014,433	17,830,487	17,614,177
	448,767	452,055	147,945	149,589
	168,000	189,000	64,000	63,000
	4,716,762	3,842,090	1,774,170	916,389
	3,108,302	3,129,382	1,029,001	1,055,966
	400,000	587,250	102,500	90,000
	281,250	258,750	93,750	86,250
	4,994,285	2,392,643	1,495,352	860,427
	606,388	704,263	233,919	203,804
	393,726	412,646	164,353	57,432
	1,476,806	1,518,302	448,923	458,533
	691,431	1,089,182	225,615	364,394
	54,203	79,618	7,520	5,162
	326,004	296,978	55,885	61,825
	765,750	899,288	397,746	223,383
	58,758	53,986	18,710	7,390
	14,432,436	16,493,117	5,069,237	5,602,595

53,658,274	47,694,871	19,010,782	13,668,393
453,172	444,573	75,275	30,125
655,400	724,075	376,550	517,205
1,477,562	1,627,847	584,875	407,907
7,185,013	6,244,416	2,338,886	1,524,346
7,547,326	6,220,397	2,905,727	1,666,299
30,369,459	24,212,153	9,732,003	6,566,505
98,047	101,944	29,263	15,357
5,872,295	8,119,466	2,968,203	2,940,649



00	Diskilandar a Calling	Amount in Taka			
28	Distribution & Selling Expenses	01 July 2020 to	01 July 2019 to	01 Jan. 2021 to	01 Jan. 2020 to
	This consist of the following	31 March 2021	31 March 2020	31 March 2021	31 March 2020
	This consist of the followings;				
	Salaries, wages, bonus & benefits Rent & Service Charge	5,911,340	4,942,579	2,709,344	2,012,606
	Advertising & Promotion	873,312	1,589,979	340,404	529,993
	Signs, events & functions	783,695	510,402	408,835	192,403
	Total	599,508 8,167,855	519,600	102,750	19,600
		0,107,055	7,562,560	3,561,333	2,754,602
29					
	This consist of the followings:				
	Bank Charges & Commission	339,604	316,028	94,883	92,155
	Interest on short and long term secured borrowings	160,078,245	146,474,534	51,928,223	49,470,509
	Interest on Lease Loan				
	Interest Expenses on Office Space	416,481	183,676	156,843	100,267
	interest expenses on Office space	233,895	233,895	77,965	77,965
	Less: Bank Interest	161,068,225	147,208,133	52,257,914	49,740,896
	Total	(88,264)	(1,813,491)		(363,791)
		160,979,961	145,394,642	52,257,914	49,377,105
30	Income Tax Expenses/(Benefit)				
	This has been arrived as under:				
	Current Tax Expenses (Note: 30.1) Prior periods short provision	3,655,471	2,673,813	1,465,632	883,149
	Tax on Other Income	-		-	
	Deferred Tax Expenses/(Benefit)	10 171 710	-	-	-
	Total	48,476,713	17,335,553	24,309,688	3,828,185
		52,132,184	20,009,366	25,775,320	4,711,334
30.1	Current Tax Expenses				
	This has been arrived as under:				
	Net Profit/(Loss) before Tax Other Income	197,277,844	62,691,995	97,940,509	15,095,484
	Workers Profit Participation Fund	(3,293,597)	6,967,500	(211,628)	3,525,046
	Payment of Worker Profit Participant Fund	9,863,892	3,134,600	4,897,025	754,774
	Add: Accounting Depreciation	40.050.700	(2,679,674)		(2,679,674)
	Less: Tax Depreciation	49,352,790	47,754,850	16,655,244	16,905,331
	Taxable Current Profit/(Loss)	(172,101,774) 81,099,155	(194,296,159)	(57,620,193)	(83,586,112)
		01,077,135	(76,426,888)	61,660,957	(49,985,151)
	Income Tax Rate	25%	25%	25%	25%
				2070	23/6
	Current Tax Expenses	•			
	But Minimum tax@ 0.6% on gross receipts	2 / 55 471	0./70.010		
		3,655,471	2,673,813	1,465,632	830,450
	Unused Tax (Profit)/Loss-Opening Balance	756,409,255	558,010,355	736,971,057	594 450 000
	Unused Tax (Profit)/Loss-during the period	(81,099,155)	76,426,888	(61,660,957)	584,452,092 49,985,151
	Unused Tax Loss Carry forwarded to next period	675,310,100	634,437,243	675,310,100	634,437,243
					001,107,240
31	Earnings per Share (EPS)				
	The Computation of EPS is given below:				
	Earning attributable to the Shareholders (net profit after	145,145,660	42,682,629	72,165,189	10 294 150
	fax)		,302,027	, 2,100,107	10,384,150
	Weighted average number of shares (Note: 31.01)	120,750,000	120,750,000	120 750 000	100 750 000
	Basic Earning per Share (EPS)	1.20	0.35	120,750,000 0.60	120,750,000
	(Face Value per Share Tk.10/=)			0.00	0.09
31.01	Calculation of weighted average number of shares:				
	This is made up as follows:				
	Number of Shares at the beginning of the period	120,750,000	115,000,000	120,750,000	115,000,000
	Bonus Share issued on 26th December, 2019		5,750,000		5,750,000
	Total Weighted Average Number of Shares	120,750,000	120,750,000	120,750,000	120,750,000



Dilutive Earnings par Share:	Amount in Taka			
This consist of the followings;	01 July 2020 to 31 March 2021	01 July 2019 to 31 March 2020	01 Jan. 2021 to 31 March 2021	01 Jan. 2020 to 31 March 2020
Net profit after tax	145,145,660	42,682,629	72,165,189	10,384,150
Interest save for conversion of shares (Net off tax)	48,631,571	44,409,468	15,608,247	15,022,215
Net profit after tax	193,777,231	87,092,097	87,773,436	25,406,365
Number of shares Outstanding number of shares Conversation of shares	120,750,000 14,590,348	120,750,000 14,590,348	120,750,000 14,590,348	120,750,000 14,590,348
Diluted Earnings Per Share	135,340,348	135,340,348	135,340,348	135,340,348
Anti-Diluted Earnings Per Share	1.43	0.64	0.65	0.19
Anti diluted earning per share has been shown in the fo	ace of the Statement	of Profit or Loss ar	nd Other Compre	hensive Income.

Total face value of bond	3,250,000,000	3,250,000,000	3,250,000,000	3,250,000,000
Conversion option 20%	145,903,479	145,903,479	145,903,479	145,903,479
Number of shares under option	14,590,348	14,590,348	14,590,348	14,590,348
Face value Market price as on 31 March of respective period/year	10.00	10.00	10.00	10.00
	79.10	79.10	79.10	79.10
Total Price	89.10	89.10	89.10	89.10
Conversion Strike Price = (Face value + market value)/2	44.55	44.55	44.55	44.55

80.0% of the principal amounts will be repaid in cash and the remaining 20.0% will be converted into ordinary equity shares (Investors Option) at the average value of the Market Price of SPBRSL and the Face Value of the equity shares of the company.

32 Net Operating Cash Flows Per Share (NOCFPS)

This has been arrived as under:

Net Cash Generated from Operating Activities Weighted average number of shares (Note: 31.01) Net Operating Cash Flows Per Share (NOCFPS)

01 July 2020 to	01 July 2019 to
31 March 2021	31 March 2020
247 /70 54/	
347,672,546	287,077,035
120,750,000	287,077,035 120,750,000

33 Received from Customers:

This has been arrived as under: Revenue Accounts Receivable Opening Accounts Receivable Closing Total

609,245,122	445,635,465
(75,201,507)	(65,459,735)
53,033,626	66,325,684
631,413,003	444,769,516

34 Payment to Creditors, Suppliers, Employees & Others

This has been arrived as under: Costs of sales Administrative and Other Expenses Distribution & Selling Expenses Adjustment for Depreciation

(Increase)/Decease in inventory

Adjustment for advance

(Increase)/Decrees in Trade and Other Payables except payable for Property, Plant & Equipment's and Payable to related party

Payment from WPPF

(Increase)/Decrees in Liabilities for expense except Provision for Income Tax and WPPF **Total**

(260,462	,067)	(156,037,769)
8,395	,512	1,503,649
	-	(2,679,674)
(2,083	3,859)	(358,828)
(43,205		36,490,246
(9,778	3,463)	(12,167,233)
52,794	,911	47,754,850
(8,167	,855)	(8,123,592)
(140,772	2,258)	(130,847,344)
(117,644	1,790)	(87,609,843)

35 Income Tax paid

This has been arrived as under:
Opening advance income tax
Closing advance income tax
Closing provision for income tax
Opening provision for income tax
Current tax during the period
Total

(1,110,509)	(2,520,661)
(3,655,471)	(2,673,813)
(15,231,875)	(12,401,076)
18,887,346	15,074,889
(20,316,858)	(16,764,312)
19,206,349	14,243,651



Property, Plant and Equipment purcho Increased advanced of assets Transfer from CWIP	nased

(30,254,502) 53,200	(357,080,459) (1,283,549)
	303,435,470
(30,201,302)	(54,928,538)

37	Capital	Work in	progress	
	T1 1 1			

This has been arrived as under:

Addition during the period/year (Increased)/Decreased Inventory of Construction Material Adjustment for Accounts Payable for PPE Adjustment for bond interest payable Adjustment for Advance Total

(289,444,159)	(368,140,222)
(9,707,801)	12,689,701
-	(25,193,258)
165,722,188	151,334,497
184,410	(66,756,478)
(133,245,362)	(296,065,760)

38 Finance Cost

Total

This has been arrived as under: Net Finance Cost Adjustment for Interest payable on Convertible Bond **Total**

(160,979,961)	(145,394,642)
(160,979,961) 158,488,283	144,728,625
(2.491.678)	(444 017)

39 Secured Term Loans Received/(Repaid)-Net

This has been arrived as under: Increased /(Decreased) Long term secured loan Total

(1,428,981)	(5,688,131)
(1 428 981)	(5 488 131)

40 SPBRSL 20% Convertible Secured Bond

This has been arrived as under: Increased /(Decreased) Convertible Bond Adjustment for Interest payable on Convertible Bond Total

324,210,471	296,063,121
324,210,471 (324,210,471)	296,063,121 (296,063,121)

41 Proceeds from fresh issuance of share capital

This has been arrived as under: Share capital Increased Adjustment for share money receivable **Total**

	-
-	75,000,000
	75.000.000

42 Reconciliation of Net profit with cash flow from operating activities

This has been arrived as under:

Net Profit Before Tax and WPPF
Accounts Receivable Opening
Accounts Receivable Closing
Unrealized/Realized Gain/(Losses) on Investment
Adjustment for Depreciation
(Increase)/Decrease in Inventory
(Increase)/Decrease) Trade and other payable
Increase/(Decrease) Liabilities for Expenses
Payment of WPPF
Adjustment of Finance Cost shown in Financeing activities
Income Tax Paid
Cash flow from operating activities

207,141,736	65,826,595
53,033,626	66,325,684
(75,201,507)	(65,459,735)
(3,293,597)	6,967,500
52,794,911	47,754,850
(9,778,463)	(12,167,233)
(43,205,265)	36,490,246
(2,083,859)	(358,828)
8,395,512	1,503,649
-	(2,679,674)
160,979,961	145,160,747
(1,110,509)	(2,520,661)
347,672,546	286,843,140



43 Additional Disclosure

43.1 Deviation on NAVPS:

NAVPS of the company has increased by 1.15 during the reporting period as it experienced net profit of tk. 145,145,659. NAVPS of the Company as on 30 June 2020 was Tk.10.06 as it incurred Net Loss after Tax Tk. (11,045,356) due to the unprecedented impact of Covid-19 pandemic for the year ended on 30 June 2020.

43.2 Deviation on EPS:

The company has experienced unprecedented increase in both Revenue by Tk. 186,643,487 & Net Profit after Tax by Tk. 102,463,030 during the period ended on 31 March 2021 from the previous period. As a result EPS Tk. 0.85 has been increased during this period which has been incurred due to increase of local guest followed by the restriction imposed on international travel and relaxation on local travel after the deadly breakout of Covid-19 pandemic.

43.3 Deviation on Net Operating Cash Flows per Share (NOCFPS):

The company has experienced increase in Net Operating Cash Flows per Share by tk. 0.50 during the period as revenue & net operating cash flow from operation has been increased from previous period.

43.5 Reclassification of Office Rent:

The company has changed its presentation for Office Rent incompliance with IFRS-16, Lease to ensure more appropriate presentation in accordance with IAS-1, para-45 (a & b). Detail information of such change as per IAS-1, para-41 has been presented below:

a) The nature of the reclassification:

The company incurred expenses for Office Rent which was previously presented under the account name Rent. As per IFRS-16, Lease such lease for office space have been shown under Interest Expenses on Office Space & Depreciation.

(b) The amount of item that is reclassified:

Office rent of Tk. 2,493,478 during the period ended on 31 March, 2020 was presented under the head of Rent in both Administrative Expenses & Distribution & Selling Expenses. But such presentation has been change while preparing the financial statements for the period ended on 31 March, 2021 and presented under Interest Expenses on Office Space & Depreciation. Due to such restatement NOCFPS of previous period has been increased by Tk. 0.002.

(c) Reason for the reclassification:

This change has been made to ensure more appropriate presentation in accordance with IAS-1, para-45 (a & b).

43.6 Utilization of IPO Proceed:

Sea Pearl Beach Resort & Spa Ltd. has raised paid-up capital amounting Tk.150,000,000 through Initial Public offering vied Bangladesh Securities & Exchange Commission consent ref. no. BSEC/CI/IPO-0281/2018/231 dated March 25, 2019 for the acquisition of land, interior, finishing, furniture, fixture of hotel rooms & IPO expenses. The utilization has been completed by 15th of July, 2020 and status of utilization of IPO proceeds of the Company has been presented in the below:

Particulars		Amount In Tk.	
	IPO Proceed	Utilized	Un-utilized
Acquisition of land	26,660,000	26,660,000	
Interior, finishing, furniture, fixture of 157 rooms	106,827,300	106,827,300	-
IPO expenses	16,512,700	16,512,700	
Total	150,000,000	150,000,000	•



44 Related Party Disclosure

During the period the Company carried out transactions with related parties on an arm's length basis. Name of those related parties, nature of those transactions and their total value has been shown in below table in accordance with the provisions of IAS-24- "Related Party Disclosure".

Amount in Taka

					Amount in Taka
Name of the Party	Relationship	Nature of Transaction	Balan	ce as on 31 Marc	ch 2021
			Opening Balance Cr.	Transaction during the period (Dr.)/Cr.	Closing Balance
Shamim Enterprise (Pvt.) Limited	Common Management	Inter company transaction	50,000,000	50,000,000	•
Bengal Vacation Club Limited	Common Management	Inter company transaction	<u>.</u>	_	•
Lucy Akthary Mahal	Chairman	Board Fee	•	28,000	
Md. Aminul Haque	Managing Director	Board Fee	-	28,000	-
Md. Ekramul Hoque	Director	Board Fee		28,000	
Sarjana Islam Nominated by Shamim Enterprise (Pvt.) Ltd.	Director	Board Fee	-	28,000	-
Md. Rafiqul Islam	Independent Director	Board Fee	-	28,000	
Md. Golam Rabbani	Independent Director	Board Fee	-	28,000	
Total			50,000,000	50,168,000	

Key Management Compensation:

During the period, the amount of compensation paid to Key Management Personnel including Board of Directors is as under (As Para 17 of IAS 24)

Particulars	Amoun	t In Taka
	01 July 2020 to 31 March 2021	01 Jan. 2021 to 31 March 2021
Short-Term Employee Benefits	6,898,000	2,614,000
Post-Employment Benefits	-	
Other Long-Term Benefits		•
Termination Benefits		
Share-Based Payment		

45 Attendance Status of Board Meeting of Directors:

During the period ended 31 March 2021 four Board of Directors' Meeting were held. The attendance status of all the meetings is as follows:

Name of the Directors	Designation	Meeting held	Attendance
Lucy Akthary Mahal	Chairman	4	4
Md. Aminul Haque	Managing Director	4	4
Md. Ekramul Hoque	Director	4	4
Sarjana Islam Nominated by Shamim Enterprise (Pvt.) Ltd.	Director	4	4
Md. Rafiqul Islam	Independent Director	4	4
Md. Golam Rabbani	Independent Director	4	4

46 Disclosure as per requirement of schedule XI, Part-II of companies Act. 1994

46.1 Commission, Brokerage or Discount against sales:

- (a) There was no brokerage or discount against sales during the period.
- (b) No commission was paid to sales against during the period.



46.2 Disclosure as per requirement of Schedule XI, Part II, Para 4:

As per Company Act , 1994 part-II , Schedule-XI (4) the profit and loss account will give by way of a note detailed information, showing separately the following payments provided or made during the financial period/year to the directors, including managing director, the managing agents or manager, if any, by the company, subsidiaries of the company and any other person.

Board Meeting Fee:

During the period ended 31 March 2021 four Board of Directors' Meeting were held & detail of payment under Board Meeting Fee has been presented below:

Name of the Directors	Designation	Meeting held	Attendance	Board Meeting Fee
Lucy Akthary Mahal	Chairman	4	4	28000
Md. Aminul Haque	Managing Director	4	4	28000
Md. Ekramul Hoque	Director	4	4	28000
Sarjana Islam Nominated by Shamim Enterprise (Pvt.) Ltd.	Director	4/	4	28000
Md. Rafiqul Islam	Independent Director	4	4	28000
Md. Golam Rabbani	Independent Director	4	4	28000
Total				168,000

Disclouser on other payment as per Schedule XI, Part II, Para 4:

No.	Particulars	Value in Tk.
(a)	Managerial Remuneration paid or payable during the period from 1 July 2020 to 31 March 2021 to the directors, including managing directors, a managing agent or manager.	Nil
(b)	Net cash inflow/(outflow) for the period (A+B+C)	Nil
(c)	Commission or Remuneration payable separately to a managing agent or his associate	Nil
(d)	Cash and Cash Equivalents at the end of the period	Nil
(e)	The money value of the contracts for the sale or purchase of goods and materials or supply of services, entered into by the company with the managing agent or his associate during the financial period.	Nil
(f)	Any other perquisite or benefits in cash or in kind stating, approximate money value where applicable.	Nil
(g)	Other allowances and commission including guarantee commission	Nil
(h)	Pensions etc.	Nil
	(i) Pensions	Nil
	(ii) Gratuities	Nil
	(iii) Payments from a provident funds, in excess of own subscription and interest thereon	Nil
(1)	Share Based payments	Nil

47 Service (Production) capacity & Utilization:

As per the nature of the industry, production quantity of service with the course of the period produce on the basis of service design as per market demand. Therefore, installed capacity in terms of multiple and frequently changeable service mix is not constant factor. During the period under review, actual service, the installed capacity in terms of the counts produced and the utilization rate is presented below: (for the period from 1 July 2020 to 31 March 2021)

Description	Available rooms	Utilize rooms	% of capacity utilization
Guest Rooms	65,793	44,440	67.55%

48 Subsequent Disclosure of Events after the Balance Sheet Date- Under IAS 10:

i) The financial statements were authorized for issue on 26th April 2021 by the Board of Directors who had the power to amend the financial statements after issue. There is no other significant event that has occurred between the Financial Position date and the date when the financial statements were authorized for issue by the Board of Directors of the company.

There was no circumstances since the statement of financial position date which would require adjustments, or disclosure in the financial statements.



49 Un-availed Credit Facilities:

There are no credit facilities available to the Company under any contract (other than credit available in ordinary course

50 Value of Import at CIF basis:

Import during the period from 1 July 2020 to 31 March 2021.

Particulars:

Amount Tk.

51 Percentage of materials consumed to the total consumed:

Material consumed

Percentage

Amount (BDT)

Percentage

52 Payment in foreign currency:

Description

Foreign

Currency (USD)

53 Number of Employees

All the employees receive salary /wages in excess of Tk. 6,000 per month Number of permanent staff Number of permanent staff
Number of permanent workers
Number of temporary staff/worker
Total

385

385

54 General

N/A

54.1 Directors Responsibility Statements

The Board of Directors takes the responsibility for the preparation and presentation of these financial statements.

54.2 Employee Details:

i) Total number of employees at the end of the period was 385. Out of total employees, 365 numbers of employees employees were in receipt of remuneration which in aggregate was less than Tk. 6,000 per month.

ii) At the end of the reporting period, there were 385 employees in the company.

54.3 Rounding off

Amounts appearing in these financial statements have been rounded off to the nearest Taka and wherever considered

Chief Financial Officer

Company Secretary

Dated, Dhaka; 26 April, 2021

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Dhaka

Sea Pearl Beach Resort & Spa Limited Property, Plant, Equipment & Right of Use Asset As at 31 March 2021

Annexure-A Amount in Taka

SI. No.		Cost		Print Print Dept. Co. Labour.	Dep.		Depreciation	ciation	The second secon	Written Down
	Balance as at 01.07.2020	Additions during Disposal during the period	Disposal during the period	Balance as at 31.03.2021	Rate (%)	Balance as at 01.07.2020	Charged during the	Accumulated Depreciation for	Balance as at 31.03.2021	Value as on 31.03.2021
1 Land & Land Development	170,973,357	13,897,598		184,870,955	%0	- San Cale and Cale		-		184,870,955
2 Building & Other Civil Works	2,391,728,639	SECOND .		2,391,728,639	1.25%	91,696,150	21,562,805		113,258,955	2,278,469,684
3 Furniture & Fixture	143,438,133	492,828		143,930,961	10%	39,109,327	7,852,193		46,961,520	96,969,441
4 Computer Accessories & Equipment	4,078,024	1,305,950		5,383,974	10%	748,725	292,426	The second second	1,041,151	4,342,823
5 Machineries	470,607,178		•	470,801,978	2%	88,668,234	14,327,580		102,995,814	367,806,164
6 Equipments	139,073,017	2,233,326		141,306,343	2%	28,725,169	4,181,354		32,906,523	108,399,820
7 Vehicle	13,521,500	12,130,000	•	25,651,500	10%	3,760,181	1,136,432		4,896,613	20,754,887
Total as at 31 March 2021	3,333,419,848	30,254,502	•	3,363,674,350		252,707,786	49,352,790		302,060,576	3,061,613,774
Total as at 30 June 2020	2,981,284,498	352,135,350		3,333,419,848		188,548,830	64,158,956	Ŀ	252,707,786	3,080,712,062
Right of Use Assets:							1			
SI. No. Assets		Cost	t		Dep.		Deprec	Depreciation		Written Down
	Balance as at 01.07.2020	Additions during Disposal during the period	Disposal during the period	Balance as at 31.03.2021	Kare (%)	Balance as at 01.07.2020	Charged during the period	Accumulated Depreciation for Disposal	Balance as at 31.03.2021	31.03.2021
1 Vehicle	9,304,609	2,508,133		11,812,742	10%	445,846	768,914		1,214,760	10,597,982
2 Office Space	9,518,157			9,518,157		3,136,429	2,673,207	-	989'608'9	3,708,521
Total as at 31 March 2021	18,822,766	2,508,133		21,330,899		3,582,275	3,442,121	-48000000000000000000000000000000000000	7,024,396	14,306,503
Total as at 30 June 2020		18 822 744		772 668 81			250 003 6		250 003 0	

