



IT Consultants Limited has been awarded
President's Award for Industrial Development 2019
Hi-Tech Category



Mr. Salahuddin Alamgir (CIP), Vice-Chairman of IT Consultants Limited, Chairman of Labib Group & Vice-President of FBCCI is receiving the President's Award for Industrial Development 2019 from Mr. M. A. Mannan MP, Hon'ble Minister, Ministry of Planning. Mr. Nurul Majid Mahmud Humayun MP, Hon'ble Minister, Ministry of Industry, Mr. Kamal Ahmed Majumder MP, Hon'ble State Minister, Ministry of Industry, along with other distinguish guests were also present in the ceremony.

We wholeheartedly thank our shareholders, partners, clients and employees for their patronage and trust in ITC which has made us the winner of this prestigious award.



IT Consultants Limited win the '**Bronze Award**' in the Information Technology & Telecom Category in the **7th ICSB National Award** for Corporate Governance Excellence for the year 2019.



IT Consultants Limited win the
'SILVER AWARD'
in the Trading and Assembly category in the
ICMAB BEST CORPORATE AWARD
for the year 2019.

Table of Content



Inside Focus

Particulars	Page
To the Patrons & Stakeholders	07
Notice for the 21 st Annual General Meeting	09
Vision, Mission & Corporate Objectives	11
Core Values, Strengths, Competencies & Company Contours	12
Governance & Leadership Board of Directors	14
Leadership Profiles	16
Corporate Highlights	20
ITC Chronicles & Milestones	22
ITC at a Glance	24
Products and Services	27
Q- Cash Clienteles	29
Five-Year Reviews	32
Performance at a Glance	33
Message from the Chairman	37
Statement from the Managing Director & CEO	39
Directors' Responsibility Statement	41
Management Discussion & Analysis	43
Report on Human Resource (HR) Management	47
Redress of Investors & Clients	48
Report of the Audit Committee	50
Policy & Report of the Nomination & Remuneration Committee	52
Statement of Corporate Governance	57
Directors' Report to the Shareholders	67
Due Diligence Report of CEO and CFO	79
Certificate of Compliance to the Shareholders	80
Status of Compliance with the CG Codes	81
Auditor's Report & Audited Financial Statements	93
Snapshots	144
Proxy Form	146



To the Patrons & Stakeholders

To the Patrons & Stakeholders

Date: November 22, 2021

The Shareholders
Bangladesh Securities and Exchange Commission
Registrar of Joint Stock Companies & Firms
Dhaka Stock Exchange Limited
Chittagong Stock Exchange Limited
Other Stakeholders

Subject: Annual Report for the year ended June 30, 2021

Dear Sir(s),

Enclosed herewith, please find, a copy of the Annual Report 2020-2021 containing Directors' Report and Auditor's Report together with the Audited Financial Statements for the year ended June 30, 2021 with notes therein of **Information Technology Consultants Limited** for your kind information and record. The Report is also available in the Company Website at : www.itcbd.com

Thanking you,

Sincerely Yours,



Anindya Sarkar FCS
Company Secretary



Notice of the
21st AGM

Notice of the 21st Annual General Meeting

(Virtual AGM through Digital Platform)

(link: <http://itcl21stagn.digitalagmbd.net>)

Notice is hereby given to the shareholders of Information Technology Consultants Limited that the 21st Annual General Meeting (AGM) of the Company will be held virtually by using Digital Platform on Tuesday, December 14, 2021, at 10:30 a.m. to transact the following businesses:

Agenda-1: To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2021 together with the Report of Directors' and Auditor's thereon.

Agenda-2: To declare dividend for the year ending June 30, 2021.

Agenda-3: To elect Directors as per the Articles of Association.

Agenda-4: To appoint Statutory Auditors for the year 2021-2022 and fix their remuneration.

Agenda-5: To appoint Compliance Auditor as per CG Code-2018 for the year 2021-2022 and fix their remuneration.

By order of the Board



Anindya Sarkar FCS
Company Secretary

Dated: Dhaka
November 22, 2021

Notes:

1. The Record Date of the Company is November 18, 2021 and the Shareholders with names in the Register of Members or in the Depository Register on the Record Date will be eligible to join the virtual meeting and qualify for dividend.
2. A member entitled to attend and vote in the General Meeting is also entitled to appoint a proxy to join the meeting and vote on his/her behalf. The proxy form duly completed, must be affixed with a revenue stamp of TK. 20/- and to be deposited at the Registered Office of the Company not later than 48 hours before the meeting.
3. Pursuant to the BSEC notification, the soft copy of the Annual Report 2020-21 is being sent to the e-mail addresses of the shareholders available in the BO account maintained with the Depository. The Annual Report 2020-21 is also available in the Website of the Company at www.itcbd.com

Vision
Mission
Strategic Objectives
Company Profile



Vision

Establishing Digital Infrastructure and Capabilities for Financial Services and Payment Frameworks.

Mission

Information Technology Consultants Limited (ITC) aspires to lead the IT Horizons in Bangladesh by providing innovative technological infrastructures, electronic payment solutions and real time transaction processing services in the banking sector of the country. Fostering strong community partnerships with our clients, stakeholders and employees is an integral part of our mission.

Corporate Objectives:

Information Technology Consultants Limited (ITC) concentrates in integrating electronic payment solutions & banking automation with the ongoing socio-economic development of Bangladesh in its thrust for rapid digitalization. ITC has been instrumental in generating mass digital awareness through banking sector creating financial inclusions for the unbanked population. ITC has also contributed greatly in assisting Government organizations in implementing their automation strategies.

Process Focus

- To continuously improve internal processes for realizing efficiencies
- Improve system accuracy and responsiveness
- Ensure improvement of organizational structure
- Ensure Improving performance measurement and reporting capabilities
- Reduce administrative overheads
- Improve financial analysis, controls, and audit capability

Business Focus

- Increase quality of service
- Implement innovative changes faster
- Increase and attain client loyalty
- Improve overall service and maximize market share
- Improve marketing, advertising and public relations
- Achieve and maintain excellent client service
- Increase regulatory compliances

People Focus

- To engage, develop and maintain the right people at right places
- Employ professionals who bring success for clients
- Develop broad set of skills useful for client support
- To continuously learn and adopt applicable best practices
- To conduct training for employees and clients towards inclusive knowledge development

Our Core Values	Our Core Strengths	Our Core Competencies
• Integrity	• Professionally Sound and competent Board of Directors	• Knowledge
• Transparency	• Strong Capital Base	• Experience and Expertise
• Professionalism & Excellence	• Transparent and Quick Decision Making	• Fairness and Objectivity
• Continuous Client Focus	• Efficient Team of Performers	• Pursuit of Sustainable Growth Strategies
• Respect	• Optimizing Clients Satisfaction	• Reliability
• Fairness	• Foolproof Internal Control	• Market Adaptabilities
• Harmony	• Professionally capable & highly experienced Management	• Knowing in advance before competitors
• Team Spirit	• Unique Corporate Culture	• Relentless up-gradation initiatives
• Courtesy	• Sound Policy	
• Commitment	• Prompt Backup Service	
• Compliance with laws		
• Business Ethics		
• Open Communication		

Company Contours

Established in 2000, Information Technology Consultants Limited has since transformed to become a local leader of Information Technology and payment service automation in the rapidly changing arena of Electronic Payment Transaction Processing Systems. ITC is the only PSO (Payment System Operator) licensed by Bangladesh Bank to provide the end-to-end electronic payment services for banks, government organizations, retailers, billers and financial institutions. ITC currently serves 35 banks, with its network named 'Q-Cash' which is a popular brand-name in Banking and Payment sector Industry.

Moreover, ITC is also the technology Integration and Automation partner of Bangladesh Post Office, provides Online Tax Payment platform to NBR (National Board of Revenue) and Sonali Bank Limited, technology provider for (Dhaka Metropolitan Police (DMP) Chattogram Metropolitan Police (CMP) and few other Metropolitan Polices for their E-Prosecution system.

ITC's payment system solutions are accredited, certified & recognized by Multinational Payment brands such as Visa, MasterCard, Union Pay International and AMEX. We continue to develop partnerships with clients and associates- so that we remain dynamic and relevant- and maintain our cutting-edge advantage, even if market needs to become more sophisticated and diverse.

By providing a broad range of payment solutions, ITC today deploys its products and services to multiple clients across various sectors and segments, including governmental institutions, telecommunications, transportation and retail, not just limited to only banking and financial services.

GOVERNANCE & LEADERSHIP

The image features a minimalist design with a light grey background. A prominent, solid red diagonal band runs from the bottom-left corner towards the right edge. The text 'GOVERNANCE & LEADERSHIP' is centered horizontally in a dark grey, serif font. The overall aesthetic is clean and professional.

Governance & Leadership

Board of Directors

1	Mr. Lim Kiah Meng	Chairman (Nominated Director of SiS Capital (Bangladesh) Pte Limited)
2	Mr. Salahuddin Alamgir	Vice Chairman
3	Mr. Kazi Saifuddin Munir, Ph.D	Managing Director & CEO
4	Mr. Lim Kia Hong	Nominated Director of SiS Capital (Bangladesh) Pte Limited
5	Mr. Lim Hwee Hai	Nominated Director of SiS Capital (Bangladesh) Pte Limited
6	Madam Lim Hwee Noi	Nominated Director of SiS Capital (Bangladesh) Pte Limited
7	Madam Fauzijos Tjandra	Nominated Director of Regent Pacific Limited
8	Mr. Md. Waliuzzaman FCA	Independent Director
9	Mr. Md. Haqueful Shaikh	Independent Director

Board Committees:

Audit Committee

Mr. Md. Waliuzzaman FCA, Independent Director	- Chairman
Mr. Salahuddin Alamgir, Vice Chairman	- Member
Mr. Md. Haqueful Shaikh, Independent Director	- Member
Mr. Anindya Sarkar FCS, Company Secretary	- Secretary

Nomination and Remuneration Committee (NRC)

Mr. Md. Haqueful Shaikh, Independent Director	- Chairman
Mr. Lim Kiah Meng, Chairman	- Member
Mr. Md. Waliuzzaman FCA, Independent Director	- Member
Mr. Anindya Sarkar FCS, Company Secretary	- Secretary



Leadership Profiles



Mr. Lim Kiah Meng
Chairman (Nominated Director of SiS Capital (Bangladesh) Pte Limited)

Mr. Lim Kiah Meng is a Singapore national and holds a Bachelor Degree in Commerce from Nanyang University, Singapore and Masters in International Management from the American Graduate School of International Management, USA. He has experience in the information technology industry and he is an Executive Director of SiS Group, which is listed on the Hong Kong Stock Exchange.



Mr. Salahuddin Alamgir
Vice Chairman

Mr. Salahuddin Alamgir, CIP and Chairman of Labib Group has been running all his Business Organizations with good reputation, honest credibility and satisfactory turnover for last 22 years. He is the President of BDYEA, Vice President of FBCCI, Member of the Executive Committee-SAARC Chamber of Commerce & Industries, Executive Committee Member of BCI and Member of BGMEA, BTMA, BMPIA, BCCAMEA, GCCI, Member of NDC Alumni Association. He is also an Executive Committee Member of Modhumoti Bank Ltd. and Life Member of Kurmitola Golf Club, Army Golf Club, Gulshan Club, Dhaka. Besides those, he is involved in various social and humanitarian activities like financial help to distressed humanities, educational institutions, religious institutions and social institutions.

Based on his excellent Business Records and significant Contribution to the Commerce, Industry & Economy of Bangladesh, Mr. Salahuddin Alamgir, CIP has been awarded with National & International Recognitions like '20th BATEXPO AWARD-2009', 'NOKIA BEST DISTRIBUTION AWARD-2009', '21st BATEXPO AWARD-2010', 'NATIONAL EXPORT TROPHY 2010-2011', 'MERCANTILE BANK HONOUR-2017 AS INDUSTRIALIST', SOUTH ASIAN BUSINESS EXCELLENCE AWARD-2019, APPRECIATION TROPHY FOR EXCELENT PERFORMANCE AS A NATIONAL DISTRIBUTOR OF SAMSUNG IN BANGLADESH IN 2020, RECEIVED BEST EMPLOYER BRAND AWARD 2020 AND CSR LEADERSHIP AWARD 2020 FROM EMPLOYER BRANDING INSTITUTE , INDIA.



Mr. Kazi Saifuddin Munir, Ph.D
Managing Director & CEO

Dr. Kazi Saifuddin Munir has over 30 year's of professional experience in research, project development and implementation. He obtained his Master's degree in Mechanical Engineering from Chalmers University of Technology in Sweden. He was a research fellow under Japan/ Sweden Research and Technology Exchange Program and obtained his Ph.D in Automation and Robot Technology (Soft Intelligence) under joint collaboration of Osaka Institute of Technology, Japan and Royal Swedish Institution of Technology, Sweden. He held academic position in Department of Automation and Robot Technology at Chalmers University of Technology, Sweden. He also worked in East Africa as Project Coordinator, Adviser/Consultant in different bilateral technical program under World Bank & UNDP.

As for ITC, he is not only the founder, but the main architect of the company. Since inception of the organization he has been the main architect in the helms of affairs as its Managing Director & CEO and also holds a sizeable equity stakes in the Company.



Mr. Lim Kia Hong
Nominated Director of SiS Capital (Bangladesh) Pte Limited.

Mr. Lim Kia Hong is a Singapore national. He has graduated in Business Administration from the University of Washington, USA and has experience in the IT industry. He is the Chairman & Chief Executive Officer of SiS Group, which is listed on Hong Kong Stock Exchange.



Mr. Lim Hwee Hai
Nominated Director of SiS Capital (Bangladesh) Pte Limited

Mr. Lim Hwee Hai is Singapore national and holds a Bachelor Degree in Commerce from Nanyang University, Singapore with Masters in Business Administration from the National University of Singapore. He has exposure in the information technology industry with additional experience in finance and banking. Mr. Lim is also an executive director in SiS Group, which is listed on Hong Kong Stock Exchange.



Madam Lim Hwee Noi
Nominated Director of SiS Capital (Bangladesh) Pte Limited

Ms. Lim is a Chartered Accountant in Singapore and holds a Bachelors Degree in Commerce from the Nanyang University, Singapore. She is also the Finance Director of SiS Group which is listed on the Hong Kong Stock Exchange.



Madam Fauzjus Tjandra
Nominated Director of Regent Pacific Limited

Ms.Tjandra is a national of Indonesia. She holds a Bachelors Degree in Offices and Administration from the University of Western Ontario, Canada. She has experience in IT distribution business.



Mr. Md. Waliuzzaman FCA
Independent Director

Mr. Md. Waliuzzaman FCA after qualifying as Chartered Accountant worked with M/s. A. Qasem & Co., as a Chartered Accountant till February 1981. He then served as Deputy Chief Accountant (Head of Accounts and Finance Department) of TSP Complex Limited an enterprise of Bangladesh Chemical Industries Corporation for a very short period till August 1981. In August 1981 he joined Bangladesh Jute Mills Corporation (BJMC) in the position of Deputy General Manager and served with The Crescent Jute Mills Limited, BJMC Head Office, Peoples Jute Mills Limited and Hafiz Jute Mills Limited for long ten years till December 1990. Since January 1991 he started public practice and continued as Managing Partner of M/s. Toha Khan Zaman & Co., Chartered Accountants.

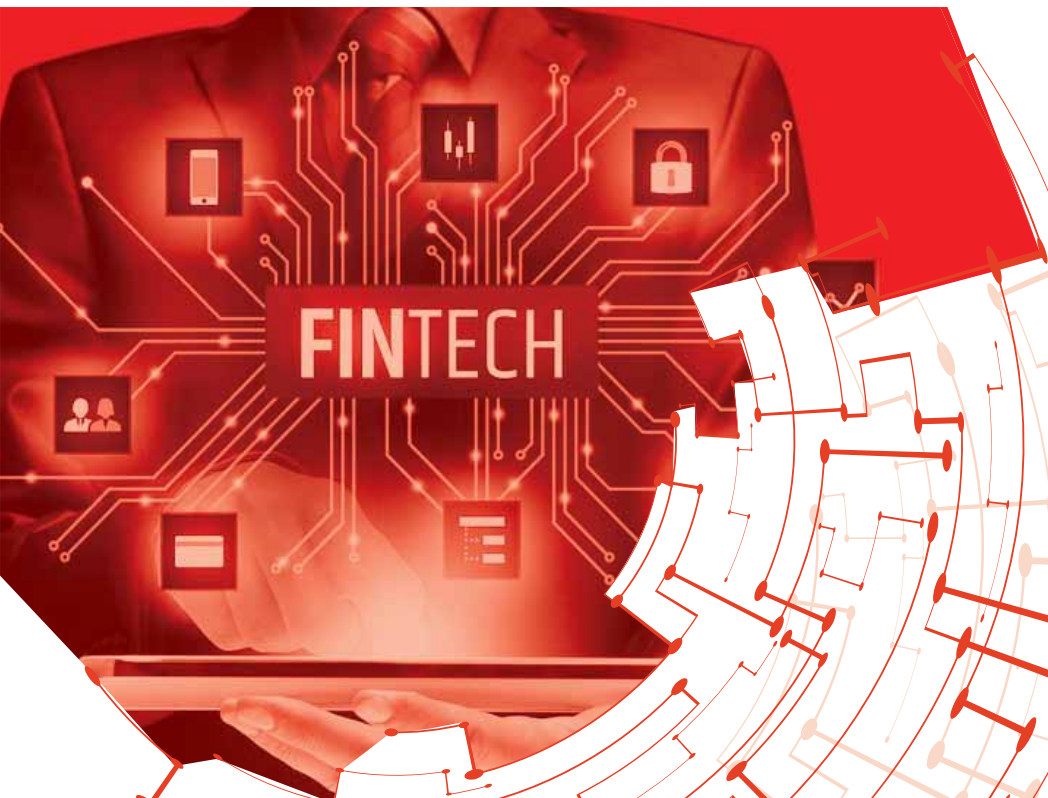


Mr. Md. Haqueful Shaikh
Independent Director

Mr. Md. Haqueful Shaikh obtained his Master's Degree from the University of Dhaka in the year 1966. After academics, he took up banking as career in the year 1967 with the erstwhile Commerce Bank Ltd., that subsequently merged with Agrani Bank in 1972. During his service with Agrani Bank he was posted as CEO of Zenj Exchange Company, an affiliated Exchange House of the bank, in Bahrain in the year 1993. Later, he also worked with Bahrain Exchange Company, a sister concern of Bahrain Financing Company in Kuwait.

During his long 45 years of banking career, he was elevated to various important senior positions in different private banks- like Prime Bank, Social Islami Bank and Jamuna Bank. In course of his exposure with the govt. and private banks he had the privilege to obtain several banking trainings especially in Foreign exchange related matters as well as International Banking both at home and abroad.

Lastly, he was elevated to the position of Managing Director and CEO of Fast Remit, a reputed Remittance House in Malaysia from mid 2009 to 2011 with great success wherefrom he retired from the banking service.



Corporate Highlights

Corporate Highlights

☐ Company Name	: Information Technology Consultants Limited
☐ Registered Office	: Evergreen Plaza, 260/B, Tejgaon I/A (3rd Floor), Dhaka –1208 Tel: +88 02 9830310-13, Fax: +88 02 9830309
☐ Date of Incorporation	: 23-08-2000
☐ Date of Commercial Operation	: 23-08-2000
☐ Legal Status	: Public Limited Company listed with DSE & CSE
☐ Authorized Share Capital	: Tk. 2,000,000,000
☐ Paid-up Share Capital	: Tk. 1,285,926,640
☐ Number of Shareholders	: 2,791
☐ Line of Business	: The business of the company includes online Switching Solution, Software Development and Service Provider of Q-Cash member banks shared ATM network, POS and Q-Cash transactions processing.
☐ Statutory Auditors	: M/s. ACNABIN, Chartered Accountants
☐ Compliance Auditor	: M/s. Al-Muqtadir Associates, Chartered Secretaries
☐ Legal Adviser	: Tanjib Alam & Associates
☐ Company Secretary	: Mr. Anindya Sarkar FCS
☐ Number of Employees	: 360



ITC Chronicles & Milestones

ITC Chronicles & Milestones

- ❖ Incorporation of the Company : August 23, 2000
- ❖ Date of Commercial Operation : August 23, 2000
- ❖ Converted to Public Limited Company : March 16, 2008
- ❖ Awarded Bangladesh Post Office (BPO) Electronic Fund Transfer (EFT) : 2009
- ❖ Appreciation from WINCOR-NIXDORF1000 ATM installed in Bangladesh : November, 2011
- ❖ NBR- Sonali Bank e Tax payment launched : March 26, 2012
- ❖ Registered Trade Mark of Q-Cash : August 31, 2013
- ❖ DMP (Dhaka Metropolitan Police) E-Traffic Prosecution system : June, 2014
- ❖ PCI DSS Certificate of Compliance issued by Trust Wave : August 14, 2014
- ❖ License from Bangladesh Bank as Payment System Operator (PSO) : September 09, 2014
- ❖ Connected to National Payments Switch Bangladesh (NPSB) with Bangladesh Bank : 2014
- ❖ Awarded ISO-9001:2008 Certificate : June 12, 2015
- ❖ Consent of Initial Public Offering (IPO) : October 04, 2015
- ❖ Listing on Dhaka Stock Exchange : December 24, 2015
- ❖ Listing on Chittagong Stock Exchange : December 23, 2015
- ❖ Debut Trading on DSE & CSE : January 10, 2016
- ❖ Trading Code : ITC
- ❖ Membership from BAPLC : January 17, 2016
- ❖ Best ICT Solution Provider-2015 (local market focus) Award by The Daily Star : October 28, 2016
- ❖ CMP (Chattogram Metropolitan Police) E-Traffic Prosecution system : December, 2017
- ❖ Comilla District Police E-Traffic Prosecution system : December, 2017
- ❖ Apicta Awards (Global ICT Award) Runner up : December, 2017
- ❖ Awarded "A2" rating by CRAB : January 07, 2020
- ❖ Bronze Award' in the IT and Telecom category at the 7th ICSB National Award for Corporate Governance Excellence for the year 2019 : January 23, 2021
- ❖ Silver Award' in the Trading and Assembly category at the ICMAB Best Corporate Award for the year 2019 : February 25, 2021
- ❖ Prestigious President's Industrial Development Award 2019 in High-Tech category : November 04, 2021



ITC at a Glance

Company at a Glance

IT Consultants Limited (ITC-Q Cash) at a Glance

- Established in the year 2000, the first private third-party payment processing company in Bangladesh.
- Licensed Payment System Operator (PSO) in Bangladesh awarded by Bangladesh Bank.
- ITC is the owner of the largest payment platform in Bangladesh, known as 'Q-Cash'.
- 35 member banks are using different electronic payment services of Q-Cash Network.
- Being a certified service provider, ITC Host is connected with National Payment Switch Bangladesh (NPSB), VISA, MasterCard and Union Pay International Network.
- Provides more than 11,000 ATMs access for Q-Cash member banks.
- Provides the access for more than 60,000 POS all over Bangladesh.
- The total paid up capital is BDT 1,285,926,640.
- ITC has been awarded Payment Card Industry Data Security Standards (PCI DSS) certification; the first organization in Bangladesh to receive this highest standard data security certification which is mandatory for Card and Electronic Payment industry business.
- 360 employees are currently working at ITC of which 80% are IT engineers and technicians.
- ITC is also the technical partner of National Payments Switch Bangladesh (NPSB) as established and operated by Bangladesh Bank.
- Some of unique and first of its kind projects in Bangladesh like Bangladesh Post Office (BPO) automation, Online Tax Payment with NBR & Sonali Bank etc. have been handled as individual project and now being managed by ITC.
- Technology partner of 'Blaze' inward remittance platform (Bangladesh's first instant, 24x7, 365 days cross-border payment network) to provide any bank account/MFS deposit service in less than five seconds which is established in partnership with HomePay LLC and Sonali Bank Limited
- Providing services to major Government Banks for Electronic Payment Processing.
- ITC has implemented and operating EGPP (Employment Generation Project for the Poorest) and CCD (Conditional Cash Transfer) project under Bangladesh Post Office (BPO) and World Banks joint initiative.
- ITC has also provided consultancy, development, deployment and maintenance of E-Traffic Prosecution system for Dhaka Metropolitan Police (DMP), Chattogram Metropolitan Police (CMP), Rajshahi Metropolitan Police (RMP), Comilla District Police and few other major areas.
- Converted as public limited company in 2008.
- Listed with Dhaka and Chittagong Stock Exchange in 2015.
- Debut Trading of shares with Dhaka and Chittagong Stock Exchange in 2016.
- Best ICT Solution Provider-2015 (local market focus) Award by The Daily Star in 2016.
- Apicta Awards (Global ICT Award) Runner up in 2017.

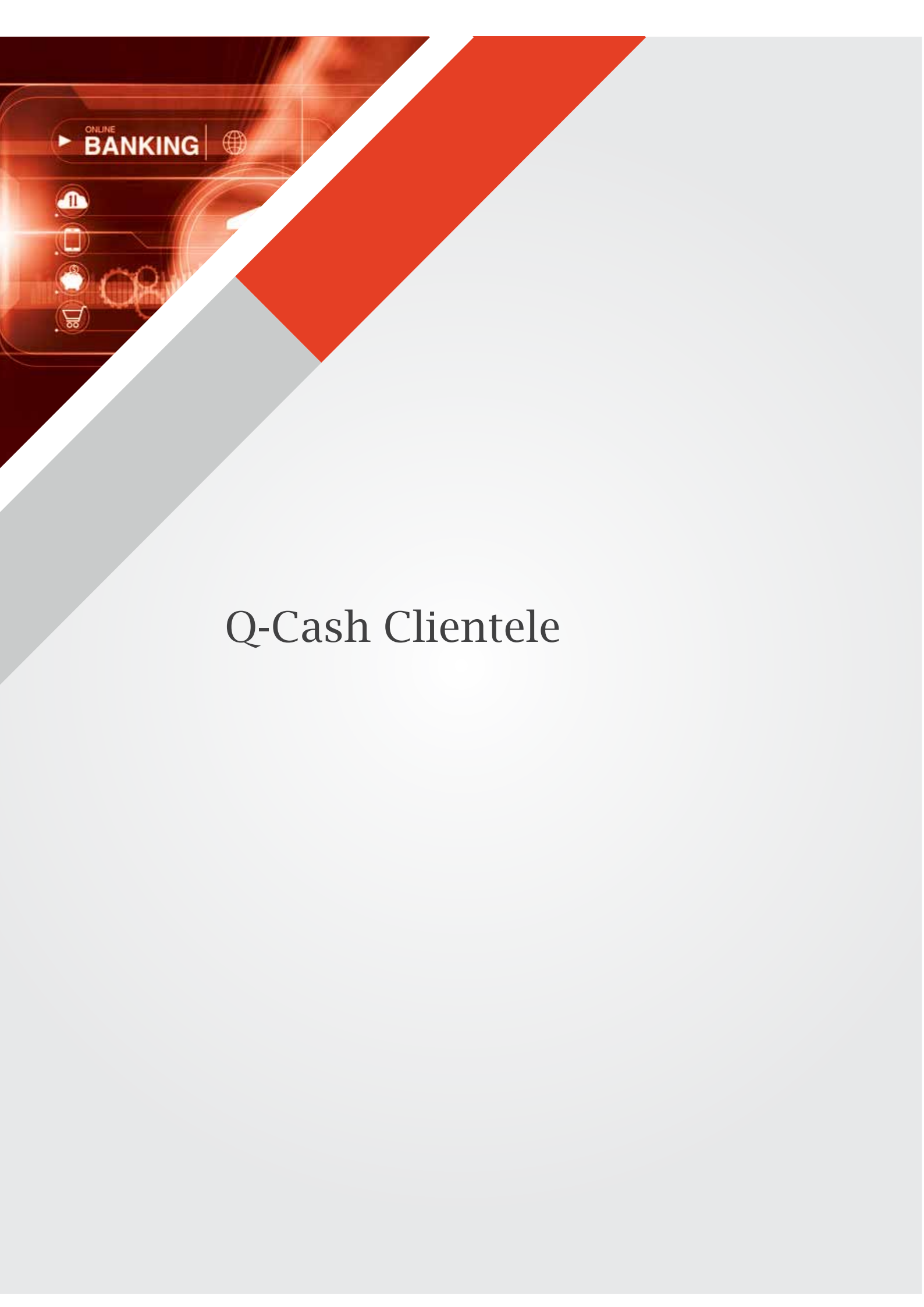
- 'Bronze Award' in the IT and Telecom category in the 7th ICSB National Award for Corporate Governance Excellence for the year 2019 and Awarded in January 23, 2021.
- 'Silver Award' in the Trading and Assembly category in the ICMAB Best Corporate Award for the year 2019 and Awarded in February 25, 2021.
- Prestigious President's Industrial Development Award 2019 in High-Tech category, declared in June 2021 and Awarded in November 04, 2021.



Products and Services

Products and Services

Transaction Processing and Maintenance Services	Sales and Support Services
▪ Transaction Switching with automated settlement and reconciliation (Real time)	▪ POS machine
▪ ATM & POS Transaction Processing	▪ POS application
▪ Online Payment Gateway	▪ Core Banking Solution
▪ Real-time Remittance Transaction Processing	▪ Switching & CMS Solution
▪ Card Personalization and Card Data Management	▪ Tailor-made Software
▪ VISA, MasterCard, UnionPay Certification support	▪ IT Infrastructure -Security Solution
▪ SMS Solution	
▪ Interfacing/Integration and development of switching solutions/ middleware	▪ Biometric Reader
▪ E-Commerce Solution	▪ Biometric ATM Solution
▪ Mobile Financial Services Integration and real-time fund transfer	
▪ Online payment processing through Q-Cash Payment Gateway	
▪ New service incorporation for ATM, POS, Internet Banking, MFS and others	
▪ Payment Card Industry Data Security System (PCIDSS) certification	
▪ Electronic Case Management Solution for Traffic Police	
▪ Green PIN services for banks' card	
▪ Virtual card issuance – CMS support	
▪ E-KYC solution and maintenance	
▪ QR code based transaction processing	



Q-Cash Clientele

Q-Cash Clientele

Name of the Members Banks			
01	Agrani Bank Limited	20	NRB Commercial Bank Limited
02	BASIC Bank Limited	21	Global Islami Bank Limited
03	Bank Asia Limited	22	Rupali Bank Limited
04	Bangladesh Commerce Bank Limited	23	Shahjalal Islami Bank Limited
05	Bangladesh Krishi Bank	24	Shimanto Bank Limited
06	Community Bank Bangladesh Limited	25	Sonali Bank Limited
07	EXIM Bank Limited	26	Social Islami Bank Limited
08	First Security Islami Bank Limited	27	ONE Bank Limited (Network Sharing)
10	IFIC Bank Limited	28	South Bangla Agriculture Bank Limited
11	ICB Islamic Bank Limited	29	Standard Bank Limited
12	Janata Bank Limited	30	Trust Bank Limited
13	Jamuna Bank Limited	31	Union Bank Limited
14	Midland Bank Limited	32	Uttara Bank Limited
15	Meghna Bank Limited	33	Woori Bank, Bangladesh
16	Mercantile Bank Limited	34	Bank Al Falah, Bangladesh
17	Modhumoti Bank Limited	35	NCC Bank Limited (Network Sharing)
18	National Bank Limited	36	Bengal Commercial Bank Limited
19	Bangladesh Development Bank Limited		

Other Financial Institution			
01	Lanka Bangla Finance Limited		
Other Client Banks			
01	Standard Chartered Bank	09	Mutual Trust Bank Limited
02	Dutch Bangla Bank Limited	10	Dhaka Bank Limited
03	The City Bank Limited	11	Premier Bank Limited
04	BRAC Bank Limited	12	Padma Bank Limited
05	Islami Bank Bangladesh Limited	13	NRB Bank Limited
06	United Commercial Bank Limited		
07	Commercial Bank of Ceylon		
08	Prime Bank Limited		

Government Entities			
01.	Bangladesh Bank	43	Bandarban District Police
02.	Bangladesh Post Office	44	Rajshahi District Police
03.	Bangladesh National Board of Revenue	45	Chapai Nababgonj District Police
04.	Telephone Shilpa Sangstha Limited	46	Naogaon District Police
05.	Road Transport and Highways Division	47	Nator District Police
06.	United Nations Development Program (UNDP)	48	Pabna District Police
07.	Dhaka Metropolitan Police (DMP)	49	Sirajgonj District Police
08.	Chottogram Metropolitan Police (CMP)	50	Bogra District Police
09.	Rajshahi Metropolitan Police (RMP)	51	Joypurhat District Police
10.	Khulna Metropolitan Police (kMP)	52	Khulna District Police
11.	Sylhet Metropolitan Police (SMP)	53	Bagerhat District Police
12.	Barishal Metropolitan Police (BMP)	54	Satkhira District Police
13.	Rangpur Metropolitan Police (RPMP)	55	Jessore District Police
14.	Gazipur Metropolitan Police (GMP)	56	Magura District Police
15.	Bogura Highway Police	57	Jhenaidah District Police
16.	Madaripur Highway Police	58	Narail District Police
17.	Cumilla Highway Police	59	Kustia District Police
18.	Sylhet Highway Police	60	Chuadnga District Police
19.	Gazipur Highway Police	61	Meherpur District Police
20.	Dhaka District Police	62	Sylhet District Police
21.	Narayanganj District Police	63	Habiganj District Police
22.	Gazipur District Police	64	Sunamganj District Police
23.	Manikganj District Police	65	Moulvibazar District Police
24.	Munshiganj District Police	66	Barishal District Police
25.	Narshingdi District Police	67	Jhalokathi District Police
26.	Tangail District Police	68	Bhola District Police
27.	Kishoreganj District Police	69	Patuakhali District Police
28.	Faridpur District Police	70	Pirojpur District Police
29.	Gopalganj District Police	71	Barguna District Police
30.	Madaripur District Police	72	Rangpur District Police
31.	Rajbari District Police	73	Gaibandha District Police
32.	Shariatpur District Police	74	Nilphamari District Police
33.	Chottogram District Police	75	Kurigram District Police
34.	Cox's Bazar District Police	76	Lalmonirhat District Police
35.	Rangamati District Police	77	Dinajpur District Police
36.	Khagrachori District Police	78	Thakurgaon District Police
37.	Cumilla District Police	79	Panchogar District Police
38.	Chandpur District Police	80	Mymensingh District Police
39.	Brahmanbaria District Police	81	Netrakona District Police
40.	Noakhali District Police	82	Sherpur District Police
41.	Lakshmipur District Police	83	Jamalpur District Police
42.	Feni District Police		



Five-Year Reviews

Five-Year Reviews

For the Last Five Years

KEY OPERATING AND FINANCIAL INFORMATION

The key operating and financial information for the year- 2020-2021 along with the preceding four years are presented below:

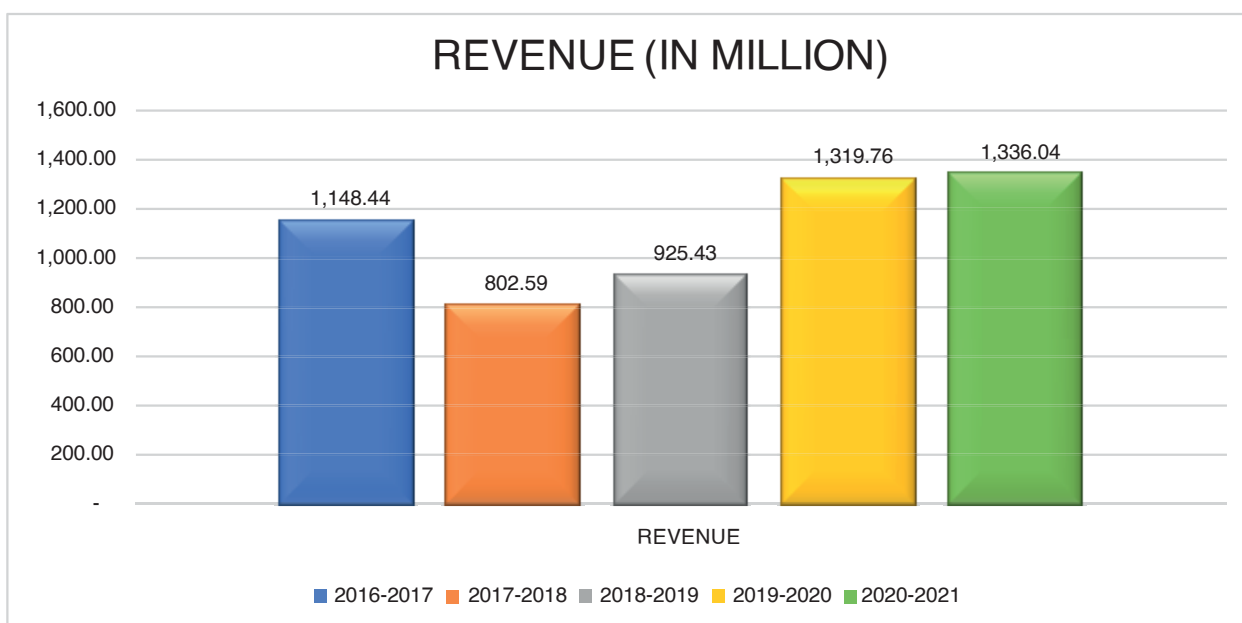
	Y-2020- 2021	Y-2019- 2020	Y-2018- 2019	Y-2017- 2018	Y-2016- 2017
Assets Employed					
Total Assets	2,837,749,411	2,742,242,279	2,537,413,600	2,463,191,060	2,501,345,652
Total Current Assets	1,621,746,612	1,562,959,672	1,459,759,620	1,374,410,026	1,435,800,878
Property, Plant & Equipment	261,734,365	241,045,075	244,933,913	256,141,723	248,841,236
Intangible Assets	830,098,662	855,633,082	802,451,877	797,227,643	717,522,610
Inventories	352,131,366	291,043,322*	273,446,463*	361,679,138	328,739,218
Accounts Receivables	541,326,119	476,642,028	452,110,539	411,061,604	404,388,824
N.B: Inventories*- re arrange					
Financed By					
Share Capital	1,285,926,640	1,224,692,040	1,144,572,000	1,040,520,000	1,000,500,000
Revaluation Reserve	188,396,337	196,969,201	206,061,581	215,765,163	226,187,806
Retained Earnings	351,425,303	234,209,557	217,065,593	130,662,677	81,573,772
Revenue and Profit					
Revenue	1,336,036,216	1,319,766,723	925,430,760	802,592,068	1,148,441,568
Gross Profit	459,007,357	412,613,278	418,274,486	359,812,401	353,993,429
Net Profit Before Tax	227,042,453	185,164,032	190,323,906	141,214,820	124,744,395
Net Profit After Tax	199,194,080	148,764,850	179,944,694	136,616,573	103,746,325
EPS	1.54	1.16*	1.47*	1.19*	1.04*
Net Asset Value Per Share	16.48	15.17*	15.21*	14.69*	14.00*
Note: * Re-stated					

DIVIDEND:

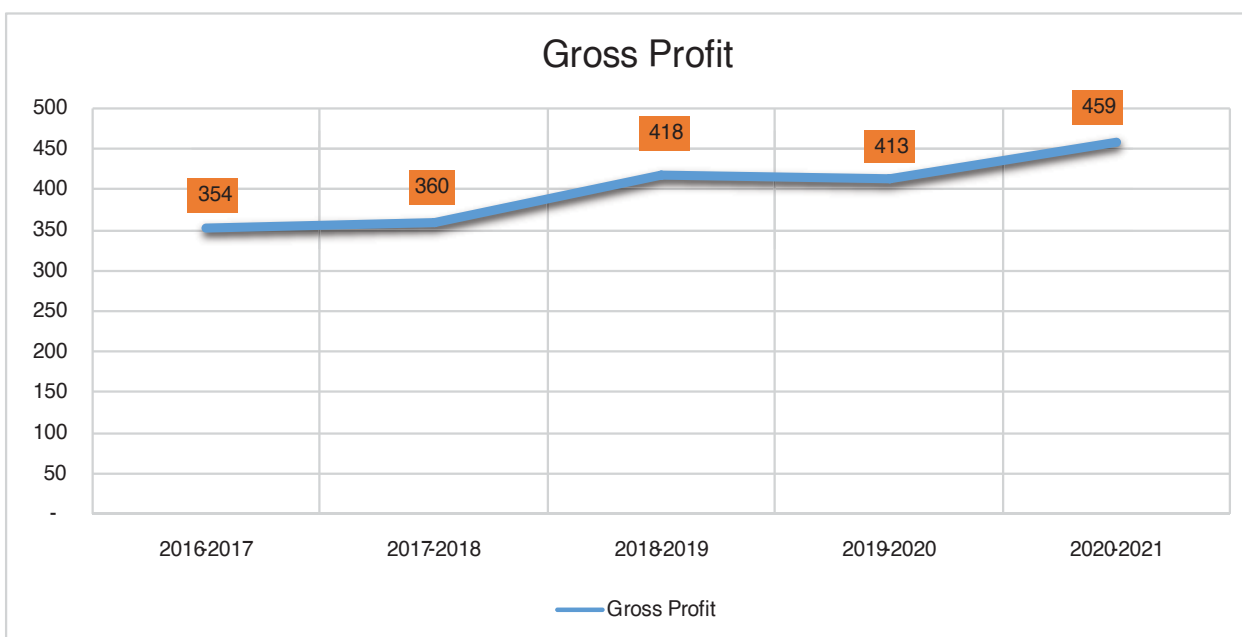
Cash	5%	5% for General Shareholders	5%	-	6%
Stock	-	5% for all Shareholders	7%	10%	4%
Number of Shareholders	2791	2749	2816	4363	5581
Market Price (TK)	36.10(DSE) & 35.10 (CSE)	29.40(DSE) & 29.40 (CSE)	44.00(DSE) & 40.00(CSE)	42.40(DSE) & 42.10(CSE)	48.70(DSE) & 48.40(CSE)

Performance at a glance

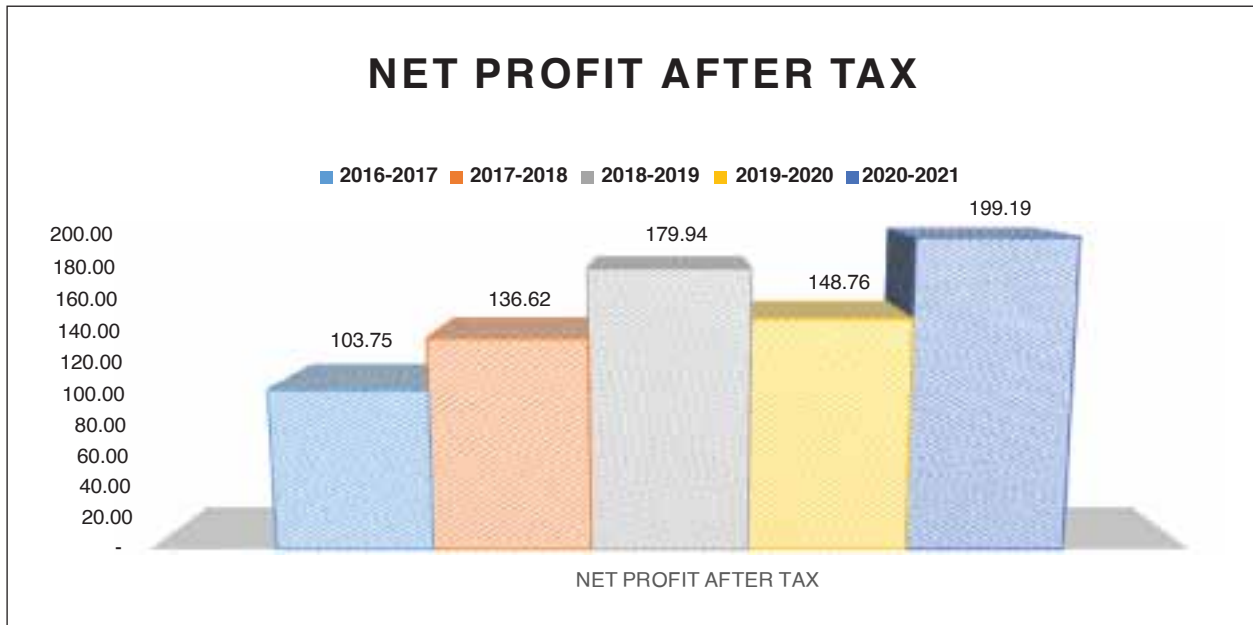
YEAR	2016-2017	2017-2018	2018-2019	2019-2020	2020-2021
REVENUE	1,148.44	802.59	925.43	1,319.76	1,336.04



YEAR	2016-2017	2017-2018	2018-2019	2019-2020	2020-2021
Gross Profit	354	360	418	413	459

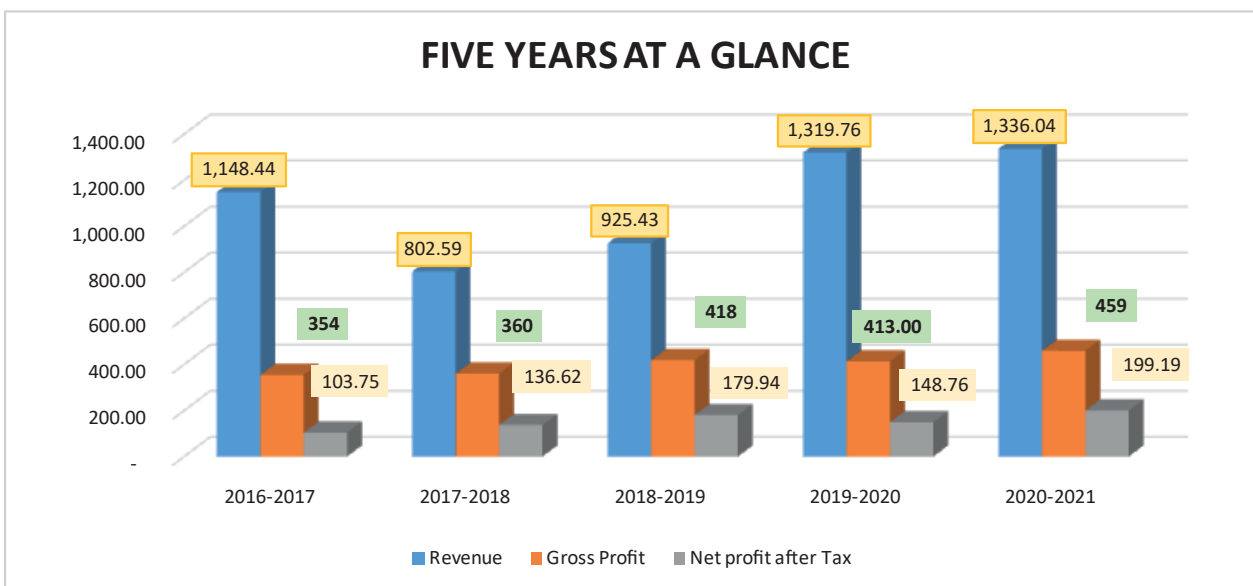


YEAR	2016-2017	2017-2018	2018-2019	2019-2020	2020-2021
NET PROFIT AFTER TAX	103.75	136.62	179.94	148.76	199.19



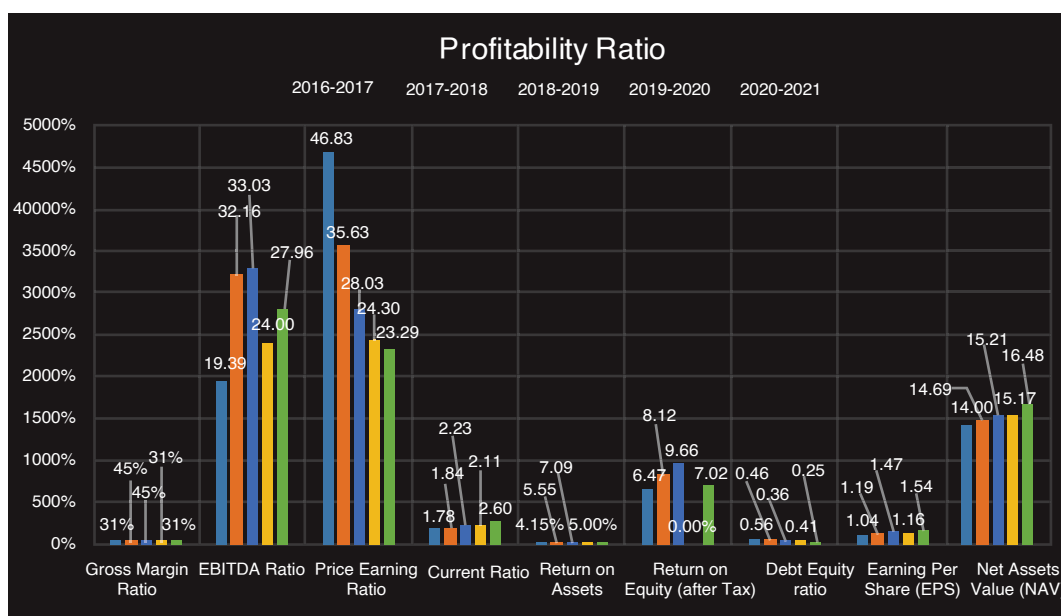
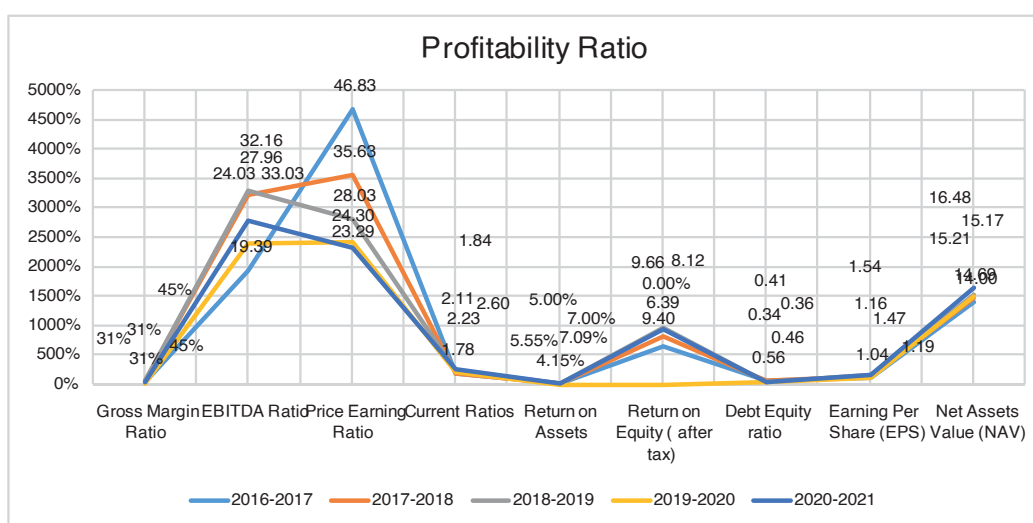
FIVE YEARS AT A GLANCE

YEAR	2016-2017	2017-2018	2018-2019	2019-2020	2020-2021
Revenue	1,148.44	802.59	925.43	1,319.76	1,336.04
Gross Profit	354	360	418	413.00	459
Net profit after Tax	103.75	136.62	179.94	148.76	199.19



Profitability Ratio

YEAR	2016-2017	2017-2018	2018-2019	2019-2020	2020-2021
Gross Margin Ratio	31%	45%	45%	31%	31%
EBITDA Ratio	19.39%	32.16%	33.03%	24.03%	27.96%
Price Earning Ratio	46.83	35.63	28.03	24.30	23.29
Current Ratios	1.78	1.84	2.23	2.11	2.60
Return on Assets	4.15	5.55	7.09	5.00	7.00%
Return on Equity (after tax)	6.47	8.12	9.66	7.63	7.02
Debt Equity ratio	0.56	0.46	0.36	0.41	0.25
Earning Per Share (EPS)	1.04	1.19	1.47	1.16	1.54
Net Assets Value (NAV)	14.00	14.69	15.21	15.17	16.48





Message from The Chairman



MESSAGE FROM THE CHAIRMAN

Respected Guests, Shareholders, Colleagues,

Ladies and Gentlemen,

I am humbled by your kind presence and participation at this august gathering of the 21st Annual General Meeting of our beloved organization, IT Consultants limited.

Please accept our profound thanks and gratitude for your continued support for our efforts to make the world a better and livable place, despite the challenges that we face in our daily lives.

For the last twenty plus years, IT Consultants limited has been a leading IT Service provider in Bangladesh, driving through thick & thin. As you are all aware, Covid-19 has created a havoc in all parts of the nation and society and has curtailed all normal activities of the general population. But, at the same stretch it has also developed a mass awareness of the need for a “cash free economy”. It has also helped us create numerous “online business platforms”, some quite successfully, and some not that much.

ITC – though, traditionally focused in Banking, Finance and related monetary transactions, has also been active in Government Institutions in their digital transformations and general automation needs. ITC has been challenged by the sudden influx of volume, technology-security up-grades, gap-management, consultancy and acquisition needs. Despite acute shortage of resources due to the pandemic related absences, the company was able to handle the transaction surge, and has so far been successful in handling the crisis needs in general.

ITC's dynamic profit strategy has been successful in enhancing the shareholders' value, profitability & brand image, which is reflected in the Annual Report of the Company.

On behalf of the Board of Directors and myself, I express my most sincere gratitude for the continued support from you, the honorable Shareholders, to enable ITC, to sustain its continued growth.

At this occasion, we also commend the hard works and dedication from the Executives and Employees of the Company, who are the backbones of our success, and thank them for their continuous discharge of duties to the best of their abilities in the pandemic constraints. Thank you all.

On Behalf of the Board

A handwritten signature in black ink, appearing to read 'Lim Kiah Meng'.

Lim Kiah Meng
Chairman



Statement From The
Managing Director
& CEO



STATEMENT FROM THE MANAGING DIRECTOR & CEO

Assalamu-alaikum.

Respected Shareholders, Colleagues, Ladies and Gentlemen,

Please accept my most sincere gratitude for attending this humble gathering, on the joyous occasion of the 21st Annual General Meeting of our beloved company, IT Consultants limited.

Dear Shareholders, COVID 19, Health crisis has been haunting us from our mundane daily life for last few months. Devastated our existing plans! Suddenly everything needed to change! Our man-power needed to be rationalized, our general life- being curtailed through restriction, lock-downs and social distances. But it has not taken away our spirit, our goal to serve our clients, our society! Our services continued, our ATMs operational, Call Centers Running, maintenance continued. We have accepted the challenge posed by the Pandemic. We have taken several new initiatives despite the challenges and to advance our drive. We have extended our partnership for inward remittance processing for domestic instant fund transfer - within 5 seconds - to any Bank any Account/MFS through Blaze remittance platform.

It is my immense pleasure to inform you that ITC has been awarded for the prestigious and top-ranking government award 'President's Award for Industrial Development' in High-Tech category in 2021, as designated by Ministry of Industries. It is a massive milestone for ITC, a recognition of our continuous endeavors towards bringing convenient and low-cost electronic payment services to the doorstep of citizens and our passionate engagement for financial inclusion projects. I am thankful for the support from my Board of Directors, Shareholders and overall, my team of Executives and Officers, without their whole hearted support, we would not be able to achieve this.

Honorable Members of the Board, Shareholders, ITC as a business, has always kept its diverse clients in mind, create opportunities for them, maintain security of their transactions, create convenience to their clients, overall, improvement of their business has been our main business.

We thank our clients for their invaluable and continued support for ITC. I assure our valued clients, we will continue to do our best to serve you, always!

I am grateful for your kind presence in our humble gathering, despite your busy schedule and appeal to your goodwill to forgive us, in case of any of our lapses and mistakes in serving you, during your stay with us.

Thanking you once again,

Kazi Saifuddin Munir, Ph.D
Managing Director & CEO



Directors' Responsibility Statement

Directors' Responsibility Statement

Responsibility to Financial Statements;

The Board of Directors of Information Technology Consultants Limited would like to inform that the financial statements containing the audited accounts for the year ended June 30, 2021 are in conformity with the requirements of the Companies Act, 1994, International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS) as adopted by ICAB, Securities & Exchange Rules -1987 and the listing Regulations of the Dhaka and Chittagong Stock Exchanges and they believe that the financial statements reflect fairly the form and substance of transactions carried out during the year under review and reasonably present the Company's financial condition and results of operations. These Financial Statements are audited by the Statutory Auditors, M/s. ACNABIN, Chartered Accountants, Dhaka.

In preparation of accounts, the applicable accounting standards have been followed;

The company has selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and correct view of the state of affairs of the Company as at June 30, 2021 and of the profit of the Company for the year ended on that date;

The company has taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1994 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

The company has prepared the annual accounts on going concern basis. There was no extraordinary gain or loss during the year and there was no significant deviation from previous year in operating results of the Company.

Responsibility to Internal Control System;

The Company has taken proper steps and sufficient care in building a system of internal control, which is reviewed, evaluated and updated regularly. The internal audit department of the Company, conducts periodic audit of provides reasonable assurance that the established policies and procedures of the Company were consistently followed.

Opinion of the Statutory Auditors;

M/s. ACNABIN, Chartered Accountants, the external auditor of the Company has carried our annual audit to review the system of internal controls, as they consider appropriate and necessary, for expressing their opinion on the financial statements. They have also examined the financial statements made available by the Management together with all the financial records, related data, and minutes of shareholders meeting and Board meetings, relevant policies and expressed their opinion as such.



Management Discussion & Analysis

Management Discussion & Analysis

Company Outlook:

Established in 2000, Information Technology Consultants Limited has evolved to become a local leader in IT Technology in the rapidly changing arena of Electronic Payment Transaction Processing Systems. So far, ITC is the only PSO (Payment System Operator) licensed by Bangladesh Bank to provide the end-to-end electronic payment services for banks, government organizations, retailers, billers and financial institutions. ITC currently serves 35 member banks, with its network named 'Q-Cash' which is a popular brand-name in the Banking and Financial sectors of Bangladesh.

Financial Highlights & Analysis:

In the year under review, Revenue was BDT 1,333.04 million (BDT 133.60 crore) with 1% increase compared to the previous year. The growth in revenue was mainly in Q-Cash Transaction Processing Charges, which is containing 40% and cover up other decreasing revenue stream. Q-cash transaction processing charge revenue, therefore has appreciable increased during the year. We consider this as an ongoing business movement for the pandemic period, which is now growing up trend.

The revenues from Service & Maintenance Charges & sale revenue has dropped/decreased (17%) & (20%) respectively due to the long-time effect of COVID-19 pandemic and could have resulted in a substantial crisis and operational disruption for the company. The crisis also stemmed in revenue loss for ITC due to sudden reductions in transactional demand from banking customers, who experienced long period of branch closure and as well as financial or economic recession in our banking sector during the year. And thus, the procurement procedure of the banking sector is going slow.

Particulars	Year-2020-2021 (Tk.)	Year-2019-2020 (Tk.)	Increased/(decreased)	Growth %
REVENUE:				
Q-Cash transaction Processing charge	625,582,391	448,263,430	177,318,961	40%
Service & Maintenance charges	309,787,510	373,722,821	(63,935,311)	-17%
Sales	400,666,315	497,780,472	(97,114,157)	-20%
Total Revenue	1,336,036,216	1,319,766,723	16,269,493	

Comparatives on the financial performance of the company for the year ended June 30, 2021 are summarized hereunder:

Particulars	2020-2021 (Tk.)	2019-2020 (Tk.)	Increased/(decreased)	Growth %
Revenue	1,336,036,216	1,319,766,723	16,269,493	1%
Cost of Service	628,169,781	536,986,826	91,182,955	17%
Cost of sales	248,859,078	370,166,619	(121,307,541)	-33%
Gross Profit	459,007,357	412,613,278	46,394,079	11%
Operating Expenses	191,931,158	190,724,740	1,206,418	1%
Operating Profit	267,076,199	221,888,538	45,187,661	20%
Profit Before Tax	227,042,453	185,164,032	41,878,421	23%
Profit After Tax	199,194,080	148,764,850	50,429,230	34%

Due to factors described above Cost of Service & Cost of Sales has increased @ 17% & decreased @ (-33%) resulting the gross profit is comprising @ 11% valuing Tk. 46,394,079/-during the year based on last year.

Net Profit before Tax for the year has increased by Tk. 41,878,421 /= from the last year and reflection growth is 23% due to increase of Q-Cash Transaction Processing. The growth in Net Profit after Tax is 34%, which comprises Tk. 50,429,230/.

Additionally, for the last couple of years, the Banks have also reduced the speed of new ATM rollout due to shifting of technology in Banking sector from ATM to Cash Recyclers, and also Banks are going through financial crunch overall.

Financial & Economic scenario of the country and the globe:

Due to the onset of the worldwide crisis of spreading of Corona Virus pandemic and its resultant lockdown during the third and fourth quarter of the financial year, the National Economy suffered the predictable downward slide and remained weak and stunted during the period 2020-2021.

Consequently, in view of the continued Pandemic related downward spiral, the Bangladesh Economy sustained the major blow, but staggeringly still managed to grow by 5.47 % during the year 2020-21 cracking the 3.51% (revised) during the year 2019-2020. Bangladesh Economy was typically enjoying the fastest expansion of the Economy since recent past. During the last eight consecutive years, GDP growth in Bangladesh till 2019, recorded a staggering growth greater than 6%. The recorded growth rate amazingly surprised most analysts who expected the contraction to be even more daunting. Despite the pressure of the pandemic, the ill-equipped health infrastructure sustained most of the shock and still managed to keep the death rate considerably lower, compared to parallel South Asian economies of INDIA and PAKISTAN.

The economy sustained most of its continuity, despite the severe drop in export orders in RMG sector, and reduction in remittance earning from abroad. RMG sector however, recouped some of its losses by switching to Medical /Health products like Mask, PPE etc. and gradual opening of Markets in Europe and US. Loss of Remittances however could not be coped till date, but are now being augmented by slow but steady return of workers from Bangladesh to MENA and SE Regions.

These twin blows have seriously hampered the continuous economic growth what Bangladesh has been enjoying for last several years.

We sincerely believe that, time being the best healer, and the unfastened energy of our young entrepreneurs will continue their persistent drive, not only for recovery, but also for expansion. The Government and Private sector joint initiatives will hopefully be able to rapidly transform the socio-economic sectors of the country towards recovery and expansion.

As reported by the Central Bank, inflation have been kept in check through prudent implementation of Monetary policy. The rural-urban gap in food inflation also reduced marginally, but non-food inflation increased as un-seasonal flood situation caused some abrupt supply disruptions.

Risk Management:

The company always concentrates on delivering high value to its stakeholders through appropriate trade-off between risk and return. ITC has a befitting risk management policy and a periodic monitoring system to address the concerns and uncertainties that are likely to hit the company's business activities, operations, liquidity and financial position for future performances. The company's risk recognition system works on a real time basis based on a comprehensive framework as such. Accordingly, a well-structured and proactive risk management system is in place within the company to address the volatilities related to market, liquidity, exchange rate and operations.

Future Plan & Projection:

The company has taken numerous initiatives to introduce new technologies for electronic payment services and to cope up with market demand. Some of the major initiatives are:

- Processing inward remittance for domestic instant fund transfer to any Bank any Account/MFS.
- Interoperability & Integration with mobile financial service operators and 'Digital Wallet' service provider by following Bangladesh Bank guidelines. The Company has already created interface with bKash and some particular services are in operation
- Extend Postal Cash Card services along with Bangladesh Post Office to facilitate disbursement of G2P subsidies, pensions and grants
- Extend transaction processing for Inter-bank fund transfer through ATM, Internet Banking, e-commerce and other channels. Some of these services have been launched.
- Expansion of Bangladesh Police Projects (e-traffic prosecution system) across the country.
- Enable NFC/ contactless technology and QR & Bangla QR code technology through Visa/Mastercard for client banks. Some client banks already launched NFC/contactless cards.

Comparison of performance with peer industry scenario:

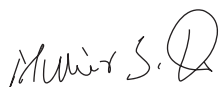
ITC is the only listed company of its kind in Bangladesh. Its business operations are also different. Hence, there is no alike peer industry that could expressively come under a comparable scenario.

Accounting policies and estimations for preparation of financial statements:

The financial statements have been prepared in accordance with the International Financial Reporting Standards (IFRS), the Companies Act, 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations in Bangladesh. Cash flows from operating activities are prepared under direct method as prescribed by the Securities and Exchange Rules 1987.

Changes in accounting policies and estimations:

The accounting policies applied in the year under review are uniform and consistent with those applied in the previous year. In 2020-21 there was no major change in accounting policies and estimations except for some variations and interpretations applied which did not have any material impact on the financial statements.



Kazi Saifuddin Munir, Ph.D
Managing Director & CEO
Information Technology Consultants Ltd.

Date: October 28, 2021



Report on Human Resource (HR) Management

Report on Human Resource (HR) Management

Creating professionals and developing newer opportunities and openings lie at the pinnacle of a sound corporate HR policy. At Information Technology Consultants Limited, we believe that no organization can build a good team of working professionals without sound Human Resource Management. Any organization without a proper set up for Human Resource Management is bound to suffer while managing its regular activities. ITC is quite aware of the necessity for efficient Human Resource Management and has, accordingly, formulated its policy efficiently to cater to its future needs. The implementation thereof is based on different processes which inter-alia includes the following.

Framework:

ITC considers that the devoted, motivated, loyal and committed team of employees is the core assets of the Company. Accordingly, the Company relentlessly invests to develop its prime wealth - the Human Capital. In that pursuit, employee-skill and expertise development happens to be our utmost consideration and we think that is how we could enhance the Company's strategic ambition to lead the particular sector where we operate and steadily grow to combat the future.

Recruitment:

Priority is given to infuse fresh brains by recruiting new incumbents side by side the experienced ones. Keeping this in mind, the process of recruiting fresh and experienced contenders is a regular feature. Accordingly, in case of new recruits, instead of conventional graduates, professionally qualified aspirants: such CA, CMA, CS, LLB, MBA and Engineers and other recognised professionals are given preference. Young and fresh brains are ideally better fitted for further nurturing and improvement. So, the Company lays importance in recruiting young & energetic personnel and grooming and building them up for undertaking future leadership.

Training:

To facilitate scope of training for the new recruits, changes in the schedule of In-house Training has been brought by increasing number of sessions and inviting guest speakers as and when required. The training programs of the Company are chalked out with idea to educate and develop selected personnel so that they acquire required knowledge, skill and experience needed to manage future positions.

Thus, the management and staff members get the prospect to sharpen their existing skills or develop specialized skills which in turn, will help them to take up new roles and take the company to newer heights.

Performance Appraisal:

ITC evaluates performances of its work forces according to their potential and awards, benefits and incentives according to merits. In ITC there exists various beneficiary schemes for the welfare of employees which includes Hospitalization benefit, Festival Bonus, Cash incentive for Eid festivals, Transport Facility, Car Allowance, Training Home & Abroad etc.

Maintaining Work Atmosphere:

ITC believes that a safe, clean & healthy environment can bring out the best in employees. A friendly

atmosphere gives the staff member's job satisfaction. ITC provides friendly atmosphere so that all the employees can enjoy working with encouragement. ITC is fully alive to its obligation and necessity to build up strong work force for its continuous growth and has formulated its Human Resource Policies keeping eyes open to satisfy all needs and requirements.

Redress of Investors

We value the myth of effective interaction with the stakeholders, mainly the shareowners. ITC is committed to maintaining the highest standard of conduct and professional behavior in dealing with its shareholders. Share Department of the company maintains systematic records and information relevant to the shareholders. Share Department officials are always ready to help shareholders whenever in need of share related services like share transfer, transmission, dividend warrant issue, dividend warrant re-validation, address updates etc. Shareholders get opportunity to speak on various issues relating to the operation of the Company at the Annual General Meeting which is held once a year, in which the Chairman/Managing Director of the Company with the help of Chief Financial Officer (CFO) and Company Secretary respond to all queries raised by the shareholders instantaneously. Generally, shareholders raise issues relating to utilization of Company's resources, yearly, half yearly and quarterly accounts and results, business turnover and profitability, declaration of entitlements, disbursement of benefits, share transfer and transmission, changes of shareholders address, non-receipt of Annual report, date and time of AGM, minutes of meetings of all AGM/EGM, implementation of decision of the AGM & EGM and so on. It is the responsibility of the Company Secretary to oversee that necessary actions are taken expeditiously so that these issues are resolved to the satisfaction of shareholders.

Redress of Clients

ITC being a service industry, clients' satisfaction is of paramount importance in maintaining existing clientele base and tapping new business, thereby to achieve satisfactory business growth in the long run. Being fully aware of this, ITC always attends to its client's complaints, whether related to its services. ITC encourages its clients to come forward with any complaint they may have, and the top management is completely accessible to all of them. Complaints can be lodged with the Help Desk over telephone or by e-mail. During regular meetings with its clients of various types, the management actively solicits the client's views on the company's services, shortcomings, if any, and their suggestions.

Report of the
Audit & NRC Committee and



Report of the Audit Committee

Pursuant to code 5(7) of the Codes of Corporate Governance, the Report of the Audit Committee of the Company is presented hereunder as required:

The Role of Audit Committee:

The Company has established an Audit Committee as required under the codes of corporate governance of BSEC. The Audit Committee of ITC, being one of its prime Board sub-committees, assists the Board in discharging its governance responsibilities. It plays the key role in guidance and supervision of the Company's financial reporting, risk management, control and assurance processes, regulatory compliance and audit. The Audit Committee, on behalf of the Board, ensures that standards of corporate reporting, control and compliance are achieved through effective implementation of the procedures and policies with the aim to enhance the effectiveness of operations and reduce the risks of business. The Audit Committee periodically reviews the state of affairs of business and makes recommendation on the reporting, control and compliance aspects, engagement of auditors, their performance appraisals as well as provides independent monitoring and guidance to the management. A brief of the Audit Committee, its roles, responsibilities and functions are presented as under:

The Composition of the Audit Committee:

The Board of Directors has appointed the Audit Committee comprising the following members of the Board having adequate knowledge about finance and accounts, as required in the BSEC CG Code. The Committee, headed by an Independent Director, is quite capable in the discharge of its vested responsibilities. As required, the Company Secretary performs as the Secretary to the Audit Committee.

Name of Members

Mr. Md. Waliuzzaman FCA, Independent Director
Mr. Salahuddin Alamgir, Vice Chairman
Mr. Md. Haqueful Shaikh, Independent Director
Mr. Anindya Sarkar FCS

Position in the committee

Chairman
Member
Member
Secretary

During the year under review, the Audit Committee performed in coherence and consistency and duly ensured full compliance as required under the Codes of Corporate Governance promulgated by BSEC.

Meetings of the Audit Committee

The Committee conducted a total of 4 meetings during the year under review, a sum up of which is given below :

Sl. No	Name	Number of Meeting during 2020-21	Number of Attendance During 2020-21
1	Mr. Md. Waliuzzaman FCA, Independent Director	04	04
2	Mr. Salahuddin Alamgir, Vice Chairman	04	04
3	Mr. Md. Haqueful Shaikh, Independent Director	04	04

Principal responsibilities of the Audit Committee:

Some of the main responsibilities of the ITC Audit Committee are as follows:

- Assess the overall integrity of the financial reporting system of the Company.
- Review the annual, half-yearly and quarterly Financial Statements and any other financial results, and upon its satisfaction of the review, recommend the same to the Board for approval.
- Review the adequacy and effectiveness of financial reporting process, internal control system, risk management, auditing matters, and the Company's processes for monitoring compliance with laws and regulations and the Codes of Conduct.
- Recommend appointment, termination and determination of audit fees for statutory and compliance auditors. Consider the scope of work, and oversee and evaluate the works performed by auditors.

- Exercise its supervision over the works of Company's Internal Audit. Review the effectiveness of internal audit functions including performance, structure, adequacy of resources, and compliance with professional standards. Examine audit findings and material weaknesses and monitor implementation of audit action plans.
- Review related party transactions to ensure compliance with relevant rules and regulations.

Main activities of the Audit Committee during the reporting period:

The Audit Committee performed the following functions during under review:

- a) Reviewed and recommended the quarterly, half yearly and annual financial statements of the Company for the year.
- b) Reviewed the Accounting procedure with a view to ascertaining that the International Financial Reporting Standard (IFRS) has been applied in maintaining books and records.
- c) Reviewed the Internal and External Inspection & Audit Report with a view to implementing the suggestions of Internal and External Auditors in respect of Internal Control structure and techniques.
- d) Reviewed the Management Letter from the external auditors in their presence.
- e) Reviewed the performance of the statutory/external auditors.
- f) Considered and made recommendation to the Board on the appointment and remuneration of the statutory and compliance auditors.
- g) Reviewed the adequacy of internal audit plan and functions, monitored progress and effected revisions, if and when necessary.
- h) Reviewed the Management Discussion and Analysis statement of the Company for the year.
- i) Reviewed related party transactions and compliance of the codes of conduct of the company.
- j) Reviewed to minimize expenditures in all operational activities where possible.
- k) Reviewed the report relating to Independent Directors as submitted to the regulatory authority
- l) Reviewed other matters of significance as per TOR of the Audit Committee.

The Following steps were also taken for implementation of the Internal Control Plan and Procedures of the Company:

- a) Audit & Inspection division of the company carried out Internal Audit with a view to enrich the compliance culture and to ensure full control on the ITC operations. The division reports directly to the Board Audit Committee.
- b) Regular monitoring was done for the efficiency of the quality control policies and procedures with the purpose to evaluate the application of Internal Control System and Internal Audit Policy for effectiveness of financial risk, assessing existing rules and regulations.
- c) To establish Planning, Organizing and Supervising culture and monitoring of Audit and Inspection of the Technology and different other divisions.

Reporting:

Pursuant to condition # 5(6).a of the Corporate Governance Code-2018 issued by BSEC, the Committee reported that it did not find any conflict of interest, any fraud, irregularity or material defect in the internal control system. There also was no infringement of laws, rules and regulations.

Acknowledgement:

The Audit Committee expressed its sincere thanks to the members of the Board and Management of the Company for their support in carrying out its duties and responsibilities effectively during the year.

On behalf of the Audit Committee



Md. Waliuzzaman FCA
Chairman
Audit Committee
Date: October 28, 2021

Report of the Nomination & Remuneration Committee and NRC Policy

The Nomination & Remuneration Committee (NRC) performs as one of the Board sub-committees of ITC. The broad role of NRC is to assist the Board in the formulation of nomination policy with regard to determining the criteria and qualification, positive attributes, experiences and candid independence of the directors, as well as a strategy and an effective process of considering remunerations/honorarium of the members of the Board and Top Executives and generally to deal with matters of the unionised employees of the Company. Pursuant to code 6.5(c) of the Codes of Corporate Governance, the Policy and Report of the Nomination & Remuneration Committee of ITC is presented hereunder at a glance. It covers the nomination and remuneration policies, evaluation criteria, meetings and activities of NRC during the year.

Features of Nomination & Remuneration Committee:

As required, the Nomination & Remuneration Committee was set up with explicit terms of reference. The Nomination and Remuneration Committee(NRC) shall, at least once a year, consider its own performance and terms of reference to ensure that it is operating at maximum effectiveness and shall recommend any change necessary to the Board for approval.

Terms of Reference:

The NRC has performed its duties as assigned to it by the Board of Directors, which is based on the Charter of NRC formulated mainly in accordance with the CG Codes of BSEC as well as including, as far as practicable, other prominent global best practices.

Composition of the Committee:

The Board of Directors has appointed the Nomination & Remuneration Committee comprising the following members of the Board having adequate Knowledge.

Name of Members	Position in the Committee
Mr. Md. Haqueful Shaikh, Independent Director	Chairman
Mr. Mr. Lim Kiah Meng, Chairman of the Board	Member
Mr. Md. Waliuzzaman FCA, Independent Director	Member
Mr. Anindya Sarkar FCS	Secretary

Roles and Responsibilities of the Committee and NRC Policies:

As mentioned, the NRC was formed with explicit terms of reference. So, abiding by it the Company pursues a nomination and remuneration policy, the benchmark of which relies on standards which are recognisable in the Bangladesh context and sufficient to meet the current and foreseeable future needs of the Company. The Broad criteria in that respect for Directors and top-level executives, and generally for all other employees of the Company are enumerated as follows :

a) Nomination Criteria:

- Following the Company policies as well as guidelines and applicable country regulations,
- Following a selection process that is transparent in all respects,
- Following a process which is compatible to international standards and local best practices,
- Recognize core competencies of the respective personnel for the different level of management and employees of the Company,
- Follow diversity in age, maturity, qualification, expertise and gender disciplines,

b) Recruitment and Selection Policies:

The NRC Charter draws a broad outline of the Company needs for employees at different levels, as ascertained by the Management. The recruitment and selection of Directors, top-level executives and other employees of the Company are made according to the following guidelines

- **Executive Director:** The NRC recommends the candidate(s) for Executive Director(s), based on nomination by the majority shareholders. The Board of Directors appoints the Executive Director/s upon nomination and recommendation of the NRC.
- **Non-Executive Director:** The NRC recommends candidate(s) for Non-Executive Director(s), based on nomination by the majority shareholders. The Board of Directors appoints the Non-Executive Directors upon nomination and recommendation of the NRC.
- **Independent Director:** The Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and who can make meaningful contribution to the business. The Independent Director should have competence relevant to the sector in which the Company operates, and necessarily should have the qualifications as required by the regulations of BSEC. The Board of Directors appoints Independent Directors upon nomination and recommendation of the NRC, which is then approved by shareholders at the Annual General Meeting of the Company.
- **Top-level executives:** The NRC identifies and recommends candidate(s) for top-level executives upon thorough scrutiny by the Human Resources Department (HRD), Managing Director and Management Committee and considering relevant qualifications, experience, skills and leadership, as required for the respective positions based on the Company's internal selection process.
- **Other Employees:** The NRC sets a guideline to identify the Company needs for employees at different levels and empowers the relevant management of the Company's HRD for selection, transfer, replacement and promotion of respective employees based on the Company's internal processes.

c) Remuneration Policies:

- The structure, scale and composition of remuneration/honorarium are reasonable and sufficient to attract, retain and motivate suitable Directors, top-level executives and other employees to run the Company efficiently and successfully. The outline of packages, including remuneration/ benefits monthly, yearly and in the long run for all the employees are categorically laid down and meets the appropriate performance benchmarks;
- There is a clear balance in benefits between fixed and incentive pay of Executive Directors and senior management, reflecting short and long-term performance goals and objectives of the Company;
- The remuneration, including bonuses, compensation, benefits (or in whatever form) payable to the Executive Directors, top-level executives and other employees are determined by the NRC based on the expressive Company policies and guidelines, which shall be ratified by the Board as and when required;
- The remuneration to be paid to the Executive Directors is in accordance with the Company's policies and guidelines; and increments (if any) to the existing structure of remuneration are determined by the NRC based on the Company policies and guidelines, which are ratified by the Board as and when required;
- The NRC also recommends the Board meeting attendance fees, honorarium, including incidental expenses, if any; and
- No member of the NRC receives, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the Company.
- Whatever formulated by NRC must be within the frameworks (if any) of the Articles of Association.

The duties of NRC in ITC are:

- Review the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually and make recommendations on any proposed changes to the Board to complement the Company's corporate strategy;

- Identify individuals suitably qualified to become Board members and select or make recommendations to the Board on the selection of individuals nominated for directorships;
- Assess the objectivity/independence of independent non-executive directors; and
- Make recommendations to the Board on appointment or re-appointment of directors and succession planning for directors.

The Nomination & Remuneration Committee is mainly responsible for making recommendations to the Board on the Company's policy and structure for remuneration of Directors and Senior Management, and reviewing and approving the compensations payable to the Managing Director & CEO and Senior Management. The meeting is held once in a year.

The duties of the NRC further include:

- Formulating the criteria for evaluation of performance of independent directors and the Board;
- Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality.
- Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and
- Developing, recommending and reviewing annually the company's strength of human resources and its training policies.

Evaluation of the Board:

NRC is responsible to ensure the maximum effectiveness of the Board. To that end, it devises the classified courses of yearly evaluation to be carried out under the auspices of the Board. The process, led by the Chairman and assisted by the Company Secretary, involves submission of filled out pre-designed confidential questionnaires by the Directors for onward appraisal. The evaluation further includes total administration of the Board and its committees covering their operations, agenda, reports, information flow to and from the Board and ultimate conducting of meetings and the Board's overall relationship with the Management.

Meetings of the NRC Committee:

The Committee conducted 1 meeting during the year under review.

SI. No	Name	Number of Meeting during 2020-2021	Number of Attendance During 2020-2021
1	Mr. Md. Haqueful Shaikh, Independent Director	01	01
2	Mr. Lim Kiah Meng, Chairman	01	01
3	Mr. Md. Waliuzzaman FCA, Independent Director	01	01

Activities of NRC during the year under review:

- Reviewed the Terms of Reference of the Committee,
- Reviewed the background qualifications, positive attributes and level of independence of the directors,
- Reviewed the mix and composition of the Board and Committees,
- Reviewed the vacancy positions and/or new positions, if any,
- Reviewed the frequency of meetings of the Committee in a year.

Disclosure obligation:

This disclosure is made pursuant to condition # 6.5(c) of the Corporate Governance Code-2018 issued by BSEC.

Acknowledgement:

The NRC Committee expressed their sincere thanks to the members of the Board and Management of the Company for their support in carrying out its duties and responsibilities effectively during the year.

On behalf of the NRC Committee



Md. Haqueful Shaikh
Chairman
Nomination & Remuneration Committee (NRC)

Date: October 28, 2021

The background features a light gray gradient with a series of thin, parallel diagonal lines in the upper left corner. A prominent diagonal line runs from the top left towards the bottom right. A solid red triangle is positioned in the bottom right corner, pointing towards the center. The text 'Corporate Governance in ITC' is centered in a dark gray, serif font.

Corporate Governance in ITC

Corporate Governance in ITC

The business of Information Technology Consultants Limited (ITC) is a thrifty three-tier pursuit resulting from the concerted governance of the Shareowners, the Board of Directors and the Management Team- all having a thoroughly and distinctly delineated area of governance .It is a perfect stature of 'corporate democracy' as outlined below :

Shareholders: The Board is constituted by the shareholders, from amongst the shareholders and at a meeting of the shareholders.They appoint and authorise the directors, appoint the statutory and compliance auditors, approve the audited financial statements and hold the directors accountable for the conduct of business. The Board reports to the Shareholders at the AGM.

Board of Directors: The Board and its sub-committees are tasked with specific responsibilities as per law and the Articles of Association of the Company. Based on their specific charter, they delegate the authorities and control measures, set strategies of investment and business and exercise their control and supervision over the Executive Management.

Management Team: The Executive Team of Management concentrates on the actual day-to-day affairs and management of business with meticulous compliance of laws of the land and the associated rules and regulations. They perform squarely within the mandated areas of operations and answerable to their line of hierarchy - the Board of Directors, who in turn report to the Shareholders.

Thus, the undertaking in ITC is a blend of shared stewardship and governance recognised by global practices and corporate culture.

Based on the above, ITC's business initiatives are guided by the basic governing principles of high emphasis on transparency, accountability, ethical conduct and utmost regulatory compliance. The Company believes that its strategic ambitions and the national aspirations are mutually inclusive and, accordingly, pursues a governing policy that recognizes social responsibility over its commercial interests. The Board of Directors of ITC acknowledges that the Company, being a listed business entity, it has a role to play in upholding the interests of all its stakeholders. Strong governance works as the backbone of an upright organization. Corporate Governance is about intense supervision, commitment to values, ethical business conducts and compliance to regulatory laws. It provides for a structure that works for the benefit of its stakeholders by ensuring that the enterprise adheres to accept ethical standards and best practices as well as to applicable laws, procedures and implicit rules. Being a technology-oriented business entity, ITC emphasizes on transparency, accountability and compliance, which are the essence of corporate governance. Good Governance principles encourage the Company to create value through innovations, development and exploration on the one hand and on the other to provide accountability and control systems commensurate with the risks involved. The other important part of the Corporate Governance is regular disclosure of information regarding the financial position of the Company, its performance, ownership and governance in a timely and accurate manner. The disclosures help in improving public understanding of the structure, activities and policies of the organization.

The structure of corporate governance in Bangladesh is guided by the BSEC codes of corporate governance as gazetted vide no. BSEC/CMRRCD/2006-158/207/Admin/80 dated June 03, 2018. The ITC Board has given prime attention to the codes and which are in the regular process of implementation in the Company.

Process and initiatives of Governance:

As part of its governance pursuits, the Board of ITC is committed to ensuring the highest standards of governance designed to protect the interests of all stakeholders while promoting integrity, transparency and accountability. The Board and the Management Team also put their best efforts to comply with all the laws of the land and all internal regulations, policies and procedures to make the Company viable and a

thoroughly transparent entity. In such exercises, it also recognizes the regulatory authority's emphasis that the shareholders are the ultimate beneficiaries of the Company's all economic activities.

The Board is of the view that throughout the reporting year the Company has complied with the then applicable CG conditions and continues to monitor and review the Company's governance pursuits and makes necessary changes to conform to newer codes. In addition to the primary role of monitoring corporate performance, the function of the Board includes approving business plans, reviewing and approving annual budgets and borrowing limits, fixing exposure limits and ensuring that the shareholders are kept informed about our plans, strategies and performances. To enable the Directors to discharge their responsibilities effectively, the management provides detailed reports on performance to the Board on quarterly basis. The Board also functions through its various committees, such as the Audit Committee, NRC etc.

Ethics & Compliance:

ITC's Corporate Governance philosophy encompasses not only regulatory and legal requirements, but also other best practices aimed at a high level of business ethics, effective supervision and enhancement of value for all shareholders.

We are performing perfectly fairly and efficiently to generate long-term value and wealth for all its stakeholders. The Governance principles of the Company ensure that the Board remains independent, informed and involved in the Company. At the same time there are continuous efforts to further improve the governance standards to augment the company strategies and to mitigate the beyond business' risks. To that end, the Board periodically reviews the effectiveness of its initiatives and at the same time monitors compliance of all applicable laws and regulations and gives appropriate directions wherever necessary.

Distinctions of the ITC Board:

Some of the key features of the Board of Directors of the Company are as follows :

- The ITC Board is a blend of diverse knowledge, culture and nationality,
- Members of the Board are non-executive directors,
- Chairman and CEO of the Company are separate individuals,
- The Independent Directors and their competencies are precisely as per the codes of governance as prescribed by BSEC,
- None of the Independent Directors is more than six years at the Board,
- The Board Committees are headed by Independent Directors,
- Roles and responsibilities of the Chairman, Directors and CEO are clearly demarcated,
- Members of Management do not indulge in Board matters,
- Roles and functions of the Board and Management are clearly delineated,
- Thus the ITC Board is capable to deliver the utmost 'collective wisdom'to the Company.

The Board mix and formation:

The basic responsibility of the Board is to provide effective governance over the Company's affairs exercising its reasonable business judgments on behalf of the Company. The Company's business is conducted by the Management led by the Managing Director & CEO and under the overall supervision of the Board. The Board members have collective experience in diverse fields of business. It is their 'collective wisdom' that makes the Company run on the right track.

In order to comply with the BSEC's notification dated June 03, 2018 on Corporate Governance, the Board of ITC has appointed two eminent personalities as Independent Director of the Company. Thus, the Board of ITC comprises of 09 (Nine) members of which 6 (six) are Non-Executive Directors and 2 (Two) are Non-Executive Independent Directors and a Managing Director & CEO. All the Directors have fulfilled and completed the regulatory compliances necessary and duly qualifying for their directorship in the ITC Board. The robust requirements are meticulously fulfilled to form a competent Board, which is cohesive and has the due expertise for quick and informed decision making. We believe that the ITC Board has the optimum level of knowledge, composure, skills and understanding about the Company's business and stands as the perfect platform to perform and deliver.

Role of the Board:

The Board of Directors is in full control of the company's affairs and is also accountable to the shareholders. The Board is committed to achieve greater financial performances and long-term prosperity, while meeting stakeholder's expectations of sound Corporate Governance practices. In discharging its responsibilities, the Board is guided by the regulations contained in the Memorandum and Articles of Association of the Company, the Companies Act 1994, laws of the land, relevant applicable regulations, BSEC Codes of Corporate Governance, Listing Regulations, Company's Codes of Conduct, Business Principles, Rules of Delegated Authorities and other generally accepted corporate best practices.

Board Meetings:

The Company holds at least four Board meetings in a year, one in each quarter, when duly called in writing, to review inter alia the on-field investment applications, business strategies, the financial results and other matters of the Company. The gap between the two Board Meetings does not ideally exceed three months. The Board, accordingly, met five times during 2020-21. Dates for Board Meetings are decided in advance and notice of each Board Meeting is served in writing well ahead of the meeting. The notice contains the detailed statement of business to be transacted at each meeting. The Board meets for both scheduled meetings and on other occasions to deal with urgent and important matters that require immediate attention. Apart from the four stipulated Board Meetings, additional Board Meetings are also convened to address any specific requirements of the Company. Urgent matters are often also approved by the Board by passing resolutions through circulation. The Board performs the following functions in addition to supervising the overall business and management:

- Formulating long-term strategies and setting the goals and direction for the Company.
- Review, monitor and approve major financial and business undertakings and corporate actions.
- Providing leadership necessary to ensure that the business objectives set out by the Board are met within the framework of internal controls.
- Assess critical risks facing by the Company and review options for their mitigations.
- Ensures that the processes are in place for maintaining the integrity of:
 - The Board of Directors
 - The Board Committees
 - The Management
 - Financial statements
 - Compliance with laws
 - Relationship with customers and shareholders
 - Overall public exposures
- The Board is also tasked to decide on the following business transactions and activities:
 - Acquisition, disposal or closure of a business unit.
 - Establishment of new businesses.
 - Capital investment and disposal of tangible assets.
 - Proposal for borrowings or credit facilities.
 - Appointment of top management and any expatriate officials.

Committees of the Board:

Constitution of the Board is not an end in itself. The CG Code of BSEC requires that there has to be at least two Board sub-committees in the governance structure. Accordingly, for better, quicker and furnished flow of information and thereby exercising effective governance, the Board has also constituted two sub-committees, viz: Audit Committee and Nomination and Remuneration Committee and has delegated certain responsibilities to the Committees to assist the Board in the discharge of its vested responsibilities.

The roles of the Board Committees are to review and assess the respective areas and then to advise and make recommendations to the Board. Each Committee operates in accordance with the respective explicit Terms of Reference (ToR) approved by the Board. The Board reviews the ToR of the Committees from time to time. The Board also appoints the members and Chairman of each Committee. The committees of the ITC Board, accordingly, are:

- Audit Committee, and
- Nomination and Remuneration Committee

These committees are responsible for assisting the Board in some of the Board's responsibilities. The Committee firmly follows the Board approved Terms of Reference (ToR). The ToR elaborates the roles, operating procedures and authorities which are reviewed very often by the Board.

Audit Committee:

This is the prime sub-committee of the Board and it has jurisdiction over the entire Company. The committee is there to assist the Board in the discharge of its supervisory responsibilities. The primary role of the Audit Committee is to review the adequacy and effectiveness of financial reporting process, disclosure of financial information, internal control system, risk management, auditing matters, recommending appointment/removal of statutory and compliance auditors and fixing their remunerations and the Company's processes for monitoring compliance with laws and regulations and the Codes of Conduct. The Audit Committee is comprised of 4 members, with one Independent Director as Chairman, two non-executive directors and the Company Secretary as Secretary to the Committee. A separate report on activities of the Audit Committee is attached at page no. 50 of this report pursuant to condition # 5.7 of the Corporate Governance Code-2018.

Nomination & Remuneration Committee (NRC):

The Board has also established a Nomination and Remuneration Committee (NRC) as required by regulatory guidelines. The primary role of the NRC is to oversee the structure, size and composition (including the skills, knowledge and experience) of the Board Members and to make recommendations to the Board on Company's policy and structure for remuneration of Directors and Senior Management, and reviewing and approving the compensations payable to the Managing Director & CEO and Senior Management. The policy of NRC is attached at page no. 52 of this report pursuant to condition # 6.5(c) of the Corporate Governance Code-2018.

Role of the Chairman:

The directors and their meetings are headed by a Chairman. The Chairman of the Company is elected by the Board of Directors and the Board considers the Chairman being neutral and independent. He plays authoritative role in the selection of members of the Board and senior management. He convenes the meetings and works closely with the Managing Director & CEO and Company Secretary to set the agenda of the Board Meetings. He provides leadership to the Board and ensures that the Board works effectively and discharges its responsibilities efficiently. A brief of the roles and responsibilities of the Chairman is as follows:

- ❑ The Chairman's responsibility is defined by the Board as directed by BSEC notification on Corporate Governance.
- ❑ The Chairman ensures that the Board is functioning in accordance with the Memorandum and Articles of Association of the Company as well as other applicable laws.
- ❑ The Chairman presides over meetings of the Board and Company (AGM) and ensures that good governance prevails in the conducts of the Board and Company.
- ❑ The Chairman maintains relations with the relevant stakeholders in consultation with the Board as well as the Managing Director, representing the Company as a good/responsible corporate citizen.

The Chairman may assume any other responsibility if the Board assigns within the purview of the relevant Rules, Regulations, Acts and Articles.

Chairman and Managing Director/CEO of the Company are different persons:

As required under the regulatory guidelines, Chairman of the Board and Managing Director of the Company are different individuals with different roles and responsibilities as defined by the Board and thereby preventing unregulated powers of decision making by a single hand. The Chairman is a Non-Executive Director while the Managing Director is an Executive Director. The roles of the Chairman and Managing Director are clearly established, set out in writing and adopted by the Board to ensure transparency and better governance.

The Management Team:

Next to the Board and its Committees lie the Management Team, being the actual operational organ of the Company. The Team is responsible for execution and implementation of the strategies and decisions of the Board. The Board is backed and assisted by this executive arm of the Company. Headed by the CEO, the Management Team discharges its responsibilities for running and managing the affairs of the Company and to carry out any specific plan or order of the Board. The day-to-day operations of the Company are managed and controlled by the Management Team. All the key Managers across the Company work in close collaboration, supervised by the Managing Director and CEO. If and when necessary, the functional managers may be summoned and invited to attend and deliver at the Board meeting.

Role of the Managing Director & CEO

The Managing Director & CEO is the key person and is responsible for running the business of the Company. He is also responsible for formulating as well as implementing Board strategy and policy. The Managing Director is responsible for establishing and execution of the Company's operating plan necessary to achieve business objectives of the Company. He has the overall control on the Company's day-to-day affairs and is accountable to the Board for the financial and operational performance of the Company. A brief of the roles and responsibilities of the Managing Director is as follows:

- ❑ The Managing Director is responsible for driving business operations, leading the development and execution of the Company's long-term strategies with a view to creating shareholders value.
- ❑ He is responsible for all day-to-day management decisions and for implementing the Company's long- and short-term plans.
- ❑ Managing Director acts as the direct liaison between the Board and Management of the Company and communicates to the Board on behalf of the Management.
- ❑ As the primary spokesman, the MD also communicates to the shareholders, employees, Government authorities, other stakeholders and the public on behalf of the Company.

Role of the Company Secretary:

There is a qualified Company Secretary to assist the Board. The Board has appointed the Company Secretary in order to maintain the necessary link and liaison with the internal organs as well as external agencies, and also to ensure effective collection, compilation and timely flow of information to and from the Board. The Corporate Governance Codes issued by BSEC also require a listed company to appoint a full-fledged Company Secretary. Being a governance official, the Company Secretary drives for corporate compliance and provides support to the Chairman, other members of the Board and the MD to ensure effective functioning of the Board. The Company Secretary organises and attends all Board and Committee meetings and ensures that deliberations on all issues are properly minute decisions recorded and are duly communicated across the respective authoritylines for necessary information and actions. A brief of the roles and responsibilities of the Company Secretary is as follows:

- ❑ Maintaining linkage between the Board, Management, Shareholders and other stakeholders on matters of corporate interests,
- ❑ Performing duties as per guidelines mainly for corporate secretarial matters.

- ❑ Compliance of the Acts, rules, regulations, notifications, guidelines, codes, orders/directives, etc. as issued by BSEC or Stock Exchanges applicable to the Company so as to protect the interests of the investors and other stakeholders at large.
- ❑ Disclosure of the corporate price sensitive information (PSI) and other capital market related issues,
- ❑ Ensuring that appropriate Board procedures are followed as per given guidelines/secretarial standards (BSS) and best practices, and advises the Board on matters as such.
- ❑ Maintaining all statutory and other statistical registers as required under laws of the land.
- ❑ To act generally as the Public Relations Officer of the Company.

Role of the Head of Internal Audit & Compliance (HIAC):

The Company's internal control system is designed to provide reasonable assurance regarding the achievement of the Company's objectives in respect of effectiveness and efficiency of operations, reliability (completeness and timeliness) of financial reporting and management information, compliance with applicable laws, regulations and the Company's policies. The Head of Internal Audit and Compliance is responsible for the internal control system and reporting to the Board Audit Committee regarding deviations from accounting and internal control system. He is also leading the internal control team of the Company.

The Company's internal control system is commensurate with its size and business nature. The system minimizes operational risks through effective control, systematic review and on-going audit. The internal auditors embark on a comprehensive audit of all functional areas and operations and their findings are referred to the Audit Committee of the Board for due appraisal.

The Company has institutionalized its legal and technical appraisal functions to ensure optimum control of the Company's multi-level authorization structures which has ensured that higher exposure levels were duly authorized by appropriate personnel and committees with required experience and authority. Training programs and guidelines have helped implement linkage between the goals and operations.

The Board has ultimate responsibility for establishing an effective system for internal control. The internal control system moderates all business risks, including financial, operational and strategic. To mitigate all the risks as well as to establish control environment, the Board holds its meeting regularly with comprehensive agenda dealing with all major aspects of business. There is an internal control and compliance department directly reporting to the Board Audit Committee which looks after compliance with the organizational policies by different departments.

ITC has made relevant mandatory disclosures in its financial statements under the regulatory framework, including compliance with the provisions of International Financial Reporting Standards (IFRS) as adopted in Bangladesh. Besides that, it submits all the reports/statements regularly which are required to be sent to the regulators as well as the other stakeholders of the Company.

Risk Management:

The Company always concentrates on delivering high value to its stakeholders through appropriate trade-off between risk and return. A well-structured and proactive risk management system is in place within the Company to address the risks and worries stemming from the competing markets, operational issues, legal knots, interest and exchange rate volatilities and potential changes in policies at the national or global level relating to market, liquidity and operations. The Company's risk recognition system works on a real time basis based on a comprehensive framework as such.

Related Party Transactions:

Transactions with related parties are made on arm's length basis and are in the ordinary course of business. Details of related parties and related party transactions are described at note no. 41 of the Financial Statements in the page no. 139 of this Annual Report as per requirements of relevant IFRS.

Dividend : allocation and distribution

The divisibility of dividend and its payout is an annual exercise of the Board. Being a yearly entitlement of the shareholders, the Board strives to ensure the highest pragmatic return of dividend to them. To that end, the Board has instituted an allocation strategy which forms the basis for fund provisioning, appropriation and distribution of dividend. The allocations are worked out taking into consideration the primary business performance of the year, over against its strategic initiatives, future engagements, investments, equity build-up, long and short term obligations and the vital working capital needs. The Board believes that it is in the best interest of the Company to frame out a long term and predictable future dividend policy that is sustainable and could also be in the foremost benefit interest of the shareholders. Abiding by the requirements, the dividends once declared are transferred to a separate dividend account. Further, the unclaimed dividends are treated meticulously as per the regulatory guidelines. ITC being a listed entity, the Board always upholds full transparency for all to make informed investment in the Company.

Financial Reporting:

Financial reporting system is the backbone of a successful information structure. ITC has strong financial reporting procedures in place. Financial statements are prepared in accordance with International/ Bangladesh Financial Reporting Standards (IFRS/BFRS), the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable financial legislations. These financial statements, once prepared, are reviewed initially by CFO and CEO and then by the Audit Committee on a regular basis. At every quarter, external auditors review the quarterly financial statements prepared in accordance with the local financial reporting policies and Company procedures. After all internal scrutiny, the financial reports are placed before the Board for final review and approval.

Reviews and monitoring:

The business activities and financial operations are subjected to regular watch and scrutiny by the Board. Business reviews are done periodically to monitor progress of the strategic goals against set plans, while taking into consideration the market realities and constantly changing IT scenario. This allows timely adjustments that might be necessary in the business initiatives during the year. Financial reviews aim to keep the financial situations of the Company under knowledge and control and thereby taking corrective measures before it goes wayward. The business targets and financial goals are the two most sensitive issues in the Company. Therefore, apart from the Board reviews, the CEO and CFO also scan and scrutinize the business operations and financial and liquidity positions much more frequently.

Statutory Audit & Certification:

Annual audit of the Company is governed by the Companies Act 1994 and Securities and Exchange Rules 1987. As per these regulations, auditors are appointed by Shareholders at each Annual General Meeting (AGM) and their remuneration is also fixed by the Shareholders at the same AGM. Appropriate structure is in place as per corporate governance best practices to ensure independence of statutory auditors. The Statutory auditors are rotated every three years in compliance with the Codes of Bangladesh Securities and Exchange Commission (BSEC). Audit Committee meets with the statutory auditors to ensure that auditors are acting independently and reviews the financial statements before submission to the Board for approval.

Further, to ensure adequate regulatory discharge, a Compliance Certificate is obtained from licensed practicing professionals M/s. Al-Muqtadir Associates, Chartered Secretaries, who certify that the Company has duly complied with all the regulatory requirements as stipulated by the Bangladesh Securities and Exchange Commission (BSEC). The Compliance Certificate is available at page no. 80 in this Report.

Declaration of CEO and the CFO regarding Financial Statements:

A separate statement pertaining to due diligence of the Chief Executive Officer (CEO) and Chief Financial Officer (CFO), as required under codes of corporate governance is presented at page no. 79 of this report.

Observance of BAS, BFRS & Applicable Laws:

The Directors confirm that the financial statements have been prepared in accordance with the Bangladesh Accounting Standards and applicable rules and regulations. A statement on implementations of the different accounting standards is set out at notes to the financial statements.

Bangladesh Secretarial Standards (BSS):

The Board and General Meetings of the Company and subsequent preparation of minutes of meetings, as also other necessary pre-meeting requirements viz: serving of notices, agenda, passing of resolutions etc. are precisely done as per by the Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB). Such compliances are also reflected and mentioned in the Certificate of Compliance appended in this Report.

Employee Health & Safety:

As a Company that is constantly focused to uphold standard corporate practices, ITC maintains internal health and safety policies and procedures and country's regulations to ensure a safe working environment. The issues of staff health, safety and security are paramount to the Company and we are working with our employees to ensure that health and safety standards are maintained and improved. ITC provides adequate life and hospitalization insurance coverage to all its permanent employees.

Pandemic preparedness:

The Covid-19 calamity in Bangladesh was started first in March 2020 sending all activities into moratorium and safety stoppage. However, matching with the WHO recommendations, some of the services were then labeled as 'essential' in the country. The automation, IT and networking services were included in that category. Accordingly, ITC responded to the situation full throttled and, considering its socio-economic as also corporate pledges and commitments, worked harmoniously amidst stern movement restrictions and lockdowns to play its due role in the cataclysmic scenario. The Company worked relentlessly during the catastrophe side by side with the authorities for the upkeep of its essential services and infrastructures for its clients, thus adding paramount honour and value for the numerous stakeholders and shareholders. The pandemic is still not over, and the Company continues its drives and initiatives for upholding its dedications even risking the health concerns of those in the scene.

Annual General Meeting (AGM):

The General Meeting of Shareholders is the supreme governing forum in ITC. The Company recognizes the rights of Shareholders and the Shareholders' interests are primarily ensured through the Annual General Meeting (AGM). ITC holds Annual General Meeting of shareholders once a year and the Company ensures effective interaction with the shareholders at the Annual General Meeting. The Directors pay special attention in answering the various queries raised by the shareholders at the AGM. The Company's

General Meetings provide a transparent and open platform for the shareholders to communicate with the Board. The Board Members and Statutory and Compliance Auditors attend the AGM to respond to the Shareholders' queries on the result or any other aspects of the Company, if any.

Assets and Records Management

The records, documents and assets are of prime importance to the Company. The Board of ITC recognizes its role as the Trustees of the investors' funds. And, as such, it assigns special care to protect and safeguard the records, documents and all assets of the Company. From acquisition to disposal of assets due transparency and accountability is ensured keeping in mind the interests of the investors. Implementation of adequate safety and security measures followed by periodic check and physical verification of the assets are duly ensured. Accuracy and genuineness of the inventory of assets are thoroughly checked with actual situation. The assets are properly insured with renowned insurance companies against fire and industrial risks. Records of the Company are systematically preserved to ensure adequate and timely retrieval as and when necessary.

Overall, ITC pledges its commitment to maintain good governance by applying standard best practices and to continue to work in upholding the best interests of the shareholders and all other stakeholders.



Directors' Report to
the Shareholders

Directors' Report to the Shareholders

Honorable Shareholders,

It is a great honor and privilege on the part of the Board of Directors and , Management myself to welcome you all to this 21st Annual General Meeting of Information Technology Consultants Limited and to place before you the audited Annual Financial Statements of the Company for the year ended June 30, 2021 for your kind consideration and adoption. In the following paragraphs we review the year under report for your information and appraisal.

Monetary Management and Bangladesh Economy:

The year carried on the legacy of global health calamity from Corona Virus. Resultantly, the Pandemic has severely hit Bangladesh's economy during the 1st quarter of 2020, which ultimately continued throughout the whole of 2021. Government's health infrastructures remained uneven and weak, despite its best efforts. The situation worsened and eveng ot more complicated with the influx of highly infectious Delta Variant that sneaked in through the porous border areas, coupled with unavailability of Vaccine supplies on time. WHO guidelines and COVAX arrangement appeared like the only mitigating action Government could take. During the second Quarter Government succeeded in negotiations with major producer who agreed to supply Vaccine to Bangladesh. The economy in general, remained closed for extended periods and only opened slowly and tentatively.

However, despite the continued Pandemic related downward spiral, economy sustained the major blow-back and grew up by 5.47% during the year 2020-21 as against the 3.51% (revised) during the year 2019-2020. Historically, Bangladesh was enjoying fastest expansion of the Economy since recent past. During the last eight consecutive years, GDP growth in Bangladesh till 2019, recorded a per-centum growth greater than 6%. The recorded growth rate remarkably surprised most analysts who expected the contraction to be even more severe.

Despite the pressure of the pandemic, the ill-equipped health infrastructure sustained most of the shock. But the good news is that it still managed to keep the casualtyrate considerably lower, contrasting the comparable South Asian economies like INDIA and PAKISTAN.

The economy sustained most of its continuity, despite the severe drop in export orders in RMG sector plusreduction in remittance earnings from abroad. The RMG sector however, recouped some of its losses by switching over to Medical /Health products like Mask, PPE etc. and gradual opening of Markets in Europe and US. Loss of remittances however could not be matched till date, but are now being increased by slow but steady return of workers from Bangladesh to MENA and SE Regions.

These twin blows have seriously hampered the continuous economic growth, what Bangladesh had been enjoying for the last several years.

We sincerely hope that, time being the best healer, the unfastened energy of our young entrepreneurs will continue their persistent drive, not only for recovery, but also for expansion. The Government and Private sector- joint initiatives will hopefully rapidly transform the socio-economic sector of the country towards recovery and expansion.

Dear Shareholders and Patrons, needless to mention here that, Bangladesh Economy in general has performed better than the benchmark economic growth of SAARC region for the last few years, and we are confident that our Economy will regain its past glory in no time, under normal Economic environment. We solicit all your combined blessings and good wishes for us to overcome the dark patch of economic slow-down.

we are confident that our Economy will regain its past glory in no time, under normal Economic environment. We solicit all your combined blessings and good wishes for us to overcome the dark patch of economic slowdown.

The Agricultural Sector of the Economy, unfortunately still dependent on the Nature-blessings, was also hit by the yearly flood plunging from up-stream, which was high due to incessant rainfall and other weather factors. Agro activities and food grain production got hit, effecting the bottom-line of the average farmers and the general consumers.

Silver Linings:

As reported during prior years, “Rural Urban Financial Service Availability Gap”, narrowed quite a bit with the introduction of Cell-phone based money transfer and large-scale FIN TECH activities, Postal Digitization, Expansion of Agent Banking by Banks, E-money transfers, thus greatly reducing the need for people to visit Bank Branches, during the COVID-19 stoppages.

ITC was able to extend its activities in partner-banks and service providers and had a firm footprint in the progress of digitization and service delivery to the effected people.

During this pandemic, general online activities, E-Commerce, Small Payment Solutions have created huge public demand for a cashless society. Rural population tried and experienced the benefits of online transactions using Nagod, Bkash, U-Cash, Rocket and the like. Various e-Commerce platforms have also extended their markets substantially. Urban Food related online platforms like Food-Panda, Hungry-naki etc., and a host of other small traders had been busy selling their items to a country-wide market place, which is a completely new trend. Panic buying was largely absent, during this continued closure period.

IT Consultants had been at the forefront of these online transactions and our continued service and timely response have attracted larger clients. ITC had been the first choice for most of our client’s IT needs- as we continue to serve our clients and patrons with low-cost and e-skilled services, as always.

Inflationary pressure:

As reported by the Central Bank, - inflation was kept in check through prudent implementation of Monetary policy. The rural-urban gap in food inflation also reduced marginally, but non-food inflation increased as un-seasonal flood situation caused some supply disruptions.

Industry Outlook and Possible future Developments in the Service Industry sub-sector:

ITC has maintained its lead as a premier IT SERVICE PROVIDER in the Banking Sector. Thanks to our relentless efforts of popularizing IT platforms in Banking. Most banks today have a Core Banking software (CBS) in place and has at-least rudimentary online facilities. ITC in its ever-expanding field of online Transaction Processing and POS Services, presently has supports from 35 member banks, and has also extended its service and expertise in the Governmental Digitization programs i.e., National Revenue collection, the revolution Digital Post and implementation of E-Traffic Prosecution system for Dhaka Metropolitan Police (DMP), Chattogram Metropolitan Police(CMP), Rajshahi Metropolitan Police (RMP), Cumilla District Police and more.

Government Authorities who have kindly recognized the potential of ICT industry, has been gracious enough to support our activities, which has helped us to continue to provide best services to our clients. We firmly believe that our efforts will be further noticed by the clients and will allow us to help them alleviate themselves towards providing best services to their own clients.

(Source: WB, CPD, Bangladesh Bank, Bangladesh Bureau of Statistics and The World Fact Book Bangladesh part).

Contribution to the National Economy

ITC recognizes that the company has certain responsibilities to the society for its own development and the development of the nation. For this, the Company has been making significant contribution to the Government each year by way of payment of Income Tax, VAT, Supplementary Duty, Custom & Regulatory Duty etc. During the year 2020-2021 the Company had contributed Tk. 65,982,869/- to the national exchequer as against TK. 104,194,101/- in 2019-2020.

The Company has also made an economic impact by creating large employment and trained them to serve the nation.

Year-wise contribution to the National Exchequer (BDT):

Particulars	Year: 2016-17 (Tk.)	Year: 2017-18 (Tk.)	Year: 2018-19 (Tk.)	Year: 2019-20 (Tk.)	Year: 2020-21 (Tk.)
Customs duty	3,941,202	8,419,244	14,154,707	23,521,095	11,614,824
VAT & ATV/AT	15,755,166	26,632,814	35,234,206	37,186,509	22,374,205
Advance Income Tax (AIT)	41,661,189	22,198,849	20,798,655	43,486,497	31,993,840
Total	61,357,557	57,250,907	70,187,568	104,194,101	65,982,869

Safety and Security initiatives:

The global pandemic has forced us all to be alert, cautious and more proactive about health, safety and security of all including the working place, people and the adjoining environment. Keeping pace with that, the Company also woke up with its absolute keenness to match and combat the situation. Health safety and wellness of its workforce were paramount in the crisis drives. Based on the initial risk assessment and readiness to combat it, the Company introduced the 'work from home' initiatives for most of its employees, which was in line with the local and global guidelines. That minimised the exposure of our workforce in the open and thereby helped reduce, at least to some extent, the scope of further transmission of Covid-19. But, the drive at the same time necessitated institution of some additional digital mechanisms to make the scheme possible. That included activation of the new technology tool known as 'virtual platform' which allows remote concurrent live and real time visual interactions, online communication and collaboration with each other and thus completing the assigned tasks.

However, to ensure operational continuity for us as an essential frontline IT and network solution providers, there were extensive alignment, co-operation and guidance from the authorities, without which it would not have been possible. At this occasion, we thank the authorities for such support and co-operation. To minimise the health risk at the work place, the Company also arranged and distributed adequate facemask-packs, PPE and also implemented the global Corona control protocol throughout the functional lines. As part of its continuous employee wellbeing drives, ITC would maintain such initiatives even after recession of the Corona crisis.

Governance and Compliance in ITC:

A well-practiced governance regime is essential to success and sustainability, whereas compliance stands to be the essence of governance. The Board of Directors in ITC acknowledges that the company, being a listed business entity, it has a role to play in upholding the interests of all its stakeholders. Improved and advanced governance practices are indispensable ingredients for an accomplished performance. The Company believes that a well-knit governance régime not only allows better control and monitoring, but also develops market trust, which is vital for sustainability. Accordingly, the Board and Management are pledge-bound to continue implementation of the highest standards of governance at the Company through a culture of accountability, transparency, ethical business conduct and well-understood policies and procedures. The Board of Directors of ITC has always played a pivotal role in meeting all stakeholders' interests and is committed to upholding the same in the future as well. It is the responsibility of the Company Secretary, being the highest governance official in the Company, to ensure effective compliance of rules and regulations and proper timely disclosures in that respect. The essential elements that define effective governance in the Company are outlined in the Corporate Governance Statement which is appended in this Annual Report.

In this respect, we have also to confirm that the Company has complied with all the necessary directives under BSEC CG Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3rd June 2018. The Compliance Report along with the necessary remarks and disclosures is appended in this Annual Report for the year 2020-21. Further, a Certificate of Compliance required under the said CG code as provided by M/s. Al-Muqtadir Associates, Chartered Secretaries, is also annexed to this report.

Financial Results:

In the year under review, Revenue was BDT 1,333.04 million (BDT 133.60 crore) with 1% increase compared to the previous year. The growth in revenue was mainly in Q-Cash Transaction Processing Charges, which is containing 40% and cover up other decreasing revenue stream. Q-cash transaction processing charge revenue, therefore has appreciable increased during the year. We consider this as an ongoing business movement for the pandemic period, which is now growing up trend.

The revenues from Service & Maintenance Charges & sale revenue has dropped/decreased (17%) & (20%) respectively due to the long-time effect of COVID-19 pandemic and could have resulted in a substantial crisis and operational disruption for the company. The crisis also stemmed in revenue loss for ITC due to sudden reductions in transactional demand from banking customers, who experienced long period of branch closure and as well as financial or economic recession in our banking sector during the year. And thus, the procurement procedure of the banking sector is going slow.

Particulars	Year-2020-2021 (Tk.)	Year-2019-2020 (Tk.)	Increased/(decreased)	Growth %
REVENUE:				
Q-Cash transaction Processing charge	625,582,391	448,263,430	177,318,961	40%
Service & Maintenance charges	309,787,510	373,722,821	(63,935,311)	-17%
Sales	400,666,315	497,780,472	(97,114,157)	-20%
Total Revenue	1,336,036,216	1,319,766,723	16,269,493	

Comparatives on the financial performance of the Company for the year ended June 30, 2021 are summarized hereunder:

Particulars	2020-2021 (Tk.)	2019-2020 (Tk.)	Increased/(decreased)	Growth %
Revenue	1,336,036,216	1,319,766,723	16,269,493	1%
Cost of Service	628,169,781	536,986,826	91,182,955	17%
Cost of sales	248,859,078	370,166,619	(121,307,541)	-33%
Gross Profit	459,007,357	412,613,278	46,394,079	11%
Operating Expenses	191,931,158	190,724,740	1,206,418	1%
Operating Profit	267,076,199	221,888,538	45,187,661	20%
Profit Before Tax	227,042,453	185,164,032	41,878,421	23%
Profit After Tax	199,194,080	148,764,850	50,429,230	34%

Due to factors described above Cost of Service & Cost of Sales has increased @ 17% & decreased @ (-33%) resulting the gross profit is comprising @ 11% valuing Tk. 46,394,079/-during the year based on last year.

Net Profit before Tax for the year has increased by Tk. 41,878,421 /= from the last year and reflection growth is 23% due to increase of Q-Cash Transaction Processing. The growth in Net Profit after Tax is 34%, which comprises Tk. 50,429,230/.

Additionally, for the last couple of years, the Banks have also reduced the speed of new ATM rollout due to shifting of technology in Banking sector from ATM to Cash Recyclers, and also Banks are going through financial crunch overall.

Revenue Growth & Products:

The Revenue is Tk. 1,336,036,216 Growth is 1% of 2020-2021 against previous year 2019-2020 is Tk. 1,319,766,723 and the list of Products and Services are shown in the page no. 27

Appropriation Proposed:

1.	Net Profit After Tax for the year 2020-21	Tk. 198,030,308
2.	Add: Retained Earnings brought forward	Tk. 152,231,223
	Total fund for appropriation:	Tk. 350,261,531
3.	Less: Appropriation Proposed: Cash Dividend @5% (Tk. 0.50 per share)	Tk. 64,296,332
4.	Net Un Appropriated Profit	Tk. 285,965,199

Cost of Sales Focus:

Constrained by the global, national and health sector impediments, the overall cost of goods sold increased during the year due to increase in business creation cost, financing and related costs plus the Corona specific costs to keep the operations on track. However, despite the cost of sales shooting up, we took several deterrent measures and cost saving drives to cut off its overall effect in profit margin.

Human Capital:

ITC believes that human capital is vital for the company's success and which is the prime asset of the company. It is the composition of competencies, knowledge and personality in the ability to perform jobs as to produce economic value to the Company. Human capital can be increased through education, training and experience. ITC has the following policy to increase its human capital:

1. Establish and administer transparent policies that enable Company to develop and implement opportunities of recruitment, promotion, remuneration, benefits, reward and recognition system, transfer and training and performance management system without any regard to age, sex, race, political belief and religion.
2. Create trust and support within the company which encourage the employees to work well together as a team and at the same time, to encourage them to be innovative and creative in order to achieve Company's goals.
3. Develop an effective internal communication and involvement mechanism which encourage employees to identify them with the Company and its activities.
4. Ensure that the employment opportunities conform to the established and acceptable practices of the country

HR position:

	2020-2021	2019-2020
Beginning of the year	369	357
New recruitment	8	36
Released	17	21
Closing of the year	360	369

There are proper manpower planning and forecasting system in place along with enough people with the right skills and talents to meet company's current and future growths and needs.

Risk Management:

Financial Risk Management:

The management has overall responsibility for the establishment and oversight of the company's risk management framework. The company has exposure to the following risks from its use of financial instruments.

- (a) Credit Risk;
- (b) Liquidity Risk; and
- (c) Market Risk.

(a) Credit Risk:

Credit Risk represents the financial loss to the company if a customer or counterparty to a financial instrument fail to meet its contractual obligations. It mainly comprises of trade receivables, advances to suppliers, trade deposits and bank balances. The company's maximum exposure to credit risk at the reporting date is trade receivables which is also secured by agreement with the clients & member banks also.

(b) Liquidity Risk:

Liquidity risk is the risk that the company may not be able to meet its financial obligations as they fall due. The company maintains sufficient resources and arrangement of credit lines with the various banks for managing it's liquidity risk.

(c) Market Risk :

Market risk is that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices such as foreign exchange rates, interest rates and other price risks. The objective of market risk management is to manage and control market risk exposures within an acceptable range.

Technological Risk Management:

Technology is a dynamic term that frequently changes its shape, trend and nature. Every capital-intensive industry has to rapidly synchronize itself with technological changes and invest in sophisticated machineries. A right technology is a crucial determinant of competitiveness that ensures better products and services to the customers while minimizing costs. Adjustment to new technologies thus involves relatively large-scale investments as well as a longer pay-back period.

The company is operating in an industry where technology is the key success factor. Some of the technological risks associated with the company vis-à-vis the management perception is as follows.

(a) Infrastructure Related Risk:

Management always puts high focus and undertake required CAPEX to keep the infrastructure updated to ensure smooth operation.

(b) Efficient Technical Expertise:

The Company is the pioneer in Bangladesh in IT industry and has built up a strong team who has been involved since the evolution of the industry. So apparently, they have the most expert team in the industry to cater any technological dynamics.

(c) Up gradation of the Industry / Solutions:

In line with the global financial market, Bangladesh is also adopting the upgraded solutions fast. ITC is capable to adjust and cope up with the change in industry dynamics.

(d) Product / Solution Obsolescence:

ITC management believes in continuous up-gradation and continuous improvement of their offerings. Historically, ITC is the pioneer and fast mover in terms of launching new products or ideas in the market. So it is implied that the management is well cautious about their competitive edge and continuously putting efforts to assure its market leadership position.

The Board of Directors has overall responsibility for the establishment and oversight of the company's risk management framework. The Board oversees how management monitors compliance with risk management policies and procedures and reviews the adequacy of the risk management framework in relation to risks faced or is likely to be faced by the company.

Financial Statements- conformity avowal:

The Board of Directors of ITC would like to inform that the Financial Statements containing the audited accounts of the Company for the year ended June 30, 2021 are in conformity with the requirements of the Companies Act, 1994, International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS) as adopted and applicable, Securities & Exchange Rules-1987 and the listing Regulations of the Dhaka and Chittagong Stock Exchanges, and they believe that the Financial Statements reflect fairly the form and substance of all transactions carried out during the year under review and reasonably correctly present the Company's financial condition and results of its operations.

Directors' declaration on the Financial Statements:

The Directors are responsible for the governance of the Company and, as part of preparation and presentation of the financial statements for the year ended June 30, 2021 the Directors confirm, to the best of their knowledge that:

- . The financial statements, prepared by Management of the Company, which was duly scrutinised by the external auditors, present fairly its state of affairs, the result of its operations, cash flows and changes in equity.
- . Proper Books of Accounts of the company have been maintained.
- . Appropriate accounting policies have been consistently applied in preparation of the Financial Statements and that the accounting estimates are based on reasonable and prudent judgment.
- . International Accounting Standards (IAS)/ Bangladesh Accounting Standards (BAS) International Financial Reporting Standards (IFRS)/ Bangladesh Financial Reporting Standards (BFRS), as applicable in Bangladesh, have been followed in preparation of the Financial Statements and any departure therefrom has been adequately disclosed.
- . The system of internal control is sound in design and has been effectively implemented and monitored.
- . There is no significant doubt on the ability of the company to continue as a going concern.
- . There is no extraordinary gain or loss or significant deviation during the financial year.

As required under the BSEC CG Code, the Directors further confirm that:

- The CEO and CFO have certified to the Board that they have reviewed the financial statements and affirmed that these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
- The CEO and CFO have certified to the Board that they have reviewed the financial statements and affirmed that these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- The CEO and CFO have further certified to the Board that there are, to the best of their knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.

Internal Control System & Process

ITC has a competent stakes management process to ensure that the system of internal control is sound in design and has been effectively implemented and monitored. Although it is possible that all risks to the business are not fathomable, the Company takes reasonable measures to identify all material and financial risks that may hamper business operations and results. The Company then systematically reviews those latent risks considering the changing internal and external realities to assess that controls that are in place are adequate to address those risks that are likely to hit the Company's business activities, operations, liquidity and financial position for future performances. Based on experiences it could be concluded that for now the company's internal control system is commensurate with its size, stature and nature of business. The system minimizes operational risks through effective control, systematic review and on-going audit. The internal auditors embark on a comprehensive audit of all functional areas and operations and their findings are referred to the Audit Committee of the Board for due appraisal. However, looking ahead, in view of the pandemic uncertainties, ITC might also adjust its business strategies and operations in future to adapt to the local as well as global realities.

Board Meetings and Attendance by the Directors

During the year ended June 30, 2021, a total 04 (four) Meetings of the Board of Directors were held.

Attendance of the Directors at the Board Meetings are summarized below:

Sl. No	Name	Meeting during 2020-2021	Attendance During 2020-2021
1	Mr. Lim Kiah Meng, Chairman (Nominated Director of SiS Capital (Bangladesh) Pte Limited	04	01
2	Mr. Salahuddin Alamgir, Vice Chairman	04	04
3	Mr. Kazi Saifuddin Munir, Ph.D, Managing Director & CEO	04	04
4	Mr. Lim Kia Hong, Nominated Director of SiS Capital (Bangladesh) Pte Limited	04	01
5	Mr. Lim Hwee Hai, Nominated Director of SiS Capital (Bangladesh) Pte Limited	04	01
6	Madam Lim Hwee Noi, Nominated Director of SiS Capital (Bangladesh) Pte Limited	04	01
7	Madam Fauzjus Tjandra Nominated Director of Regent Pacific Limited	04	01
8	Mr. Md. Waliuzzaman FCA, Independent Director	04	04
9	Mr. Md. Haqueful Shaikh, Independent Director	04	04

Remuneration to Directors

No remuneration was paid to the Directors, including the Managing Director & CEO for attending the Board and its Committee meetings. Independent Directors, however received an attendance fee of Tk. 3,000 (Three Thousand) for each meeting attended.

Shareholding Patterns

The shareholding patterns of the Company as at June 30, 2021 are shown in the following table:

Sl. No.	Name	Status	Number of Share held as of 30.06.2021	% of Shareholding
A)	Parent/Subsidiary/Associated Companies/Others Related Party:			
	SiS Capital (Bangladesh) Pte Limited	Nominated Director	42,139,058	32.77%
	Regent Pacific Ltd.	Nominated Director	10,863,862	8.45%
B 1)	Directors & their Spouses and Minor Children:			
1	Mr. Kazi Saifuddin Munir, Ph.D	Managing Director & CEO & Sponsor Director	5,794,856	4.51%
2	Mr. Salahuddin Alamgir	Vice Chairman & Director	6,890,909	5.36%
3	Mr. Lim Kiah Meng Nominated Director of SiS Capital (Bangladesh) Pte Limited	Chairman & Director	Nil	Nil
4	Mr. Lim Kia Hong Nominated Director of SiS Capital (Bangladesh) Pte Limited	Director		
5	Mr. Lim Hwee Hai Nominated Director of SiS Capital (Bangladesh) Pte Limited	Director		
6	Madam Lim Hwee Noi Nominated Director of SiS Capital (Bangladesh) Pte Limited	Director		
7	Madam FauzijasTjandra Nominated Director of Regent Pacific Ltd	Director.	Nil	Nil
8	Mr. Md. Waliuzzaman FCA	Independent Director	Nil	Nil
9	Mr. Md. Haqueful Shaikh	Independent Director	Nil	Nil
B 2)	CEO, CFO, CS, HOIA and their Spouses and Minor Children:			
	Shyamal Kanti Karmakar	Chief Financial Officer	Nil	Nil
	Anindya Sarkar FCS	Company Secretary	Nil	Nil
	Md. Mehedi Hasan	Head of Internal Audit	Nil	Nil
C)	Top 5 (Five) Executives and their Spouses and Minor Children:			
1	Mr. Osman Haidar	Director-Business	Nil	Nil
2	Mr. Md. Faizul Islam	Chief Information Officer	Nil	Nil
3	Mr. Muttahidur Rahman	Chief Technology Officer	Nil	Nil
4	Mr. Kazi Golam Sarwar Waheed	Chief Security and Compliance Officer	Nil	Nil
5	Mr. Farhad Malik	Chief Operating Officer	Nil	Nil
D)	Shareholders Holding 10% or more voting interest in the company:			
	SiS Capital (Bangladesh) Pte Limited	Nominated Director	42,139,058	32.77%

Summary of shareholders and range of shareholding

The shareholding distribution schedule of Information Technology Consultants Limited as on June 30, 2021 is presented as below.

Group Name	Number of Share holders	Number of Shares	Ownership (%)
Sponsors/Promoters and Directors	4	65,688,685	51.09%
Institutions	77	30,420,134	23.65%
General Public	2,708	32,250,928	25.08%
Foreign Company	2	232,917	0.18%
Total	2,791	128,592,664	100%

On the Basis of Shareholding:

SL. No.	Group Name	Number of Shareholders	Number of Shares	Ownership (%)
1	1-100	590	16,293	0.01
2	101-500	542	1,52,920	0.12
3	501-1000	524	408,348	0.32
4	1001-10000	830	3,087,022	2.40
5	10001-20000	120	1,762,185	1.37
6	20001-50000	81	2,887,202	2.25
7	50001-100000	26	1,988,628	1.55
8	100001-1000000	59	19,033,997	14.80
9	1000001-50000000	13	22,545,784	17.53
10	5000001-100000000	4	23,707,365	18.44
11	10000001 and Above	2	53,002,920	41.22
Total :		2,791	128,592,664	100.00

Related Party Transactions:

Transactions with related parties are made on arm's length basis and are in the ordinary course of business. Details of related parties and related party transactions are described at note no. 41 of the Financial Statements at page no. 139 of this Annual Report.

Proposed Dividend:

The Board of Directors has recommended an amount of Tk. 64,296,332 as dividend, being 5% cash to be paid to the shareholders for the year 2020-21. This dividend is to be approved by the shareholders at the 21st AGM of the Company. The Board herewith states that no stock dividend was considered during the year as interim dividend, which fulfills condition no.1 (5) (xxi) of the codes of corporate governance code of BSEC.

Minority safeguards:

The Board of Directors of ITC is committed to ensuring the highest standards of governance designed to protect the interests of all stakeholders alike, including the rights of its minority shareholders, while promoting integrity, transparency and accountability. Accordingly, the Board shall always act in a manner that will be in the best interest of the Company. In this respect, in compliance with code 1(5)(xvi) of the codes of corporate governance, the Board hereby confirms that the interests of the minority shareholders of ITC have been duly protected in the Company by means of open and fully transparent operations and proper disclosure of material information of the Company.

Utilization of IPO Proceed:

As per BSEC consent letter no. SEC/CI/IPO-234/2014/485 dated October 04, 2015 with issued & approved prospectus for IPO, the company has received a total fund of Taka 12 crores from the public for expansion of business, term loan adjustment and to meet IPO expenses. The company has used the total IPO fund as per prospectus and submitted the relevant report to the Commission (BSEC) and stock exchanges.

Unclaimed Dividend:

The ageing of unclaimed dividend at the reporting date was:

Dividend Disbursement Year	Opening balance	Closing balance for the current year	Cumulative closing balance
2016-17	-	2,250	2,250
2017-18	2,250	758,351	760,601
2018-19	760,601	2,443	763,044
2019-20	763,044	206,168	969,212
2020-21	969,212	208,241	1,177,453

Directors' Appointment & Re-appointment:

With regard to the appointment, retirement and re-appointment of Directors, the Company is governed by its Articles of Association, the Companies Act. 1994 and other related legislations. As per Article 125 and 126 of the Articles of Association of the Company, the following Directors retire from office by rotation at the 21st Annual General Meeting and being eligible, they have offered themselves for re-election:

Mr. Salahuddin Alamgir

Mr. Lim Hwee Hai
Nominated Director of SiS Capital (Bangladesh) Pte Limited)

Madam Lim Hwee Noi
Nominated Director of SiS Capital (Bangladesh) Pte Limited)

Brief profiles of the Directors being proposed for reappointment are provided in the page no.16 and 17 of the Annual Report, which fulfill condition no.1(5)(xxiv) of the codes of corporate governance of BSEC.

Other regulatory disclosures:

Pursuant to the BSEC Notification on 'Codes of Corporate Governance' dated 3rd June 2018, the Directors of ITC also hereby report that:

- There was no extraordinary gain or loss occurred during the financial year;
- Details of related party transactions have been presented at Note: 41 in the Notes to the financial statements;
- The Company's IPO was made in the year 2015. No further issue of any instrument was made during the year;
- The amount of total remuneration paid to Directors including Independent Directors has been presented at Note: 27.01 in the Notes to the financial statements;
- The financial statements of the Company fairly present its state of affairs, result of its operations, cash flows and changes in equity;
- Proper books of account of the Company have been maintained;
- Appropriate accounting policies have been followed in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;
- The financial statements are prepared in accordance with IAS/IFRS and any departure there from has been adequately disclosed;
- The internal control system of the Company is sound in design and has been effectively implemented and monitored;
- There is no significant doubt about the Company's ability to continue as a going concern;
- Significant deviations from the previous year in operating results of the Company have been highlighted and reasons thereof have been explained;
- Rights and interests of the minority shareholders have been duly protected by means of transparent operations and proper disclosure of material information of the Company;
- Key operating and financial data of the preceding five years have been summarized in the page # 32 in this Annual Report;
- The Company has proposed cash dividend for the year 2020-21;
- No bonus or stock dividend has been declared as interim dividend during the year;
- The number of Board meetings and attendance of Directors during the year 2020-21 has been presented in the page # 74 in the Report;
- The patterns of shareholding as on June 30, 2021, has been presented in the page # 75
- A statement of 'Management Discussion and Analysis' has been presented on page 43 of this Annual Report.
- Certification under the Corporate Governance Code by the Managing Director/CEO and Chief Financial Officer on the financial reporting has been presented in the page # 79 of this Annual Report.
- Status of compliance of the conditions of BSEC CG Code dated 3rd June 2018 has been presented in the page # 81 of this Annual Report.
- A 'Certificate of Compliance' of the conditions of BSEC CG Code dated 3rd June 2018 has been presented in the page # 80 of this Annual Report.

Information Technology Consultants Limited
Declaration by CEO and CFO

Date: October 28, 2021

The Board of Directors
Information Technology Consultants Limited
Evergreen plaza, 260/B, Tejgaon I/A
Dhaka-1208, Bangladesh

Subject: Declaration on Financial Statements for the year ended on June 30, 2021

Dear Sirs,

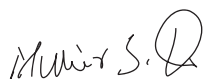
Pursuant to the condition No. 1(5) (xxvi) imposed vide the BSEC Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated June 03, 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that.

- 1) The Financial Statement of Information Technology Consultants Limited for the year ended on June 30, 2021 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh and any departure there from has been adequately disclosed;
- 2) The estimates and judgments related to the financial statements were on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
- 3) The form and substance of transactions and the company's state of affairs have been reasonably and fairly presented in its financial statements;
- 4) To ensure above, the company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
- 5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the company were consistently followed; and
- 6) The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern.

In this regard, we also certify that: -

- i) We have reviewed the financial statements for the year ended on June 30, 2021 and that to the best of our knowledge and belief:
 - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) These statements collectively present true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws.
- ii) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,



Kazi Saifuddin Munir, Ph.D
Managing Director & CEO

Information Technology Consultants Ltd.



Shyamal Kanti Karmakar
Chief Financial Officer (CFO)

Information Technology Consultants Ltd.



Chartered Secretaries & Consultants

efforts umpteenth : প্রয়াগ অন্তর্হীন

Business Office :
House #412, Apartment: 8
Road: 08, Block: D
Bashundhara R/A, Dhaka-1229
Bangladesh

Phone: 01730 340 340
e-mail: muqtadiromuqtadirbd.com
g-mail: akamuqtadir@gmail.com
VAT Reg: 19041063900
BIN No: 000179575-0202

Report to the Shareholders of Information Technology Consultants Limited on compliance with the Corporate Governance Code

(As required under the BSEC Codes of Corporate Governance)

We have examined the compliance status to the Corporate Governance Code by **Information Technology Consultants Limited (ITCL)** for the year ended on 30th June 2021. This code relates to the gazette notification no: BSEC/CMRRCD/2006- 158/207/Admin/80 dated the 3rd June 2018 of Bangladesh Securities and Exchange Commission (BSEC).

Such compliance with the Corporate Governance Code is the responsibility of the Company. Our examination was limited to the procedures and implementation thereof as adopted by the Management in ensuring compliance to the conditions of Corporate Governance Code. This is a scrutiny and verification and an independent audit on compliance of the conditions of Corporate Governance as well as provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of the Corporate Governance Code.

We state that we have obtained all the information and explanations or representations, which we have required, and after due scrutiny and verification thereof, we report that in our opinion and subject to the remarks and observations as reported in the connected Compliance Statement :

- The Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Corporate Governance Code issued by the Commission.
- The Company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code.
- Proper books and records have been kept by the Company as required under the Companies Act 1994, the securities laws and other relevant laws, and
- The standard of governance in the Company is somewhat satisfactory.

This report, however, is no endorsement about quality of contents in the Annual Report of the Company for the year 2020-21.

AL-MUQTADIR ASSOCIATES
Chartered Secretaries & Consultants

A.K.A. Muqtadir FCS
CEO & Chief Consultant

Dhaka, October 31, 2021

Annexure-C
[As per condition No.1 (5) (xxvii)]

Status of compliance with the conditions imposed by the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3rd June 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

(Report under Condition no. 9)

Condition No.	Title	Compliance Status		Remarks (If any)
		Compiled	Not Compiled	
1.00	Board of Directors			
1.(1)	Board Size (minimum - 5 and maximum - 20)	√		9 directors
1.(2)	INDEPENDENT DIRECTORS			
1.2.(a)	1/5th of total as Independent Director (ID)	√		2 IDs
1.2 (b) (i)	Does not hold any share of less than 1% shares in the Company	√		As declared by the IDs.
1.2(b) (ii)	Not a Sponsor of The Company	√		- do -
1.2 (b)(iii)	Who has not been an executive of the company	√		- do -
1.2 (b)(iv)	Does not have other relationship	√		- do -
1.2 (b)(v)	Not a Member, Director or Officer of nay Stock Exchange	√		- do -
1.2 (b)(vi)	Not a Shareholder, Director of Officer of any Member of Stock Exchange.	√		- do -
1.2 (b)(vii)	Not a partner of an Executive or was not a partner of an Executive during the preceding 3 (Three) years of the concerned Company's statutory audit firm.	√		- do -
1.2 (b)(viii)	Not an Independent Director in more than five listed Companies.	√		- do -
1.2 (b)(ix)	Not Convicted by a curt of competent jurisdiction as a defaulter in payment of any loan to a Bank or a Non-Bank Financial Institution.	√		- do -
1.2 (b)(x)	Not convicted for a Criminal Offence	√		- do -
1.2 (c)	Appointment by the Board and approved in AGM	√		Appointments are duly approved
1.2 (d)	Post cannot remain vacant more than 90 days	√		No such case in the year
1.2 (e)	Tenure of the Independent Director	√		
1.3	QUALIFICATION OF INDEPENDENT DIRECTOR			
1.3(a)	Independent Director shall be a knowledgeable individual	√		As declared by the IDs.
1.3(b)(i)	Business Leader who is or was a promoter or director of an unlisted company	√		- do -
1.(3)(b)(ii)	Should be a Corporate Leader/Business Leader	√		- do -
1(3)(b)(iii)	Former official of government.	√		- do -
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law	-		N/A
1(3)(b)(v)	Professional Chartered Accountant/ Secretary or equivalent qualification.	√		-

Condition No.	Title	Compliance Status		Remarks (If any)
		Compiled	Not Compiled	
1 (3) (c)	The independent director shall have at least 10(ten) years of experiences	√		As declared by IDs
1 (3) (d)	Relaxation in special cases			N/A
1(4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer			
1(4)(a)	The posts of Chairman of the board and Chief Executive Officer are filled by different individuals.	√		They are different individuals
1(4)(b)	This Company MD and CEO of a listed Company shall not hold the same position in another listed Company.	√		
1(4)(c)	The Chairperson shall be elected from among the non-executive directors of the company	√		He is a non-executive director
1(4)(d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director.	√		
1(4)(e)	In absence of Chairman etc.	-		
1(5)	The Directors' Report to Shareholders :			
1(5)(i)	Industry outlook and possible future developments in the industry	√		Discussed in the Directors' Report
1(5)(ii)	Segment-wise or product-wise performance	√		- do -
1(5)(iii)	Risks and concerns including internal and external risk factor.	√		- do -
1(5)(iv)	A discussion on Cost of Goods sold Gross profit Margin and Net Profit Margin.	√		- do -
1(5)(v)	A discussion on continuity of any extraordinary activities and their implications (gain or Loss)	√		
1(5)(vi)	Basis for related party transactions-a statement of all related party transactions	√		- do -
1(5)(vii)	Utilization of proceeds from public issues, rights issues and/or through any others instruments	√		- do -
1(5)(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat public Offering (RPO), Rights Offer, Direct Listing, etc.	√		- do -
1(5)(ix)	If significant variance occurs between Quarterly Financial Performance and Annual Financial Statements the management shall explain about the variance on their Annual Report	√		
1(5)(x)	Remuneration to Directors including Independent Director	√		- do -

Appointment of Statutory Auditors

During the 20th Annual General Meeting (AGM) the shareholders had appointed M/s. ACNABIN, Chartered Accountants, as Statutory Auditors of the company for the year 2020-2021. The Auditors are, however, not eligible for re-appointment as per BSEC notification. As proposed by the Audit Committee and recommended by the Board of Directors at its meeting dated October 28, 2021, the matter for appointment of M/s. Hussain Farhad & Co., Chartered Accountants for the year 2021-2022 as Statutory Auditors of the Company and to fix their remuneration of TK. 375,000 (three lac seventy-five thousand taka only) excluding VAT is placed before the shareholders at the 21st AGM for approval.

Appointment of Compliance Auditor as per Corporate Governance Code:

Pursuant to code 9.2 of the codes of corporate governance issued by BSEC, during the 20th Annual General Meeting (AGM) the shareholders had appointed M/s. Al-Muqtadir Associates, Chartered Secretaries as the Compliance Auditor of the company for the year 2020-2021. The Compliance Auditor is eligible for re-appointment. As proposed by the Audit Committee and recommended by the Board of Directors at its meeting dated October 28, 2021, the matter of appointment of M/s. Al-Muqtadir Associates, Chartered Secretaries for the year 2021-2022 as Compliance Auditor of the Company and fixation of their remuneration at TK. 143,000 (one lac forty-three thousand taka only) excluding VAT is placed before the shareholders at the 21st AGM for approval.

Acknowledgement & appreciation:

The performance of the Company during period under review, even with so many challenges and calamities confronted, demonstrates the resolves and determination of the Board, Management and overall the peoples in the Company. This also establishes the fact that the Company has the necessary strengths, resources and commitments to enable the Company to propel ahead and augment its contribution to the nation to further empower the financial society. At the same time, the Board also believes that the performance in 2020-21 is a collective result of the pledge, promise, energy and hard work of our Directors, Management and employees together. But that was derived indeed from the persistent support and guidance from the shareholders and numerous other stakeholders of the Company. And keeping those in mind the Board would like to place on record their unstinted gratitude and appreciation to the partners of ITC, its Shareowners, Customers, Financiers, Bangladesh Bank, the Bankers and Insurers of the Company, Bangladesh Securities & Exchange Commission (BSEC), Dhaka Stock Exchange (DSE), Chittagong Stock Exchange (CSE), Registrar of Joint Stock Companies and Firms (RJSC), Central Depository Bangladesh Ltd. (CDBL) and other Regulatory Authorities for their support and patronage to bring the Company to this height. The Board shall continue to partner with them to build a speedy and conducive auto-system to accelerate Bangladesh's transformation into a digital nation. The Board also places on record the devoted efforts put in by the Company's executives & employees at all levels to uphold the Company's business performance during the challenging year. We value their continued support to fulfill our mission to improve the lives of people at large.

For & On behalf of the Board of Directors



LIM KIAH MENG
Chairman

Date: October 28, 2021

Condition No.	Title	Compliance Status		Remarks (If any)
		Compiled	Not Compiled	
1(5)(xi)	The financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity	√		- do -
1(5)(xii)	Proper books of account of the issuer company have been maintained	√		- do -
1(5)(xiii)	Appropriate accounting policies have been consistently applied in preparation to the financial statements and that the accounting estimates are based on reasonable and prudent judgment	√		- do -
1(5)(xiv)	International Accounting Statement (IAS) Bangladesh Accounting Standard(BAS)/ International Financial Reporting standard (BFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there-from has been adequately disclosed	√		- do -
1(5)(xv)	The system of internal control is sound in design and has been effectively implemented and monitored	√		- do -
1(5)(xvi)	A statement that minority shareholders have been protected from abusive actions by, or indirectly and have effective means of redress	√		- do -
1(5)(xvii)	There are no significant doubts upon the issuer company's ability to continue as a going concern, If the issuer company is not considered to be a going concern, the fact along with reasons thereof should be disclosed	√		- do -
1(5)(xviii)	Significant deviations from the last year's operation results of the issuer company shall be highlighted and the reasons there of should be explained	√		- do -
1(5)(xix)	Key operating and financial data of at least preceding 5 (Five) years shall be summarized	√		- do -
1(5)(xx)	If the issuer company has not declared dividend (cash or stock) for the year, the reasons there of shall be given	√		Dividend declared
1(5)(xxi)	Declaration that no stock div. paid as interim div.	√		Discussed in the Directors' Report
1(5)(xxii)	The number of Board meetings held during the year and attendance by each Director shall be disclosed	√		- do -
1(5)(xxiii)	A report on the pattern of shareholding disclosing the aggregate (name wise details)	√		- do -

Condition No.	Title	Compliance Status		Remarks (If any)
		Compiled	Not Compiled	
1(5)(xxiii)(a)	Parent/Subsidiary/Associated Companies and other related parties (name wise details)	√		- do -
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details)	√		- do -
1(5)(xxiii)(c)	Executives	√		- do -
1(5)(1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name wise details)	√		- do -
1(5)(xxiv)(a)	A brief resume of the director	√		- do -
1(5)(xxiv)(b)	Nature of his/her expertise in specific functional areas	√		- do -
1(5)(xxiv)(c)	Names of the companies in which the person also holds the directorship and the memberships of committees of the Board	√		- do -
1(5)(xxv)(a)	Accounting policies and estimation for preparation of financial statements	√		- do -
1(5)(xxv)(b)	Changes in accounting policies and estimation as well as cash flows on absolute figure for such changes	√		- do -
1(5)(xxv)(c)	Comparative analysis and financial position as well as cash flow for current financial year with immediate preceding five years explaining reasons	√		- do -
1(5)(xxv)(d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario	√		Not such peer company
1(5)(xxv)(e)	Briefly explain the financial and economic scenario of the country and the globe	√		Discussed in Report
1(5)(xxv)(f)	Risks and concerns issues related to the financial statements	√		- do -
1(5)(xxv)(g)	Future plan or projection or forecast for company's operation shall be explained to the shareholders in the next AGM	√		- do -
1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(30) shall be disclosed as per Annexure-A	√		Given in the Annual Report
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed	√		Given in the Annual Report
1(6)	Meeting of the Board of Directors			
1(6)	Compliance under Bangladesh Secretarial Standards (BSS)	√		

Condition No.	Title	Compliance Status		Remarks (If any)
		Compiled	Not Compiled	
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer			
1(7)(a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee(NRC)	√		
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior, rules and regulations , prohibition of insider trading, relationship with environment, employees, customers and suppliers, and independency.	√		Available in the Company Website
2	Governance of Board of Directors of Subsidiary Company			
2(a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company			N/A
2(b)	One Independent Director of holding company also in the subsidiary company			N/A
2(c)	Minutes of subsidiary company to be placed in the meeting of holding company			N/A
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company			N/A
2(e)	The Audit Committee of the holding company shall also review the financial statements in particular the investments made by the subsidiary company			N/A
3	Managing Director (MD) or Chief Executive Officer, Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS)			
3.1	Appointment			
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer, a Company Secretary (CS), Chief Financial Officer(CFO), and Head of Internal Audit and Compliance (HIAC)	√		The positions are duly replenished
3(1)(b)	The positions of the MD,CEO,CS,CFO,HIAC shall be filled by different individuals	√		They are different persons
3(1)(c)	The MD or CEO, CS, CFO, and HIAC of a listed company shall not hold any executive position in any other company at the same time	√		In practice
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS	√		Those are clearly defined

Condition No.	Title	Compliance Status		Remarks (If any)
		Compiled	Not Compiled	
3(1)(e)	The MD or CEO, CS, CFO, and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the commission and stock exchange	√		No such case during the year
3.2	Requirement to attend Board of Directors' Meetings			
3 (2)	The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board	√		In practice
3.3	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)			
3(3)(a)(i)	The statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading	√		Given in the Annual Report
3(3)(a)(ii)	The statements together present a true and fair view of the company's affairs and are in compliance	√		- do -
3(3)(b)	The MD or CEO and CFO to certify on due diligence in the Report	√		- do -
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report	√		- do -
4	Board of Directors' Committee			
4 (i)	Audit Committee	√		Already in practice
4 (ii)	Nomination and Remuneration Committee	√		- do -
5	Audit Committee			
5.1	Responsibility to the Board of Directors			
5(1)(a)	The company shall have an Audit Committee as a sub-committee of the Board	√		In practice
5(1)(b)	The Audit Committee shall assist the Board of Directors in ensuring that the financial statements reflect true and fair view of the state of affairs of the Company and in ensuring a good monitoring system within the business	√		The AC duly discharged its responsibilities
5(1)(c)	The Audit Committee shall report on its activities to the Board of Directors	√		In practice
5.2	Constitution of the Audit committee			
5(2)(a)	The Audit Committee shall be composed of at least 3 (three) members	√		AC has 3 members
5(2)(b)	Board to appoint members of the Audit Committee who shall be non-executive	√		In practice
5(2)(c)	All members of the Audit Committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management experience	√		The AC members meet the guideline

Condition No.	Title	Compliance Status		Remarks (If any)
		Compiled	Not Compiled	
5(2) (d)	When the term of service of the Committee members expires or there is any circumstance causing any Committee member to be unable to hold office until expiration of the term of service	√		No such case in the reporting year
5(2) (e)	The Company Secretary shall act as the Secretary of the Audit Committee	√		In practice
5(2)(f)	The quorum of Audit Committee meeting shall not constitute without at least 1 (One) independent director	√		In practice
5.3	Chairperson of the Audit Committee			
5(3)(a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee who will be ID.	√		Board selected accordingly
5(3)(b)	In the absence of the Chairperson of the Audit Committee members to elect one			N/A
5(3)(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM)	√		In practice
5.4	Meeting of the Audit Committee			
5(4)(a)	The Audit Committee shall conduct at least its four meetings in a financial year	√		Four meetings held
5(4)(b)	The quorum of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee whichever is higher	√		In practice
5.5	Role of Audit Committee			
5(5)(a)	Oversee the financial reporting process	√		In practice
5(5)(b)	Monitor choice of accounting policies and principles	√		- do -
5(5)(c)	Internal Audit and Compliance process to ensure that it is adequately resourced	√		- do -
5(5)(d)	Performance of external auditors	√		- do -
5(5)(e)	Hold meeting on annual financial statements before submission to the Board for approval or adoption	√		- do -
5(5)(f)	Review the annual financial statements before submission to the Board for approval	√		- do -
5(5)(g)	Review the Quarterly and half yearly financial statements before submission to the Board for approval	√		- do -
5(5)(h)	The review adequacy of internal audit function	√		- do -
5(5)(i)	Review the management's Discussion and Analysis before disclosing in the Annual Report	√		- do -

Condition No.	Title	Compliance Status		Remarks (If any)
		Compiled	Not Compiled	
5(5)(j)	Review statement of all related party transactions submitted by the management	√		- do -
5(5)(k)	Review management letters or letter of Internal Control weakness issued by statutory auditors	√		- do -
5(5)(l)	Oversee determination of audit fees based on scope and magnitude	√		- do -
5(5)(m)	Oversee whether IPO proceeds utilized as per the published Prospectus			N/A
5.6	Reporting of the Audit Committee			
5.6 (a)	Reporting to the Board of Directors			
5(6)(a)(i)	The Audit Committee shall report on tis activates to the Board	√		In practice
5(6)(a)(ii)(a)	Report on conflicts of interests	-		No such case in the year
5(6)(a)(ii)(b)	Suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process	-		- do -
5(6)(a)(ii)(c)	Suspected infringement of laws, regulatory compliance including securities related laws, relies and regulation	-		- do -
5(6)(a)(ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately	-		- do -
5.6 (b)	Reporting to the Authorities			
5.7	Reporting to the Shareholders and General Investors			
5(7)	Reporting to the Shareholders and General Investors	√		Audit committee report given in the AR
6	Nomination and Remuneration Committee (NRC)			
6.1	Responsibility to the Board of Directors			
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board	√		In practice
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications	√		The NRC worked as per the ToR
6(1)(c)	The Terms of Reference of the NRC shall be clearly set forth in writing covering the areas stated at the condition	√		In practice
6.2	Constitution of the NRC			
6(2)(a)	The Committee shall comprise of at least three members including an independent director	√		The NRC has 3 members
6(2)(b)	All members of the Committee shall be non-executive directors	√		In practice

Condition No.	Title	Compliance Status		Remarks (If any)
		Compiled	Not Compiled	
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board	√		In practice
6(2)(d)	The Board shall have authority to remove and appoint any member of the committee	√		In practice
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any another cases of vacancies the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee			N/A
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert members			N/A
6(2)(g)	The company secretary shall act as the secretary of the committee	√		In practice
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director	√		In practice
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium form the company	√		In practice
6.3	Chairperson of the NRC			
6(3)(a)	The Board shall select 1 (One) member of the NRC to be Chairperson of the Committee	√		Board selected accordingly
6(3)(b)	The absence of chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting	√		N/A
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM)	√		In practice
6.4	Meeting of the NRC			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year	√		
6(4)(b)	The Chairperson of the NRC, may convene any emergency meeting	-		No such case in the year
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee	√		In practice
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such mines shall be confirmed in the next meeting	√		In practice
6.5	Role of NRC			

Condition No.	Title	Compliance Status		Remarks (If any)
		Compiled	Not Compiled	
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders	√		In practice
6(5)(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully	√		In practice
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance	√		In practice
6(5)(b)(i)(c)	The remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long term performance	√		In practice
6(5)(b)(ii)	Devising a policy on Board's diversity taking into consideration age, experience etc.	√		In practice
6(5)(b)(iii)	Identifying persons who are qualified the criteria laid down and recommend their appointment and removal to the Board.	√		In practice
6(5)(b)(iv)	Formulating criteria for evaluation of performance of independent directors and the Board	√		In practice
6(5)(b)(v)	Identifying company's needs for employees at different levels and determine their selection, transfer or replacement	√		In practice
6(5)(b)(vi)	Developing recommending and reviewing annually the company's human resources and training policies	√		In practice
6(5)(c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report	√		Given in the Annual Report
7	External or Statutory Auditors			
7(1)(i)	External or Statutory Auditors shall not be engaged in Appraisal or valuation services or fairness opinions	√		As declared by the auditors
7(1)(ii)	External or Statutory Auditors shall not be engaged in Financial information systems design and implementation	√		- do -
7(1)(iii)	External or Statutory Auditors shall not be engaged in Book- keeping or other service related to the account in records	√		- do -
7(1)(iv)	External or Statutory Auditors shall not be engaged in Broker –dealer services	√		- do -
7(1)(v)	External or Statutory Auditors shall not be engaged in Actuarial services	√		- do -

Condition No.	Title	Compliance Status		Remarks (If any)
		Compiled	Not Compiled	
7(1)(vi)	External or Statutory Auditors shall not engage Internal audit services	√		- do -
7(1)(vii)	External or Statutory Auditors shall not be engaged in any services that the Audit Committee may determine	√		- do -
7(1)(viii)	External or Statutory Auditors shall not be engaged in Certification services on compliance of corporate governance	√		- do -
7(1)(ix)	External or Statutory Auditors shall not be engaged in any other service that may create conflict of interest	√		- do -
7(2)	No partner or employees of the External or Statutory Auditors audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company	√		- do -
7(3)	Representative of External or Statutory Auditors shall remain present in the Shareholders Meeting (Annual General Meeting or Extraordinary General Meeting)	√		In practice
8	Maintaining a website by the company			
8(1)	The company shall have an official website linked with that of the stock exchange	√		Website exists
8(2)	The company shall keep the website functional from the date of listing	√		Website is functional
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchanges	√		In practice
9	Reporting and Compliance of Corporate Governance			
9(1)	The company shall obtain a certificate from a practicing professional firm on yearly basis regarding compliance of conditions of Corporate Governance and such certificate shall be disclosed in the Annual Report	√		Certificate given in the Annual Report
9(2)	The professional who will provide the certificate on compliance of Corporate Governance shall be appointed by the Shareholders in the Annual General Meeting	√		Duly Appointed at AGM on 10.12.2020
9(3)	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors report whether the company has complied with these conditions	√		Duly stated in the Directors' Report



Audited
Financial
Statements

INDEPENDENT AUDITOR'S REPORT
To the shareholders of
Information Technology Consultants Limited
Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the financial statements of Information Technology Consultants Limited (the Company), which comprise the statement of financial position as at 30 June 2021, and the statement of profit or loss, statement of other comprehensive income, statement of changes in equity, statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, except for the effects of the matters described in the Basis for Qualified Opinion section of our report, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 30 June 2021, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Qualified Opinion

1. Note # 3.01(d) to the financial statements disclosed the methods of charging depreciation on Property, plant and equipment, which is not in compliance with Paragraph 60 and 61 of International Accounting Standard (IAS) 16: Property, Plant and Equipment; and
2. Note # 3.02(c) to the financial statements disclosed the methods of charging amortization of Intangible assets, which is not in compliance with Paragraph 97 and 107 of International Accounting Standard (IAS) 38: Intangible Assets.

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

Emphasis of Matters

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

1. Note # 3.01(c) to the financial statements disclosed the reason for not conducting the revaluation of non-current assets and in Note # 4.00 to the financial statements, the Company disclosed the current status of the preparation of the register for the non-current assets of the Company; and
2. Note # 3.04 to the financial statements disclosed the methods used for valuation of the inventories.

Other Information

Management is responsible for the other information. The other information comprises all of the information in the Annual Report other than the financial statements and our auditor's report thereon. The draft Annual Report is expected to be made available to us after the date of this auditor's report but before the finalization of Annual Report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the annual report before finalization, if we conclude that there is a material misstatement therein, we will communicate the matter to those charged with governance of the Company so that the matter is duly addressed in the annual report.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matters described in the Basis for Qualified Opinion section we have determined the matters described below as the key audit matters to be communicated in our report.

Non-current Assets	
Background	Procedure to Address Risk
The non-current assets comprise the property, plant and equipment, the intangible assets, right of use assets and the capital work in progress. As the major operations of the Company depend on the tangible and intangible infrastructure, the measurement and valuation of the non-current assets involve significant audit risk, we considered this as a key audit matter.	<p>Our audit procedures to address the risks of material misstatement relating to non-current assets, which was considered to be significant audit risk, will include-</p> <ul style="list-style-type: none"> • Understanding and testing relevant controls within the purchase and measurement process of the non-current assets. • Understanding the calculation process of the depreciation and amortization of the non-current assets. • Assessing the appropriateness of the valuation.
Please see Note # 3.01, 3.02, 3.03, 4.00, 5.00 and 6.00 to the financial statements	

Inventories	
Background	Procedure to Address Risk
Inventories are valued at the lower of cost and net realizable value. The cost is assigned following weighted average cost formula. The measurement and valuation of the inventories is judgmental and complex. Moreover, the nature of the inventories is sophisticated and have significant impact on the operations of the Company. Due to high level of judgment involved and use of some manual process in estimating the valuation and net realizable value of inventories, we considered this to be a key audit matter.	<p>Our audit procedures to address the risks of material misstatement relating to inventories, which was considered to be significant audit risk, will include-</p> <ul style="list-style-type: none"> • Understanding the recording and valuation process of the inventories. • Conducting stock take. • Assessing the appropriateness of the valuation. • Understanding and testing relevant controls within the purchase, measurement and storing process of the inventories • Understanding the calculation process of the impairment of the inventories.
Please see Note # 3.04 and 8.00 to the financial statements	

Revenue	
Risk	Our response to the risk
<p>The revenue during the year represents revenue arising from various services of electronic transaction processing under Q-cash Shared ATM Network and from the sale of ATM, KIOSK, POS which are recognized when deliveries are made against the sales order received from the respective bank clients and after satisfying all the conditions for revenue recognition as provided in IFRS 15. We have identified the heads of revenue as a key audit matter because revenue is one of the key performance indicators of the Company and therefore there is an inherent risk of misstatement arising from the timing of recognition of revenue by management to meet specific targets or expectations. Moreover, there is a risk of differences between the timing of happening of the electronic transactions and the recognition of the same. Accordingly, there could be a potential risk that these revenue transactions are not recognized in the proper reporting period. Also, there may remain risks in proper implementation of IFRS 15.</p>	<p>Our audit procedures to address the risks of material misstatement relating to revenue, which was considered to be significant audit risk, included-</p> <ul style="list-style-type: none"> • Reviewing the recognition process of revenue; • Applying analytical procedures; • Reviewing the cut-off and classification; • Reviewing the related contracts with customers on sample basis; • Reviewing the transactions on sample basis; • Reperforming the calculation; and • Reviewing the presentation and disclosures.
<p>Please see Note# 3.09 and 25.00 to the financial statements.</p>	

Provision for Income Tax and Recognition of Deferred Tax	
Risk	Our response to the risk
<p>The Company is a provider of both Information Technology Enable Service (ITES) and Non-ITES services. So, there is considerable uncertainty towards execution tax assessment under paragraph 33 of part- A of the 6th schedule of the Income Tax Ordinance, 1984 up to 30th day of June, 2024, i.e., the expiry of the tax exemption period. There may remain the risk of improper accounting of the tax holiday and its impact on deferred tax and also considering ITES related service as Non-ITES related services. Complexities associated with tax assessment of an ITES Company also involves audit risk. We have determined these to be a key audit matter, due to the complexity in income tax provisioning and the inherent uncertainty in forecasting the amount and timing of future taxable profits/ expenses and the reversal of temporary differences.</p>	<p>Our audit procedures to address the risks of material misstatement relating to Provision for Income Tax and Recognition of Deferred Tax, which was considered to be significant audit risk, included-</p> <ul style="list-style-type: none"> • Performing recalculations; • Reviewing the current and deferred tax provision following the Income Tax Ordinance, 1984 and IAS 12; • Identifying if there are any disallowable expenses; and • Reviewing the presentation and disclosures.
<p>Please see Note# 3.06, 17.00, 34.00 and 35.00 to the financial statements</p>	

Information technology systems and controls	
Risk	Our response to the risk
<p>The information required for the preparation of the financial statements of the Company is primarily generated through the Company's IT system. Thus, the information systems and controls have immense significance on the preparation of the financial statements. Moreover, the operation of the Company is based on its IT infrastructure. Accordingly, we are considering this as key audit matter.</p>	<p>Our audit procedures to address the risks of material misstatement relating to Information Technology Systems included-</p> <ul style="list-style-type: none"> • Reviewing the security policy covering physical and logical access controls; • Reviewing controls instituted in view of the rapid changes in technology; • Identifying and evaluating the major risk points (including points of manual intervention) together with the key controls (including reconciliation controls) for each critical application system; • Examining business continuity plan and updates to plan; and • Reviewing controls ensuring the availability of systems.

Implications of COVID-19	
Risk	Our response to the risk
<p>The developments surrounding the Corona (COVID-19) virus have a profound impact on people's health and on our society as a whole and on the operational and financial performance of organizations and the assessment of the ability to continue as a going concern. The global pandemic COVID-19 has already had a significant impact on global trade and economy, with a consequential impact on trade, business, financial market, and Bangladesh's overall economy. There is a potential impact on the Company's smooth operation, impairment of assets, the fair value of the asset, expected credit loss, contract modification, valuation of inventories, and going concern of the Company.</p>	<p>Our audit procedure included-</p> <ul style="list-style-type: none"> • Checking the operational effectiveness and capacity utilization during the pandemic situation; • Checking the impairment testing of the assets, if the Company made any assessment; • Checking the subsequent position of the receivables and payables; and • Checking the going concern of the Company considering the existing operation and plan of the Company.

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

Management is responsible for the preparation and fair presentation of these financial statements in accordance with the International Financial Reporting Standards (IFRSs), as explained in Note # 2.01 to the financial statements, and for such internal control as management determines it is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provided those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.


From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We described these matters in our auditors' report unless law or regulations precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequence of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

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 accounts as required by law have been kept by the Company so far as it appeared from our examination of these books;
- c) the Company's statements of financial position and statement of profit or loss and other comprehensive income with the Note 1 to 41 dealt with by the report are in agreement with the books of accounts and returns; and
- d) the expenditure incurred was for the purposes of the Company's business.

Dated, Dhaka
28 October, 2021

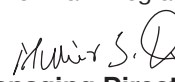

ACNABIN
Chartered Accountants
Signed by: Muhammad Aminul Hoque, FCA
Partner
ICAB Enrolment # 1129
DVC: 2111011129AS677182

Information Technology Consultants Limited
Statement of Financial Position
As at 30 June 2021

	Notes	Amounts in Taka	
		30 June 2021	30 June 2020
Assets			
Non-Current Assets:			
Property, plant and equipment, net	4.00	261,734,365	241,045,075
Intangible assets, net	5.00	830,098,662	855,633,082
Right of use assets, net	6.00	120,239,621	69,677,572
Capital work-in-progress	7.00	3,930,151	12,926,878
		1,216,002,799	1,179,282,607
Current Assets:			
Inventories	8.00	352,131,366	291,043,322
Accounts receivable	9.00	541,326,119	476,642,028
Other receivable	10.00	60,980,583	129,251,347
Advance, deposits & prepayments	11.00	517,813,253	602,088,661
Cash and cash equivalents	12.00	149,495,291	63,934,314
		1,621,746,612	1,562,959,672
Total Assets		2,837,749,411	2,742,242,279
Equity and Liabilities			
Shareholders' Equity:			
Share capital	13.00	1,285,926,640	1,224,692,040
Share premium	14.00	294,578,430	294,578,430
Retained earnings	15.00	350,261,531	234,209,557
Revaluation reserve	16.00	188,396,337	196,969,201
		2,119,162,938	1,950,449,228
Non-Current Liabilities:			
Deferred tax liability	17.00	3,595,383	3,928,437
Lease liabilities	18.00	88,882,542	48,430,374
		92,477,925	52,358,811
Current Liabilities:			
Trade payables	19.00	27,724,833	36,688,576
Bank overdraft	20.00	449,790,393	503,231,021
IPO subscription refund	21.00	55,277	55,277
Payable for expenses	22.00	6,596,911	22,173,926
Other liabilities	23.00	13,161,786	82,742,343
Lease liabilities	18.00	22,562,567	17,550,820
Provision for income tax	24.00	106,216,781	76,992,277
		626,108,548	739,434,240
Total Liabilities		718,586,473	791,793,051
Total Equity & Liabilities		2,837,749,411	2,742,242,279
Net Asset Value (NAV) per share	37.00	16.48	15.17


The annexed notes from 1 to 41 form an integral part of these financial statements.


Director


Managing Director & CEO


Company Secretary

Dated, Dhaka
28 October, 2021


ACNABIN
Chartered Accountants
Signed by: Muhammad Aminul Hoque, FCA
Partner
ICAB Enrolment # 1129
DVC: 2111011129AS677182

Information Technology Consultants Limited
Statement of Profit or Loss
For the year ended 30 June 2021

	Notes	Amounts in Taka	
		2020-2021	2019-2020
Revenue	25.00	1,336,036,216	1,319,766,723
Cost of services and sales	26.00	(877,028,859)	(907,153,445)
Gross Profit		459,007,357	412,613,278
Operating Expenses:			
General and administrative expenses	27.00	(138,424,716)	(129,795,432)
Selling and distribution expenses	28.00	(39,491,049)	(46,019,186)
Other operating expenses	29.00	(14,015,393)	(14,910,122)
Total Operating Expenses		(191,931,158)	(190,724,740)
Operating Profit/(Loss)		267,076,199	221,888,538
Non-operating income/(expenses)	30.00	57,785	(553,223)
Profit/(Loss) before Finance Costs		267,133,984	221,335,315
Finance costs	31.00	(56,260,140)	(48,688,847)
Finance income	32.00	27,520,732	21,775,766
Profit/(Loss) before WPPF & WF		238,394,576	194,422,234
Contribution to WPPF & WF	33.00	(11,352,123)	(9,258,202)
Profit/(Loss) before Income Tax		227,042,453	185,164,032
Income Tax		(29,012,145)	(36,399,182)
Current tax	34.00	(29,224,504)	(39,398,572)
Deferred tax income/(expenses)	35.00	212,359	2,999,390
Net Profit/(Loss)		198,030,308	148,764,850
Earnings Per Share (EPS)	36.00	1.54	1.16

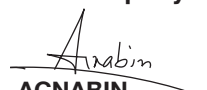
The annexed notes from 1 to 41 form an integral part of these financial statements.


Director


Managing Director & CEO


Company Secretary

Dated, Dhaka
28 October, 2021


ACNABIN
Chartered Accountants
Signed by: Muhammad Aminul Hoque, FCA
Partner
ICAB Enrolment # 1129
DVC: 2111011129AS677182

Information Technology Consultants Limited
Statement of and Other Comprehensive Income
For the year ended 30 June 2021

Notes	Amounts in Taka	
	2020-21	2019-20

Other comprehensive income that will not be reclassified to profit or loss in subsequent years, net of tax:

	198,030,308	148,764,850
Net profit after tax		
Deferred tax on revaluation surplus	120,695	(226,857)
Remeasurement on defined benefit plans	-	-
Deferred tax impact on defined benefit plans	-	-
Other comprehensive income /(loss) for the year, net of tax	120,695	(226,857)
Total comprehensive income for the year, net of tax	198,151,003	148,537,993

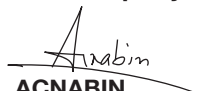
The annexed notes from 1 to 41 form an integral part of these financial statements.


Director


Managing Director & CEO


Company Secretary

Dated, Dhaka
28 October, 2021


ACNABIN
Chartered Accountants
Signed by: Muhammad Aminul Hoque, FCA
Partner
ICAB Enrolment # 1129
DVC: 2111011129AS677182

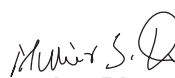
Information Technology Consultants Limited
Statement of Changes in Equity
For the year ended 30 June 2021

Particulars	Paid-up Capital	Share Premium	Retained Earnings	Revaluation Reserve	Total Equity
	Taka	Taka	Taka	Taka	Taka
Balance as at 01 July 2020	1,224,692,040	294,578,430	234,209,557	196,969,201	1,950,449,228
Net profit for the year	-	-	198,030,308	-	198,030,308
Stock dividend (2019 - 20)	61,234,600	-	(61,234,600)	-	-
Cash dividend (2019 - 20)	-	-	(29,954,275)	-	(29,954,275)
Prior year adjustment (IFRS - 16)	-	-	516,982	-	516,982
Transfer from revaluation reserve	-	-	8,572,864	(8,572,864)	-
Deferred tax on revaluation reserve	-	-	120,695	-	120,695
Balance as at 30 June 2021	1,285,926,640	294,578,430	350,261,531	188,396,337	2,119,162,938

Particulars	Paid-up Capital	Share Premium	Retained Earnings	Revaluation Reserve	Total Equity
	Taka	Taka	Taka	Taka	Taka
Balance as at 01 July 2019	1,144,572,000	294,578,430	217,065,593	206,061,581	1,862,277,604
Net profit for the year	-	-	148,764,850	-	148,764,850
Stock dividend (2018 - 19)	80,120,040	-	(80,120,040)	-	-
Cash dividend (2018 - 19)	-	-	(57,228,600)	-	(57,228,600)
Prior year adjustment (IFRS - 16)	-	-	(3,137,769)	-	(3,137,769)
Transfer from revaluation reserve	-	-	9,092,380	(9,092,380)	-
Deferred tax on revaluation reserve	-	-	(226,857)	-	(226,857)
Balance as at 30 June 2020	1,224,692,040	294,578,430	234,209,557	196,969,201	1,950,449,228


The annexed notes from 1 to 41 form an integral part of these financial statements.


Director


Managing Director & CEO


Company Secretary

Dated, Dhaka
28 October, 2021


ACNABIN
Chartered Accountants
Signed by: Muhammad Aminul Hoque, FCA
Partner
ICAB Enrolment # 1129
DVC: 2111011129AS677182

Information Technology Consultants Limited
Statement of Cash Flows
For the year ended 30 June 2021

	Amounts in Taka	
	2020-21	2019-20
A. Cash flows from operating activities		
Cash receipts from customers/sales	1,284,551,309	1,133,081,533
Cash paid to suppliers	(642,989,351)	(713,619,555)
Cash paid for operating activities	(82,267,348)	(206,118,763)
Cash paid to employees	(258,122,674)	(217,749,667)
Interest paid	(55,455,256)	(48,688,847)
Income taxes paid	(31,416,797)	(42,675,163)
Net cash provided by/(used in) operating activities 39.00	214,299,883	(95,770,462)
B. Cash flows from investing activities		
Purchase of property, plant & equipment	(26,534,275)	(25,000,005)
Purchase of card bureau	(10,893,585)	(1,030,960)
Payment of right of use asset - Lease assets	(10,168,106)	(9,511,678)
Purchase of intangible assets	(2,100,000)	(27,834,183)
Purchase of property, plant & equipment (WIP)	-	(675,184)
Purchase of card bureau (WIP)	-	(6,626,604)
Payment of Bangabandu Hi-Tech Park project (WIP)	(2,772,220)	(1,157,931)
Interest received	30,345,745	21,431,993
Net cash provided by/(used in) investing activities	(22,122,441)	(50,404,552)
C. Cash flows from financing activities		
Payment of IPO subscription refund	-	(60,473)
Proceeds lease liabilities	-	2,500,000
Payment of lease liabilities	(24,729,232)	(16,159,389)
Proceeds from bank overdraft	458,262,457	438,445,195
Payment of bank overdraft	(511,703,085)	(277,734,185)
Proceeds from dividend refund	402,173	28,238
Payment of dividend	(30,218,792)	(57,265,834)
Payment of ITC-QOOL ATM project	-	(12,075,000)
Net cash provided by/(used in) financing activities	(107,986,479)	77,678,552
D. Net changes in cash and cash equivalents (A+B+C)	84,190,963	(68,496,462)
E. Cash and cash equivalents at beginning of the year	65,304,328	133,800,790
F. Cash and cash equivalents at end of the year	149,495,291	65,304,328
Net Operating Cash Flows Per Share (NOCFPS) 38.00	1.67	(0.74)


The annexed notes from 1 to 41 form an integral part of these financial statements.


Director


Managing Director & CEO


Company Secretary

Dated, Dhaka
28 October, 2021


ACNABIN
Chartered Accountants
Signed by: Muhammad Aminul Hoque, FCA
Partner
ICAB Enrolment # 1129
DVC: 2111011129AS677182

Information Technology Consultants Limited
Notes to the Financial Statements
As at and for the year ended 30 June 2021

1.00 Reporting Entity

1.01 Company Profile

Information Technology Consultants Ltd. was incorporated as a private company limited by shares registered under the Companies Act 1994, vide certificate of incorporation no: C-41094(453)/2000 dated 23 August, 2000 and converted to “Public” Limited Company on 16 March 2008. The registered office of the Company is located at Evergreen Plaza (3rd Floor), 260/B, Tejgaon I/A, Dhaka - 1208. The Company has raised its paid-up capital by issuing ordinary shares through Initial Public Offering (IPO) for 12,000,000 ordinary shares of Tk.10.00 each at par totaling Tk. 120,000,000/- vide BSEC consent letter no. - SEC/CI/IPO-234/2014/485; dated - 04 October, 2015. The Company became listed with Dhaka & Chittagong Stock Exchanges in 2016 and subscription for IPO was opened on 02 November 2015. The Company's shares were officially floated from 10 January 2016.

1.02 Nature of business

The business of the Company inter-alia includes online Switching Solution, Software Development and Service Provider of Q-Cash member banks shared ATM network.

Information Technology Consultants Ltd. is committed to being the leader as Smart Card Solutions Provider in the Banking sector as well as the Automated Transaction Processing Industry in Bangladesh.

2.00 Basis of Preparation

2.01 Statement of Compliance

The financial statements have been prepared in compliance with the requirements of the Companies Act 1994, the Securities & Exchange Rules 1987, the listing Regulations of Dhaka Stock Exchange (DSE) and Chittagong Stock Exchange (CSE) and other relevant local laws as applicable and in accordance with the applicable International Financial Reporting Standards (IFRSs) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB).

Notes to the financial statements marked from 3.01 to 3.19 set out the accounting policies on all material accounting areas.

The Following IASs and IFRSs are applicable to the financial statements for the year under review:

Sl#	Name of IAS/IFRS	IAS/ IFRS No.	Status
01	Presentation of Financial Statements	IAS 1	Complied
02	Inventories	IAS 2	Complied
03	Statements of Cash Flows	IAS 7	Complied
04	Accounting Policies, Changes in Accounting Estimates and Errors	IAS 8	Complied*
05	Events after the Reporting Period	IAS 10	Complied
06	Income Taxes	IAS 12	Complied
07	Property, Plant and Equipment	IAS 16	Complied
08	Employee Benefits	IAS 19	Complied
09	Accounting for Govt. Grants and disclosures of Govt. Assistancess	IAS 20	N/A
10	The Effects of Changes in Foreign Exchange Rates	IAS 21	Partially Complied
11	Borrowing Costs	IAS 23	*Complied

SI#	Name of IAS/IFRS	IAS/ IFRS No.	Status
12	Related Party Disclosures	IAS 24	Complied
13	Accounting and Reporting by Retirement Benefit Plan	IAS 26	N/A
14	Consolidated and Separate Financial Statements	IAS 27	N/A
15	Investments in Associates	IAS 28	N/A
16	Financial Instruments: Presentation	IAS 32	Complied
17	Earnings Per Share	IAS 33	Complied
18	Interim Financial Reporting	IAS 34	Complied
19	Impairment of Assets	IAS 36	*Complied
20	Provisions, Contingent Liabilities and Contingent Assets	IAS 37	Complied
21	Intangible Assets	IAS 38	Complied
22	Financial Instrument: Recognition and Measurement	IAS 39	N/A
23	Investment Property	IAS 40	N/A
24	Agriculture	IAS 41	N/A
25	First-time Adoption of International Financial Reporting Standards	IFRS 1	N/A
26	Share-based Payment	IFRS 2	N/A
27	Business Combinations	IFRS 3	N/A
28	Insurance Contracts	IFRS 4	N/A
29	Non-current Assets Held for Sale and Discontinued Operations	IFRS 5	*Complied
30	Exploration for and Evaluation of Mineral Resources	IFRS 6	N/A
31	Financial Instruments: Disclosures	IFRS 7	Complied
32	Operating Segments	IFRS 8	Complied
33	Financial Instruments	IFRS 9	Complied
34	Consolidated Financial Statements	IFRS 10	N/A
35	Joint Arrangements	IFRS 11	N/A
36	Disclosure of Interests in Other Entities	IFRS 12	N/A
37	Fair Value Measurement	IFRS 13	Complied
38	Regulatory Deferral Accounts	IFRS 14	N/A
39	Revenue from Contracts with Customers	IFRS 15	Complied
40	Leases	IFRS 16	Complied

*Complied but there is no application of this IAS/ IFRS in current year.

The Statement of Compliance has been disclosed in compliance with the requirements of Notification of the Bangladesh Securities and Exchange Commission dated 04.06.2008 under ref: # SEC/CMMRPC/2008-181/53/Adm/03/28.

2.02 Date of authorization

The financial statements were authorized for issue by the Board of Directors on 28 October, 2021.

2.03 Reporting period

The financial period of the Company covers one year from 01 July 2020 to 30 June 2021, and the July-June year is followed consistently.

2.04 Basis of measurement

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

The Financial statements have been prepared following the accrual basis of accounting. The accounting policies, unless otherwise stated, have been consistently applied by the Company and are consistent with those of the previous year except otherwise mentioned.

2.05 Functional and presentation currency

These financial statements are presented in Bangladeshi Taka (Taka/Tk./BDT) which is both functional currency and presentation currency of the Company. The amounts in these financial statements have been rounded off to the nearest Taka.

2.06 Regulatory Compliance:

As required by the Company, the management complies with the following major legal provisions in addition to the Companies Act 1994 and other applicable laws and regulations:

- ❖ The Income Tax Ordinance, 1984;
- ❖ The Income Tax Rules, 1984;
- ❖ The Value Added Tax and Supplementary Duty Act, 2012;
- ❖ The Value Added Tax and Supplementary Duty Rules, 2016;
- ❖ The Customs Act, 1969;
- ❖ Bangladesh Labour Law, 2006;
- ❖ The Securities and Exchange Ordinance, 1969; and
- ❖ The Securities and Exchange Rules, 1987.

2.07 Structure, content and presentation of financial statements

According to the International Accounting Standards (IAS)1 as adopted by ICAB as IAS 1: Presentation of Financial Statements the complete set of financial statements includes the following components-

- a. Statement of Financial Position;
- b. Statement of Profit or Loss and Other Comprehensive Income;
- c. Statement of Changes in Equity;
- d. Statement of Cash Flows;
- e. Notes, comprising a summary of significant accounting policies and other explanatory information for the period; and
- f. Comparative information in respect of preceding period.

2.08 Responsibility for preparation and presentation of financial statements

The Board of Directors /management the Company is responsible for the preparation and fair presentation of these financial statements in accordance with the International Financial Reporting Standards (IFRSs), as explained in note # 2.01 to the financial statements, and for such internal control as management determines it is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

2.09 Statement of cash flows

Statement of Cash Flows is prepared in accordance with IAS 7: Statement of Cash Flows and Securities and Exchange Rules, 1987. As per the said standard and rules, the Company is required to prepare Statement of Cash Flows following direct method. However, the Company calculates the cash flows (receipts and payments) by adjusting the previous year's closing balances and current year's closing balances (revenue, expenses, acquisition of assets and settlement of liabilities) with the balances during the year (if there is any).

2.10 Going concern

As per IAS 1, a Company is required to assess at the end of each year its capability to continue as going concern. The management of the Company makes such an assessment every year. The Company has sufficient resources to continue its operation of the foreseeable future and hence, the financial statements have been prepared on a going concern basis. As per management assessment, there are no material uncertainties related to event or condition which may cast significant doubt upon the Company's ability to continue as a going concern.

a) Impact of COVID-19 pandemic

The Company, being a 24/7 EFT service provider, providing Online Financial Transaction Processing, has to be operated with maximum efficiency. The pandemic sent most major operational officers into quarantine, risking failure/disruption in providing support & services. Fortunately, due to our timely crisis management and planning, we have been able to avoid any such disruption. Besides this, the Company has realized and considered the possible impacts that may result from COVID-19 in the preparation of these financial results including the recoverability of carrying amount of financial and non-financial assets. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of COVID-19, the Company has, at the date of approval of these financial results, used internal and external sources of information and expects that the carrying amount of the assets will be recovered.

3.00 Significant accounting policies

3.01 Property, plant and equipment

(a) Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises its purchase price, import duties and non-refundable taxes, after deducting trade discount and rebates, and any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in an intended manner.

(b) Subsequent costs

The cost of replacing part of an item of property, plant and equipment is recognized at the carrying amount of the 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 expensed when incurred.

(c) Revaluation of fixed assets

The Company had revalued its fixed assets in the year 2009-10 viz, Plant & Machinery, ATM Machine, POS Terminal, Card Printers, Q-Cash retailer POS software, ATM Software, Switching Software, POS Software and Software Development by a competent consultant M/s. Ahmed & Akter, an independent Chartered Accountants firm who has no interest in the assets of the Company.

The management has assessed whether there is any indication of impairment of the revalued assets and found that there is no such indication of impairment. However, the management has decided to revalue the fixed assets by a professional valuer within the shortest possible time, which has been delayed due to COVID-19 pandemic and country-wide lockdown issues.

(d) Depreciation

Depreciation is charged based on the reducing balance method on all tangible assets over their estimated useful economic lives. As per paragraph 60 and 61 of IAS 16, the company selects the diminishing/reducing balance method of charging depreciation on Property, Plant & Equipment because of that most closely reflects the expected pattern of consumption of the future benefits embodied in the assets.

The depreciation rates applicable to the principal categories of fixed assets are:

Name of Assets	Rate
Plant & Machinery	15%
ATM Machinery	15%
POS Terminal	15%
Card Printer	15%
Data Centre	10%
Furniture & Fixture	10%
Computer & Components	15%
Office Equipment	15%
Operating Equipment	15%
Office Decoration	10%
ATM Booth	15%
Generator 10%	
On Line UPS	10%
Switching Hardware	10%
Network Solutions (CISCO)	10%
Power Substation	10%
Power System	10%
Structure Cabling	10%
Call Centre	10%
Web Application Firewall	15%
Vehicles	20%

(e) Retirements and disposals

An asset is derecognized upon disposal or when no future economic benefits are expected from its use and subsequent disposal. Gain or loss arising from the retirement or disposal of an asset is determined as the difference between the net disposal proceeds and the carrying amount of the asset and is recognized as gain or loss from disposal of asset under other income in the statement of profit or loss and other comprehensive income.

(f) Impairment

As all assets of the Company shown in the financial statements which is within the scope of IAS 36 are in physical existence and valued not more than their recoverable amount following International Accounting Standards adopted in Bangladesh, disclosures with regard to "Impairment of Assets" as per IAS 36 have not been considered necessary.

(g) Leases

IFRS16 is applicable for any company for annual reporting periods beginning on or after 01 January 2010. Thus, the Company adopted this IFRS16 for the annual reporting period starting from 01 July 2019 for all leasing arrangements, which have been capitalized as "right of use" assets with a corresponding financial liability on the statement of financial position.

Leased assets are capitalized from the start date of the lease agreement at the present value of the future leased payments, based on the rate of interest entered in the asset master data. Low value and short-term leases (<12 months) have been excluded from the recognition requirements and

expensed in operating profit as rental costs. Lease reassessment and lease modification to increase/(decrease) the value of an asset depending on change in scope of lease agreement can be made if necessary.

The asset is written off on a straight-line basis over the tenure of the lease agreements. Hence, the useful life of any lease asset depends on the number of periods the asset can be used. The useful lives of such assets are dependent on individual agreement and can vary from one agreement to another.

i. Lease

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets. There are 9 lease agreements and interest rate is 9%.

ii. Right-of-use Assets

The Company recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any measurement of lease liabilities. The Cost of right-of-use assets includes the amount of lease liabilities recognized and lease payments made at or before the commencement date less any lease incentives received.

iii. Lease Liabilities

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is premeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. The Company's lease liabilities are included in Interest-bearing loans and borrowings.

iv. Short-term leases and leases of low-value assets

In compliance with IFRS 16, the Company measured and recognized the short-term leases (leases of less than 12 months maximum duration) and leases of low value as an expense on a straight-line basis over the lease term.

3.02 Intangible assets

(a) Recognition and measurement

The cost of intangible assets is capitalized provided they meet the recognition criteria specified by IAS 38. Capitalization costs include license fees & cost of implementation/system integration services which are capitalized during the period in which the relevant software's are installed for use. The cost of an intangible asset comprises its purchase price, import duties and non-refundable taxes and any directly attributable cost of preparing the assets for its intended use.

(b) Subsequent costs

Subsequent cost/expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. Cost of maintenance, upgrading and enhancements are charged off as revenue expenditure unless they bring similar significant additional long-term benefits.

(c) Amortization

The Company provides advanced infrastructure for transaction Processing Services to major Banks, Financial Institutions, Government organization, A21, UNDP and retailers while operating Bank driven independent Q-Cash gateway, which is consisting payment brand as well as common platform for Financial Technological aspects, which is connected with all the major international payment brands, including VISA, Master Card, Union Pay (UPI) etc. So the amortization of the intangible asset is recognized on the basis of the expected pattern of consumption of the projected future economic benefits embodied in the asset and is applied during the year. To the fact that the technology infrastructure of the Company was in development nature, to interface new member banks with ITC host and subsequent for expanding Q-Cash boarder network and continuous development & up-gradation of the intangible assets. So, the amortization of intangibles is the process of expensing the cost of an intangible asset over the projected life of the asset.

The Management of the Company has considered the estimated useful lives of the intangible assets to be 05-40 years based on existing and future consistency, and value of intellectual property, evolving business requirement and logics of the dynamic evolution with its business arena. Besides this, the Company has taken an academic opinion by the consulting team of University of Dhaka regarding the adapted amortization schedule for the intangible assets. Amortization of intangible assets is charged under the straight-line method and amortization rates applicable to the principal categories of intangible assets are: -

Name of assets	Rate
ATM Software	2.5%
Mobile Banking Software	5%
Oracle Software	5%
PCCI DSS Security Compliance Software License	5%
POS Software	5%
Q-Cash E Portal Software Development	5%
Q-Cash Retailer POS Software	5%
Software Development	2.5%
Switching Software	2.5%
Call Centre	5%
VMware Software	5%
Issue Tracking Software (JIRA)	5%
E traffic web application	5%
Accounting Software	20%

3.03 Capital Work in Progress

The assets procured for its infrastructure development & up-gradation time to time during the year, which are installed but yet to be operational due to its nature of business, are shown as capital work in progress. After being operational the value of those assets (tangible & intangible) are transferred to the respective asset arena of the Company.

3.04 Inventories

Inventories consist of raw materials, finished goods and store materials. Inventories are measured at cost or net realizable value, whichever is lower. However, in some cases, we could not do the same due to its nature of utilization and usage. Some inventory items (spare parts) of the Company are service & support-oriented nature. The Company will not sell those items but will use (if required) them under the warranty provisions/ service level agreement. The cost of inventories is measured by following the weighted average cost formula and includes expenditure incurred for acquiring the inventories and other costs in bringing them to their existing location and condition.

3.05 Cash and Cash equivalents

Cash and cash equivalents comprise cash in hand, bank current accounts and other bank deposit accounts which are held for the purpose of mitigating short term cash commitments rather than for investment or other purposes.

3.06 Taxation

(a) Current tax (General)

The provision for current tax is made as per the requirements of Income Tax Ordinance- 1984 and as per the applicable rates prescribed in the Finance Act, 2020 on the taxable profit made by the Company as per IAS 12: Income Taxes. But the Company has been enjoying tax exemption on revenue from IT enable services under Para-33 of part-A of the 6th schedule of the Income Tax Ordinance, 1984 extended up to 30th day of June 2024. Other than IT enable services, the Company has also revenue from sale of hardware and other non-IT enable services for which provision for tax has been made.

(b) Deferred tax

Deferred tax (asset)/ Liability is calculated in accordance with IAS 12. Deferred tax is made as per the balance sheet assets/liabilities method in respect of temporary differences arising from the difference between the carrying amount of assets and liabilities in the financial statements and the corresponding tax base used in the computation of taxable profit. Deferred tax liabilities are the income taxes payable in future periods in respect of taxable temporary differences and deferred tax assets are amounts of income taxes recoverable in future periods in respect of deductible temporary differences, the carryforward of unused tax losses and the carry forward of unused tax credits. The Company has made adequate provision for deferred tax for the year 2020-21.

3.07 Accrued Expenses and Other Payables

Liabilities for the goods and services received are accounted for, whether paid or not, those goods and services. Payables are not interest-bearing and are stated at their nominal value.

3.08 Trade and other receivables

Trade and other receivables are recognized at cost which is fair value of the consideration given from them.

3.09 Revenue recognition

The revenue during the year represents revenue arising from various services of electronic transaction processing under Q-Cash Shared ATM Network and from the sale of ATM, KIOSK, and POS which are recognized following the provisions of IFRS15: Revenue from Contracts with Customers.

Revenue is presented net of value added tax (VAT), rebates and discounts. These taxes are regarded as collected on behalf of the authorities. Revenue comprises of the following:

- i. Q-cash transaction processing charge;
- ii. Service & maintenance charge; and
- iii. Sales revenue.

Sales revenue comprises the revenue derived from the sale of the product itself (e.g. ATM, KIOSK and POS) and its related services (e.g. warranty, after-sales services and maintenance) combinedly as per the contract/work order for being the related services very immaterial in substance.

3.10 Earnings per Share (EPS)

The Company calculates Earnings Per Share (EPS) in accordance with IAS 33: Earnings Per Share, which has been shown on the face of Statement of Comprehensive Income account and the computation of EPS are stated in note 36.00.

Basic earnings per share

This has been calculated by dividing the net profit after tax by the weighted average number of ordinary shares outstanding for the period.

Weighted average number of ordinary shares outstanding during the period

This represents the number of ordinary shares outstanding at the beginning of the year plus the number of shares issued during the year multiplied by a time-weighting factor. The time weighting factor is the numbers of days the specific shares are outstanding as a proportion of the total number of days in the period.

Diluted earnings per share

The Company calculates diluted earnings per share amounts for profit or loss attributable to ordinary equity holders of the Company, and, if presented, profit or loss from continuing operations attributable to those equity holders. For the purpose of calculating diluted earnings per share, the Company adjusts profit or loss attributable to ordinary equity holders of the Company and the weighted average number of shares outstanding, for the effects of all dilutive potential ordinary shares.

3.11 Provisions

A provision is recognized in the statement of financial position when the Company has a legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provision is ordinarily measured at the best estimate of the expenditure required to settle the present obligation at the date of the statement of financial position. Where the effect of time value of money is material, the amount of provision is measured at the present value of the expenditures expected to be required to settle the obligation.

3.12 Employee benefits

Workers' Profit Participation Fund (WPPF)

The Company keeps provision at the rate of 5% of net profit before tax contributed by the Company as per provisions of Bangladesh Labour (Amendments) Act 2013.

3.13 Related party transactions

If the Company carries out any transaction during the period with its related parties in the normal course of business, the Company discloses those in accordance with the provisions of IAS 24 and those transactions are made on an arm's length basis. The name of related parties, nature of transactions, their total value and closing balance are set out in accordance with the provisions of IAS 24.

3.14 Events after the Reporting period

The Company discloses the non-adjusting events after reporting date in the notes to the financial statements which among other things includes the dividend recommended by the Board of Directors of the Company for the year ended 30 June 2021 at the Board Meeting. The dividend is subject to final approval by the Shareholders at the forthcoming Annual General Meeting (AGM) of the Company.

3.15 Comparative Information and Re-arrangement Thereof

Comparative information is disclosed in respect of the year for all numerical information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current year's financial statements.

Figures for the year have been re-arranged wherever considered necessary to ensure better comparability with the current year as well as better presentation.

3.16 Financial Risk Management

The management has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company has exposure to the following risks from its use of financial instruments.

- i) Credit Risk
- ii) Liquidity Risk
- iii) Market Risk

i) Credit Risk

Credit Risk represents the financial loss to the Company if a customer or counterparty to a financial instrument fail to meet its contractual obligations. It mainly comprises of trade receivables, advances to suppliers, trade deposits and bank balances. The Company's maximum exposure to credit risk at the reporting date is trade receivables which is also secured by agreement with the clients & member bank banks also.

ii) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company maintains sufficient resources and arrangement of credit lines with the various banks for managing its liquidity risk.

iii) Market Risk

Market risk is that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices such as foreign exchange rates, interest rates and other price risks. The objective of market risk management is to manage and control market risk exposures within an acceptable range.

3.17 Technological Risk Management

Technology is a dynamic term that frequently changes its shape and nature. Every capital-intensive industry has to rapidly synchronize itself with technological changes and invest in sophisticated types of machinery. A right technology is a crucial determinant of competitiveness that ensures better products and services to the customers while minimizing costs. Adjustment to new technologies thus involves relatively large-scale investments as well as a longer pay-back period.

The Company is operating in an industry where technology is the key success factor. Some of the technological risks associated with the Company vis-à-vis the management perception is as follows:

- Infrastructure Related Risk – Management always put high focus and undertake required CAPEX to keep the infrastructure updated to ensure smooth operation;
- Efficient Technical Expertise – The Company is the pioneer in Bangladesh in this industry and has built up a strong team who has been involved since the revolution of the industry. So apparently, they have the most expert team in the industry to cater any technological dynamics; and
- Up-gradation of the Industry / Solutions: In line with the global financial market, Bangladesh is also adopting the upgraded solutions fast. ITCL is capable to adjust and cope up with the change in industry dynamics.

Product / Solution Obsolesce – ITCL management believes in continuous up-gradation and continuous improvement of their offerings. Historically ITCL were pioneer and fast mover in terms of launching new products or ideas in the market. So, it's implied that the management is well cautious about their competitive edge and continuously putting effort to assure its market leader position

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board oversees how management monitors compliance with risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risk faced by the Company.

3.18 Finance income and expenses

Finance income comprises interest on financial deposits with banks. Finance income is recognized on an accrual basis and shown under statement of profit or loss and other comprehensive income. Finance costs comprise interest expense on overdraft and borrowings.

3.19 Number of employees

As on 30 June 2021 the Company had 359 (30 June 2020, 369) employees who received a salary of Tk. 36,000 and above per annum and there were no employees who received a salary less than Tk. 36,000 per annum.

4.00 Property, plant and equipment, net as at 30 June 2021

Particulars	Cost/Revaluation				Depreciation				Net book value	
	As at 01 July 2020	Addition during the year	Disposal during the year	As at 30 June 2021	Rate	As at 01 July 2020	Charged during the year	Disposal during the year	As at 30 June 2021	As at 30 June 2021
	Taka	Taka	Taka	Taka	%	Taka	Taka	Taka	Taka	Taka
ATM booth	14,026,316	-	-	14,026,316	15%	10,450,667	536,352	-	10,987,019	3,039,297
ATM machinery	169,689,485	-	-	169,689,485	15%	127,900,207	6,268,392	-	134,168,599	35,520,886
Computer & components	56,596,358	1,234,294	-	57,830,652	15%	40,587,011	2,479,270	-	43,066,281	14,764,371
Data center	24,740,039	7,944,181	-	32,684,220	10%	8,299,436	1,791,094	-	10,090,530	22,593,690
Generator	14,800,000	-	-	14,800,000	10%	9,066,172	573,384	-	9,639,556	5,160,444
Network solution (CISCO)	15,523,414	766,000	-	16,289,414	10%	5,106,411	1,094,652	-	6,201,063	10,088,351
Online UPS	14,029,867	-	-	14,029,867	10%	3,125,852	1,090,404	-	4,216,256	9,813,611
Operating equipment	8,331,926	-	-	8,331,926	15%	5,087,970	486,588	-	5,574,558	2,757,368
Plant & machinery	34,686,637	6,598,000	-	41,284,637	15%	24,380,982	2,205,652	-	26,586,634	14,698,003
POS terminal	44,314,185	-	-	44,314,185	15%	29,514,910	2,219,892	-	31,734,802	12,579,383
Power sub station	2,460,500	-	-	2,460,500	10%	1,507,244	95,328	-	1,602,572	857,928
Power system	11,921,101	-	-	11,921,101	10%	6,789,462	513,168	-	7,302,630	4,618,471
Structure cabling	5,128,804	2,147,566	-	7,276,370	10%	2,798,044	250,972	-	3,049,016	4,227,354
Switching hardware	28,131,251	5,115,410	-	33,246,661	10%	9,125,082	2,286,773	-	11,411,855	21,834,806
Call center	100,000	-	-	100,000	10%	52,176	4,788	-	56,984	43,036
Web application firewall	83,300	-	-	83,300	15%	51,888	4,716	-	56,604	26,696
Furniture & fixture	10,673,206	642,895	-	11,316,101	10%	6,198,551	479,525	-	6,678,076	4,638,025
Office decoration	38,991,445	3,632,771	-	42,624,216	10%	22,478,775	1,775,199	-	24,253,974	18,370,242
Office equipment	38,062,202	2,787,031	-	40,849,233	15%	29,164,069	1,477,168	-	30,641,237	10,207,996
Vehicles	3	-	-	3	20%	-	-	-	-	3
Sub total (a)	532,290,039	30,868,148	-	563,158,187	--	341,684,909	25,633,317	-	367,318,226	195,839,961

(Cont.....)

(Cont.....)

Particulars	Cost/Revaluation				Depreciation				Net book value	
	As at 01 July 2020	Addition during the year	Disposal during the year	As at 30 June 2021	Rate	As at 01 July 2020	Charged during the year	Disposal during the year	As at 30 June 2021	As at 30 June 2021
	Taka	Taka	Taka	Taka	%	Taka	Taka	Taka	Taka	Taka
Card Bureau										
Card printer	44,729,779	11,923,129	-	56,652,908	15%	25,691,826	3,168,899	-	28,860,725	27,792,183
Computer & components	519,000	-	-	519,000	15%	77,856	66,168	-	144,024	374,976
Online UPS	2,036,647	-	-	2,036,647	10%	194,254	184,236	-	378,490	1,658,157
Network solution	924,795	-	-	924,795	10%	88,894	83,592	-	172,486	752,309
Structure cabling	2,334,033	103,600	-	2,437,633	10%	223,404	221,424	-	444,828	1,992,805
Server	2,390,722	179,304	-	2,570,026	10%	19,923	247,542	-	267,465	2,302,561
HSM	-	8,868,947	-	8,868,947	15%	-	830,002	-	830,002	8,038,945
Office decoration	1,260,237	-	-	1,260,237	10%	124,890	113,532	-	238,422	1,021,815
Office equipment	2,086,893	1,708,482	-	3,795,375	15%	277,396	271,428	-	548,824	3,246,551
Furniture & fixture	35,629	-	-	35,629	10%	3,564	3,204	-	6,768	28,861
Sub total (c)	56,317,735	22,783,462	-	79,101,197	--	26,702,007	5,190,027	-	31,892,034	47,209,163
Disaster Recovery Centre										
Switching hardware	25,906,828	-	-	25,906,828	10%	10,546,344	1,536,048	-	12,082,392	13,824,436
Generator	1,698,025	-	-	1,698,025	10%	695,364	100,272	-	795,636	902,389
Structure cabling	2,168,517	-	-	2,168,517	10%	888,024	128,052	-	1,016,076	1,152,441
Firewall & router	548,000	-	-	548,000	10%	194,340	35,364	-	229,704	318,296
Online UPS	1,800,000	-	-	1,800,000	10%	737,124	106,284	-	843,408	956,592
Network solution	109,000	-	-	109,000	10%	20,712	8,832	-	29,544	79,456
Office decoration	730,837	-	-	730,837	10%	284,472	44,640	-	329,112	401,725
Office equipment	2,548,454	-	-	2,548,454	15%	1,417,692	169,620	-	1,587,312	961,142
Furniture & fixture	167,040	-	-	167,040	10%	68,412	9,864	-	78,276	88,764
Sub total (c)	35,676,701	-	-	35,676,701	--	14,852,484	2,138,976	-	16,991,460	18,685,241
Grand total (a+b+c)	624,284,475	53,651,610	-	677,936,085	--	383,239,400	32,962,320	-	416,201,720	261,734,365

as at 30 June 2020

Particulars	Cost/Revaluation				Depreciation				Net book value	
	As at 01 July 2019	Addition during the year	Disposal during the year	As at 30 June 2020	Rate	As at 01 July 2019	Charged during the year	Disposal during the year	As at 30 June 2020	As at 30 June 2020
	Taka	Taka	Taka	Taka	%	Taka	Taka	Taka	Taka	Taka
2019-20	590,536,977	35,245,408	1,497,910	624,284,475	--	351,481,192	32,668,495	910,287	383,239,400	241,045,075

The up-gradation & restructuring of Property, plant and equipment register with the complete information of assets such as individual value, date in place, location, tag number, depreciation method, and written down value is under progress, which is not completed due to lockdown of COVID-19 pandemic.

5.00 Intangible assets, net
as at 30 June 2021

Particulars	Cost/Revaluation				Amortization				Net book As at 30 June 2021	
	As at 01 July 2020	Addition during the year	Disposal during the year	As at 30 June 2021	Rate	As at 01 July 2020	Charged during the year	Disposal during the year		As at 30 June 2021
	Taka	Taka	Taka	Taka	%	Taka	Taka	Taka		Taka
ATM software	248,027,789	-	-	248,027,789	2.5%	33,642,920	6,200,700	-	39,843,620	208,184,169
Mobile banking software	1,000,000	-	-	1,000,000	5%	350,020	50,004	-	400,024	599,976
Oracle software	7,646,500	-	-	7,646,500	5%	2,676,251	382,320	-	3,058,571	4,587,929
PCI DSS security compliance software	1,129,800	-	-	1,129,800	5%	395,460	56,496	-	451,956	677,844
POS software	77,917,045	-	-	77,917,045	5%	15,350,414	3,895,848	-	19,246,262	58,670,783
Q cash e portal software development	1,108,060	-	-	1,108,060	5%	387,827	55,404	-	443,231	664,829
Q cash retailer POS software	8,449,820	-	-	8,449,820	5%	2,957,463	422,496	-	3,379,959	5,069,861
Software development	168,175,800	-	-	168,175,800	2.5%	26,099,906	4,204,392	-	30,304,298	137,871,502
Switching software	482,600,589	-	-	482,600,589	2.5%	61,978,111	12,065,016	-	74,043,127	408,557,462
Call center	1,054,000	-	-	1,054,000	5%	368,920	52,704	-	421,624	632,376
VMware software	870,700	2,100,000	-	2,970,700	5%	261,216	113,536	-	374,752	2,595,948
Issue tracking software (JIRA)	1,000,000	-	-	1,000,000	5%	300,021	50,004	-	350,025	649,975
E traffic web application	1,710,000	-	-	1,710,000	5%	288,492	85,500	-	373,992	1,336,008
Accounting software	90,000	-	-	90,000	20%	90,000	-	-	90,000	-
Total	1,000,780,103	2,100,000	-	1,002,880,103	-	145,147,021	27,634,420	-	172,781,441	830,098,662

as at 30 June 2020

Particulars	Cost/Revaluation				Amortization				Net book As at 30 June 2020	
	As at 01 July 2019	Addition during the year	Disposal during the year	As at 30 June 2020	Rate	As at 01 July 2019	Charged during the year	Disposal during the year		As at 30 June 2020
	Taka	Taka	Taka	Taka	%	Taka	Taka	Taka		Taka
2019-20	920,614,456	80,165,647	-	1,000,780,103	-	118,162,579	26,984,442	-	145,147,021	855,633,082

6.00 Right of use of assets, net as at 30 June 2021

The company has leases for Vehicle and Rented office premises, and been capitalized under IFRS 16 Leases. Information related to Right-of-use Asset are depicted below:

Particulars	Cost/Revaluation			Depreciation				Net book As at 30 June 2021		
	As at 01 July 2020	Addition during the year	Disposal during the year	As at 30 June 2021	Rate	As at 01 July 2020	Charged during the year		Disposal during the year	As at 30 June 2021
	Taka	Taka	Taka	Taka	%	Taka	Taka		Taka	Taka
3rd, 4th & Ground floor - EP	60,322,540	66,199,172	60,322,540	66,199,172	--	53,284,911	12,554,229	60,322,540	5,516,600	60,682,572
2nd & Ground floor - EP	43,011,148	-	-	43,011,148	--	3,584,262	8,602,224	-	12,186,486	30,824,662
1st Floor - EP	5,399,977	5,868,593	5,399,977	5,868,593	--	5,314,263	1,161,624	5,399,977	1,075,910	4,792,683
Ground Floor - EP	3,144,070	-	-	3,144,070	--	2,200,849	628,812	-	2,829,661	314,409
Chittagong office	1,583,629	-	-	1,583,629	--	373,912	263,940	-	637,852	945,777
Warehouse (Babil)_LT	-	8,109,505	-	8,109,505	--	-	2,948,911	-	2,948,911	5,160,594
Kaliakoir HI-Tech Park	13,543,778	-	-	13,543,778	--	225,730	338,592	-	564,322	12,979,456
Vehicle	15,034,151	3,805	626,939	14,411,017	--	7,377,794	2,882,216	388,461	9,871,549	4,539,468
Sub total (a)	142,039,293	80,181,075	66,349,456	155,870,912	--	72,361,721	29,380,548	66,110,978	35,631,291	120,239,621

Lease finance of three vehicles had been recognized under ROU considering 4 years payment mode on the sanction advise by Jamuna Bank Ltd at the last year, but this year, Bangladesh Bank has increased the payment schedule by virtue of their BRPD Circular No. - 17, dated - 28 September 2020. So lease obligation or Right-of-use-Assets of the aforesaid vehicles has been revised for five years.

as at 30 June 2020

Particulars	Cost/Revaluation			Depreciation				Net book As at 30 June 2020		
	As at 01 July 2019	Addition during the year	Disposal during the year	As at 30 June 2020	Rate	As at 01 July 2019	Charged during the year		Disposal during the year	As at 30 June 2020
	Taka	Taka	Taka	Taka	%	Taka	Taka		Taka	Taka
2019-20	81,652,091	60,387,202	-	142,039,293	--	51,686,806	20,674,915	-	72,361,721	69,677,572

	Notes	Amounts in Taka	
		30 June 2021	30 June 2020
7.00 Capital work-in-progress			
Property, plant & equipment:			
Opening balance		5,142,343	2,270,199
Add: Addition during the year			
Plant & machinery		-	2,242,343
Switching hardware		-	14,583,769
		-	16,826,112
		5,142,343	19,096,311
Less: Transfer to property, plant & equipment		(5,142,343)	(13,953,968)
		-	5,142,343
Card bureau:			
Opening balance		6,626,604	-
Add: Addition during the year			
HSM		-	6,626,604
		-	6,626,604
		6,626,604	6,626,604
Less: Transfer to card bureau		(6,626,604)	-
		-	6,626,604
Bangabandu Hi-Tech Park (BHTP) project:			
Opening balance		1,157,931	-
Add: Addition during the year			
Bangabandu Hi-Tech City		2,772,220	1,157,931
		2,772,220	1,157,931
		3,930,151	1,157,931
Less: Transfer to BHTP project		-	-
		3,930,151	1,157,931
		3,930,151	12,926,878
8.00 Inventories			
Finished goods	8.01	111,076,540	44,681,675
Store materials	8.02	241,054,826	246,361,647
		352,131,366	291,043,322
8.01 Finished goods			
Opening balance		44,681,675	34,220,681
Add: Direct addition during the year		317,656,528	210,437,939
Add: Addition from store materials		-	170,189,674
Less: Consumptions		(251,261,663)	(370,166,619)
		111,076,540	44,681,675
Details are given in Schedule A			
8.02 Store materials			
Opening balance		246,361,647	239,225,782
Add: Direct addition during the year		18,118,313	181,586,101
Less: Transfer to finished goods		-	(170,189,674)
Less: Consumptions		(23,425,134)	(4,260,562)
		241,054,826	246,361,647

Notes	Amounts in Taka	
	30 June 2021	30 June 2020
Details are given in Schedule B		
9.00 Accounts receivable		
ATM software support & maintenance receivable	16,407,272	24,637,597
Contactless middleware card management software receivable	1,100,000	783,728
Q-cash joining & interface establishment receivable	900,000	119,048
NPS software support & maintenance receivable	-	807,143
Card charge receivable	9.01 117,455,367	119,096,127
Connectivity charge receivable	9.02 5,812,145	7,046,209
Transaction charge receivable	9.03 116,186,747	62,660,538
Servicing & maintenance charge receivable	9.04 166,816,593	184,120,965
Sales receivable	9.05 116,647,995	77,370,673
	541,326,119	476,642,028
Ageing schedule of accounts receivable		
Duration		
1 - 30 days	117,746,025	103,850,075
31 - 60 days	65,987,022	32,996,996
61 - 90 days	31,939,597	34,389,154
91 - 180 days	84,312,812	114,155,936
181 - 365 days	146,818,847	55,830,469
above 365 days	94,521,816	135,419,398
	541,326,119	476,642,028
i) "Accounts receivable considered good in respect of which the company is fully secured:"	-	-
There is no such accounts receivable in this respect as on 30 June 2021		
ii) Accounts receivable considered good for which the company holds no security other than the personal security:	541,326,119	476,642,028
Accounts receivable accrued in the ordinary course of business are considered good as those are based on valid agreement with Banks & other clientele.		
iii) Accounts receivable considered doubtful or bad:	-	-
There is no such accounts receivable in this respect as on 30 June 2021		
iv) Accounts receivable from the Directors or other officers of the company:	-	-
There is no such accounts receivable in this respect as on 30 June 2021		

Notes	Amounts in Taka	
	30 June 2021	30 June 2020
9.01 Card charge receivable		
Card annual charge receivable	50,208,222	41,833,688
Card renewal charge receivable	67,247,145	75,868,989
SEQAEP card charge receivable	-	1,393,450
	117,455,367	119,096,127
9.02 Connectivity charge receivable		
ATM link connectivity charge receivable	23,810	73,495
VISA connectivity charge receivable	5,788,335	6,972,714
	5,812,145	7,046,209
9.03 Transaction charge receivable		
ATM transaction charge receivable	29,549,912	19,215,380
POS transaction charge receivable	54,179,986	25,910,541
OTP transaction receivable	1,708,609	-
Card cheque transaction charge receivable	771,271	770,991
Fund transfer transaction charge receivable	408,570	188,410
SMS management charge receivable	419,334	534,572
SMS service charge receivable	16,712,624	11,787,201
Data SIM transaction charge receivable	-	1,330,573
E-mail notification charge receivable	100,000	-
Internet banking fund transfer transaction charge receivable	134,340	-
Inward remittance transaction charge receivable	150	-
E-commerce transaction receivable	12,201,951	2,922,870
	116,186,747	62,660,538
9.04 Servicing & maintenance charge receivable		
ATM software servicing & maintenance charge receivable	70,808,702	81,490,845
NCR ATM switching software service charge receivable	675,898	760,800
ATM booth servicing & maintenance charge receivable	4,978,210	2,494,848
KIOSK software servicing & maintenance charge receivable	4,387,303	3,444,684
KIOSK modification charge receivable	3,450,000	1,610,000
UPS servicing & maintenance charge receivable	2,278,409	2,145,254
POS software servicing & maintenance charge receivable	15,482,894	8,599,196
VbV certified ACS service charge receivable	27,380	-
Tranzware retail re-installation charge receivable	296,250	377,100
Switching software service charge receivable	55,688,307	74,854,998
PCI DSS security compliance charge receivable	950,000	550,000
Software customization & application development receivable	7,793,240	7,793,240
	166,816,593	184,120,965
9.05 Sales receivable		
ATM sales receivable	11,207,289	40,777,754
Anti skimming device sales receivable	1,302,326	1,960,000
CDM sales receivable	458,390	2,083,390
POS sales receivable	103,679,990	32,459,902
Finger vein sales receivable	-	89,627
	116,647,995	77,370,673

	Notes	Amounts in Taka	
		30 June 2021	30 June 2020
10.00 Other receivable			
Trust Bank Limited (FDR A/C : 30060) - Interest		503,352	767,314
Trust Bank Limited (FDR A/C : 21516) - Interest		3,904,506	6,465,557
Inward remittance receivable (Sonali Bank Ltd.)		3,672	-
System Engineering		-	65,449,423
Receivable from NBR	10.01	56,569,053	56,569,053
		60,980,583	129,251,347
10.01	The mentioned receivable has been comprising tax refund amount after necessary adjustment with Advance Income Tax. The break down of the amount is given below:		
	Receivable from NBR		
2011-12		3,693,937	3,693,937
2012-13		3,044,480	3,044,480
2013-14		5,196,023	5,196,023
2014-15		22,095,384	22,095,384
2015-16		22,539,229	22,539,229
		56,569,053	56,569,053
	Being the Company is IT enable service provider by virtue of its business nature and has acquired tax exemption certificate against service revenue. It is mentionable that the exemption against IT enable services under Para - 33 of Part - A of the 6th Schedule of the Income Tax Ordinance, 1984 has extended up to 30th day of June 2024.		
11.00 Advance, deposits & prepayments			
Advance	11.01	217,559,978	173,141,401
Advance against office rent	11.02	1,062,300	3,014,340
Bank guarantee margin	11.03	3,698,447	28,570,330
Security deposit (Non interest bearing)	11.04	1,539,641	1,539,641
Fixed deposit receipt (FDR)	11.05	283,703,655	264,244,939
Prepayments	11.06	6,001,649	3,680,216
Q-pay	11.07	2,937,598	1,370,014
Deferred expenses	11.08	-	10,475,822
Advance against LC	11.09	1,309,985	116,051,958
		517,813,253	602,088,661
11.01 Advance			
Advance to suppliers	11.01.01	2,150,000	6,861,683
Advance against purchase		363,455	2,037,829
Advance to employees		2,444,500	893,500
Advance income tax (AIT)	11.01.02	158,750,654	127,333,857
VAT current account		25,283,655	25,373,655
Advance tax		28,567,714	10,640,877
		217,559,978	173,141,401
11.01.01 Advance to suppliers			
Brain Station 23 Ltd		1,050,000	-
Root Square		1,050,000	-
DIA Ltd		50,000	-
CIBL Technology Consultants Ltd		-	2,400,000
Mega Technology		-	244,584

	Notes	Amounts in Taka	
		30 June 2021	30 June 2020
Move International		-	15,737
Nawabpur Electric Works		-	34,700
Cool Craft		-	75,000
Superior Electronics Pvt. Ltd.		-	45,918
AR Computers		-	96,850
Probarton Engineering		-	800,000
Khorkuto Limited		-	1,683,020
Anika Enterprise		-	47,500
Pathway Technology		-	1,000,000
Beam Trade International		-	250,000
M/S Kajol Automobiles		-	16,278
Amber IT Ltd		-	2,096
SP Enterprise		-	150,000
		2,150,000	6,861,683
11.01.02 Advance income tax (AIT)			
Opening balance		127,333,857	84,658,694
Add: Addition during the year	11.01.02.01	31,416,797	42,675,163
		158,750,654	127,333,857
Less: Adjustment during the year:			
Adjustment of income tax		-	-
		-	-
		158,750,654	127,333,857
11.01.02.01 Addition of advance income tax (AIT)			
Advance income tax - Revenue		29,584,643	40,166,963
Advance income tax - Vehicle		210,000	365,000
Advance income tax - FDR & SND A/C		1,622,154	2,143,200
		31,416,797	42,675,163
11.02 Advance against office rent			
Uttara office - DR center		1,062,300	1,671,900
Tejgaon warehouse		-	1,342,440
		1,062,300	3,014,340
11.03 Bank guarantee margin			
Bank guarantee		407,288	2,408,098
Earnest money		2,578,000	4,437,100
Advance performance guarantee		75,000	17,281,460
Performance guarantee		638,159	4,443,672
		3,698,447	28,570,330
11.04 Security deposit (Non interest bearing)			
Uttara office - DR center		144,000	144,000
DESCO		11,000	11,000
Security Deposit - RAJUK		600,000	600,000
Teletalk Bangladesh Ltd		100,000	100,000
Central Depository Bangladesh Ltd (CDBL)		500,000	500,000
Dhaka Bank Ltd (Lease)		94,641	94,641
Islami Bank Bangladesh Ltd		50,000	50,000
Shahjalal Islami Bank Ltd		40,000	40,000
		1,539,641	1,539,641

	Notes	Amounts in Taka	
		30 June 2021	30 June 2020
11.05	Fixed deposit receipt (FDR)		
	FDR at Trust Bank Ltd (FDR A/C : 21516)	195,225,300	184,730,206
	FDR at Trust Bank Ltd (FDR A/C : 30060)	80,536,168	76,731,352
	FDR at Trust Bank Ltd (FDR A/C : 31694)	756,772	703,457
	FDR at Jamuna Bank Ltd (FDR A/C : 50394)	2,185,415	2,079,924
	FDR at Trust Bank Limited (FDR A/C-39552)	5,000,000	-
		283,703,655	264,244,939
The Company has deposited FDR for an amount to Tk. 195.23 million and Tk. 80.54 million in Trust Bank Ltd. for long-term purpose. Another FDR of Tk. 0.756 million has lien to Banglalink Digital Communications Ltd for security deposit against i-top up service through Q-cash network. In addition FDR No. 50394 & 39552 has been fixed deposit for an interim period.			
11.0600	Prepayments		
	Insurance premium on assets	374,960	296,532
	Google mail server software license fee	391,157	362,252
	Oracle software license renewal fee	1,114,750	1,107,166
	Commercial license charge (JIRA)	462,853	440,271
	VMware license fee	2,046,327	573,995
	Red Hat Linux server license fee	500,004	900,000
	Support & maintenance of HSM	1,111,598	-
		6,001,649	3,680,216
11.07	Q-pay		
	Banglalink - i Top Up	298,145	57,019
	Robi - Top Up	555,588	170,216
	Teletalk - Telecharge	71,733	141,934
	Grameenphone - Flexiload	1,089,981	778,333
	Airtel - EasyLoad	922,151	222,512
		2,937,598	1,370,014
11.08	Deferred expenses		
	Bonus	-	9,317,731
	KIOSK modification cost	-	1,158,091
		-	10,475,822
11.09	Advance against LC		
	LC for ATM spare parts	-	801,386
	LC for POS	-	18,148,932
	LC for switching software	1,309,985	42,579,009
	LC for Agent banking software	-	53,261,992
	LC for CDM spare parts	-	1,260,639
		1,309,985	116,051,958
12.00	Cash and cash equivalents		
	Cash in hand	175,594	168,758
	Cash at bank	149,319,697	63,765,556
		149,495,291	63,934,314
12.01	Cash at bank		
	NRB Commercial Bank Ltd (CD A/C: 010133300000685)	2,015,201	1,068,986
	Bank Asia Ltd (CD A/C : 00333006503)	2,732,706	1,113,901
	BRAC Bank Ltd (CD A/C : 1501201589532001)	6,941,584	107,211

	Notes	Amounts in Taka	
		30 June 2021	30 June 2020
	City Bank Ltd (CD A/C : 1102041731001)	12,391,885	3,494,960
	Dutch Bangla Bank Ltd (CD A/C : 1161100002212)	11,087,741	2,323,064
	Eastern Bank Ltd (CD A/C : 1011060011178)	31,400,596	7,199,486
	Eastern Bank Ltd (STD A/C : 1011360210568)	32,012	32,113
	Jamuna Bank Ltd (CD A/C : 00100210008907)	12,957,599	15,537
	Janata Bank Ltd (CD A/C : 0888001013819)	171,310	146,738
	National Bank Ltd (CD A/C : 099933143418)	8,271,838	1,793,812
	NCC Bank Ltd (CD AC : 00500210003280)	107,631	102,286
	Shahjalal Islami Bank Ltd (CD A/C : 400511100000281)	7,640,514	1,676,233
	Sonali Bank Ltd (CD A/C : 0002633130481)	3,498,791	4,157,053
	One Bank Ltd (CD A/C : 0121020003189)	56,650	13,111
	Trust Bank Ltd (SND A/C : 0320000978)	857,201	268,542
	United Commercial Bank Ltd (CD A/C : 0951101000004308)	3,377,877	489,439
	Standard Chartered Bank (CD A/C : 01118353501)	20,934,454	21,763,848
	EXIM Bank Ltd (CD A/C : 03911100100275)	4,425,053	611,156
	IFIC Bank Ltd, (CD A/C : 1203522605001)	2,273,791	6,639,940
	Mutual Trust Bank Ltd (CD A/C : 00460210004114)	4,362,775	2,478,594
	Midland Bank Ltd (CD A/C : 00021050002804)	553,174	7,654
	Dhaka Bank Ltd (CD A/C : 02181000005561)	55,681	416,279
	Jamuna Bank Ltd (SND A/C : 00100320001009)	1,843,495	982,067
	Trust Bank Ltd (CD A/C : 0210001210)	1,436,052	150,221
	ICB Islami Bank Ltd (CD A/C : 1002400011916)	154,934	166,835
	Shimanto Bank Ltd (CD A/C : 1001241000525)	62,050	440,229
	First Security Islami Bank Ltd (CD A/C : 011211100019765)	2,020,143	2,219,115
	Bangladesh Commerce Bank Ltd (CD A/C : 00521001112)	501,423	34,831
	Padma Bank Ltd (CD A/C : 0111100082151)	38,154	105,348
	Community Bank Bangladesh Ltd (CD A/C : 0010302328101)	539,162	3,620,282
	Sonali Bank Ltd (CD A/C : 0003402001703), Wage Earners Br.	26,438	-
	Trust Bank Ltd (SND A/C : 0320001628), Settlement A/C	676,085	-
	Trust Bank Ltd (SND A/C : 0320001619), Dividend A/C	4,948,181	-
	Sonali Bank Ltd (SND A/C : 0003403000014), Wage Earners Br.	1,527	-
	Standard Bank Ltd (CD A/C : 33013144)	799,340	-
	Trust Bank Ltd (IPO A/C)	126,649	126,685
		149,319,697	63,765,556
12.01.01	Trust Bank Ltd (IPO A/C)	Taka	Taka
	Trust Bank Ltd, SND A/C	BDT	71,372
	Trust Bank Ltd, FC A/C	USD	50,424
	Trust Bank Ltd, FC A/C	EURO	4,853
		126,649	126,685
13.00	Share capital		
	This is made up as follows:		
	Authorized:		
	175,000,000 Ordinary Shares of Tk.10/= each	1,750,000,000	1,750,000,000
	25,000,000 Preference Shares of Tk.10/= each	250,000,000	250,000,000
		2,000,000,000	2,000,000,000
	Issued, subscribed and paid up:		
	Opening balance	1,224,692,040	1,144,572,000
	Stock dividend (2019 - 20)*	61,234,600	80,120,040
		1,285,926,640	1,224,692,040

Notes	Amounts in Taka	
	30 June 2021	30 June 2020

The position of shareholders as on 30 June 2021 is as follows:

Percentage of shareholdings: Classification of investors	%		No of Shares	
	30 June 2021	30 June 2020	30 June 2021	30 June 2020
Sponsors/Promoters and Directors	51.09%	51.09%	65,688,685	62,560,655
Institute	23.66%	24.02%	30,420,134	29,426,052
Foreign Company	0.18%	---	232,917	---
General Public	25.07%	24.89%	32,250,928	30,482,497
	100%	100%	128,592,664	122,469,204

Distribution schedule of each class of equity security setting out the number of holders and percentage as on 30 June, 2021.

Classification of shareholders by range of numbers held:

	No of Shares		No of Shares	
	30 June 2021	30 June 2020	30 June 2021	30 June 2020
1-100	590	604	16,293	18,049
101-500	542	513	152,920	128,370
501-1000	524	471	408,348	337,846
1001-10000	830	820	3,087,022	2,832,462
10001-20000	120	149	1,762,185	2,112,848
20001-50000	81	75	2,887,202	2,296,249
50001-100000	26	38	1,988,628	2,711,585
100001-1000000	59	62	19,033,997	19,121,234
1000001-5000000	13	12	22,545,784	24,701,943
5000001-10000000	4	3	23,707,365	17,729,645
10000001 and above	2	2	53,002,920	50,478,973
	2791	2749	128,592,664	122,469,204

14.00 Share premium

Share premium from issue of 17,929,900 shares in 2011	294,578,430	294,578,430
	294,578,430	294,578,430

15.00 Retained earnings

This is arrived as follows:

Opening balance		234,209,557	217,065,593
Stock dividend (2019 - 20)*		(61,234,600)	(80,120,040)
Cash dividend (2019 - 20)*		(29,954,275)	(57,228,600)
Prior year adjustments	15.01	516,982	(3,137,769)
Transfer from revaluation reserve	Sch - C	8,572,864	9,092,380
Deferred tax on revaluation reserve		120,695	(226,857)
Profit/(Loss) during the year		198,030,308	148,764,850
		350,261,531	234,209,557

* The 5% cash dividend for all General Shareholders excluding Sponsor Directors on share value worth Tk. 599,085,490 of shares 59,908,549, i.e. 48.91% (excluding Sponsor Directors portion of 62,560,655 Shares, i.e. 51.09%) amounting Tk. 29,954,275 and 5% stock dividend for all shareholders (including Sponsor Directors & all General Shareholders) amounting Tk. 61,234,600 for the year ended 30 June 2020 had been approved by the shareholders at the Annual General Meeting of the Company held on 10 December 2020 and disbursed to the Shareholders accordingly.

	Notes	Amounts in Taka	
		30 June 2021	30 June 2020
15.01	Prior year adjustment		
	Interest - IFRS 16	128,521	(12,318,993)
	Depreciation expenses - IFRS 16	388,461	(47,576,936)
	Office rent - IFRS 16	-	56,758,160
		516,982	(3,137,769)
16.00	Revaluation reserve		
	Opening balance	196,969,201	206,061,581
	Addition during the year	-	-
		196,969,201	206,061,581
	Less: Transfer to retained earnings	8,572,864	9,092,380
		188,396,337	196,969,201
	Revaluation reserve Tk. 8,572,864 (difference between depreciation based on the revalued carrying amount of the assets and depreciation based on the assets' original cost) had been transferred directly to retained earnings. Details are given in Schedule - C.		
17.00	Deferred tax liability		
	Deferred tax liability excluding revaluation reserve		
	Net book value	74,765,362	58,968,271
	Tax base net book value	63,875,675	48,318,113
	Taxable temporary difference	10,889,687	10,650,158
	Applicable tax rate	22.5%	25%
	Deferred tax liability, closing (A) (a)	2,450,180	2,662,539
	Deferred tax liability, opening (B)	2,662,539	5,661,929
	Deferred tax income (A-B)	(212,359)	(2,999,390)
	Deferred tax (income)/expense related to orientation and reversal of temporary difference	59,883	(2,999,390)
	Adjustment to opening deferred tax liability resulting from reduction in tax rate	272,242	-
	Deferred tax income	(212,359)	(2,999,390)
	Deferred tax liability on revaluation reserve		
	Net book value	5,089,793	7,483,519
	Tax base net book value	-	-
	Taxable temporary difference	5,089,793	7,483,519
	Applicable tax rate	22.5%	25%
	Deferred tax liability, closing (A) (b)	1,145,203	1,265,898
	Deferred tax liability, opening (B)	1,265,898	1,039,041
	Deferred tax, transferred to retained earnings (A-B)	(120,695)	226,857
	Deferred tax (income)/expense related to orientation and reversal of temporary difference	6,550	226,857
	Adjustment to opening deferred tax liability resulting from reduction in tax rate	127,245	-
	Deferred tax, transferred to retained earnings	(120,695)	226,857
	(a + b)	3,595,383	3,928,437

N.B.: As per Finance Act 2021, the income tax rate is applicable @22.50% for the publicly traded company. Deferred tax arised due to temporary difference in the Property, plant and equipment only.

	Notes	Amounts in Taka		
		30 June 2021	30 June 2020	
18.00	Lease liabilities			
	Lease liabilities, Non current portion	18.01	88,882,542	48,430,374
	Lease liabilities, Current portion	18.02	22,562,567	17,550,820
			111,445,109	65,981,194
18.01	Lease liabilities, non current portion			
	Opening balance		48,430,374	3,059,598
	Add: Current year provision		70,940,608	117,370,187
			119,370,982	120,429,785
	Less: Transfer to current portion		(30,108,640)	(18,073,875)
	Adjustment for lease modification		(379,800)	(53,925,536)
			88,882,542	48,430,374
18.02	Lease liabilities, current portion			
	Opening balance		17,550,820	1,618,304
	Add: Transfer from non current portion		30,108,640	18,073,875
			47,659,460	19,692,179
	Less: Paid during the year		(25,096,893)	(2,141,359)
			22,562,567	17,550,820
19.00	Trade payables			
	Payable against supplier	19.01	24,697,858	31,437,076
	Payable for others	19.02	3,026,975	5,251,500
			27,724,833	36,688,576
19.01	Payable against supplier			
	Link 3 Technologies Ltd		107,100	315,000
	Metronet (BD) Ltd		16,400	100,800
	Telnet Communications Ltd		166,576	358,348
	Compass Plus		-	7,773,152
	ECSAS Computer & Equipment		4,185,125	2,292,035
	N & FAM LTD		200,000	-
	BDCOM Online Ltd		26,400	189,000
	Thakral Information Systems Pvt Ltd		1,972,500	4,685,014
	Natty Com Pvt Ltd		918,750	1,837,500
	Eastcompeace Smart Card (BD) Ltd		-	200,000
	Royal Technology & Electronics		229,562	1,234,500
	Integrated Security Services Ltd		671,000	1,085,700
	NRB Commercial Bank Ltd (VISA connectivity)		1,401,675	1,401,675
	Smart Technologies (BD) Ltd		524,536	2,670,222
	Property Care Services Bangladesh (Pvt) Ltd		283,598	556,746
	Leads Corporation Ltd		240,600	-
	Amber IT Ltd		87,766	319,562
	Software Shop Ltd		5,180,548	2,002,821
	Sonali Bank Ltd (E-Commerce)		3,575,290	3,747,390
	Express Systems Ltd		-	444,000
	MZ Pest Control Services		89,444	223,611
	Probarton Engineering		10,000	-
	ADN Telecom Ltd		6,848	-
	Pathway Technology		652,353	-
	BRACNet Ltd		16,434	-
	Community Bank Bangladesh Ltd (BKash)		1,119,128	-
	Esquire Electronics Ltd		562,000	-
	Trust Bank Ltd (BKash)		2,454,225	-
			24,697,858	31,437,076

	Notes	Amounts in Taka	
		30 June 2021	30 June 2020
19.02 Payable for others			
TDS payable		132,311	607,345
VAT payable		2,894,664	4,644,155
		3,026,975	5,251,500
20.00 Bank over draft			
Trust Bank Ltd (OD A/C)		354,808,526	351,285,608
Trust Bank Ltd (LTR A/C)		94,981,867	57,498,567
Jamuna Bank Ltd (LTR A/C)		-	50,369,305
Jamuna Bank Ltd (Time loan)		-	44,077,541
		449,790,393	503,231,021
21.00 IPO subscription refund			
		Currency	A/C No.
			30 June 2021 Taka
			30 June 2020 Taka
Trust Bank Ltd, FC A/C		USD	0017-5802000024
Trust Bank Ltd, FC A/C		EURO	0017-5804000020
			50,424
			4,853
			55,277
			55,277
The balance amount of the IPO FC account is the refundable fund of IPO subscribers, which will be refunded to the respective applicants accordingly.			
22.00 Payable for expenses			
Audit fee payable		431,250	402,500
Provision for Card Issuance System		5,411,652	-
Legal & professional expenses payable		201,250	370,000
Liabilities against EBL-BASIS Co-branded corp. credit card		-	752,765
Liabilities against office rent		39,626	1,503,480
Director's remuneration payable		-	570,000
Salaries payable		513,133	18,575,181
		6,596,911	22,173,926
23.00 Other liabilities			
Unearned revenue	23.01	-	72,721,087
Provision for WPPF & WF	23.02	11,352,123	9,258,202
Dividend payable	23.03	1,177,452	763,054
Inward remittance payable (Trust Bank Ltd)		632,211	-
		13,161,786	82,742,343
23.01 Unearned revenue			
Unearned revenue against POS		-	10,711,187
Unearned switching software revenue		-	62,009,900
		-	72,721,087
23.02 Provision for WPPF & WF			
Opening balance		9,258,202	9,516,195
Add: Current year provision		11,352,123	9,258,202
		20,610,325	18,774,397
Less: Paid during the year		(9,258,202)	(9,516,195)
		11,352,123	9,258,202

	Notes	Amounts in Taka	
		30 June 2021	30 June 2020
23.03	Dividend payable		
	Unclaimed dividend - Opening	763,054	772,050
	Add: Cash dividend (2019-20)	29,954,275	57,228,600
	Fractional dividend (2019-20)	25,654	28,238
		29,979,929	57,256,838
		30,742,983	58,028,888
	Less: Paid during the year	(29,565,531)	(57,265,834)
		1,177,452	763,054

The Company has made cash and fractional dividend (from Stock Dividend) to the respective shareholders' individual Bank A/C through BEFTN and subsequently has issued cheques / dividend warrants to the recipients against returned BEFTN dividend amount of the shareholders, which were not presented before the related banks till 30 June, 2021. Those amounts are deposited in a bank account and are payable on demand of the shareholders.

23.04 Unclaimed Dividend:
The ageing of unclaimed dividend at the reporting date was:

Dividend Disbursement Year	Opening balance	Closing balance for the current year	Cumulative closing balance
2016-17	-	2,250	2,250
2017-18	2,250	758,351	760,601
2018-19	760,601	2,443	763,044
2019-20	763,044	206,168	969,212
2020-21	969,212	208,241	1,177,453

24.00	Provision for income tax		
	Opening balance	76,992,277	37,593,705
	Add: Current year provision	29,224,504	39,398,572
		106,216,781	76,992,277
	Less: Adjustments:		
	Advance income tax (AIT)	-	-
		-	-
		106,216,781	76,992,277

	Notes	Amounts in Taka	
		2020-21	2019-20
25.00	Revenue		
	Q-cash transaction processing charge	625,582,391	448,263,430
	Service and maintenance charge	309,787,510	373,722,821
	Sales revenue	400,666,315	497,780,472
		1,336,036,216	1,319,766,723
25.01	Q-cash transaction processing charge		
	ATM software support & maintenance	65,290,730	61,056,580
	Development of e-challan management system	-	5,300,000
	Contactless middleware card management software	7,812,000	3,757,500
	Q-Cash joining & interface establishment	900,000	2,500,000
	NPS software support & maintenance	29,382,500	657,143
	Development of NID enabled payment system	-	1,502,857
		103,385,230	74,774,080
	Card charge		
	Card annual/issuance charge (Customer data management software service)	134,075,916	109,340,413
	Card renewal charge (Customer data management software maintenance)	146,591,723	104,027,607
		280,667,639	213,368,020

	Notes	Amounts in Taka	
		2020-21	2019-20
Connectivity charge			
Link connectivity charge		285,720	285,720
VISA connectivity charge		21,337,453	19,167,435
		21,623,173	19,453,155
Transaction processing charge			
ATM transaction charge		81,472,859	58,449,301
Q pay transaction charge		535,544	1,114,480
POS transaction charge		91,549,340	59,480,299
SMS management charge		1,050,288	984,276
SMS service charge		23,530,120	17,213,757
Card cheque transaction charge		1,032,456	1,246,621
Fund transfer transaction charge		367,550	264,930
Data SIM transaction charge		697,740	1,493,539
E-challan transaction charge (NBR)		100,050	78,547
OTP transaction		2,406,582	8,834
E-mail notification charge		100,000	100,000
Internet banking fund transfer transaction		162,420	-
Inward remittance transaction charge		2,250	-
		203,007,199	140,434,584
E-commerce transaction processing charge			
E-challan VISA & MC transaction charge		105,909	219,076
E-challan Q-cash transaction charge		-	3,074
Topup VISA & MC transaction charge		-	11,441
bKash e-money transaction charge		16,793,241	-
		16,899,150	233,591
		625,582,391	448,263,430
25.02 Service and maintenance charge			
ATM software servicing & maintenance charge		145,570,006	137,102,677
KIOSK software servicing & maintenance charge		8,639,709	9,106,576
POS software servicing & maintenance charge		17,959,533	19,088,405
Tranzware retail re-installation charge		711,000	711,000
ATM booth servicing & maintenance charge		5,072,724	4,738,338
Switching software service charge		56,536,921	111,170,433
UPS servicing & maintenance charge		9,113,636	9,113,636
KIOSK modification charge		1,840,000	295,714
Agent banking software service charge		-	721,166
VbV certified ACS service charge		-	200,000
PCI DSS security compliance charge		1,250,000	900,000
E-statement implementation charge		-	180,000
NCR ATM switching software service charge		1,755,030	1,552,800
Income tax fair charge		-	890,890
OTP service charge		579,051	18,788
Software customization & application development		60,759,900	77,932,398
		309,787,510	373,722,821
25.03 Sales revenue			
Sales of ATM		600,000	-
Sales of POS		400,066,315	485,710,173
Sales of CDM		-	10,110,299
Sales of anti skimming device		-	1,960,000
		400,666,315	497,780,472

	Notes	Amounts in Taka		
		2020-21	2019-20	
26.00	Cost of services & sales			
	Cost of services	26.01	628,169,781	536,986,826
	Cost of sales	26.02	248,859,078	370,166,619
			877,028,859	907,153,445
26.01	Cost of services			
	Salary & allowance		164,688,964	164,543,044
	Computer components expenses		959,767	524,700
	ATM carrying & labour charge		2,187,600	2,465,900
	ATM link connectivity charge		3,180,319	3,542,326
	ATM software servicing & maintenance		10,209,989	8,827,385
	Secure site Pro with EV		215,309	-
	Card printer repairs & maintenance		1,102,718	954,146
	KIOSK software servicing & maintenance		3,097,342	1,539,791
	KIOSK modification cost		1,158,091	522,585
	Networking materials cost		504,590	-
	POS installation charge		-	430,000
	POS software servicing & maintenance expenses		4,776,223	1,800,029
	Data SIM bill expenses		2,212,973	1,832,279
	Post office project expenses		322,620	5,502,420
	Ribbon for card printer		892,498	1,956,007
	SMS service charge		19,010,078	11,723,522
	Call center service charge		265,276	205,276
	ATM spare parts		13,505,508	1,352,355
	VISA connectivity expenses		5,606,700	5,662,865
	Short code allocation fee		138,757	124,200
	MFS customization & support fee		-	2,956,800
	Online UPS servicing & maintenance charge		14,002,550	7,849,400
	Grounding/Earthing service charge		344,184	-
	Servicing & maintenance expenses for data center		2,485,651	1,403,246
	Data connectivity & radio link charge		144,224	227,340
	VISA card expenses		3,397,260	11,320,000
	VISA 3DS security module		1,178,067	-
	Service interruption charge		1,281,647	351,775
	Switching software customization charge		-	16,800,000
	Commercial license charge for JIRA		1,266,301	616,383
	Q Pay settlement charge		117,555	209,517
	LINUX OS license fee		399,996	300,000
	Biometric finger vein service charge		2,402,585	-
	License fee		553,272	1,438,734
	License fee for core banking solution		51,368,079	-
	Software development expenses	26.01.01	49,816,054	40,586,657
	Software customization expenses		5,565,000	31,825,964
	Development of e-challan management system		-	4,000,000
	EMV & NFC configuration expenses		19,343,299	491,507
	EMV & NFC software certification expenses		479,871	-
	VISA bureau card production charge		29,800	690,839
	VMware license fee		1,256,105	765,336
	Courier bill		2,021,900	1,990,045
	Agent banking software service charge		4,150,000	431,718
	VISA bureau certification charge		5,309,375	4,139,917

	Notes	Amounts in Taka	
		2020-21	2019-20
Mobile topup & payment transaction application charge-		-	564,470
Switching software license charge	26.01.02	76,395,764	67,648,258
E-mail service charge		29,400	8,400
Software maintenance charge		-	4,958,575
Recurring license charge		13,551,999	-
Support & maintenance of HSM		617,559	-
Annual technical support fee		13,592,000	-
BKash e-money transaction charge		11,836,710	-
VISA system integrity fee		977,369	-
ATM booth servicing & maintenance expenses		3,675,001	3,675,001
POS implementation project for BPO		15,225,000	40,759,184
Service charge - DEW		24,750,000	21,780,000
PCI DSS security compliance expenses	26.01.03	10,318,322	583,333
Depreciation expenses		28,618,140	28,121,155
Amortization expenses		27,634,420	26,984,442
		628,169,781	536,986,826
26.01.01 Software development expenses			
Middleware software development for banks		41,475,000	-
Software development for Magnetic stripe card & flash memory		-	3,150,000
Middleware Wizar POS application software development		405,867	4,606,875
Software configuration & development for Infosys core banking software - CBBL project		7,768,950	6,984,432
Development & implementation of UNDP NID based payment system		-	4,057,850
POS software development & rollout for ITCL-PHQ project		-	4,725,000
Middleware POS application software development for City Bank		-	17,062,500
Development of CRM license and certification for FSIBL		166,237	-
		49,816,054	40,586,657
26.01.02	This expenses has incurred during the year against Switching software additional license support to the Clients of the Company like as Mutual Trust Bank Ltd., LankaBangla Finance Ltd. and Dhaka Bank Ltd.		
26.01.03 PCI DSS security compliance expenses			
Managed security services		3,163,381	-
PCI DSS service		1,611,610	583,333
Web application firewall		270,416	-
PCI PIN security module		3,793,178	-
Internal scanning application service		1,479,737	-
		10,318,322	583,333
26.02 Cost of sales			
ATM		407,857	-
POS		248,451,221	358,723,224
CDM		-	9,401,987
Anti skimming device		-	2,041,408
		248,859,078	370,166,619

	Notes	Amounts in Taka	
		2020-21	2019-20
27.00	General & administrative expenses		
Salary & allowance		45,853,443	43,164,486
Office rent		826,294	8,875,668
Office maintenance		5,010,821	3,090,462
Utilities		10,875,791	9,363,783
Insurance premium		164,560	158,916
Insurance premium on assets		1,494,034	1,301,693
Gas, fuel & lubricants - Vehicle		7,184,879	5,025,437
Meeting attendance fee	27.01	54,000	54,000
Car reimbursement expenses		4,477,090	4,037,524
Conveyance expenses		401,122	509,617
Entertainment expenses		2,480,685	3,638,242
Entertainment for foreign guest		508,000	698,887
Postage & courier		109,262	78,323
Printing & stationery		2,509,414	1,959,404
Training expenses		58,375	172,922
Eid holiday allowance		805,350	922,900
Security guard salary		4,026,000	4,273,354
Computer spare parts		234,190	182,650
Internet bill		548,331	454,992
Legal & professional expenses		1,212,878	1,627,713
Membership fee		30,365	2,500
Mobile bill		5,879,088	5,941,249
Newspaper bill		7,770	45,302
Service charge		1,699,241	1,690,372
Telephone bill		310,709	415,676
Vehicle running expenses		2,321,200	1,627,227
Festival expenses		35,000	55,000
Books & periodicals		2,310	4,440
Google mail server software license fee		1,535,726	1,408,559
Internet security services		-	94,318
Oracle software license renewal fee		1,903,416	1,708,359
Antivirus software license fee		339,500	90,000
Advertisement expenses		586,674	577,863
Retirement allowance		339,000	300,000
AGM expenses		847,639	982,521
Bonus share distribution expenses		27,831	38,818
Depreciation expenses		4,344,180	4,547,340
Depreciation expenses on ROU assets		29,380,548	20,674,915
		138,424,716	129,795,432

27.01 Independent Directors have received the following meeting attendance fees during the year ended 30 June 2021:

Name	No. of Meeting	2020-21 Taka	2019-20 Taka
Md. Waliuzzaman, FCA	9	27,000	27,000
Md. Haqueful Shaikh	9	27,000	27,000
		54,000	54,000

	Notes	Amounts in Taka	
		2020-21	2019-20
28.00	Selling & distribution expenses		
	Salary & allowance	30,906,160	30,793,860
	Advertisement expenses	689,860	559,094
	Plastic card (Promotional)	4,508,126	5,861,101
	Support & training expenses	583,757	65,374
	Business promotional expenses	2,401,901	7,906,686
	Tender expenses	25,000	94,000
	Travelling & tour allowance - Overseas	128,940	356,025
	Travelling & tour allowance - local	186,185	135,142
	Transportation expenses	61,120	247,904
		39,491,049	46,019,186
29.00	Other operating expenses		
	Audit fees	431,250	402,500
	Bank charge	208,272	1,005,634
	Bank commission	96,883	5,325,307
	Excise duty	684,100	504,661
	Consultancy fee	588,813	208,598
	Credit rating fee	53,750	57,500
	Domain registration charge	41,538	147,929
	Gift & donation expenses	644,267	797,740
	Medical expenses	1,083,844	629,185
	Miscellaneous expenses	7,741,259	3,537,361
	Registration & renewals	980,649	373,958
	Stamp, duty & fees	21,690	69,338
	Income tax fair expenses	-	345,325
	Signing ceremony expenses	16,520	10,000
	Renewal fess - DSE, CSE & CDBL	1,422,558	1,495,086
		14,015,393	14,910,122
30.00	Non-operating income/(expenses)		
	Other income	57,785	34,400
	Gain/(Loss) from switching hardware	-	(587,623)
		57,785	(553,223)
31.00	Finance costs		
	Interest on short term loan	48,867,643	44,729,886
	Interest on lease from ROU assets	7,392,497	3,958,961
		56,260,140	48,688,847
32.00	Finance income		
	Trust Bank Ltd, FDR A/C NO - 21516	9,144,609	13,598,963
	Trust Bank Ltd, FDR A/C NO - 30060	4,008,056	5,406,833
	Trust Bank Ltd, FDR A/C NO - 31694	59,794	49,458
	Jamuna Bank Ltd, FDR A/C NO - 50394	120,545	91,582
	Interest obtained from lien FDR of System Engineering	14,124,400	-
	Trust Bank Ltd, FDR A/C NO - 38375	-	1,295,000
	Trust Bank Ltd, FDR A/C NO - 38366	-	1,145,000
	Trust Bank Ltd, SND A/C NO - 01315	983	901
	Jamuna Bank Ltd, SND A/C NO - 01009	38,608	172,952
	Eastern Bank Ltd, SND A/C NO - 10568	702	971
	NRB Commercial Bank Ltd, CD A/C - 00685	21,305	14,106
	Sonali Bank Ltd, SND A/C - 00014, Wage Earners Br.	2	-
	Trust Bank Ltd, SND A/C - 01628	1	-
	Trust Bank Ltd, SND A/C - 01619	1,727	-
		27,520,732	21,775,766

	Notes	Amounts in Taka	
		2020-21	2019-20
33.00 Contribution to WPPF & WF			
Contribution to WPPF & WF for current year		11,352,123	9,258,202
		11,352,123	9,258,202
34.00 Current Tax			
Profit before Income Tax			
Non-taxable		170,501,071	151,923,732
Other than supply sales		25,996,922	23,664,650
Supply sales		35,716,783	9,575,650
		232,214,776	185,164,032
Profit before income tax (Other than supply sales)		25,996,922	23,664,650
Provision for tax on profit of taxable services (Other than ITES)		5,849,307	5,871,289
Minimum tax from supply sales		23,375,197	33,527,283
Provision for income tax during the year		29,224,504	39,398,572

34.01 Reconciliation of effective tax rate

	2020-21		2019-20	
	%	Taka	%	Taka
Tax using the company's tax rate	22.50%	51,084,552	25.00%	46,291,008
Tax effect of:				
Provision for non-deductible expenses	0.51%	1,163,773	0.00%	-
Less: Non-taxable for being ITES	-16.90%	(38,362,741)	-20.51%	(37,980,933)
Supply sales	10.30%	23,375,197	18.11%	33,527,283
Less: Tax on supply sale at normal tax rate	-3.54%	(8,036,276)	-1.29%	(2,393,913)
Other adjustment	0.00%	-	-0.02%	(44,874)
Effective tax rate	12.87%	29,224,504	21.28%	39,398,572

35.00 Deferred Tax

Deferred tax expenses/(income)	17.00	(212,359)	(2,999,390)
Income tax		(212,359)	(2,999,390)

The provision for deferred income tax is raised due to taxable temporary differences for this year. Details breakup has been shown in the under Note - 17.00.

36.00 Earnings per share (EPS)

Net profit after tax		198,030,308	148,764,850
Weighted average number of shares outstanding	38.01	128,592,664	128,592,664
		<u>1.54</u>	<u>1.16</u>

Retrospective restatement has been made in Earnings per share due to the change in net profit after tax as a result of restatement and the increase in number of share as a result of declaration of bonus share as per 26 and 64 of IAS 33.

The part of revenue especially Q-cash transaction processing charge and Service & maintenance charge has increased significantly than the previous year. Subsequently the earnings per share has increased refers to the upward trend in this financial year.

	Notes	Amounts in Taka	
		2020-21	2019-20
37.00 Net Assets Value (NAV)			
Share capital		1,285,926,640	1,224,692,040
Share premium		294,578,430	294,578,430
Retained earnings		350,261,531	234,209,557
Revaluation reserve		188,396,337	196,969,201
Total equity with revaluation reserve		2,119,162,938	1,950,449,228
Weighted average number of shares outstanding 38.01		128,592,664	128,592,664
		16.48	15.17
NAV per share of previous year has been restated due to increase in the number of shares by way of Stock Dividend and consideration of Weighted average number of shares outstanding. The NAV per share of previous year before restatement was Tk. 15.93.			
38.00 Net Operating Cash Flows Per Share (NOCFPS)			
Net cash provided by/(used in) operating activities		214,299,883	(95,770,462)
Weighted average number of shares outstanding 38.01		128,592,664	128,592,664
		1.67	(0.74)
NOCFPS of previous year has been restated due to increase in the number of shares by way of Stock Dividend and consideration of Weighted average number of shares outstanding. The NOCFPS per share of previous year before restatement was Tk. (0.78).			
Net Operating Cash flow per share (NOCFPS) has increased during this year due to realization of bills receivables and decreased of Cash paid to suppliers & Cash paid for operating activities from the previous year.			
38.01 Weighted average number of shares outstanding			
Weighted average number of shares outstanding as at 30 June 2020		122,469,204	122,469,204
Add: Stock dividend issued for the year 2019-20		6,123,460	6,123,460
		128,592,664	128,592,664
39.00 Reconciliation of cash flows from operating activities through indirect method			
Net Profit/(Loss) before tax		227,042,453	185,164,032
Adjustments to reconcile profit before tax to net cash flows			
Depreciation		62,342,868	53,343,410
Amortization		27,634,420	26,984,442
Sub total (a)		89,977,288	80,327,852
Working capital adjustments:			
Increase/decrease in inventories		(61,088,044)	(17,596,859)
Increase/decrease in accounts receivable		(64,684,091)	(24,531,489)
Increase/decrease in other receivable		68,270,764	(55,832,143)
Increase/decrease in advance, deposit & prepayments 39.01		115,692,205	(31,060,860)
Increase/decrease in trade payable		(8,963,743)	11,813,025
Increase/decrease in payable for expenses		(15,577,015)	20,794,252
Increase/decrease in other liabilities		(69,580,557)	(162,455,090)
Income tax paid as AIT		(31,416,797)	(42,675,163)
Interest income		(27,520,732)	(21,775,766)
Sub total (b)		(94,868,010)	(323,320,093)

Notes	Amounts in Taka	
	20120-21	2019-20

Adjustments for the non-current assets and liabilities portion included in the current assets and liabilities:

Adjustment against property, plant & equipment	(4,612,437)	(9,844,244)
Adjustment against intangible assets	-	(24,333,473)
Adjustment against capital WIP	-	(1,567,159)
Interest receivable	(2,825,013)	343,773
Dividend payable	(414,398)	8,996
Gain/(Loss) from Switching Hardware	-	587,623
Adjustment against lease	-	(3,137,769)
Sub total (c)	(7,851,848)	(37,942,253)
Total (a+b+c)	(12,742,570)	(280,934,494)
Cash flows from operating activities	214,299,883	(95,770,462)

39.01 Increase/decrease in advance, deposit & prepayments

Increase/decrease in advance, deposit & prepayments	84,275,408	(73,736,023)
Increase/ decrease in Advance income tax (AIT)	31,416,797	(42,675,163)
	115,692,205	(31,060,860)

40.00 Events after the Reporting period

The Board of Directors of the Company has recommended 5% cash dividend for all General Shareholders at the Board Meeting held on 28 October 2021. The dividend is subject to approve by the Shareholders at the forthcoming Annual General Meeting (AGM) of the Company dated 14 December 2021. Dividend payable for the year 2020-2021 will be recognized after the dividend being approve by the shareholders in the AGM.

41.00 Related party transaction**41.01 Other related party transactions during the year**

The company has entered transactions with other entities in normal course of business that fall within the definition of related party as per Bangladesh Accounting Standard 24: Related Party Disclosures. The related party transactions are as follows:

Name of the related parties	Transaction during the year	Relationship with the entity	Nature of transaction	Balance as at 30 June 2021	Balance as at 30 June 2020
	Taka			Taka	Taka
Trust Bank Ltd	53,131,867	Shareholder	Sale of equipment & service	26,995,942	27,960,387
National Bank Ltd	29,920,992	Shareholder	Sale of equipment & service	11,076,091	16,421,383
Mercantile Bank Ltd	29,856,972	Shareholder	Sale of equipment & service	9,873,892	13,649,915
LankaBangla Finance	21,261,289	Shareholder	Q-cash transaction	14,589,345	18,304,097

41.02 Key management personnel compensation

Particulars	2020-21		2019-20	
	Managing Director	Other Managers	Managing Director	Other Managers
Directors remuneration	7,440,000	-	7,440,000	-
Salary & allowance		73,500,573		73,500,573
Short term employee benefits	-	511,969		547,230
Other long term benefits	-	256,003		273,615
Post employment benefits	-	-	-	-
Termination benefits	-	-	-	-
Share based payment	-	-	-	-
Grand total	7,440,000	74,268,545	7,440,000	74,321,418

We have no disclosure as per BSEC Notification No. BSEC/CMRRCD/2009-193/2/admin/103 dated 05 February, 2020.

Schedule - A
Finished Goods
as at 30 June 2021

Inventory items	Balance as at 01 July 2020		Direct addition during the year		Addition from Store Materials during the year		Consumption / Sales during the year		Balance as at 30 June 2021	
	Quantity	Taka	Quantity	Taka	Quantity	Taka	Quantity	Taka	Quantity	Taka
Stock in trade - ATM	18	7,341,422	-	-	-	-	1	407,857	17	6,933,565
PROCASH 280 NFL KMAT	2	1,159,633	-	-	-	-	-	-	2	1,159,633
DN Series 100D	3	2,596,491	-	-	-	-	-	-	3	2,596,491
PROCASH 285 KMAT	2	7,245,000	-	-	-	-	-	-	2	7,245,000
Opteva 378 Cash Recycler	48	3,499,557	-	-	-	-	-	-	48	3,499,557
Stock in trade - Anti-skimming device	1	96,491	-	-	-	-	-	-	1	96,491
Stock in trade - TMD security device (Anti skimming)	15	227,353	-	-	-	-	-	-	15	227,353
Stock in trade - CDM	18	3,011,823	5	1,060,755	-	-	-	-	23	4,072,578
Stock in trade - POS	604	12,155,491	17,850	316,595,773	-	-	13,671	248,451,221	4,783	80,300,043
Stock in trade - Finger vein	130	1,682,552	-	-	-	-	130	1,682,552	-	-
Stock in trade - Biometric device	1,105	5,382,608	-	-	-	-	143	696,573	962	4,686,035
Stock in trade - Finger print reader	9	23,460	-	-	-	-	9	23,460	-	-
Stock in trade - UPS	1	259,794	-	-	-	-	-	-	1	259,794
Total		44,681,675		317,656,528		-		251,261,663		111,076,540

Schedule - B
Store materials
as at 30 June 2021

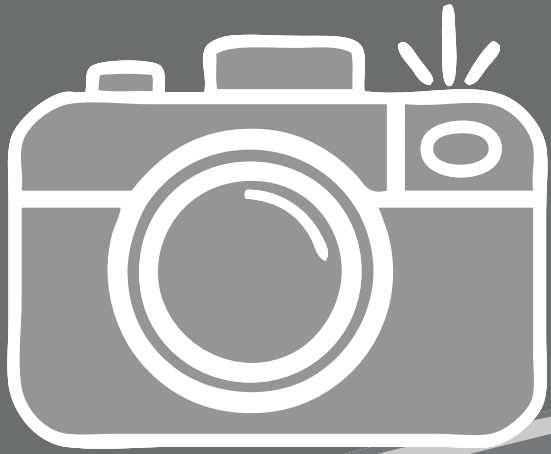
Inventory items	Balance as at 01 July 2020		Addition during the year		Consumption during the year		Transfer to Finished Goods during the year		Balance as at 30 June 2021	
	Quantity	Taka	Quantity	Taka	Quantity	Taka	Quantity	Taka	Quantity	Taka
ATM spare parts	-	224,754,828	-	15,570,994	-	13,454,694	-	-	-	226,871,128
KIOSK/CDM spare parts	-	7,000,852	-	1,144,604	-	4,047,151	-	-	-	4,098,305
POS spare parts	-	12,728,707	-	1,402,715	-	4,046,029	-	-	-	10,085,393
VISA card	12,515	1,877,260	-	-	12,515	1,877,260	-	-	-	-
Total		246,361,647		18,118,313		23,425,134		-		241,054,826

Schedule - C
Statement of Revaluation Reserve on Property, Plant & Equipment and Intangible Assets
as at 30 June 2021

Particulars	Revaluation			Rate	Depreciation/Amortization			Net book value As at 30 June 2021	
	As at 01 July 2020	Addition during the year	Disposal during the year		As at 30 June 2021	Charged during the year	Disposal during the year		As at 30 June 2021
	Taka	Taka	Taka		Taka	Taka	Taka		Taka
Property, Plant & Equipment									
ATM machinery	69,237,574	-	-	15%	55,606,467	2,044,668	-	57,651,135	11,586,439
Card printer	7,334,892	-	-	15%	5,890,839	216,608	-	6,107,447	1,227,445
Plant & machinery	9,917,246	-	-	15%	7,964,796	292,868	-	8,257,664	1,659,582
POS terminal	13,199,873	-	-	15%	10,601,155	389,808	-	10,990,963	2,208,910
Sub total	99,689,585	-	-	--	80,063,257	2,943,952	-	83,007,209	16,682,376
Intangible Assets									
ATM software	6,242,650	-	-	2.5%	1,092,464	156,068	-	1,248,532	4,994,118
POS software	4,186,345	-	-	5%	1,465,217	209,316	-	1,674,533	2,511,812
Q cash retailer POS software	4,224,910	-	-	5%	1,478,720	211,244	-	1,689,964	2,534,946
Software development	65,710,823	-	-	2.5%	11,499,397	1,642,772	-	13,142,169	52,568,654
Switching software	136,380,534	-	-	2.5%	23,866,591	3,409,512	-	27,276,103	109,104,431
Sub total	216,745,262	-	-	--	39,402,389	5,628,912	-	45,031,301	171,713,961
Grand total	316,434,847	-	-	--	119,465,646	8,572,864	-	128,038,510	188,396,337

as at 30 June 2020

Particulars	Revaluation			Rate	Depreciation/Amortization			Net book value As at 30 June 2020	
	As at 01 July 2019	Addition during the year	Disposal during the year		As at 30 June 2020	Charged during the year	Disposal during the year		As at 30 June 2020
	Taka	Taka	Taka		Taka	Taka	Taka		Taka
2019-20	316,434,847	-	-	--	110,373,266	9,092,380	-	119,465,646	196,969,201



Snapshots

Snapshots







Information Technology Consultants Limited
Evergreen Plaza, 260/B, Tejgoan Industrial Aria, Dhaka-1208

PROXY FORM

I/We
Of.....being a member of **Information Technology Consultants Ltd.**
and entitled to vote, hereby appoint Mr./Mrs./Miss.....
of as my/our
proxy to attend and vote for me/us and on my/our behalf at the 21st Annual General Meeting (AGM) of the
Company to be held through virtual participation on Tuesday, December 14, 2021 at 10:30 a.m. under
digital mode in view of the Corona pandemic.

Signature of Shareholder

Revenue
Stamp
20.00

Signature of proxy

Dated.....2021

BO A/C No.

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

No. of Shares:

Note:

- 1) This Form of Proxy, duly completed and signed must be deposited at least 48 hours before the meeting at the Company's registered office. Proxy is invalid if not signed and stamped as explained above.
- 2) Signature of the Shareholder must be in accordance with Specimen Signature recorded with the Company.



Information Technology Consultants Limited
Evergreen Plaza, 260/B, Tejgoan Industrial Aria, Dhaka-1208

ATTENDANCE SLIP FOR VIRTUAL REGISTRATION

I do hereby record my/our attendance at the 21st Annual General Meeting (AGM) of ITC to be held
virtually under digital participation on Tuesday, December 14, 2021, at 10:30 a.m. Name of the Member/
Shareholder/ Proxy.....

BO ID:

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

Signature.....

Date.....

N.B.: Shareholders attending the Meeting in person or by Proxy under virtual platform are requested to complete the Attendance Slip and deposit the same at the Registered Office of the Company before the meeting.



IT Consultants Ltd.

- 📍 Evergreen Plaza 260/B
Tejgaon I/A, Dhaka-1208
- ☎ +88 02 9830310-13
- ☎ +88 02 983-0309
- ✉ info@itcbd.com
- 🌐 www.itcbd.com

